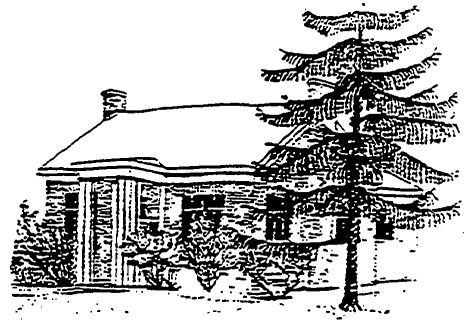


BAILEY COMMUNITY ASSOCIATION

368 Orchard St, East Lansing, MI 48823
Chairperson, Justin M Booth



September 20, 2020

To: Bailey Community Association Membership

From: Bailey Community Association Board Members

Subject: Amendment to BCA Constitution and Bylaws

The Associations Constitution and Bylaws have not been updated since the 1974. The Board has worked over the last year to make changes to modernize and simplify our governing documents. These documents need to be approved and adopted by two-thirds majority of the members present at our annual meeting slated for **October 22nd, 2020**. This memo is announcing the changes thirty (30) days prior to the vote. Below is a summary of the changes made and attached are the modernized BCA Constitution and Bylaws.

Summary of Changes:

- Revised constitution and by-laws incorporate current operating practices that were not consistent with the existing constitution and by-laws.
- Removed term-limits for Association officers and Board members.
- Added that exceptions to the catchment area requirement may be made by the Board.
- Clarified committees and functions to reflect current Association needs and directions.
- Simplified nominating requirements for officers and Board members. May take nominations from the floor rather than create a nominating committee.
- Deleted requirements in the constitution and by-laws (e.g., dues, term-limits and nominating requirements) to move decisions to the BCA Board and to give the Board greater operating flexibility.
- Amount of annual dues is no longer specified in the constitution or by-laws and are determined by the Board based on the needs of the organization.
- Original 1974 documents can be found on the Association website [here](#).

The annual meeting announcement and Zoom instructions for that meeting will come to you in a separate memo.

Thank you for your help and support in the Bailey neighborhood.

Sincerely,



Justin M. Booth, Chair
Bailey Community Association Board

Bailey Community Association Board Members:

Justin Booth (Chair), Konrad Hittner (Vice Chair), Tali Faris-Hylen (Co-Secretary), Mary Fata (Co-Secretary), Jim Liesman (Treasurer), Ed Wagner, Irene McDonnell Cahill, Thomas Baumann, Charles Overbey, Jim Secor, Mary Lou Terrien, Jake Rowen, Diana Twede and Yasamean Zamani-Hank

Revised - Feb 27th, 2020

Constitution

Article I -- NAME OF THE ASSOCIATION

The Name of the Association shall be the Bailey Community Association.

ARTICLE II -- PURPOSE

The purpose of this Association shall be to protect and promote the interests of the residents of the area described below; to preserve the residential character of this area; to promote and encourage a better community and civic spirit and to foster goodwill and friendship among all the residents of this area; and to cooperate with state, county, and city officials and with other civic and public organizations for the general welfare of the entire community of East Lansing. All this shall be carried out without financial profit or personal benefit to any officer or member.

ARTICLE III -- MEMBERSHIP

Section 1). (a) Membership in this Association shall be limited to persons residing within the area bounded on the north by Saginaw, on the east by Hagadorn Road, on the south by Grand River Avenue, and on the west by Abbott Road, with the exception of the Downtown District. (b) Every adult resident of the above described area is eligible for membership in the Association. Application for membership may be made by filling out an application. Exceptions to this membership requirement may be made by a majority vote of the members present of the Executive Board. (c) Membership is effective upon payment of dues as provided by the Constitution and By-Laws.

Section 2). Membership in the Association may be terminated by (a) request of the member; (b) arrears in dues of more than six months; or (3) changing residency from the above area.

Section 3). All members of this Association are entitled to receive notice of all meetings of the membership, and to participate in all meetings of the Association.

