



# Floral Park Neighborhood Association

## Constitution and Bylaws

### **ARTICLE I (1)**

A. NAME: FLORAL PARK NEIGHBORHOOD ASSOCIATION [FPNA]

B. BOUNDARIES:

South: Up to, and including the north side of 17th Street  
North: Riverside Drive  
West: Both sides of Flower Street  
East: Up to, and including, Broadway on the West Side.

### **ARTICLE II (2) MISSION STATEMENT / PURPOSE:**

A. MISSION STATEMENT:

To preserve the integrity of, the historical significance of our homes and to develop a sense of unity within the Floral Park Neighborhood. To educate the neighborhood, surrounding communities, and the City of the historical significance of our neighborhood, its architectural value and the impact it has had on the City and County since its origin. In addition, act as communication vehicle to represent the Floral Park Neighborhood to outside entities, local businesses, other neighborhood associations, city officials and respective agencies.

B. PURPOSE / NO INDIVIDUAL GAIN:

The Floral Park Neighborhood Association does not contemplate pecuniary gain or profit to any of its members whatsoever, and there shall be no distribution of any profit or assets at any time to its members.

### **ARTICLE III (3) LIMITS OF AUTHORITY:**

No individual or group shall be authorized to commit FPNA to any agreement or obligation without the specific approval of the FPNA Board Members.

### **ARTICLE IV (4) MEMBERSHIP/VOTING PRIVILEGES:**

- A. All residents within the boundaries of FPNA shall be members. Owner residents and non-owner residents shall be eligible for membership.
- B. Each occupied residence constitutes one vote.

**ARTICLE V (5) CONTRIBUTIONS:**

- A. Contributions are voluntary.
- B. Annual voluntary contributions are as follows:

Senior citizen:	Voluntary amount
Supporting:	\$ 25.00
Patron:	\$50.00
Sponsor:	\$100.00
Benefactor/Corporate	\$200.00+

**ARTICLE VI (6) FUNDS:**

- A. Two funds shall be established.
  - First: The first to be the General Fund into which contributions paid by members and Newsletter promotional sponsorship funds shall be deposited and from which disbursements shall be made for the general operating expenses of the FPNA.
  - Second: The second fund shall be the Sponsorship Fund, into which shall be deposited the income from such events and activities carried on for charitable and benefit of neighborhood purposes and of which disbursements shall be made for such Sponsorship and charitable purposes. A minimum of 15% of the net Sponsorship income shall be donated yearly to Santa Ana non-profit organizations. In addition, a minimum of 5 scholarships will be awarded annually to students of the Santa Ana Unified School District and Santa Ana College.
- B. Allocation and or expenditures of all yearly Sponsorship funds must be approved by the General Membership.
- C. Once the Board and General Membership have allocated funds, they cannot be reallocated for any other purpose, until the project is completed. The unused sponsorship funds shall be reallocated through the same aforementioned process.
- D. The Board shall approve all expenditures. All disbursements shall be paid by check, which shall be signed by Treasurer or President.
- E. The Treasurer shall present a financial report to the Board Members each month and to the General Membership each quarter. The financial report shall consist of a Balance Sheet, Profit/Loss Statement and Transaction Report as appropriate.

**ARTICLE VII (7) OFFICERS/BOARD MEMBERS:**

The Board Members shall consist of President, First-Vice President\*\*, Second-Vice President\*\*, Treasurer, Recording Secretary, Membership Director, Social Director, Home Tour Director, Newsletter Director, and Parliamentarian\*\*.

**ARTICLE VIII (8) REQUIREMENTS OF BOARD MEMBERS:**

- A. All FPNA Board Members are required to attend all Board Meetings on a monthly basis, and all General Meetings on a quarterly basis. In the event that attendance is not possible, the Board Member must contact either the President or Secretary prior to the start of meeting. It is required that all FPNA Board Members are eligible to be bonded.
- B. A Board Member may be dismissed for dereliction of duties or excessive absence of Board Meetings, by Board approval. Board Member shall be notified that dismissal is forthcoming.
- C. All board members on the FPNA Board are non-salaried and will not be related to salaried personnel or to parties providing services. In addition, the salaried individuals

cannot vote on their own compensation and the Board will make that compensation decisions.

### **Article IX (9) DUTIES OF BOARD MEMBERS:**

**President:** The President shall preside over all meetings of the FPNA and shall perform such duties as are necessary for the proper administration of the affairs of FPNA. The President shall prepare agendas and ensure that all meetings are conducted according to parliamentary procedure.

