

Bylaws of the Huber Ridge Area Association

Article I

Name

The name of this Association is the Huber Ridge Area Association (the “Association”).

Article II

Object and Boundaries

Section 1. Object. The object of this Association shall be to foster and advance the public interest in the Huber Ridge Area and the territory immediately adjacent thereto, located in Blendon Township between the City of Columbus and the City of Westerville; to encourage and promote the general welfare of the community; to provide a forum for its members to respond to issues of common concern; to promote public improvements and safety within the community; and, to encourage social activities and unity among members of the community.

Section 2. Association Boundaries. The Huber Ridge Area is located, primarily, within the Northeast Corner of Route 270 in Blendon Township, Franklin County, Ohio.

The boundaries of the Association are North and East to Interstate 270 (and extending North and East of Interstate 270 to include areas known as Batavia Road and Batavia Court, and areas known as Bader Road and Bader Court); South to State Route 161 (Dublin-Granville Road); Southwest to land owned by the Ohio Water Company and Grace Baptist Church; and West to State Route 3 (Westerville Road).

Article III

Membership

Section 1. Members. Any adult who resides within, owns real property within, or operates a business physically located within the Association boundaries is eligible for membership in the Association. Adults who reside in a neighborhood adjacent to the Association boundaries, but not within the boundaries of another neighborhood citizens or civic association, are eligible for membership in the Association. An adult is any person who has attained the age of eighteen (18).

Section 2. Good Standing. Only members in good standing of this Association shall be eligible to participate in its business meetings, vote, or to serve in any of its elective or appointive positions. A member in good standing includes any member who is current in their annual Association dues and has agreed to abide by these Bylaws as they are now and may be amended in the future. A member in good standing who is an absentee owner of real property or a business entity is allowed one (1) vote in any matter before the Association membership.

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Section 3. Dues. Dues are set for households and businesses, not individuals. One payment shall cover all members of a household, including their minors. The minors, although not voting, shall enjoy all the privileges of membership including service on committees and full participation in association activities. A review of the Association dues may be made during the Association fiscal year and the dues may be adjusted depending primarily on postage fees, printing fees, or other external factors affecting the mailing or distribution of the newsletter or other notices of the Association. The Association shall conduct an annual membership drive but persons may apply for membership at any time of the year. Annual dues shall be due and payable each January 1 and are non-refundable.

Section 4. Fiscal Year. The Association fiscal year is January 1 through December 31.

Section 5. Dues Changes. The annual Association dues shall be determined by the Executive Committee and agreed upon with a vote of the Association Members. Notice of a proposed change in the dues amount must appear in the Association's newsletter one Association meeting prior to a vote.

Article IV *Officers, Representatives and Their Election*

Section 1. Officers. The officers of this Association shall be a President, President-Elect, Secretary, Treasurer and Newsletter Editor. Any member in good standing is eligible to hold office. The officers shall perform the duties prescribed by these Bylaws and by the parliamentary authority adopted by the Association.

Section 2. Representatives. The representatives shall consist of an Area Representative from each area represented by this Association (Areas A through H and Merchant Area) and a Street Representative from each street within the Association boundaries. The Area Representatives shall be members other than elected officers.

Section 3. Nominations. At a general meeting held two (2) months prior to the annual meeting, a Nominating Committee composed of not less than three (3) members in good standing shall be elected by the members present. It shall be the duty of this committee to nominate candidates to be elected at the meeting held one (1) month prior to the Annual Meeting in January for each Association Office excluding the President, if a member is currently serving in the position of President-Elect. The Nominating Committee may make multiple nominations for the same office. If possible, the Nominating Committee shall publish their nominations in a newsletter prior to the January Annual Meeting. Nominations for Association officers and representatives, including self-nominations, shall be permitted from the floor up to one (1) month prior to the Annual Meeting. Candidates must agree to serve, if elected.

Section 4. Elections. The election of officers and representatives shall be held at the Annual Meeting. The term of office for each elected officer and representative

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(excluding the President and President-Elect) shall be one (1) year from February 1 through January 31, or until a successor is elected. The term of office for the President-Elect shall include both a year in that position and the following year as the President. The term of office for the President shall include both a year in that position and the following year as the Immediate Past President.

Section 5. Vacancies. A vacancy in any office, with the exception of the President, due to actual or constructive resignation, shall be filled by appointment by the Executive Committee. A vacancy in the office of the President shall be filled by the President-Elect for the remainder of the term.

Section 6. Removal. A vote of the majority of the voting members of the Executive Committee shall be required to remove a member of the Executive Committee from office prior to the expiration of the term of office for which that member has been elected or appointed. Any member of the Executive Committee may also be removed from office for cause by a two-thirds (2/3) majority vote of the members in good standing present at a General Meeting or a Special Meeting, provided that a written statement of the charges has been furnished to the Association members at least thirty (30) days prior to the meeting and the Executive Committee member facing removal has been given the opportunity to appear at the General Meeting or the Special Meeting to address the charges.