ARTICLE IV -- EXECUTIVE. BOARD

Section 1). The Executive Board is the governing body of this Association. The Board shall be responsible for (a) managing and carrying out the purposes and objectives of the Association; (b) establishing policies and procedures required to carry out the Association's purposes and objectives; and (c) managing the affairs of the Association.

Section 2). The Executive Board shall consist of fifteen (15) members, who shall be the five officers of the Association and the remaining members elected from the Association.

Section 3). The five officer-board members shall serve for a term of one year. Other board members will serve for two years on a staggered basis. Neither the Executive Board nor the officers of the Board are subject to term-limits and may serve consecutive or non-consecutive terms.

Section 4). (a) The Executive Board shall meet monthly except for the month of August; (b) The Chair of the Board shall determine meeting time and place; (c) Special meetings of the Executive Board shall be held when requested in writing by three (3) members of the Board at

least three (3) days prior to the date of any special meeting; (d) All meetings of the Executive Board shall be open to the public.

Section 5). Seven members of the Executive Board must be present to constitute a quorum to conduct business. The vote of a majority of those attending a meeting shall govern any matters voted upon, provided a quorum is present.

Section 6). The Executive Board may place before the membership any issues that require the consideration and vote of the membership. Due notice must be given; otherwise the vote is advisory.

Section 7). At the annual meeting of the Association, the Executive Board shall make a report and render a statement and account outlining the affairs and actions of the Association.

Section 8). Any officer or board member who misses three consecutive scheduled Association Board meetings may be removed by the concurrence of ten (10) members of the Executive Board at an official meeting.

Section 9). Any vacancy in the Executive Board shall be filled by appointment of the Board. That appointee shall serve the remainder of that position's term.

Article V -- OFFICERS

Section 1). The officers of this Association shall be Chair, Vice-Chair, Secretary, Membership/Communications Secretary and Treasurer. Officers of the Board are not subject to term-limits and may serve consecutive or non-consecutive terms.

Section 2). The officers shall be elected each year at the annual meeting and shall assume their duties at the conclusion of the annual meeting.

Section 3). When a vacancy occurs in the office of Chair, the Vice-Chair shall succeed to the office of Chair. Any vacancy in the office of Vice-Chair, Secretary, Membership/Communications Secretary, or Treasurer shall be filled by appointment by the Executive Board.

Section 4). The duties, functions, and responsibilities of the officers of this Association shall be set forth in the By-Laws.

ARTICLE VI -- ANNUAL MEETING, MEETINGS, AND ORDER OF BUSINESS

Section 1) The Association shall hold an annual meeting on the fourth Thursday in April, or on a date selected by the Executive Board no later than February 1.

Section 2). Meeting time and place shall be determined by the Executive Board.

Section 3). Notice of meetings shall be distributed by the Secretary to all members and shall be sent in advance to give timely notice and shall contain notice of any matters to be voted on, and if the notice is for the Annual Meeting, it shall include a list of those persons nominated for Association Board officers.

Section 4). Twenty-five (25) voting members of the Association shall constitute a quorum for the transaction of business.

Section 5). No member may vote at any Annual Association meeting unless they are a registered member and their current dues are paid. At other Association meetings, any member may vote.

Section 6). The order of business at the annual meeting shall be as follows: (a) minutes of preceding annual meeting; (b) Membership Secretary report; (c) Treasurer's report; (d) Executive Board's statement of affairs and actions; (e) election of officers and board; (f) new business; (g) adoption/approval of proposed actions.

Section 7). A special meeting shall be held when requested in writing to the Association Secretary by at least 20 voting members. This meeting shall be held within two weeks (14 days) of receipt of the request. A meeting notice shall be sent in accordance with Section 3 above. Only items listed on the agenda and meeting call may be voted on at the special meeting.

