

Bluff Park Neighborhood Association

Bylaws

Article I                      Organization Name:

- A. Name:                      Bluff Park Neighborhood Association (BPNA)
- B. Boundaries:    Ocean Boulevard on the South, Junipero Avenue on the West, Ocean side of Broadway on the North and Loma Avenue on the East, as defined in the BPNA historic district charter.

Article II                      Mission Statement/Purpose:

A. Mission Statement:

BPNA is organized exclusively to preserve the integrity of and historic significance of our homes and to develop a sense of unity within Bluff Park Neighborhood, fostering a sense of neighborhood collaboration and goodwill. To educate the neighborhood, surrounding communities and the City of Long Beach of the historical significance of our neighborhood, it's architectural value and the impact it has had on the City and County of Los Angeles since its origin.

In addition, to act as a communication vehicle to represent the Bluff Park Neighborhood to outside entities, local businesses, other neighborhood associations, city officials and city agencies.

A. Purpose/No Individual Gain:

The BPNA does not contemplate pecuniary gain or profit to any of its members whatsoever, and there shall be no distribution of any profit or assets at any time to its members.

Article III                      Limits of Authority and Standing Rules:

- A. No individual or group shall be authorized to commit BPNA to any agreement or obligation without the specific approval of the BPNA Board Members.
- B. Standing Rules shall be established by the BPNA Board and may be amended as necessary by the Board to facilitate the operation of BPNA in the absence of the Voting Membership.

Article IV:                      Membership/Voting Privileges:

- A. All residents within the boundaries of BPNA shall be general members. Owner residents and non-owner residents shall be eligible for membership.
- B. Voluntary annual dues shall be payable on an annual basis and entitle one vote per residence in good standing.

Article V:                      Contributions:

- A. Contributions are voluntary and levels, if any are established by the Board.

Article VI:                      Funds:

- A. Two types of funds shall be established

- a. General: membership contributions and promotional sponsorship income shall be deposited into the General Fund. The General Fund will be used for BPNA general operating expenses. The General Fund will be also be used to collect revenues from and pay expenses for events and activities carried on for charitable and neighborhood benefit purposes.
  - b. Special Funds: these funds shall be established for special events or purposes; funds from this account are earmarked for specifics projects, events and/or activities.
- B. Allocation of all expenditures must be approved by the voting members via approval of the BPNA budget
  - C. Once the Board and voting membership has allocated funds via approval of the budget, they can only be reallocated via vote by the voting membership.
  - D. The Board shall approve all expenditures from reserves that exceed allocated budgeted amounts. All disbursements shall be paid by check, which shall be signed by the Treasurer or Second signer as approved by the Board. Any expenditure exceeding an amount established by the Standing Rules shall be signed by both the Treasurer and the Second signer.
  - E. The Treasurer shall present a financial report to the Board members each month and to the General membership each quarter. The financial report shall consist of a Balance Sheet and a Statement of Cash Flows. The Board may request additional reports as appropriate.

Article VII:                    Officers/Board Members:

- A. The Board Members shall consist of President, 4 Vice Presidents, Secretary, and Treasurer.

Article VIII:                    Requirements of Board Members:

- A. All BPNA Board Members are required to attend monthly Board meetings and all Quarterly Neighborhood Meetings. In the event that a Board member's attendance is not possible, the Board member must contact either the President or the Secretary prior to the start of the meeting.
- B. A Board member may be dismissed for dereliction of duties or excessive absence from Board meetings. Any such Board member shall be notified in writing that dismissal is forthcoming and provided an opportunity to respond.
- C. All BPNA Board members shall not be salaried and shall not be related to any salaried personnel or to parties providing services, except as provided by federal and state conflict of interest laws and Article XVI of these Bylaws. Board members cannot simultaneously provide salaried or compensated services while serving on the Board, but can be reimbursed for approved supplies used in the course of conducting business on behalf of BPNA.

Article IX:                    Duties of Board Members:

- A. President

The President shall be the Chief Executive Officer and spokesperson, with full authority and responsibility for supervising Association affairs, subject to the ultimate review of the

Board of Directors and Association Bylaws. A Vice President shall assume the responsibilities of the President in his/her absence. The president shall possess and be responsible for the key to the PO box.

B. Vice President of Events and Fund Raising

The Vice President Events and Fund Raising develops a timetable, one year in advance, of community events including detailed resource requirements (people, money and so forth), budgets, and target dates. Presents updated plans to the Board. Works with Board members to marshal necessary human resources

The Vice President Events and Fund Raising develops innovative ways to raise money. Works with Board members to ensure solicitations and events are achieving targeted goals. Actively courts outside businesses to keep a steady flow of contribution for ads, community events, and historic preservation.

C. Vice President Communications (Website, E-commerce and Social Media)

The Vice President of Communications upgrades and maintains BPNA website and Facebook with news events, ads, local business discounts, and community online forums. The website should be updated at least once per quarter, with feedback and articles from both board directors and community members. Discharges web blasts and oversees e-newsletter and hardcopy newsletter (as applicable).

