

Bylaws of the
South Seminole Heights Civic Association
A Florida Non-Profit Corporation

Article 1: NAME AND PURPOSE

SECTION 1.01: NAME. The name of this organization shall be the South Seminole Heights Civic Association, Inc., a non-profit, 501(c)3 organization located in Tampa, Florida. Hereinafter referred to in this document as SSHCA.

SECTION 1.02: PURPOSE: To educate, promote and encourage civic pride and awareness of issues impacting the neighborhood in the area known as South Seminole Heights while revitalizing a sense of community in a safe and healthy residential neighborhood as further defined in the Articles of Incorporation. This area shall be bounded to the south of Hillsborough Avenue; and bounded on the west by the Hillsborough River; and bounded on the east by Florida Avenue; and bounded to the south along Dr. Martin Luther King Jr. Boulevard.

Article 2: MEMBERSHIP

SECTION 2.01: MEMBERSHIP: Membership is classified into three distinct categories:

- A. RESIDENT MEMBERSHIPS: Any person interested in promoting the purpose of the SSHCA is eligible for membership. Individual membership fees shall be determined by the Board of Directors and referred to as “membership dues”, renewable on an annual basis, not to exceed twelve (12) months. Voting privileges are limited to resident’s (owner/tenant) and property owners (landlords) within the South Seminole Heights boundaries. Individual Membership shall be limited to one (1) vote per ballot entry. Household Memberships shall be limited to two (2) votes per ballot entry. Votes cast must be entered by current members whose names are listed on the Membership form.
- B. BUSINESS MEMBERSHIPS: Granted upon payment of annual membership dues, as determined by the Board of Directors, renewable on an annual basis, not to exceed twelve (12) months. Business memberships shall be limited to one (1) vote per SSHCA ballot. Voting privileges are limited to property owners/tenants physically located within the SSHCA boundaries.
- C. NOT-FOR-PROFIT/ASSOCIATION MEMBERSHIPS: Granted upon the payment of annual membership dues as determined by the Board of Directors, renewable on an annual basis, not to exceed twelve (12) months. Association memberships carry no voting rights.

SECTION 2.02. MEMBERSHIP DUES: Shall be accepted via cash, personal or business check, or electronic methods deemed acceptable by Board of Directors. All membership dues

transactions will have a receipt provided but the methodology of receipt may change based on form of payment. Written receipts will be provided for cash. A cancelled check will also serve as a receipt. E-mail confirmations/receipts will be provided by the electronic service provider, as long as an accurate e-mail address has been provided by member.

SECTION 2.03: FINANCIAL HARDSHIP: Individuals facing financial hardship are permitted to petition for membership from the Board of Directors. Said individual may substitute 6 hours of approved volunteer work for the association in lieu of payment for an individual membership.

SECTION 2.04: NON-DISCRIMINATION: No person, group, or business shall be denied membership, participation in the SSHCA, and/or participation in SSHCA activities on the basis of race, religion, color, sex, sexual orientation, gender identity, disability, religion, national origin, marital status, age, legal citizenship, economic status, political affiliation, or the ownership of property except as stated in Article 2, Section 2.01, Paragraph A. If the City of Tampa Community Partnerships & Neighborhood Engagement division determines discrimination has taken place, the Neighborhood Empowerment Administrator has the authority to remove recognition of the SSHCA.

SECTION 2.05: TERMINATION OF MEMBERSHIP. Membership in the SSHCA is automatically terminated whenever the Member is in default of payment of the annual membership dues. A member may also be removed by the Board of Directors as outlined in Article 7.

Article 3: OFFICERS

SECTION 3.01: PURPOSE: The Board of Directors is entrusted with conducting the financial and administrative business of the SSHCA. In the discharge of its duties, the Board of Directors is responsible for ensuring the perpetual existence of the SSHCA; preserving the good name and reputation of the SSHCA; and in maintaining a sound financial standing.