Article V

Duties of Officers, Area and Street Representatives

Section 1. President. The President shall preside at all meetings of this Association, of the Executive Committee and of the Street Representatives; shall perform such other duties as may be prescribed in the Bylaws, or assigned to him/her by the Association or Executive Committee; shall appoint committees and working groups; shall coordinate the work of the officers and committees in order that the Association's purpose may be promoted; and shall be a member ex-officio of all committees, except the nominating committee. The President shall be given notice of all committee meetings and has the right to be in attendance at those meetings but is under no obligation to attend. The President's performance of his/her duties shall be with the advice and consent of the Executive Committee or the membership at a General Meeting whenever possible. The President may present views of the Association at any public forum or in written communications to elected or appointed officials, provided that prior authorization for such action has been given by a majority vote of members present at a General Meeting, a Special Meeting, or by the Executive Committee of the Association.

Section 2. President-Elect. The President-Elect shall have the powers and duties of the President in the absence of the President or if the Office of the President is vacated for any reason. The President-Elect shall be responsible for scheduling speakers and coordinating programs to be presented at the Association General Meetings.

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Section 3. Secretary. The Secretary shall prepare the agenda, record the minutes and maintain the records of all meetings of the Association and the Executive Committee; perform such other duties as may be delegated to him/her; and, shall perform the duties of the President and President-Elect in their absence. All books and papers pertaining to the office of the Secretary shall be subject at any reasonable time to the inspection by any member of the Executive Committee, and, on the expiration of the Secretary's term of office such Secretary shall deliver all books, papers and other property of the Association in his/her possession or control to the President or to the Secretary's successor in office.

Section 4. Treasurer. The Treasurer shall have custody of all the funds and securities of the Association; shall solicit and collect membership dues; shall keep a full and accurate account of receipts and expenditures; and shall make disbursements in accordance with the approved budget, as authorized by the Association, the Executive Committee or a special committee. The payment of expenses shall be disbursed by check drawn on the Association bank account(s) duly signed by the Treasurer, the President, or the Immediate Past President. The Treasurer shall present a financial statement at every meeting of the Association and at other times when requested by the Executive Committee. At the annual meeting of members, the Treasurer shall present a statement of profit and loss and surplus, and a balance sheet containing a summary of the assets and liabilities and surplus as of the close of the Association's fiscal year. Upon expiration of his/her term the Treasurer shall turn over to his/her successor or to the Executive Committee all funds, securities, etc., in his/her possession. The Treasurer's accounts shall be examined annually by an auditor or an auditing committee of not less than three (3) members, who, satisfied that the Treasurer's annual report is correct, shall sign a statement of that fact at the end of the report. The auditing committee shall be appointed by the Executive Committee at least one (1) month before the January meeting.

Section 5. Newsletter Editor. The Newsletter Editor shall be responsible for publishing the Association newsletter; shall maintain the files and records of the newsletter; and, shall keep the current list of the Street Representatives.

Section 6. Area Representatives. The Area Representative shall represent the Street Representatives of said area on the Executive Committee. He/she is encouraged to attend meetings of this Association being the key link of communication between his/her area and the Association. He/she shall oversee all the Street Representatives within the respective area to assure that their duties are carried out. The Area Representatives shall be responsible to deliver copies of the newsletter and other official Association communications being distributed to all residences and businesses, to their designated Street Representatives, and notifying the newsletter editor should a Street Representative resign.

Section 7. Street Representatives. The Street Representatives shall be the link of communication between the residents of their street and this Association; distribute Association publications to residents on their street; collect dues; provide newsworthy information to the newsletter editor; and obtain a list of house numbers, names and phone numbers, keeping aware of new families moving in on their street. Prior to the end of the

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Street Representative's term, or should they be moving or have to resign, they shall help in finding a replacement member for their position.

Section 8. **Immediate Past President.** The Immediate Past President is the Past President most recently preceding the incoming President. He/she serves on the Executive Committee in an ex officio capacity. His/her duties shall consist primarily of advising and assisting the incoming President.

Section 9. **Duties.** All officers, Area Representatives and Street Representatives shall perform the duties prescribed in the parliamentary authority in addition to those outlined in the Bylaws and those assigned from time to time and deliver to their successors all pertinent information associated with their office at the January general meeting.

Article VI *Executive Committee*

Section 1. **The Executive Committee.** The Executive Committee shall consist of the officers, Area Representatives and chairmen of standing or special committees. The chairman of the standing or special committees shall be selected by and serve at the pleasure of the President. The members of the Executive Committee shall serve until the election or appointment of their successors.

Section 2. **Duties.** The duties of the Executive Committee shall be:

- (a) To transact necessary business in the intervals between Association meetings and such other business as may be referred to it by the Association.
- (b) To approve the plans of work of the standing and special committees.
- (c) To present a report at the regular meetings of the Association.
- (d) To appoint an auditor or an auditing committee at least one (1) month prior to the January meeting to audit the Treasurer's books.
- (e) To prepare and submit to the Association for approval a budget for the fiscal year.
- (f) To approve routine bills and authorize expenditures up to one hundred dollars (\$100.00) over and above the budget during any given year, unless otherwise authorized by the Association.
- (g) To fill vacancies in elective positions.