D. Vice President Public Safety liaison

The Vice President Public Safety acts as regular communication point between Board and the City's Police and Fire Departments. Liaise with 3<sup>rd</sup> District Council Office, to ensure the Councilperson's initiative to develop and implement a structured community watch program for every block in Bluff Park. The Vice President schedules, if necessary, police and fire resources for community meetings and events. Works with the President and follows up on sporadic neighborhood issues and concerns such as burglaries, minor thefts, speeding issues, and helps to formulate a resolution with City departments, and presents to Board for approval.

E. Vice President Historic Preservation

The Vice President Historic Preservation is the point of contact with the City's Historic Preservation Office, Cultural Heritage Commission, and Bluff Park residents on all historic district issues. The Vice President responds to all requests from the City that involves planning relative to compliance with the Bluff Park Historic District Ordinance. Represents the Board on the City's Association of Historic Districts, attending meetings and working with City staff on policy development, ordinances and codes relevant to the preservation of historic district status, and planning and building guidelines. Ensures the Board is briefed in a timely matter on all historic preservation issues, activities and events.

F. Secretary

The Secretary shall be the Chief Administrative Officer with responsibilities for (1) keeping complete, accurate records of the names and addresses of the Board and general membership; (2) keeping complete, accurate minutes of the Board meetings and distributing such minutes within five days after the end of each meeting; (3) distributing minutes of community meetings to the Board at least five days after each meeting; (4)

Noticing of meetings, elections, or other actions required by the Bylaws or otherwise directed by the board; (5) maintaining a complete, accurate set of bylaws and any standing rules; and (6) distributing membership renewal notices.

G. Treasurer

The Treasurer shall be the Chief Financial Officer, who shall (1) have custody and control of all Association funds; (2) keep all necessary records and accounts of income, monies, accounts, gifts, contributions, pledges, receipts, disbursements, expenditures, assets and liabilities; (3) comply with applicable provisions of federal, state and local regulations and laws; and (4) report Association financial status at every regular Board meeting and general community meeting. The signature of the Treasurer shall be required on checks or other debt instrument; the signature of a second Board member, to be designated by the Board in advance, shall be required on all checks or other debt instruments in excess of an amount determined by the Board to be appropriate. The Board may from time to time undertake a financial review, formal or informal, as it deems appropriate. The treasurer shall be responsible for procuring necessary insurance for the BPNA.

Article X:                    Election of Officers/Board Members:

- A. Candidates shall be introduced, and nominations will be accepted from the floor, at the March Quarterly Community Meeting. Annual election shall be conducted during the 7 days immediately following the Quarterly community meeting by email ballot of voting members in good standing. Election results shall be posted on the BPNA website with 3 days of end of balloting.
- B. A Board transition meeting shall be held annually for the purpose of maintaining Board continuity.
- C. Term of Office:
  - a. Officers two years, beginning March 1 and ending February 28.
- D. Vacancies in Office. The Board shall fill the office for an unexpired term.
- E. Board members may run again for re-election to the Board. The President shall be limited to three consecutive, two year elected terms.
- F. If a Board member moves out of the neighborhood during his/her term, he/she may complete his/her term of office with Board approval.

Article XI:                    Meetings:

- A. General Community neighborhood meetings shall be held once each calendar quarter, and other meetings may be held for special topics as directed by Board members. The Community shall be given adequate notice of meeting dates and agenda items.
- B. Board meetings shall be held once per month.
- C. Only Board members can vote at Board meetings.
- D. The President and three of any other Board members may request a closed executive session during a Board meeting.

Article XII:                    Quorum:

- A. General Community Meetings-no quorum is required.
- B. A quorum for Board meetings shall be five members.
- C. Proxies shall not be recognized for any reason.

Article XIII:                    Committees:

- A. The President shall appoint committee chairs, with approval of the Board.
- B. A committee chair shall select no less than two BPNA members for their committee.
- C. Each committee chair shall report to the Board in a manner specified by the President.

Article IV:                    Parliamentary Authority:

- A. The New Robert's Rules of Order shall be the parliamentary authority of BPNA.

Article XV:                    Amendments:

- A. These Bylaws may be amended by majority vote of the Board, and be ratified by majority vote of the voting membership present at the Community Meeting at which they are presented for ratification. Notice of a vote to be taken on ratification of Bylaw amendments shall be given to the voting membership by email list blast and posting on the website homepage at least two weeks in advance of the date of the Community meeting when the ratification vote is to take place.

Article XVI:                    Conflict of Interest:

- A. Duty to Disclose. In connection with any actual or possible conflict of interest on the part of a Board member, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the Board members and members of committees with governing board delegated powers to considering the proposed transaction or arrangement.
- B. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussions with the interested person, he/she shall leave the Board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining Board or committee members shall decide if a conflict of interest exists.
- C. Conflict of Interest Policy: The Board shall establish a Conflict of Interest Policy, which shall be signed annually by all Board members and shall be maintained by the Secretary, or his/her designee. Members of the BPNA Board, committees and other formed groups shall adhere to the said policy. Board members shall have the responsibility to enforce said policy.

Article XVII:                    Dissolution:

In the event of the dissolution of BPNA, all assets remaining after payment of debts shall be distributed to a non-profit fund, foundation, or corporation which is organized exclusively for charitable and educational purposes, and which has established its tax-exempt status under Internal Revenue Code section 501(c)(3).