

BY-LAWS OF THE HISTORIC OLD TOWN SUWANEE NEIGHBORHOOD ASSOCIATION

ARTICLE I: NAME

The name of the Association shall be the "HISTORIC OLD TOWN SUWANEE NEIGHBORHOOD ASSOCIATION" hereinafter referred to as the Association. Its boundaries shall be in accordance with attachment 1 (map of old town).

ARTICLE II: PURPOSE AND GOALS

The purpose and goals of the Association shall be:

- To preserve and enhance the character of the area defined in Article I as a desirable historic old town neighborhood;
- To maintain the integrity, aesthetics, and predominately residential character of the area and its historic structures;
- To protect the environment and natural features of the area;
- To encourage persons to buy, restore, and improve homes in the area;
- To prevent intrusions which are destructive to the character of the area;
- To promote neighborliness;
- To assist the City of Suwanee in incorporating the tenets of the Old Town Suwanee Master Plan adopted by the City Council in February 2002;
- To provide a voice for the neighborhood before city government on issues of importance to the residents;
- To maintain liaison with governing bodies so as to influence decision making and remain alert to actions that are of concern to the community;
- To exercise vigilance in zoning matters, so that the rights and interests of the majority of the residents are protected;
- To inform and educate the citizens of cogent community issues;
- To promote the general welfare of the community; and
- To preserve and enhance the historical heritage of Suwanee and maintain its unique residential character for future generations

ARTICLE III: MEMBERSHIP

Membership may be extended to any person or organization that shares the goals of the Association outlined in Article II and pays the annual dues.

Membership Categories:

Voting: Individuals or Families residing within the Association's boundaries, and Businesses located within the Association's boundaries. Each household, organization or business shall count as one member and shall have one vote. An individual whom lives within the boundaries of the association and owns a business within the boundaries shall still be entitled to one vote.

Non-Voting: Individual(s) or businesses that do not reside within the boundaries of the association but join to support the cause of the association.

Membership is for one year beginning in January and ending in December. Membership must be renewed within 60 days of the New Year or membership is automatically terminated but can be re-instated upon receipt of payment. Any member may resign by notifying the Steering Committee of this desire. Membership fees are not refundable or transferable. Any member may be suspended or expelled by a majority vote of the Association or majority vote of the Steering Committee. Only members who reside or own businesses within the Association's boundaries shall have voting privileges.

Article IV: Dues

Membership dues are strictly voluntary. The suggested donation is \$10.00 per household, per year. Dues will be collected by the treasurer at any meeting of the Association, or at the Annual Meeting, or by mail.

ARTICLE V: OFFICERS

The officers of the Association shall consist of Chairperson, Vice-Chairperson, Secretary-Archivist, and Treasurer. Officers shall be elected by a plurality vote of the Association membership for a term of one year. An Officer who has served two consecutive terms in an Office must wait for one year before seeking re-election to that Office. No person shall be eligible to serve as an officer of the Association while serving as an elected official in Gwinnett County, Georgia, or an elected official or employee of the City of Suwanee, Georgia.

CHAIRPERSON:

The Chairperson shall preside at Association meetings and meetings of the Steering Committee, shall preserve order and regulate debate, shall supervise the affairs of the Association and shall attend to its executive matters.

VICE-CHAIRPERSON:

The Vice-Chairperson shall preside over meetings when the Chairperson is absent and shall assist the Chairperson as needed. The Vice-Chairperson shall succeed the Chairperson in the event that position is vacated.

TREASURER:

The Treasurer shall have general charge of the funds of the Association and shall make reports of all receipts and disbursements. The Treasurer, under the direction of the Steering Committee, shall pay all properly certified bills in a timely manner. In the event of the temporary absence or disability of the Treasurer, his or her duties shall be performed by a person designated by the Chairperson.

SECRETARY-ARCHVIST:

The Secretary-Archivist shall keep the minutes of the meetings of the Steering Committee and the general membership and shall notify the members of the time and place of all such meetings. The Secretary-Archivist shall be responsible for receiving, filing, and retaining all Association records, including relevant newspaper clippings and other materials pertaining to

the work of the Association. In the event of the temporary absence or inability of the Secretary-Archivist, his or her duties shall be performed by a person designated by the Chairperson.

ARTICLE VI: STEERING COMMITTEE

The Association shall be governed by a Steering Committee, also known as the Board of Directors. The Steering Committee shall be composed of the Chairperson, the Vice-Chairperson, the Treasurer, the Secretary-Archivist, the chairpersons of the Association's standing committees, and between three and six additional members of the Association. Steering Committee members, including officers, shall be elected for a term of one year by the membership at the annual business meeting with terms beginning in January and following the calendar year. Steering Committee members may succeed themselves. Steering Committee members may resign by tendering their resignation to the Steering Committee, or a member may be removed by majority vote of the other members. In the event of absence or disability of a member of the Steering Committee, the Chairperson shall have the right to nominate a successor subject to confirmation by a majority vote of the Steering Committee. The Steering Committee may establish such accounts with banks, trust companies or other financial institutions as it deems appropriate. All written contracts or obligations shall be signed by the Chairperson, Vice-Chairperson, and the Treasurer.