ARTICLE VII -- ELECTIONS AND NOMINATING CANDIDATES

Section 1). The members of the Association present and eligible to vote at its annual meeting shall elect five officers, a Chair, Vice-Chair, Secretary, Membership/Communications Secretary, and Treasurer, and shall elect in addition members to vacancies on the Board. Elected officers shall serve for a term of one (1) year. Board Members shall be elected to a two-year term unless they are elected to fill an unexpired term. Board officers and members are not subject to term-limits and may serve consecutive or non-consecutive terms.

Section 2). Nominations for Association Board members and officers shall be made at the regularly scheduled Association meeting prior to the annual meeting. Any member of the Board may make a nomination. At least one (1) nominee for each position should be proposed. Nominations shall be presented at the annual Association meeting and elections shall be conducted by the Chair of the Board

Section 3). Any Association member may make nominations from the floor for Association officers or Board members.

ARTICLE VIII -- DUES AND FISCAL YEAR

Section 1). Dues of Association members shall be set by the Board of the Association as specified in the by-laws.

Section 2). Dues are payable upon application for membership and for each fiscal year of the Association.

Section 3). The Association's fiscal year shall be from January 1 of each year thru December 31.

Section 4). Dues not paid on or before the annual Association meeting shall automatically terminate membership in the Association.

ARTICLE IX -- COMMITTEES

Section 1). The Association Board Chair shall appoint committees that are necessary to assist the officers and Executive Board members in carrying out their responsibilities. The Chair shall be an ex-officio member of all committees.

Section 2). The establishment of committees and the appointment of committee chairs shall be in accordance with the By-Laws of this Association.

Section 3). Each committee shall appoint a secretary who will take meeting minutes and provide copies to the Association Secretary.

ARTICLE X -- RULES OF ORDER

Section 1). All meetings of the Association and of the Executive Board shall be conducted in accordance with Roberts Rules of Order for Deliberative Assemblies.

ARTICLE XI -- AMENDMENTS

Section 1). Amendments to this Constitution may be proposed by any Association member entitled to vote and shall be in writing, filed with the Secretary at least thirty (30) days prior to the membership meeting at which the amendment will be considered. Prior to this meeting, the Secretary shall advise the members of the proposed amendment to be considered at the meeting. To be effective, any amendment shall be adopted by a two-thirds majority of the members present.

ARTICLE XII -- EFFECTIVE DATE

Section 1). This Constitution shall become effective on:

Adopted on:

Association Chair:

Association Secretary:

1/19/20

By-Laws of The Bailey Community Association

ARTICLE I – DUTIES OF OFFICERS

Chair

Sec. 1. The Chair shall:

- A. Preside over all Association meetings and is responsible for calling such meetings.
- B. Set the agenda for each meeting.
- C. Carry out of the directives of the Board.
- D. Appoint committee members and committee chair's as required by Article III and supervise the carrying out of duties assigned to each committee. The chair shall be an ex-officio member of each committee.
- E. Insure that the officers of the Association carry out their assigned tasks.

Vice Chair

Sec. 2. The Vice Chair shall:

- A. Perform all tasks assigned by the Chair and assist the chair in supervising the work of the Association's committees.
- B. Preside at all meetings in which the Chair is absent.

Secretary

Sec. 3. The Secretary shall:

- A. Record and transcribe accurately and fully the minutes of all Association meetings both regular and special.
- B. Preserve all meeting minutes.
- C. Make available to any Association member copies of such minutes.
- D. Send notices in a timely fashion to all Association members of all meetings. Send announcements at least ten days in advance of the Annual meeting.
- E. Arrange for a substitute to carry out these duties if the Secretary is unable to attend and record the proceedings of an Association meeting.
- F. Conduct the Association meetings in the absence of the Chair and Vice Chair.

