



Walnut Hill Community Association

242-52 South 49th Street, Building E Office · Philadelphia, PA 19139
(215) 472-1381 · info@walnuthillca.org

Bylaws

The By-Law Committee started working on proposed amendments to Walnut Hill Community Association's by-laws beginning October 2010. The committee met on the following dates in 2011: Jan 6, Jan 18, Jan 31, Feb 14, Feb 28, and Mar 14. At the final meeting, we met at WHCA office at Chatham Court Apartment and voted on the proposed amendments that would make the report to the general membership. In attendance on March 14 were: Suet Lim (committee chair), Horace Patterson (president), Deloris Fisher (treasurer), Grace Johnson (financial secretary), Christian Dunbar (chair of ways and means), Lana Harris (block co-captain) and Marsha Brown (block co-captain). The committee's report was distributed to those in attendance at the March 26 general membership meeting. All members in good standing will receive a copy in the mail. The debate and vote on the proposed amendments will take place at the June 25 general membership meeting. A copy of the report (i.e. proposed amendments to the by-laws) is here. The current by-laws are below.

(Revised 5-23-2009)

(Revised 3-28-2000)

By-Laws

Of the

Walnut Hill Community Association, Inc.

Article I

Name

The name of the organization shall be the Walnut Hill Community Association, Incorporated, hereafter referred to as the Association. The area served by this association shall be designated by the following boundaries: Market Street on the North, 45th Street on the East, Spruce Street on the South and 52nd Street on the West.

Article II

Object

The object and purpose of this association shall be to improve and maintain the neighborhood standards in matters concerning safety, sanitation, health, education, recreation, cultural and family stability; to insure economic security by engaging in the purchase, sale, rental and renovation of housing; to stimulate interest in the community by beautifying and maintaining vacant lots.

Article III

Members

Section 1. Eligibility for membership is extended to all persons living, working, operating a business and interested in the area served by the Association.

Section 2. Persons living outside the geographical area may hold an associate membership with no voting privileges.

Section 3. Membership dues shall be payable annually as set forth in the Standing Rules. Dues are payable in advance on or before July first of each year.

Section 4. Those members whose dues are unpaid have no voting privileges in the business meetings.

Article IV

Officers

Section 1. The officers of the Association shall be a president, first vice president, second vice president, secretary, assistant secretary, financial secretary, treasurer, sergeant-at-arms and a chaplain. These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Association.

Section 2. At the regular meeting held in January, a nominating committee of three members shall be elected by the membership. It shall be the duty of the committee to nominate candidates for the offices to be filled at the annual meeting in June. The nominating committee shall report to the membership at the regular meeting in March. Before the election at the annual meeting in June, additional nominations from the floor shall be permitted, provided the nominee is present or has given written consent to serve if elected.

Section 3. All officers shall have been active members in good standing for at least one year prior to election. The president shall have served as an officer for at least one year prior to election.

“Exception: In the event that WHCA does not have enough active members to be eligible nominees to be officers including President, any paid member in good standing of the Association is eligible to be nominated for an office.”

Section 4. Active means persons who have attended meetings regularly and good standing means persons whose current dues have been paid.

Section 5. The officers shall be elected by ballot vote except when there is but one nominee for an office, at which time the vote for the office may be by voice. A majority vote shall be necessary to elect on the first ballot. If no candidate receives a majority, a second ballot shall be taken. A plurality shall elect on the second ballot. If on the second ballot two or more candidates are tied for the highest number of votes, these candidates shall draw lots to determine who shall be elected. Any candidate may withdraw as a candidate prior to any ballot or any casting of lots. Any vote cast for a withdrawn candidate shall not be counted in determining a plurality on the second ballot.

Section 6. The officers shall serve for two years or until their successors are elected. Their term of office shall begin at the close of the annual meeting at which they are elected.

Section 7. A vacancy in office shall be filled by a special election by the Board of Directors at the meeting following announcement of the vacancy, with the exception of a vacancy in the office of president, in which case the first vice president shall automatically become president, the second vice president shall automatically become first vice president, and the office of second vice president shall be filled.

Article V

Duties of Officers

Section 1. The president shall: be the Chief Executive Officer of the Association; have general supervision of its affairs and business; preside at all meetings of the Board of Directors, the Executive Committee, and the general membership; appoint all standing and special committees with the approval of the Board of Directors; be an ex-officio member of all committees except the nomination committee; sign checks as required with the treasurer, secretary, or financial secretary; perform such other duties as may be required or assigned.

Section 2. The first vice-president shall perform such duties as may be assigned by the Board of Directors. In the absence or disability of the president, the first vice-president will perform the duties of the president.

Section 3. The second vice-president shall perform such duties as may be assigned by the Board of Directors.

Section 4. The secretary shall: keep minutes of the proceedings of the Board of Directors, the Executive Committee and the general membership; conduct correspondence as directed; sign checks as required with the president, the treasurer or the financial secretary; perform such other duties as may be assigned by the Board of Directors.

Section 5. The assistant secretary shall assume the duties of the secretary in his/her absence.

Section 6. The treasurer shall: deposit in a bank account all monies established in the name of the Association; record all receipts and disbursements; sign checks for the disbursement of funds not exceeding two hundred dollars (\$200.00) in any given month without approval of the Board of Directors; present an itemized statement of receipts and disbursements for each month; submit an end of year financial report at the annual meeting; perform such other duties as may be required.

Section 7. The financial secretary shall: collect membership dues; maintain a ledger of each member's account; turn over monies received to the treasurer; sign check when necessary.

Section 8. The sergeant-at-arms shall assist in preserving order as the chair may direct.