The Steering Committee is authorized to take public positions on behalf of the Association on issues that affect the neighborhood, based upon a majority vote of 3/4 of the Steering Committee members attending a meeting, provided a quorum is present, or of a 3/4 majority of all Steering Committee members in the event of a telephone or e-mail vote. Any such decision by the Steering Committee will be disclosed to the Membership at least one week prior to any announcement to the general public on behalf of the Association. The Membership shall have the right to over-ride any such action of the Steering Committee by submitting a petition signed by a simple majority of Association members whose current dues are paid in full as of the submission date.

ARTICLE VII: STANDING COMMITTEES

Association Standing Committees shall be:

- MEMBERSHIP/PROGRAMS/FINANCE, NEWSLETTER/PUBLICITY/ISSUES MONITORING, NEIGHBORHOOD WATCH, and PRESERVATION/ENVIRONMENTAL QUALITY. The chairperson of each committee shall be responsible for appointing committee members. The Steering Committee may establish temporary committees as it deems appropriate. Association members may serve on more than one committee.
- MEMBERSHIP/PROGRAMS/FINANCE. This committee shall be responsible for recruiting new members and organizing the Association's membership meetings and social gatherings. The Treasurer shall serve as vice-chair of this committee. The committee shall oversee the fiscal operations of the Association and be responsible for its fundraising efforts.

- **NEWSLETTER/PUBLICITY/ISSUES MONITORING.** This committee shall produce the Association's newsletter, coordinate all publicity deemed necessary by the Steering Committee, and notify Steering Committee members of the time and place of Committee meetings. It shall monitor issues of importance to the Association which come before the Planning and Zoning Commission and City Council, advise the Steering Committee on such issues, develop and recommend plans of action when needed, and assist the Secretary-Archivist in gathering and maintenance of records on Association actions related to the Planning and Zoning Commission and the City Council, and any entity deemed appropriate by the Steering Committee. The committee will maintain the Association's web site.
- **NEIGHBORHOOD WATCH.** This committee shall coordinate and execute events normally involved with crime prevention including the designation of block captains, workshop attendance, inviting speakers, monitoring crime prevention programs, and participation in the Suwanee PACT program.
- **PRESERVATION/ENVIRONMENTAL QUALITY.** This committee shall coordinate the encouragement and promotion of preservation of old structures in the community and work with other organizations in Suwanee interested in preservation. It shall be responsible for all environmental monitoring and improvement projects of the Association including a biennial neighborhood cleanup and maintenance of neighborhood signs.

ARTICLE VIII: NOMINATIONS AND ELECTIONS

The initial officers of the Association shall consist of those officers elected by the Association in 2006. These officers shall appoint a temporary Steering Committee to serve until the annual business meeting in 2007. Prior to the annual business meeting, the Vice-Chairperson shall appoint a nominating committee to recommend a slate of officers and other Steering Committee members for the upcoming year. This slate shall be approved by a majority vote of the Steering Committee and then presented to the general membership for a vote at the annual business meeting. Nominations for all positions on the Steering Committee may be made from the floor by the general membership provided prior consent of the nominee has been expressed. The nominee for each Steering Committee position who receives plurality vote shall be elected. A quorum shall consist of 1/3 of the Association's membership.

ARTICLE IX: RESIGNATION, REMOVAL, AND REPLACEMENT OF OFFICERS AND DIRECTORS

The members may remove an Officer by a majority vote at any membership meeting.

An Officer or Steering Committee member will be deemed to have resigned if such person is no longer a resident of Suwanee, or if such person is absent without excuse from three successive monthly meetings of the Steering Committee.

In case of death, resignation, or removal of an Officer or Steering Committee member, the Steering Committee, by an action of a majority vote of the Steering Committee members present at the next Steering Committee meeting thereafter, shall name a successor to serve

the remaining term of such Officer or Steering Committee member. In the event of death, resignation, or removal of the Chairperson, the Vice-Chairperson shall be made Chairperson, and a new Vice-Chairperson shall be chosen by an action of a majority of the Steering Committee members present at the next Steering Committee meeting thereafter.

ARTICLE X: MEETINGS OF THE MEMBERSHIP

There shall be at least two meetings of the membership of the Association each year, at a time and place determined by the Steering Committee. At least one of these meetings shall be the annual business meeting for the election of the Steering Committee, reports by officers and standing committee chairpersons, and recognition of special members and friends. Special gatherings of the membership also may be called by the Steering Committee. Notice of such gatherings shall be mailed or hand delivered no less than two weeks prior to such gatherings. The Steering Committee shall meet at the end of each membership meeting to transact any pending Association business. Special meetings of the Committee may be called by the Secretary upon the request of any two Steering Committee members with not less than 24 hours notice. The quorum for transacting Association business shall consist of a majority of Committee members. When an event requires immediate action and time does not permit a formal convening of the Committee, action may be taken with the phone call and/or e-mail approval of a majority of the Committee. Standing and special committees shall be convened at the call of the committee chair.

ARTICLE XI: FISCAL YEAR

The fiscal year for all business transactions shall be the calendar year.

ARTICLE XII: AMENDMENTS

These by-laws may be amended by a majority vote of 2/3 of the membership in attendance at the annual business a membership meeting. Proposals to amend the by-laws shall be in writing and approved by a majority of the Steering Committee. Notice of any proposed amendments shall be mailed or hand delivered at least thirty days prior to any membership vote on same.

Adopted the ???