Section 3. **Meetings.** Meetings of the Executive Committee shall be at least once each quarter, the time and date to be decided by the members of said committee. A majority of the Executive Committee shall constitute a quorum. Special meetings of the Executive Committee may be called by a majority of the Executive Committee members, with at least five (5) days notice having been given. The President may invite other members of the Association to attend the Executive Committee meetings, but they may not vote.

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**Article VII
*General Meetings & Special Meetings***

Section 1. General Meetings. General meetings of the Association shall be held at such times and dates each month as decided annually by the membership. Notice shall be given at least seven (7) days prior to meeting if not held as stated above. The general meeting schedule may be changed by a majority vote of those present at a general meeting.

Section 2. Meetings of Street Representatives. Street Representatives may meet immediately after the general meeting, or whenever possible during these months. Notice shall be given at least seven (7) days prior to meeting if not held as stated above.

Section 3. Special Meetings. Special Meetings of the Association may be called by the President, by three (3) members of the Executive Committee, or upon written request of five (5) members in good standing of the Association. Except in cases of emergency, at least five (5) days' notice shall be given.

Section 4. Quorum. At all general membership meetings and special meetings, the quorum for the transaction of business shall consist of ten (10) members. All questions shall be decided by majority vote. Members shall be present to vote, excluding mail-in balloting. Proxy voting shall not be permitted.

Section 5. Minutes. The Order of Business at any General Meeting shall not include the reading of the minutes of the preceding meeting unless a motion is made to do so from the floor. The minutes may be reviewed at the meeting by any Association member. A copy shall be provided to any member upon request. The minutes shall become part of the Association's official records unless a motion to amend results in changes to the minutes.

**Article VIII
*Committees***

Section 1. The Executive Committee may create such committees, standing or special, as are necessary to the proper functioning of the Association, and may authorize the delegation to any such committee of the necessary power to accomplish its purpose and may define the extent to which such power may be used. The Standing Committees of the Association are: Audit, Block Watch, Historical, Membership, Special Events, and Beautification.

Section 2. Audit. It shall be the duty of this committee to audit the financial books at the close of the fiscal year and to present a report to the Association at the Annual Meeting.

Section 3. Block Watch. It shall be the duty of this committee to maintain and develop the Block Watch program in the Huber Ridge Area; to welcome new residents and encourage them to participate in the Block Watch; to establish a phone mail or email

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communication system with all volunteers; to maintain communications with the liaison from the Blendon Township Police Department; to provide educational programs to the members of the Huber Ridge Area; and to respect the confidentiality of all the participants of Block Watch.

Section 4. Historical. It shall be the duty of this committee to collect and prepare any historical items relating to the Association and the Huber Ridge Area.

Section 5. Membership. It shall be the duty of this committee to actively pursue new members and determine the eligibility of all applicants for membership in the Association. It shall also be the duty of this committee to update the Huber Ridge Area directory when authorized by the Association. It shall also be the duty of this committee to recruit volunteers to serve as Street Representatives or as the Area Representative should vacancies occur.

Section 6. Special Events. It shall be the duty of this committee to coordinate the special events held for the Huber Ridge Area. Two of the traditional special events are a Halloween Party and a Christmas Social.

Section 7. Beautification. It shall be the duty of this committee to identify and carry-out projects which will enhance the visual appearance of the Huber Ridge Area community as authorized by the Association. The committee shall also be responsible for maintaining the landscaping around the Huber Ridge Area identification signs and the Huber Ridge Area information kiosks.

Section 8. Communication by Each Committee. The work of existing committees of the Association shall be made known to the members at General Meetings or Special Meetings or through the Association Newsletter.

Section 9. Reports and Budgets of Each Committee. All committees shall file written reports with the Executive Committee at least annually. This report will include a statement of income and expenses of the prior fiscal year as well as a budget for the next fiscal year. The budget must be approved by the Executive Committee. All reports shall be available for review by any Association member. No committee report shall be published or given publicity prior to its approval by the Association, or the Executive Committee, unless otherwise authorized by the Association.

Article IX *Parliamentary Authority*

The rules contained in the current edition of Robert's Rules of Order Revised shall govern the Association in all cases in which they are applicable and in which they are not in conflict with the Bylaws and any special rules of order the Association may adopt.

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**Article X
*Amendments***

Section 1. Amendments to the Bylaws may be proposed by the Executive Committee or by petition signed by at least three (3) members in good standing of the Association.

Section 2. These regulations may be amended by a two-thirds (2/3) majority vote of the members in good standing present at a meeting called for that purpose, or at any scheduled general membership meeting. There must be a quorum present. No changes shall be made unless written notice of the proposed nature of the amendment has been given by the Secretary to the members in good standing of the Association at least thirty (30) days before the meeting at which the amendment is to be offered.

Section 3. Any amendment to the Association Bylaws takes effect immediately upon passage unless otherwise provide for in that amendment.

Association Bylaws adopted 08/17/2005.