SECTION 3.02: COMPOSITION: There shall be seven officers comprising the SSHCA Board of Directors, with the following titles:

- A. President
- B. Vice-President
- C. Secretary
- D. Treasurer
- E. At-Large Delegates (3)

SECTION 3.03: TERM OF OFFICE: All officers shall have a term of office of two years or until a successor has been chosen by the membership.

SECTION 3.04: ELECTION OF OFFICERS: The election of officers shall be held at the fourth

quarterly general membership meeting. The elections committee shall oversee the election by insuring that only members in good standing cast ballots. The election committee shall be responsible for counting the ballots and reporting the results to the President. Newly elected officers will assume office on December 15th of the election year.

SECTION 3.05: CONFIRMATION OF ELECTION: Any member can request a recounting of ballots when the results are reported. If no request is received the results shall be determined to be final. If a recount confirms the results the outcome shall be determined to be final.

SECTION 3.06: ELIGIBILITY: Any member in good standing of the SSHCA is eligible to hold any office. However, no two members of a family/household may be candidates at the same time. No person can seek to hold two positions. Board of Directors positions are restricted to Members residing or owning a business and/or not-for-profit or association, within the South Seminole Heights boundaries.

SECTION 3.07: POWERS AND DUTIES: The Board of Directors is responsible for the following:

- A. Approve all expenditures of SSHCA funds.
- B. Approve all contracts, agreements and understandings which require, or may require, the expenditure of funds. Any and all such contracts, agreements and understandings shall be in writing.
- C. Approve the use of the SSHCA name and/or logo by other parties.
- D. Take a position on non-partisan issues important to the community. However, the SSHCA cannot make official endorsements of candidates.
- E. Expel members whose actions or conduct embarrass or jeopardize the best interest of the SSHCA.
- F. Adopt policy statements and guidelines on the routine conduct of SSHCA business by officers, committees, and members.
- G. Appoint members of the audit committee.
- H. Appoint members to fill vacancies on the executive board.
- I. Appoint members to Committee Chairpersons.

SECTION 3.07: SPECIFIC POWERS AND DUTIES: The duties of the officers are as follows:

- A. The **PRESIDENT** shall preside over the general membership meetings and the Board of Directors meetings and shall ensure that matters requiring Board of Directors approval are presented to that Board. The President shall be responsible for officially representing SSHCA before government agencies, other neighborhood/civic associations and other bodies as needed. If unable to attend, the president shall appoint an alternate representative.
- B. The **VICE-PRESIDENT** shall assist the president in fulfilling the duties of that office. The vice president shall preside over general membership meetings in the absence of the president. Committee chairs will report to Vice-President.
- C. The **SECRETARY** shall keep minutes of the general membership and executive board meetings, shall outline minutes of the previous meetings at each general membership and executive board meeting; shall maintain a record of members and visitors attending general

membership and executive board meetings; shall maintain a list of officers and committee chairpersons to include the name address and telephone number of each; and shall be the custodian of the corporate seal of the SSHCA, all correspondence, and all other records of the SSHCA which are not in the custody of other officers. Minutes shall be published on website and available upon member request.

- D. The TREASURER shall receive all SSHCA funds and deposit them into SSHCA accounts; maintain records of SSHCA finances in the form of income, expenditure and account balances; provide a report current financial information at each general membership and executive board meeting.
- E. The duties of the officers shall not be limited as enumerated above, but they may discharge in addition such duties as are assigned by the Board of Directors.
- F. Unless so authorized, no officer shall have any power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render if liable pecuniarily for any purpose or in any amount.

SECTION 3.08: SUCCESSORSHIP: If the President resigns or is removed, then the Vice-President will assume role as Interim President until the end of the current term. If the Vice-President cedes the role, then another Board of Director's member can be nominated and appointed by the Board of Directors. If a candidate is not found on the Board of Directors, then a general election period will commence and follow the rules as stated in Article 3 with the following exceptions:

- A. The election vote will occur at the next general membership meeting-
- B. Office will be assumed at the conclusion of the Meeting when the election occurs.
- C. Length of term will be for the remainder of abdicated term.

