

BY-LAWS OF
COALITION OF CITY NEIGHBORHOOD ASSOCIATIONS OF SARASOTA, INC.

1. ARTICLE I – NAME

The name of the organization is the Coalition of City Neighborhood Associations of Sarasota, Inc. (CCNA).

2. ARTICLE II – PURPOSE

The purpose of the organization is to preserve, protect and enhance city residential neighborhoods and to address the needs of neighborhoods and stand in support of those needs.

3. ARTICLE III – MEMBERSHIP

A. Membership

Membership is open to all organized residential neighborhood associations outside of the city center, as delineated on the accompanying CCNA map (Exhibit A).

Organized shall be defined as having:

1. Defined boundaries,
2. Board members elected by majority vote at a general meeting which has been adequately noticed to the neighborhood, and
3. Organizing documents such as by-laws and/or articles of incorporation which have been approved by the neighborhood.

Historically, CCNA recognized that downtown residents desire representation and therefore included the Bayfront Condominium Association. That organization subsequently became the Downtown Sarasota Condominium Association (DSCA) and has been a member in good standing for many years. In order to continue that downtown representation, CCNA will allow one member from the city center (see map at Exhibit A) and currently recognizes DSCA in that capacity.

Each association shall appoint a representative and an alternate representative and notify CCNA in writing of such appointments. The designated representative shall reside in the represented neighborhood but the alternate representative may be a resident or a property owner in the represented neighborhood. The alternate representative may not serve more than three (3) times per year as designated representative. In the absence of one or both of the representatives, an association or its board may send alternate representatives with designation. Only one representative shall be the spokesperson and shall vote for a member association during the general meetings.

An association is declared a member once the association's by-laws and membership application have been accepted by the Executive Committee of the CCNA, and dues have been paid. In the event that the Executive Committee is not unanimous with respect to the application, the Executive Committee shall present the membership application to the general membership for determination by majority vote.

In the event that more than one neighborhood association, with the same or similar boundaries and representing the same resident population, seeks membership in the CCNA, the Executive Committee shall review the applications for such associations and make a recommendation to the general membership for determination by majority vote.

B. Voting

Each member association is entitled to one vote. Proxy voting is not allowed.

C. Dues

Dues shall be set by a vote of the CCNA membership and are to be paid annually. If any association shall fail to file the annual membership information report or pay any assessed dues by March 15th, the right of the delegate to vote shall be suspended until the report is filed and the dues are paid. If the member association remains delinquent for a period of six months, membership shall be terminated by the Executive Committee.

Fiscal year shall be the calendar year.

D. Representation

No member shall represent a CCNA position unless authorized by the membership or the Executive Committee.

4. ARTICLE IV – MEETINGS

A. General Membership Meetings

There shall be a general membership meeting at least once per quarter and a quorum shall be present to conduct business. A quorum is 25% of the member neighborhood associations.

B. Special Meetings

Any member association with an urgent need may request the Executive Committee to call a special meeting of the membership. The purpose of the meeting shall be stated in the notice of the special meeting. Except in cases of emergency, at least three (3) days' notice shall be given of the special meeting.

5. ARTICLE V – OFFICERS

The officers of the Association shall be: Chairman, First Vice Chairman, Second Vice Chairman, Secretary and Treasurer. All officers shall be residents of the City of Sarasota.

A. Chairman

The Chairman shall preside at all general membership and Executive Committee meetings, make committee appointments (including the Nominating Committee) with the approval of the Executive Committee, and perform all other duties usually pertaining to the office of chairman.

B. First Vice Chairman

The First Vice Chairman shall fulfill the duties of the chairman in the Chairman's absence.

C. Second Vice Chairman

The Second Vice Chairman shall fulfill the duties of the Chairman and the First Vice Chairman in their absence. The Second Vice Chairman shall be the Membership Chairman and shall keep the official membership roll, maintain the annual membership information report, and provide membership packages (Articles of Incorporation, By-Laws and any additional information on CCNA) to new member associations.

D. Secretary

The Secretary shall keep a record of all proceedings, shall keep a copy of the official membership roll and attendance, shall keep a record of all correspondence, and shall send out notices of all meetings.

The Executive Committee may, from time to time and at its sole discretion appoint, by affirmative vote of a majority of the committee, a secretary who may or may not be a member of CCNA and who may or may not be compensated for secretarial services performed as the committee may determine. This will be a non-voting position.

E. Treasurer

The Treasurer shall be custodian of all funds, shall keep a record of funds of the association and provide a treasurer's report at each CCNA general membership meeting. The Treasurer shall send out notices of dues and annual membership information forms as soon as possible after the first meeting of the year.