Section 9. The chaplain recites or leads invocations and benedictions at the openings or closing of meetings or other events.

Article VI Meetings

Section 1. The regular meetings of the Association shall be held on the fourth Tuesday during the months of January, March, June, and October unless otherwise ordered by the Association.

Section 2. The regular meeting on the third Tuesday in June shall be know as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

Section 3. Special meetings may be called by the President or by the Executive Committee and shall be called upon the written request of ten members of the Association. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days notice shall be given.

Article VII The Board of Directors

Section 1. The officers of the Association, the appointed committee chairmen, and one block representative of each street within the boundaries of the Association shall constitute the Board of Directors.

Section 2. The Board of Directors shall have general supervision of the affairs of the Association between its business meetings, fix the hour and place of meetings, make recommendations to the association, and shall perform such other duties as are specified in these bylaws. The Board shall be subject to the orders of the Association, and none of its acts shall conflict with action taken by the Association.

Section 3. Unless otherwise ordered by the Board regular meetings of the Board of Directors shall be held on the second Tuesday of each month. Special meetings of the Board may be called by the President and shall be called upon the written request of three members of the Board.

Section 4. Block representatives and/or Block Captains shall:

- a) Hold regular meetings with their block members.
- b) Be the link between their respective blocks and WHCA.
- c) Encourage their members to play active roles in the association and keep the members informed of the WHCA activities and meetings.
- d) Keep the WHCA Board of Directors informed of their block activities.
- e) Present reports as requested by the WHCA Board of Directors.
- f) Attend the Board meetings.

Article VIII

The Executive Committee

Section 1. The executive committee shall be composed of the president, the first vice-president, the second vice-president, the secretary, and the treasurer.

Section 2. The executive committee shall have general supervision of the affairs between business meetings of the Board of Directors, and shall perform such other duties as prescribed by these bylaws, and those assigned to it by the Board of Directors. The executive committee shall be subject to the orders of the Board of Directors and none of its acts shall conflict with action of the Board.

Section 3. Meetings of the executive committee shall be at the call of the president, or at the request of two members of the Committee. The purpose of the meeting shall be stated in the call. Except in cases of emergency, at least three days notice shall be given.

Section 4. Quorum: Three members of the executive committee shall constitute a quorum.

Article IX

Standing Committees

Section 1. The chairman of each standing committee shall be appointed by the president, and subject to ratification of the Board of Directors.

Section 2. Each committee chairman shall hold at least one meeting a month. A monthly report shall be presented to the Board of Directors at the regular Board meeting.

Section 3. Crime and Safety Committee

This committee shall advise and assist persons in the area in regards to complaints and/or grievances involving law enforcement matters with special emphasis towards crime prevention and individual safety.

Section 4. Education

This committee shall alert the community of available education and training programs, evening school, cultural centers, YMCA, home and school activities, etc.; shall secure and disseminate available information to the group; shall arrange and conduct educational tours for the children and adults.

Section 5. Housing and Zoning

This committee shall: serve as the liaison group between complainants in any matters concerning the Department of Licenses and Inspections; initiate programs to acquire neighborhood stability through acquisition and improvement of houses and vacant lots; keep the Association aware of all significant zoning changes in the area; represent the neighborhood immediately surrounding the zoned location at Zoning Board of Adjustment Hearings and City Planning. In other activities concerning local and municipal groups it serves as intermediary for zoning matters and questions.

Section 6. Membership and Neighborhood Representative Committee: is responsible for the recruitment and retention of members; serve as the liaison representative between block clubs and the Association; assists in organizing block clubs. Establish membership roster and distribute copies to the members.

Section 7. Publicity Committee

It shall be the function of this committee to publicize the activities and functions of the Association to the general public; the preparation and dissemination of notices of general Association meetings; explore all avenues and initiate all steps to secure proper Association recognition.

Section 8. Recreation Committee

This committee shall organize and assist the community in developing recreational programs, sports activities and necessary facilities.

Section 9. Sanitation and Public Health Committee

This committee shall uphold the standards of sanitation and public health. They shall act as a liaison between the sanitation and health department of the City and those persons served by the Association.

Section 10. Senior Citizens Committee

This committee shall serve as the Senior Citizens' advocate; gather information on existing programs; fight for senior citizens' rights; set up programs to develop awareness to the community of the special needs of the senior citizens.

Section 11. Ways and Means Committee

This committee shall devise ways and means of fund raising for the Association, and shall supervise and coordinate fund raising activities.

Section 12. Youth Committee

This committee shall organize the young people in the area and provide proper motivation and guidance to prepare them for mature adulthood.

Article X
Indemnification

The Executive Board, acting responsibly in the best interests of the Walnut Hill Community Association, shall come under the protection of the Directors' Liability Act to the full extent as provided by 42 PA. Con. Stat. Section 8365, Act of November 28, 1986 (P.L. 1458, N. 145) as amended. Each member of the Executive Board of the Walnut Hill Community Association who

was or who is made part to, or a witness in, or who is threatened to be made a party to any pending or completed action, suit or proceeding by reason of the fact that the person is or was an authorized representative of the Walnut Hill Community Association shall be indemnified against all expenses, judgments, fines and amounts paid in settlement and reasonably incurred.

Article XI

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the proceedings of the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that the Association may adopt.

Article XII

Amendment of Bylaws

These bylaws may be amended at any regular meeting of the Association by a two-thirds vote, provided that the amendment has been submitted in writing at the previous regular meeting, or at least thirty days in advance of the meeting at which it is to be considered.

By-Law Committee

Queen Hinton, Chairperson

Deloris Fisher

Pauline Shepherd