Article 4: MEETINGS

SECTION 4.01: GENERAL MEMBERSHIP MEETINGS: General membership meetings shall be held on the third Wednesday of each quarter, (January, April, July, October) unless it is a holiday, in which case the meeting date and place shall be established at the preceding general membership meeting, or at other times as deemed necessary by the Board of Directors.

SECTION 4.02: BOARD OF DIRECTORS MEETINGS: Board of Directors Meetings: The Board of Directors shall meet monthly, and at other times as necessary. Any member or resident may attend the executive board meetings. The Board of Directors reserves the right to call executive session as necessary and ask that all non-board members leave the meeting during this period.

SECTION 4.03: RULES OF ORDER: The following simple rules of order will guide the conduct of all meetings:

- A. The President shall conduct all meetings.
- B. A member wishing to speak will stand to be recognized by the President. When given the floor, the member will state his name and, while speaking, is not to be interrupted.

- C. A motion is first made, then seconded, and then restated by the President who then opens the motion to discussion. No one may speak on an issue a second time until all who wish to speak have spoken once.
- D. Secondary motions must be disposed of before the main motion, then action is taken of the main motion.
- E. Robert's Rules of Order: If a consensus cannot be reached regarding rules of conducting meetings, the latest edition of Robert's Rules of Order may be used to determine questions of parliamentary procedure.

SECTION 4.04: QUORUM: Quorum is defined as the following:

- A. GENERAL MEMBERSHIP MEETINGS: For the general membership to conduct business, a simple majority of elected officers and an additional twenty (20) percent of the membership, or fifty (50) members, whichever is less, must be present. Motions may be passed by a majority vote of members present, except as provided in Article 9, Section 9.01, regarding by-law amendments.
- B. BOARD OF DIRECTORS MEETINGS: For the Board of Directors to conduct business, a simple majority of the Board of Directors must be present. Motions may be passed by a majority vote of Board of Director's members present.
- C. COMMITTEE MEETINGS: A majority of committee members shall constitute quorum.

SECTION 4.05: MEETING LOCATIONS: Meetings shall be held in locations accessible to people with disabilities and be held as near as practicable to the SSHCA's boundaries.

SECTION 4.06: GENERAL MEETING NOTICE: All electronic notices shall be kept with the Secretary for a minimum two-year period. The SSHCA is required to provide at least 21 days advance notice of the time, date and location of general membership meetings and elections by e-mail and at least one of the following communication methods:

- A. Social Media
- B. Website
- C. Rivercrest Park Bulletin Board
- D. Publication in The Banner

SECTION 4.07: MAILED GENERAL MEETING NOTICES: If Member would like to receive General Meeting notification mailed specifically to address of record, an additional \$10.00 annual fee may be paid to cover the additional costs of printing and mailing.

SECTION 4.08: ONLINE VOTING: To aid in efficiency, the SSHCA Board of Directors may vote on issues electronically via email or other technology platform. This may also be used to share information between meetings. The limitations of business conducted in this manner are:

- A. The motion offered for a vote must concern a topic first discussed in a regular SSHCA Board Meeting unless the Board consider the subject as critical and requiring immediate attention. Discussion and voting can proceed so long as a simple majority of the Board agrees to vote on the matter with online discussion.

- B. A quorum of members must respond by a date and time set in the initial email or social media post set by either the President or Vice-President. If a discussion expires, it may be re-addressed by setting new boundaries under a subsequent communication.
- C. The Secretary shall record the material elements of the discussion as minutes and offer at the next regular meeting for Board of Directors approval and inclusion in the minutes.

Article 5: COMMITTEES

SECTION 5.01: TYPES OF COMMITTEES: There shall be two types of committee: standing committees are those named in the by-laws and are permanent, and which represent continuing needs in the promotion of the purposes of the SSHCA. Special committees are those which are not listed in the by-laws and may be formed either by a majority vote of the general membership or by the President with the approval of the Board of Directors. With the exception of the audit committee and the election committee meetings, the president may attend committee meetings.

