

Lindmoor Woods Civic Association
PO Box 33755
Decatur, Georgia 30033

Founded 2014

Preserving Our Neighborhood

BY-LAWS

Article I – Objectives

The objectives of the Association shall be:

1. To formulate, disseminate, and vigorously pursue a community program for betterment of the Lindmoor Woods section of DeKalb County;
2. To ensure that this area is preserved principally for high quality residential use and thus retain its identity as an essential element of a well planned metropolitan area;
3. To encourage the development of facilities or activities required for the support of this area and its residents;
4. To oppose intrusions detrimental to the high standards of residential quality so long associated with Lindmoor Woods;
5. To maintain liaison with governing bodies so as to influence decision making and remain alert to actions that are of concern to the community;
6. To exercise vigilance in zoning matters, so that the rights and interests of the residents are protected;
7. To ensure that the DeKalb County School system meets the broad educational needs of Lindmoor Woods;
8. To inform and educate the citizens of pertinent community problems; and
9. To promote the general welfare of the community, to preserve and enhance the historical heritage of Lindmoor Woods and to maintain its unique residential character for future generations.

Article II – Area

For the purposes of this Association, the Lindmoor Woods Community encompasses all properties on and within the boundary whose limits are as follows:

Beginning at the northwest corner of the intersection of Caintal Ct and McLendon Dr., extending west to include the streets of Camden Walk and Camden Ct., then extending south along the east side of McLendon Dr to the intersection of the Peachtree Creek Fork and McLendon Dr., proceeding east along the south side of Francine Dr. and onward to include residential properties north of the Stone Mountain Freeway and west of Interstate 285 including Mayfield Dr., Sanden Ferry Dr., Linkwood Lane and onward to include Lindmoor Row Homes (2729 Lawrenceville Hwy) and Caintal Ct.

Article III – Membership

1: Eligibility

1.1 Membership in the Lindmoor Woods Civic Association is open to individuals 18 years of age and older residing or located within the Lindmoor Woods designated area.

1.2 Non-resident individuals, families, organizations and businesses are ineligible for membership.

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2: Obligations

2.1 Members shall pay the annual dues of the Association. Dues may be changed each year for the next year, by a vote of the Board. The annual dues shall be due one month prior to the annual meeting.

2.2 Members shall endeavor to support the Association by participating in the activities it sponsors.

2.3 Members shall have prior approval of the Board or Executive Committee before speaking on behalf of the Association.

3: Privileges

Each dues paying member of the Association shall:

3.1 Be eligible to attend all and vote at all Board and/or committee meetings, with the exception of the Executive Session;

3.2 Be eligible to hold office;

3.3 Have reasonable access to review the records and financial statements of the Association;

3.4 Each dues paying member shall be eligible to attend all general membership meetings;

3.5 Be eligible to attend all Board and/or committee meetings, with the exception of the Executive Session;

3.6 Be eligible to participate in all the activities and benefit from any of the special programs of this organization;

3.7 Be eligible to address the Board at all Board meetings during limited periods of public comment specified by the President.

3.8 Removal from membership shall be determined by a vote among the members present at a Board Meeting. 65% of the votes are required to remove any member.

ARTICLE IV – Political Position

The Lindmoor Woods Civic Association shall not endorse candidates and stays neutral in all political races. Campaign signs and campaign tables are not permitted at our social functions, meetings or mass communications, though candidates are welcome to attend.

ARTICLE V – BOARD OF DIRECTORS

1: Board members

The Eight member Board shall be composed of officers of the Association (including President, President-Elect, Secretary and Treasurer) and 3 Directors (which are Communications, Social Chair, Neighborhood Watch Coordinator) and one At Large Chair, which are elected from the general membership.

2: Administrative Body

The Board shall be the administrative body of the Association and is authorized to transact all business, establish policy, approve the annual budget and supervise all activities of the Association. (A simple majority of the Board shall constitute a quorum.)

3: Obligations

Each member of the Board shall:

- 3.1 Attend Board meetings in order to conduct the business of the Association;
- 3.2 Serve on committees or task groups when appointed;
- 3.3 Contribute their knowledge, expertise and time as appropriate;
- 3.4 Abstain from voting in case of a conflict of interest as determined by the Board;
- 3.5 Exercise fiduciary responsibility;
- 3.6 Knowledgeably and conscientiously uphold the objectives of the Association.

4: Removal

- 4.1 Removal from the Board of Directors shall be automatic if a member is absent for three (3) consecutive Board meetings without notice or absent from one more than half of the regular Board meetings during a calendar year.
- 4.2 Removal from the Board shall be determined by a vote among the members present at a Board meeting. 65% of the votes are required to remove any Board member or director.
- 4.3 Written notice of the reason for removal shall be provided by the President.