Membership/Communications Secretary

Sec. 4 The Membership/Communications Secretary shall:

- A. Direct the Association's efforts to secure and retain members.
- B. Implement and supervise the area and block organization of the Association.
- C. Coordinate with the Treasurer to update and maintain a membership list.
- D. Manage social media, website, and email communications

Treasurer

Sec. 5. The Treasurer shall:

- A. Maintain accurate records of Association membership.
- B. Collect and disburse all Association monies.
- C. Open and maintain in the Association's name, checking and/or savings accounts in a bank to be named by the Executive Board, with the Chair and the Treasurer having the authority to sign checks, make deposits and withdrawals.
- D. Promptly deposit all monies paid to the Association in the Association's checking and/or savings accounts.
- E. Pay any bills of the Association on approval of the Executive Board.

1/19/20

- F. Maintain accurate, complete and current records of all financial transactions of the Association, including documentation for each disbursement and receipt of money, and make such records available to any member upon request.
- G. Report on Association finances at each Executive Board meeting and present an annual financial report at the annual meeting of the Association.
- H. Conduct meetings of the Association in the absence of the Chair, Vice Chair, and Secretary.

ARTICLE II – COMMITTEES

Sec. 1. The Chairperson may appoint members to a committee and shall either appoint a Chairperson therefore or may elect to allow the committee members to select their own Chairperson.

Sec. 2. The Chairperson may appoint a Committee Chairperson and allow them to select the members of the committee and to determine their number.

Sec. 3. The Chairperson with the concurrence of the Executive Board may dissolve a committee.

Sec. 4. The Executive Board shall, within thirty (30) days of the Annual Election, review all committees (1) to determine if such committees shall continue; (2) to examine their charge; and (3) to determine their membership.

ARTICLE III -STANDING COMMITTEES

Sec. 1. The Association shall have the following Standing Committees:

The Awareness Committee gathers, receives, and distributes information relating to issues, laws, ordinances, and regulations which have an impact on the neighborhood. The Committee shall:

- (1) Maintain current knowledge of issues before the East Lansing Council, its appointed Commissions and other East Lansing organizations.
- (2) Appoint Association members to attend public meetings of the East Lansing City Council and its Commissions to report information of importance back to the BCA Board.
- (3) Report to the Executive Board the Committee's findings and recommend actions to be taken.
- (4) Provide the BCA communication secretary with information of importance to the BCA membership and the Bailey community.

The Communication Committee assists the Membership/Communications Secretary with managing social media, website and other communication platforms. The Committee shall:

- (1) Support the Association's efforts to secure and retain members.
- (2) Manage social media, website, and email communications.
- (3) Build workflows for the BCA Board and members to contribute content for distribution.
- (4) Maintain historical records of meeting minutes and sponsored activities.
- (5) Conduct a yearly review of the Association's communications program and report to the Executive Board any findings and recommendations by January 31 of each year.

The Activities Committee manages BCA events throughout the year and organizes volunteers for these sponsored events. The Committee shall:

- (1) Nominate board members and make recommendations to standing committees.
- (2) Implement and supervise the area and block organization of the Association.
- (3) Set and maintain a calendar of BCA supported events each year.
- (4) Plan and hold public information programs for the membership and the community at the request of the Executive Board.

ARTICLE IV – DUES AND ACTIVITY FEES

Sec. 1. Annual dues and activity fees shall be established by a majority vote of the members present of the BCA Executive Board. The annual dues shall be sufficient to carry out the mission and work of the BCA.

Sec. 2. Special fees may be levied a majority vote of the members present of the BCA Executive Board.

Sec. 3. The Executive Board of the BCA may solicit funds by donation for special projects.

ARTICLE V – AMENDMENTS TO THE BCA BY-LAWS

Sec. 1. Amendments to these by-laws may be proposed by any BCA member eligible to vote and shall be in writing, filed with the Secretary at least thirty (30) days prior to the membership meeting at which the amendment will be considered. Prior to this meeting, the Secretary shall advise the BCA members of a pending proposed amendment to be considered at the meeting. To be effective, any amendment shall be adopted by a majority of the members present.

ARTICLE VI – EFFECTIVE DATE

Sec. 1 These By-Laws shall become effective on _____

Adopted this _____ day of _____, 20__.

Pres. _____

Sec'y. _____