

# Pierpont Community Council

## Bylaws

### Article 1 CREATION, PURPOSE, AND POWERS

**Section 1 Creation** The name of this organization will be The Pierpont Community Council (the "Council"). The Council will be established and governed by the provisions set forth in these Bylaws. The Council is intended to qualify as tax-exempt under Section 501(c)(4) of the Internal Revenue Code.

**Section 2 Purpose** The Council's purposes are:

- A. To encourage members of the community to identify and understand the needs, problems, and expectations of the Pierpont Community.
- B. To involve community members in programs addressing their needs, problems, and expectations.
- C. To make government agencies aware of the Pierpont Community's needs, problems, and expectations.

**Section 3 Powers** The powers of the Council will be:

- A. To initiate and oversee the programs to accomplish the purposes in Section 2.
- B. To facilitate communications between the Pierpont Community and government agencies.
- C. To state the positions of the Council to the community and to government representatives

### Article 2 MEMBERSHIP

**Section 1 Eligibility** All residents, property owners and business owners of the Pierpont area are eligible for membership. The Pierpont area includes properties bounded by or adjacent to:

The south end of San Pedro Street to Harbor Boulevard to Seaward Avenue to Pierpont Boulevard to the east end of Pierpont Boulevard, to the south end of Greenock Lane, then north west to the south end of San Pedro Street.

Also included are the commercial properties located in the Marina Village center northeast of the intersection of Seaward Avenue and Pierpont Boulevard, Marina Park, and the portion of San Buenaventura State Beach lying east of the extension of San Jon Road.

**Section 2 Application** Application for membership will require the completion of an application form providing the following information:

Name(s)

Property Address

Mailing Address (if different)

Phone Number

Fax Number or e-mail address (optional)

Resident or Business Owner

Signature and Date

Receipt of completed form showing compliance with Sections 1 and 2 of this Article, or a facsimile thereof, by the Council Secretary will constitute acceptance for general membership.

**Section 3 Termination** A member's membership will terminate when the member ceases to qualify under Section 1 of this Article.

### **Article 3 ORGANIZATION AND ELECTIONS**

**Section 1 Organization** The organization of the Council will include the General Membership, the Council Officers, an Executive Board (the "Board"), and Committees.

**A.** General Membership includes all those individuals whose admissible membership form is on file with the Council Secretary.

**B.** Council Officers include the Chair, Vice Chair, Secretary, and Treasurer.

**C.** The Executive Board will consist of Council Officers and Committee Chairs.

**D.** Each Executive Board Member must be a member of the Council. Members who hold, or are candidates for, elective public offices may not serve on the Executive Board.

**Section 2 Elections** Each Council Officer will be elected by a majority vote of the General Membership at the Annual Meeting of the Council. In the event no nominee receives a majority of the votes cast, there shall be a run-off election between the two nominees who have received the greatest number of votes. Nominees will consist of a slate of nominees selected by a nominating committee together with persons nominated from the floor during the Annual Meeting. A person nominated from the floor must be present to accept the nomination. No absentee or proxy voting will be permitted. There shall be a limit of one vote per property address, except

**A.** Two resident adults (18 years old or older) may vote for each dwelling unit,

**B.** In the case of non-owner occupied property, the property owner may also cast one vote.

Reasonable notice in such manner as determined by the Executive Board will be given at least fourteen days in advance of the Annual Meeting indicating that Council Officers will be elected at the meeting.

**Section 3 Term** Each Council Officer will serve for a term of approximately one year,

until the close of the next Annual Meeting, with a limit of two consecutive terms. If a Council Officer's position is open at the time of the Annual election, the newly elected Officer shall immediately take office.

**Section 4 Recall** Each Council Officer will be subject to recall by the General Council. The Executive Board may, by majority vote, or the General Council may, by petition signed by 10% of the General membership, schedule a recall election for the next General Council meeting. The notification of that meeting will indicate that a recall election will be held. A majority vote by secret ballot of those in attendance at that General Council meeting will be required for recall. Vacancies created by recall will be filled at the same meeting by election of nominees offered from the floor. A person nominated from the floor must be present to accept the nomination. A person elected to replace a recalled Council Officer will serve out the remaining term of office only, but will be eligible for the next general election with no time accrued towards term limit.

#### **Article 4 POWERS AND DUTIES**

**Section 1 Duties** Council Officers will officiate at all meetings of the Executive Board and General Council meetings. Duties of each officer include specific duties specified below as well additional duties and responsibilities as may be prescribed from time to time by the Executive Board.

**Section 2 Executive Board** The Board will plan and direct all work necessary to meet the stated purposes of the Council and will have the authority to delegate duties and assign tasks as required. The Board will review and approve all financial and contractual matters pertaining to the Council. Each Board Member shall have one vote except the Chair who may only vote to break a tie. The Board may appoint a nominating committee.

**Section 3 Vacancies** Any vacancy of a Council Officer will be filled by appointment by a majority of the remaining Council Officers. Vacancies of any Committee Officer shall be filled by Committee vote. Three consecutive absences from regular Board meetings will constitute resignation, except at the discretion of the Chair.