ARTICLE VI – OFFICERS AND DUTIES

1: Officers

The officers of the Association shall be a President, a President-Elect, Secretary and Treasurer.

2: Duties

2.1 The President, with the assistance of the Board and membership shall:

- 2.1.1 Direct and coordinate the program and activities of the Association;
- 2.1.2. Preside at all general membership meetings, Board meetings, and Executive Committee meetings;
- 2.1.3 Call special meetings when necessary, or when requested in writing to do so by a majority of members of the Board;
- 2.1.4 Annually appoint, with board approval, the standing committee chairpersons;
- 2.1.5 Annually appoint, with Board approval, special committee chairpersons;
- 2.1.6 Appoint a Board nominating committee;
- 2.1.7 Be responsible for preserving the archival records of the Association with the assistance of the Secretary;
- 2.1.8 With the Treasurer, monitor the Board's expenditures of funds, including co-signing Association checks.
- 2.1.9 Ensure that the Association adheres to the by-laws;
- 2.1.10 Represent the Association as the principal spokesperson;
- 2.1.11 Sign all official documents, contracts, or correspondence necessary to carry out the business of the Association; and cosign checks.
- 2.1.12 Perform such other duties as deemed necessary by the Board.

2.2 The President-Elect shall:

- 2.2.1 Be responsible for the coordination of the Standing Committees;
- 2.2.2 Serve as the liaison to the Committee Chairpersons;
- 2.2.3 See that the Chairs receive annual training as to their duties;
- 2.2.4 With the President, guide Chairs as to courses of action required between Board meetings;
- 2.2.5 Serve as a member of the Executive Committee; and
- 2.2.6 In the absence of the President, preside at Board, Executive Committee or general membership meetings.
- 2.2.7 Be responsible for coordination of the membership committee or activities related to recruiting new members and renewing active members;
- 2.2.8 Serve as a member of the Budget Committee.

2.3 The Secretary shall:

- 2.3.1 Serve as a member of the Executive Committee.
- 2.3.2 Record and preserve the minutes of all regular and special meetings of the Board and the Association;
- 2.3.3 See that copies of the minutes are transmitted to all members of the Board and are made available to the Public in a timely fashion;
- 2.3.4 Maintain and preserve the by-laws of the Association;
- 2.3.5 Assist in other acts as are usually performed by a secretary.

2.4 The Treasurer shall

- 2.4.1 Collect all funds and deposit said funds in federally insured banking institutions;
- 2.4.2 Maintain and preserve the financial records for the Association;
- 2.4.3 Disburse all funds according to an annual budget approved by the Board;
- 2.4.4 Cosign all checks with the President;
- 2.4.5 Submit monthly financial statements at Board Meetings;
- 2.4.6 Serve as chair of the Budget Committee;
- 2.4.7 Serve as a member of the Executive Committee; and
- 2.4.8 Ensure that the Association adheres to all rules and filing requirements of all local, state, and federal taxing authorities.
- 2.4.9 Be responsible for the accurate maintenance of the membership files.

2.5 The Public Relations/Communication director shall:

- 2.5.1 Develop and distribute the Association newsletter;
- 2.5.2 Develop and maintain the Association website;
- 2.5.3 Communicate any upcoming Association meetings;
- 2.5.4 Communicate any additional business of the Association.

2.6 The Social Committee director shall:

- 2.6.1 Organize social events in the interest of the neighborhood.
- 2.6.2 Work with the Communications Director to communicate social events to neighborhood.

2.7 The Neighborhood Watch Director shall:

- 2.7.1 Coordinate between local law enforcement and neighborhood, events that promote neighborhood safety and security.
- 2.7.2 Maintain records of neighborhood block captains and organize meetings and distribute information that maintains the integrity of the Neighborhood Watch program

ARTICLE VII – COMMITTEES

1: Executive Committee

- 1.1 This committee shall consist of the President who acts as chairperson, the President-Elect, the Secretary and the Treasurer.
- 1.2 The Executive Committee shall meet at such time and place as the President shall designate. A majority of the members shall constitute a quorum.
- 1.3 The Executive Committee shall meet monthly to discuss neighborhood business and to set the agenda before the monthly board meetings.
- 1.4 The Executive Committee shall act for the Board when the Board is not in session and transact any business specifically committed to it by the Board.
- 1.5 All actions taken by the Executive Committee shall be by a majority vote and must be presented to the Board at its next meeting. Notice of meeting will be posted in advance on the Lindmoor Woods Civic Association Web site.