Expenses of CCNA must be approved in advance by the Executive Committee.

6. ARTICLE VI – EXECUTIVE COMMITTEE

The Executive Committee shall consist of the officers of CCNA, one member at large from and residing in each city-voting district, and the immediate past chairman (in order to provide continuity from year to year). Officers and district representatives must be members of active CCNA neighborhood associations and residents of the City of Sarasota.

A. Election

The Executive Committee members shall be elected by a majority vote at the general membership meeting held at the first meeting of the first quarter of the new calendar year. A slate of officers and district representatives shall be presented by the nominating committee. Nominations can also be made from the floor with the approval of the nominee. One vote by the designated representative for each member neighborhood association shall be cast by written ballot. The Chair shall designate ballot counters, who shall report the results to the Chair to be announced to the membership. Proxy voting is not allowed.

Executive Committee members shall assume office immediately upon election.

B. Term

The Executive Committee members shall serve one-year terms. An Executive Committee member may not serve more than three consecutive terms in the same office. A term shall be defined as at least six (6) months and one (1) day.

Any vacancy occurring in the Executive Committee shall be filled by the Chair, with the approval of the Executive Committee, to complete the unexpired term of the vacant position.

C. Meetings

The Executive Committee shall meet monthly unless determined otherwise. Special meetings may be called by the Chairman or upon request of three (3) Executive Committee members.

D. Absences

An Executive Committee member who is absent for three consecutive meetings without advance notice to the Chairman or Secretary or without good cause may be dropped by an action of the Executive Committee. A committee member shall be removed from office by an affirmative vote of two thirds of the Executive Committee for good cause shown.

E. Quorum

A quorum is the majority of the number then serving as the Executive Committee.

F. Expenses

All expenses of CCNA shall be approved in advance by the Executive Committee.

G. Candidate for Office

No member of the Executive Committee may hold or be a candidate for elective public office.

7. ARTICLE VII – CCNA POSITION ON SPECIFIC ISSUES

A. General Membership

1. A quorum is 25% of the member neighborhood associations.
2. A two-thirds vote of the membership present at the meeting shall be in support of the position.
3. The position shall be announced to the membership and to the public as a position taken by CCNA.

B. Executive Committee

1. A quorum is the majority of the number then serving as the Executive Committee.
2. A two-thirds vote of the Executive Committee shall be in support of the position.
3. The position shall be announced to the membership and to the public as a position taken by the Executive Committee of CCNA.

8. ARTICLE VIII – COMMITTEES

The Chairman, with the approval of the Executive Committee, shall appoint all committees. Committees shall elect the committee chair. The Chairman may serve ex officio on all committees except the Nominating Committee.

Standing committees shall be as follows:

A. Membership Committee:

In accordance with these By-Laws, the Second Vice President shall chair this committee. The purpose of the committee is to retain current members and recruit new members.

B. Nominating Committee:

The Nominating Committee shall consist of five (5) members with three (3) being Executive Committee members and two (2) being appointed from the general membership.

The purpose of this committee is to present a slate of officers and district representatives to the general membership for election at the first meeting in the first quarter of the calendar year.

9. ARTICLE IX – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of “Roberts Rules of Order, Newly Revised” shall govern this organization in all instances in which they are applicable and in which they are not inconsistent with these By-Laws.

10. ARTICLE X – AMENDMENTS

These By-Laws may be amended or revised by a two-thirds affirmative vote at any general membership meeting or special meeting called by the Executive Committee at which a quorum is present. The membership shall be notified of any proposed amendments or revisions at least 14 days before the required vote. Amendments or revisions may be proposed by three Executive Committee members or by one-third of the membership of the

organization.

Originally Adopted in 1991

Amended 8/3/91

Amended 5/30/92

Membership Requirements Amended 10-19-93 Revised January 5, 2002

Membership Amended 11/1/08

CCNA POLICIES

Designated and alternate representatives will be seated at the table. Guests and other attendees will not be seated at the table unless specifically invited by the Chair.

Neighborhood association identification signs shall be placed in front of the designated representative to assist the Chair in recognizing the proper representative as the spokesperson and voting representative for the neighborhood association.

In accordance with Robert's Rules of Order, CCNA representatives must be recognized (preferably by raising a hand) by the Chair before speaking.

CCNA representatives will be limited to speaking one time until every other representative has been given an opportunity to speak and a second or subsequent time only after anyone who has not previously spoken has been given an opportunity to speak.

All CCNA meetings are open to the public and press unless designated a closed meeting by the Chair with the approval of the Executive Committee.