**Section 4 Chair** The Chair shall preside at all meetings of the Executive Board and General Council. The Chair is the official spokesperson and representative for the Council.

**Section 5 Vice-Chair** The Vice-Chair will perform the duties of the Chair in his or her absence and will organize and conduct ongoing membership recruitment.

**Section 6 Secretary** The Secretary will keep minutes and document attendance at all meetings of the Executive Board and General Council and be responsible for all records of the Council. The Secretary may delegate custody of certain records to the Committee Secretaries. The Secretary will maintain a list of all records and their locations. The Secretary will also give notice of all regular and special meetings of the Executive Board and General Council. The Secretary will also prepare agendas for all meetings, document in the official minutes that a quorum is present, and sign all minutes approved by the Executive Board or the General Council

**Section 7 Treasurer** The Treasurer will have access to and custody of all funds of the Council and accept and expend funds as directed by a majority vote of the Executive Board or General Council at any official meeting. The Treasurer shall also present a

month-end Treasurer's report at all General and Board meetings, prepare a year-end financial statement, prepare and file all tax forms, and make the books available for audit as directed by the Board

**Section 8 Public Representation** The Council Chair is the official spokesperson of and representative for the Council. No individual member may speak for or obligate the Council in any way; or present any of its policies, positions or recommendations, except as delegated by the Council Chair. If a member's statement may be construed as a statement of the Council, a member must explicitly state the statement is his or her personal opinion. A member may provide or read to anyone any Board-approved press releases, resolutions, newsletters, or minutes of meetings.

## **Article 5 COMMITTEES**

**Section 1 Creation** Standing and Ad Hoc Committees will be created by the Board to consider matters likely to be of concern to the Council. The Board will dissolve a Committee after its purpose has been accomplished. Any member of the Council may volunteer to serve on any committee, other than a nominating committee appointed by the Board..

**Section 2 Officers** Each Committee will select its own officers as needed, to facilitate the work of the Council. The selected Committee Chair will be confirmed and accepted as a member of the Board at the next Board meeting.

**Section 3 Powers** Each committee will plan and direct all work necessary to meet its stated purpose. The Chair, or a representative, of each committee shall attend all Board and General Council Meetings.

**Section 4 Reporting Responsibilities:** Each committee will present its findings, recommendations, and minutes of meetings to the Board, and shall also report its activities to the Council. Committee Chairs may approve limited delegations for presentations regarding their Committee's dealings.

**Section 5 Recall:** The Executive Board may withdraw its confirmation and acceptance of a Committee Chair as a member of the Executive Board in which event the committee shall select another Chair for confirmation and acceptance to the Executive Board. Any committee may withdraw its Chair upon written notice to the Executive Board, signed by two-thirds of the members of that committee.

## **Article 6 MEETINGS**

**Section 1 Official Business** The Council may conduct official business only at meetings duly called and conducted according to the procedures prescribed in these Bylaws.

**Section 2 General Council Meetings** The Council will convene not less than two General Council meetings each year, including one designated as the Annual Meeting. The election of the Council Officers will be conducted at the Annual Meeting. A report of the past year's activities, and a Treasurer's report will also be presented during the Annual Meeting.

**Section 3 Additional Meetings** The Board, at its discretion, may schedule additional

General Meetings. General members may by petition signed by 10% of the General Membership petition the Board for a special meeting. Reasonable notice in such manner as determined by the Board will be given at least seven days prior to the meeting, or fourteen days in the case of an election or recall meeting.

**Section 4 Board Meetings** The Board will meet at the request of the Chair or any four of the Board Members. The Secretary will provide reasonable notice to each Executive Board member seven days prior to the meeting.

**Section 5 Committee Meetings** Committees will meet as often as necessary to fulfill their work programs. The Chairperson of each committee will be responsible for checking the Council's master calendar before scheduling meetings, notifying Committee Members of the meeting, and keeping the Executive Board advised of committee activities.

**Section 6 Quorum** A quorum for a Board Meeting will be 50% of the members of the Board. A quorum for a General Council meeting will be 5% of the membership.

**Section 7 Open to Public** All meetings, minutes, and financial records of the Council will be open to the public as provided by law.

**Section 8 Rules of Order** Robert's Rules of Order will govern the conduct of all meetings within the Council where not otherwise covered by these Bylaws.

**Section 9 Majority** Except as provided by these Bylaws, recommendations, positions, or policies adopted at any meeting within the Council will be by a majority vote of those in attendance.

## **Article 7 FINANCES**

**Section 1** The Council and any of its duly appointed Committees may undertake fundraising efforts to improve or implement its programs and may accept donations, grants, and gifts in order to carry out the stated purposes of the Council. The Board will review and approve all contracts, expenditures of funds, and fundraising plans.

## **Article 8 AMENDMENTS**

**Section 1 Majority** These Bylaws may be amended by a majority vote of the General Membership at a Council meeting.

**Section 2 Additional Policies** The Council and the Board may adopt additional policies, procedures, and standing rules provided those additions are consistent with these Bylaws.

**Section 3 Reversal** The General Membership may reverse, with a two-thirds vote at a General Council meeting, any action passed by the Board since the last General Council meeting.