**First Vice President:** The First Vice President shall assist in the administration of the affairs assigned to the President, and in the absence of the President preside over any association meetings. The First Vice-President shall co-chair and direct the Sponsorship Committee, and oversee all Committee Chairs.\*\*

**Second Vice President:** The Second Vice President shall co-chair and assist the First Vice President in the direction of the Sponsorship Committee and neighborhood projects.\*\*

**Treasurer:** The Treasurer shall have custody of the funds of the FPNA, accounting to the Board at its monthly meetings and at such other times as prescribed by the Board Members. The Treasurer shall also serve as Treasurer for the Home Tour Committee.

**Secretary:** The Secretary shall serve as Recording and Corresponding Secretary, shall maintain the association records, minutes and agendas of all meetings. Shall take roll call at Board meetings. Shall maintain the FPNA Constitution, Bylaws and the Standing Rules. The Secretary shall be responsible for the key to the P.O. Box.

**Membership Director:** Shall maintain membership roster in cooperation with the treasurer. Publish list of paid members in quarterly newsletter to acknowledge receipt of contributions paid. Prepare and deliver a welcome gift to new neighbors as quickly as possible after information is known.

**Social Director:** Shall plan with the Board approval all social events and dates.

**Home Tour Director:** Shall plan with the assistance of the Board the annual FPNA Home Tour. Shall present a Home Tour budget for Board approval.

**Newsletter Director:** Shall publish and distribute a minimum of four (4) newsletters to the Membership per year. Shall sell advertising space and collect fees. General newsletter content is to be approved by the Board. Shall establish and maintain Street Reps to distribute Board approved communication.

**Parliamentarian:** Shall act as Parliamentarian, annually review Bylaws and the Standing Rules making recommendations to the Board. Will be required to fill a vacated board position or take on a specific project as directed by the consensus of the board.\*\*

### **ARTICLE X (10) ELECTION OF OFFICERS/BOARD MEMBERS:**

- A. Annual election shall be held in November at which time the Officers/Board Members shall be elected.
- B. A Board transition meeting shall be held in December.
- C. Term of Office: One year beginning at conclusion of December transition meeting.

- D. Vacancies in Office. If the President leaves office and the First\*\*-Vice President does not desire to fill the vacancy, an election for President shall be held. If any other office becomes vacant during the year, the Board shall fill the office for the unexpired term.
- E. Board Members may run again for re-election to the Board.
- F. No absentee ballots shall be accepted.
- G. Candidates can be nominated for a board position by either being present at the election meeting or through a letter of interest, presented at least 48 hours before the election to the Board for conveyance to the general membership at the election meeting.
- H. If a Board member moves out of the neighborhood, they may complete their term of office with Board approval.

**ARTICLE XI (11) MEETINGS:**

- A. General Membership meetings shall be held each quarter, other meetings may be held for special topics as directed by the Board Members. The Membership shall be given ample notice of meeting dates and agenda
- B. Board meetings shall be held once per month.
- C. Only Board Members may vote at Board meetings.
- D. The President or three Board Members may request a closed board meeting when deemed necessary.

**ARTICLE XII (12) QUORUM:**

- A. Association General Meetings: No specific quorum is required.
- B. Board meeting quorum shall be five (5) Board Members. Missing board member (s) shall reduce the quorum by one (1). No less than four (4) Board Members can represent a quorum.
- C. Proxies shall not be recognized in this association for any reason.

**ARTICLE XIII (13) COMMITTEES:**

- A. The President shall appoint Committee Chairpersons, with approval of the Board.
- B. The Chairperson shall select no less than two members for their committee.
- C. Each committee chairperson shall report to the Board.

**ARTICLE XIV (14) PARLIAMENTARY AUTHORITY:**

The New Robert's Rules of Order shall be the parliamentary authority of Floral Park Neighborhood Association.

**ARTICLE XV (15) AMENDMENTS:**

These Bylaws may be amended by majority vote of the Board, to be ratified by the General Membership.

**ARTICLE XVI (16) CONFLICTS OF INTEREST:**

- A. Duty to Disclose. In connection with any actual or possible conflict of interest on the part of a director or general manager, an interested person must disclose the existence of the financial interest and be given the opportunity to disclose all material facts to the directors and members of committees with governing board delegated powers considering the proposed transaction or arrangement.
- B. Determining Whether a Conflict of Interest Exists. After disclosure of the financial interest and all material facts, and after any discussion with the interested person, he/she shall leave the governing board or committee meeting while the determination of a conflict of interest is discussed and voted upon. The remaining board or committee members shall decide if a conflict of interest exists.