SECTION 5.02. APPOINTMENT OF COMMITTEE CHAIRPERSONS: With the exception of the audit committee, the committee chairpersons shall report to the Vice-President. Chairperson shall be appointed by a majority vote of the SSHCA Board of Directors. Committee Chairs serve a one-year term, renewable in January of each year, unless removed or appointed again by the Board of Directors. Once appointed Committee Chairs become voting members of the Board of Directors on all matters except their tenure or tenure of other Committee Chairs. Officers can serve as Committee Chairs on an interim basis pending recruitment of a suitable Chair from SSHCA members. There are no assigned term limits for the number of times a Member may serve as a Committee Chair.

SECTION 5.03: RESIGNATION: If a committee chair resigns, standard appointment procedures apply as outlined in Article 5, Section 5.02.

SECTION 5.04: STANDING COMMITTEES: Standing committees shall be as follows:

- A. **BEAUTIFICATION COMMITTEE:** A committee whose purpose is to promote the improvement of the residential areas within the boundaries of the SSHCA; to facilitate enhancement of neighborhood parks and greenspaces; to encourage preservation efforts; and to encourage neighborhood friendly commercial uses in the commercial corridors.
- B. **COMMUNICATION COMMITTEE:** A committee whose purpose is to communicate via newsletters, fliers, and other media to the members of SSHCA, residents of South Seminole Heights, and owners of property in South Seminole Heights the time and location of meetings and events. To publish The Banner on a quarterly basis as the official publication of the SSHCA as long as the necessary funding, resources, staff and interest is available.
- C. **EVENTS COMMITTEE:** A committee whose purpose is to plan and execute SSHCA events on a regular basis. The committee will work with the Board of Directors, Membership, and other stakeholders to create awareness and engagement in SSHCA sponsored events.
- D. **HEIGHTS UNITES COMMITTEE:** A committee whose purpose is to plan and execute

the Heights Unites Music & Arts Festival annually. Committee chair is responsible for developing goals, a planning committee, sponsorship/business partnerships, working closely to meet all city/county/state obligations, communicating with the SSHCA Board, and attending SSHCA Board/General meetings.

- E. **LAND USE COMMITTEE:** A committee whose purpose shall be to review all public filings for zoning changes, reclassifications, and other land development within South Seminole Heights. The committee will obtain, and review City of Tampa Land Development Staff Reports to verify Residential Overlay District guidelines have been met. The committee will present to the Board of Directors, and the General Membership regular updates and reports. The Chairman may be required to attend City Council Zoning Hearings to represent the Association in matters of Land Use Development. The committee will also represent future Residential Overlay and Business Strategic Overlay plans for South Seminole Heights.
- F. **NEIGHBORHOOD CRIME WATCH COMMITTEE:** A committee whose purpose is to facilitate awareness of crime watch activities; communication between existing watch groups; support the expansion of watch groups in the South Seminole Heights area; communicate to the membership and executive board meeting places and times.

Article 6: FINANCES

SECTION 6.01: BANK ACCOUNTS: Checks, drafts and/or withdrawals of funds from SSHCA accounts shall require the signature of any two of the following officers: President, Treasurer, Secretary. Debit cards from bank or online banking service (i.e. PayPal, Square) shall only be issued to President and Treasurer.

SECTION 6.02: EXPENDITURES: Expenditures in excess of one hundred dollars (\$100) must have Board of Directors approval with the exception of those expenditures from designated funds.

SECTION 6.03: AUDITS: The executive board may audit, or cause to be audited, any and all financial and inventory records and property of the SSHCA, including those in the custody of the secretary, treasurer, or any committee or member. If the audit is to be conducted by a committee, the executive board shall appoint the chairman and members of the committee. This audit committee shall be disbanded upon acceptance of its final report.

SECTION 6.04: REPORTS: Financial reports are to be provided at each board meeting, including income and expenditures. It is also available for membership upon request.