2: Standing Committees

- 2.1 Public Relations/Communications – Responsible to the President-Elect and in charge of the development of the plans by which the Association promotes its positions, objectives and accomplishments to the community served by the Association and the general public. The chairperson shall be selected from Board membership.
- 2.2 Governmental Relations – Responsible to the President and in charge of building relationships with other civic associations in the area, and with elected officials and appropriate staff functions (unless other standing committees have relationships with staff functions for their areas of responsibility) for DeKalb County and other jurisdictions both existing and proposed. The chairperson shall be selected from Board membership.
- 2.3 Beautification - In charge of the improving and maintaining the appearance of the Lindmoor Woods area.
- 2.4 Membership - Responsible to the President-Elect and in charge of recruitment of both new Board and general members.
- 2.5 Budget Committee – Responsible to the Treasurer in charge of reviewing the Association budget and making fiscal recommendations. Committee must have a minimum of 3 standing members.

3: Special Committees or Task Forces

- 3.1 By majority vote, the Board may form special committees or task forces, should the need arise to accomplish specific goals.
- 3.2 Special committees shall be time limited as determined by the Board.

ARTICLE VIII – MEETINGS

1: General Membership

There shall be at least one annual general membership meeting to be held in the first calendar quarter of the year with notification posted on the Lindmoor Woods website.

2: Board Meetings

2.1 The Board shall meet every other month unless a meeting is deemed unnecessary by the Board.

2.2 The agenda for the monthly meeting will be determined in a monthly Executive Committee meeting.

2.3 A regular meeting schedule shall be set annually by the Board and disseminated to the general membership.

2.4 All regular Board meetings will be open to the public.

2.5 The Board may go into private Executive Session by a majority vote of the board members present.

2.6 Notification for meetings will adhere to the following guidelines:

2.6.1 Notification for General meetings shall be posted no less than 10 days in advance.

2.6.2 Notification for Board Meetings shall be posted no less than 7 days in advance.

2.6.3 Notification for Special Meetings shall be posted no less than 48 hours in advance.

2.6.4 Notification for Executive Committee meetings and all other committee meetings shall be posted no less than 7 days in advance.

ARTICLE IX – VOTING

1.1 Voting at all meetings shall be by vote of the majority of those members present at the meeting when the vote is taken.

1.2 Voting shall be by voice vote or show of hands as determined by the presiding officer. Contested issues or positions can be voted on by ballot as determined by the President. There shall be no vote by proxy.

ARTICLE X – ELECTIONS AND TERMS OF OFFICE

1: Nominating and Election Process

- 1.1 Election of officers and directors of the Board of the Association shall take place at the annual Association meeting.
- 1.2 The Nominating Committee shall:
 - 1.2.1 Begin the nominating process well before the date of the Annual Meeting by publishing in the Lindmoor Woods Civic association publication and/or other appropriate media an invitation and a deadline for members to recommend candidates for officers and directors;
 - 1.2.2 Inform each nominee of the duties of the office for which they are nominated;
 - 1.2.3 Ensure that each nominee has a copy of the Association by-laws;
 - 1.2.4 Publish a formal slate of candidates at least ten days before the Annual Meeting. Additional nominations may be made from the floor at the annual meeting.

2: Terms of Office

Officers and Directors– The officers and directors are elected at the annual meeting of the general membership and shall continue in office for one (1) year or until their successors are named and qualified. Officers, with the exception of the Secretary and Treasurer, shall be ineligible for more than two (2) consecutive terms in the same office.

3: Vacancy

In case of a vacancy of an officer (except President) or a Board member, the Board of Directors may fill the position by a three-fourths majority vote of those members present at the official Board meeting.

ARTICLE XI – FISCAL YEAR

The Association shall operate on a calendar year of January 1 to December 31.

ARTICLE XII – PRESERVATION OF ASSOCIATION RECORDS

The archival records of the Association are held by the Secretary. It shall be the duty of the President and the Secretary to preserve all records generated during their terms of office and to pass on such materials to their successors.

ARTICLE XIII – PARLIAMENTARY AUTHORITY

1. “Robert’s Rules of Order” current edition shall be the authority of parliamentary questions not covered by these by-laws or inconsistent with them.
2. It shall be the responsibility of the presiding officer that all meetings of the Association shall be conducted in compliance with these procedures.

ARTICLE XIV – CHANGES IN BY-LAWS

By-laws may be adopted, amended or repealed. The Chairperson of the By-Laws committee shall arrange the calendar so that:

1. Proposed by-laws changes shall be presented by the authors to Board in advance of a general meeting of the Association.
2. The Board shall review each proposed change and insure that the change is applied consistently throughout the body of the by-laws.
3. The authors of the by-laws changes will be invited to speak at a Board meeting regarding their proposed changes.
4. A written notice of the proposed by-laws changes will be posted 10 days in advance of the general meeting.
5. Each change will be voted on by the general membership. A majority of the voting members present will be sufficient to enact the changes.