- C. Policy and procedure. On behalf of the interests of the Association, the Board of Directors has established a Conflicts of Interest Policy and Procedure, which is maintained by the Secretary. In the event of a potential conflict of interest, the Association, Board, committees, and other Association-formed groups will adhere to said policy and procedure.

**ARTICLE XVII (17) DISSOLUTION:**

In the event of the dissolution of the Floral Park Neighborhood Association corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine which are organization and operated exclusively for such purposes.

**FPNA Amendments & Approvals**

Approved by General membership Sept 1997  
Article VIII Section A amended Nov. 9, 1999  
Article X Section H amended March 14, 2000, and April 2004  
Article X Section D As amended September 20, 2000  
Article IX Membership amended Nov. 15, 2006  
Article II, VI Amended  
Article XVI & XVII added  
Approved by Membership Sept 2008  
Article II, VI, VIII, IX, XII, XVI Amended  
Approved by the FPNA Board June 7, 2011  
Approved by the General Membership June 12, 2011  
Change in terminology from “dues” to “contributions” and  
“advertisement” to “promotional sponsorship” approved by General  
membership Nov 18, 2011  
Article X amendment approved by membership 3/21/12

# Floral Park Neighborhood Association

## *Standing Rules*

The following “Standing Rules” were adopted by the 2000 Floral Park Neighborhood Association Board to facilitate the smooth organization and efficient implementation of board responsibilities.

### **General Items:**

- A. Board Meetings are to be held the second Tuesday of the month, at 7:00 pm.
- B. General Meetings are to be held the third Wednesday in March, June, September and November, at 7:00 pm, subject to change by majority vote of the Board as necessitated by the availability of facilities.
- C. Individuals such as street representatives, street representative coordinators, promotional sponsorship and newsletter coordinators are encouraged to attend board meetings and provide feedback to the Board.
- D. To facilitate communication between board members on emergency decisions / votes (when the board cannot be brought together) the use of an E-mail “Consent Resolution” may be utilized. The decision of the matter must be unanimous, in order to be recognized as a valid consent of the Board. Printed documentation must be forwarded to the secretary for recording purposes.
  - a. Procedure for Vote by email:
    - i. Request reply all within 48 hours in subject section of email
    - ii. Vote is sent back to sender & reply all
    - iii. Sender sends to Secretary the results
    - iv. Secretary puts on agenda of new business
    - v. Motion approved and Secretary is responsible to include in minutes
    - vi. Board members shall have 48 hours to vote
    - vii. Co-Board members shall confirm one final vote for that Board position.
- E. The Sponsorship, Social, Home Tour, Newsletter and Membership positions should develop support committees to assist in the execution of their position duties and to fill in during a meeting should Board member be absent.
- F. Board is to annually review Insurance three months prior to renewal. Treasurer is responsible for keeping it current. (Renewal May)
- G. Board is to annually review Storage Contract. Treasurer is responsible for keeping it current.

- H. Any member of Floral Park may attend any committee meeting and bring forth any pertinent issues for discussion at a time and manner established by the committee Chair.

**President:**

- I. The President is to ensure that the Neighborhood Association's Bylaws and Standing Rules are accessible to any interested resident and are posted on the website.

**Sponsorship:**

- J. The Sponsorship committee is to be formed and hold its first meeting in the month of March.
- K. Meetings should be held at the call of the Chair of the committee as needed to facilitate the completion of projects.
- L. Each individual sponsorship project is to have a time limit for the completion of project. Once the time limit expires, the allocated funds will be returned to the "unallocated" sponsorship fund.

**Neighborhood Beautification and Historic Preservation:**

- M. The purpose of the Neighborhood Beautification committee is to seek to preserve and improve the beauty of Floral Park's public spaces such as, but not limited to, the entrance ways, the city street trees, street lighting, parking, traffic, historic preservation and the Sara Mae Downie herb garden, public sign maintenance, and the street medians. In addition, public areas outside of Floral Park may from time to time be considered for neighborhood beautification projects.
- N. Any member of Floral Park can participate on the committee.
- O. The 2<sup>nd</sup> Vice-President shall regulate, supervise and manage the committee.
- P. The 2<sup>nd</sup> Vice-President shall put forth to the Board any neighborhood beautification projects that have been approved by the committee.
- Q. Meetings should be held at the call of the Chair of the committee as needed to facilitate the completion of projects.
- R. Each project for which funds have been allocated is to have a time limit for completion. Once the time limit expires, any unused funds revert to the unallocated General Funds.