SECTION 6.05: NON-PROFIT PROVISIONS: SSHCA funds are not to be spent, committed, or distributed in any manner which would or may invalidate the eligibility of the SSHCA to meet Internal Revenue Service requirements for non-profit charitable organizations.

Article 7: CODE OF CONDUCT AND RESOLUTION OF CONFLICT

SECTION 7.01: CODE OF CONDUCT: The SSHCA recognizes that Member conduct has an impact on public perception, resident involvement, and organization morale. As such, Members are always expected to conduct themselves in a professional and ethical manner. Board of Directors Members shall not willfully or deliberately:

- A. Commit felonies or misdemeanors.
- B. Commit egregious or inappropriate actions that negatively impact or reflect poorly on the reputation of the SSHCA and/or its members.
- C. Be negligent in performing duties as Committee Chairpersons or Officers.
- D. Violate SSHCA By-laws.
- E. As the list of specific qualifying offenses is impossible to list, SSHCA defers to the City of Tampa's Personnel Manual for applicable supplemental definitions, policies, and acceptable behaviors as well as sound judgement and common-sense behavior. SSHCA recognizes that not all policies contained in the City of Tampa's Personnel Manual may be applicable to Members and shall only utilize those that support the four points listed above.

SECTION 7.02: RESOLUTION OF CONFLICT: The SSHCA reserves the right to dismiss any member, as outlined in Article 2, Section 2.03, for violating the Code of Conduct policy. Progressive discipline shall be followed with a minimum of one (1) warning to be issued prior to dismissal with a maximum of three (3) warnings. Progressive discipline does not apply in cases of a felony or an egregious offense.

SECTION 7.03: PROCESS: Allegations of misconduct must be handled as followed:

- A. President shall investigate an allegation of misconduct and Member will be suspended during the investigation. If President is the offending Member, then Vice-President or other appointed Board Member can conduct investigation. Investigation is not to exceed the greater of thirty (30) days or two (2) monthly Board Meetings. Upon its conclusion, investigation findings are to be presented to the Board. Offending Member will be offered opportunity to explain.
- B. A motion shall be made whether to issue a warning, suspension, or dismissal. Majority vote shall determine if formal warning should be issued; offending member will not be allowed to vote.
- C. If motion to warn carries, formal warning shall be issued. Warning, investigation details and Code of Conduct Violation shall be noted in Meeting Minutes.
- D. If a felony or egregious offense occurs, the Board may immediately dismiss offending Member.
- E. If dismissal is effective immediately, dismissed Member has the right to appeal and request a majority Member vote at the next General Meeting

Article 8: AMENDMENTS TO BY-LAWS

SECTION 8.01. VOTING: Amendments to these by-laws must be passed in a vote by the general membership by a two thirds majority of those voting.

SECTION 8.02: AMENDMENTS: Proposals for By-law amendments: By-law amendments may be proposed by a majority vote of either the executive board or the general membership. Once proposed, the amendment must be presented at the next general membership meeting. The proposed amendments, as presented, shall then be put to a vote at the following general membership meeting.

Article 9: DISSOLUTION

SECTION 9.01: DISSOLUTION: SSHCA may be dissolved only with the authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a two-thirds (2/3) vote of current Fiscal Year voting eligible members. Upon dissolution or termination of SSHCA in the following order:

- A. Pay outstanding debts, obligations, and necessary final expenses
- B. Remaining funds will revert to the City of Tampa to be utilized in an improvement project for South Seminole Heights neighborhood approved by City Staff and City Council.

SECTION 9.02: MERGER: SSHCA may merge with another neighborhood/civic association only with the authorization by its Board of Directors given at a special meeting called for that purpose and with a minimum of a majority general membership vote. Specific conditions to be met for merger are to be set and controlled by the City of Tampa.

These By-laws, as presented, are subscribed to by the members and officers of the **South Seminole Heights Civic Association.**

As approved in a meeting of the general membership meeting 2020, July 15.

Stephen Lytle, President_____

Sharlene Hartford, Vice-President_____

Dawn Dayringer, Treasurer_____