**Treasurer:**

- S. The Treasurer shall abide by general rules of accounting and comply with current IRS guidelines:
- 1) The FPNA tax return to be filed each year by May 15th.
  - 2) Every other year, years ending with even numbers, return to be filed with the State Of California in July, Form SI-100 Statement of Information, Fee \$20.00
- T. The incumbent Treasurer's Board responsibility does not end until December 31<sup>st</sup>. The incumbent Treasurer shall also assist in the preparation and filing of Tax Returns for the prior year.
- U. During the monthly financial update at the board meetings, the treasurer is to recap the expenses for the previous month for submittal to and approval by the board.
- V. A complete copy of a financial report consist of the following:
- a) Last month bank statement, checking, savings/money market, CD
  - b) Transaction Report of all receipts and expenses occurring during the reporting period
  - c) Review Budget vs. Actual YTD
  - d) Profit and Loss statement
- A complete financial report must be submitted seven days prior to the Board meeting for approval by the Board
- W. Expense Reimbursements:
- a) Need all original receipts
  - b) Completed reimbursement form with chart of accounts#
  - c) Check Request needs invoice/quote/proposal
  - d) W9 for current year must be with check request
  - e) Expense reimbursements over \$500 require approval of both the Treasurer and the Board.
- X. Expenditures over \$1,000 require written approval of both the Treasurer and the President.
- Y. The President has authority to sign checks in the absence of the Treasurer.
- Z. Each Board member shall submit a detailed proposed budget to the Treasurer at the Oct meeting. The budget shall include expenses and anticipated sources of revenue
- AA. In order to facilitate the transition between the outgoing Board and the incoming Board the outgoing Board shall finalize a budget to present to the Membership at the November General meeting. The Budget is to be presented to the Membership at the November General Meeting in hardcopy.

- BB. Retention of Documents:

10 YEARS: Bank Statements, Duplicate deposit slips, Contracts, Leases, Donation records.

7 YEARS: Accounts payable, expense distribution, invoices vendors/suppliers

3 YEARS: Authorization for expenditures, general correspondence, internal reports, purchase orders, volunteer records

GENERAL FUND:

Beginning Funds as of:

Contributions / Promotional Sponsorship Funds  
Investment Income  
Membership Contributions  
Newsletter / Website Promotional Sponsorship Funds  
Subtotal

Expenses  
Administrative  
Membership / New Neighborhood  
Newsletter / Website  
Subtotal

General Fund Ending Balance

SPONSORSHIP FUND:

Contributions  
Home Tour

Expenses  
Home Tour  
Social Events  
Planned Sponsorship Commitments  
Scholarships  
Charities  
Subtotal

Sponsorship Fund Ending Balance

Total Unallocated Funds

FLORAL PARK ENDING BALANCE AS OF:

GENERAL FUND:

General Fund Ending Balance

SPONSORSHIP FUND:

Contributions  
Home Tour

Expenses  
Home Tour  
Social Events  
Planned Sponsorship Commitments

Scholarships  
Charities

Subtotal

Sponsorship Fund Ending Balance

Total Unallocated Funds

FLORAL PARK ENDING BALANCE AS OF:

**Membership:**

- U. Within the first month of the year, the Membership Director shall:
- 1) Set a membership goal and initiate a membership drive. A board-approved flyer/letter is to be distributed and or mailed to each household to stimulate membership donations. The quarterly FP newsletter will be used as a reminder piece and Thank You with a list of residents who have paid their donations by category.
  - 2) Is responsible for developing and implementing creative ideas to stimulate membership.
  - 3) Is responsible for organizing and hosting a minimum of three neighborhood mixers a year at volunteer homes both north and south of Santa Clara.
  - 4) Organize and utilize a committee to assist in any related neighborhood event or functions.

**Newsletter:**

- V. The Newsletter Director will facilitate the distribution of the newsletters and other related neighborhood association information.
- W. The Newsletter Director may appoint a Promotional Sponsorship Representative.
- X. The Newsletter Director will identify deadline dates for distribution of each quarterly newsletter.

**Social Events:**

- Y. Obtain all related insurance and city permits for all social function as required by the City of Santa Ana.
- Z. By the February Board meeting the Social Director shall submit for Board approval the calendar of social events. If any City equipment is required, the Social Director shall reserve same and post necessary deposits by March 1, and submit copies of all applications and permit records to the Secretary at the March Board meeting.

**Home Tour:**

AA. Obtain all related insurance and city permits for all social function as required by the City of Santa Ana.

**Parliamentarian:**

BB. The Floral Park Neighborhood Association will purchase for Parliamentarian the book of "Roberts Rules of Order" to be utilized as a reference guide throughout the year.