

**BYLAWS OF THE HISTORIC BRUNSWICK
NEIGHBORHOOD PLANNING ASSEMBLY**

**ARTICLE I
NAME**

The name of the organization shall be “Historic Brunswick Neighborhood Planning Assembly” hereinafter referred to as “NPA”.

**ARTICLE II
PURPOSE**

The purpose of the NPA shall be to promote the common good and general welfare in the neighborhoods known as Historic Brunswick. The NPA shall also help provide citizens with information concerning city programs and activities; help obtain citizen views of city needs; help provide citizens with opportunities to participate in making recommendations with respect to governmental decisions including allocation of revenues, voice concerns and promote ideas for improvement.

**ARTICLE III
MEMBERS**

Section 1: ELIGIBILITY FOR MEMBERSHIP.

(a) Qualifications. Membership in the NPA shall be open to any person who is at least 18 years of age and who meets at least one of the following:

- (1) maintains his or her primary residence within the Historic Brunswick neighborhood
- (2) owns real property within the Historic Brunswick neighborhood
- (3) is the sole designated representative of any corporation, business, organization, institution or agency that maintains a place of business or owns real property within the Historic Brunswick neighborhood

(b) Active Membership and Voting. In order to vote, qualified members must have attended at least ~~one~~ two meeting within the preceding 12 months and have had filled out a membership form.

(c) Number of Votes. Each member shall have only one vote, regardless of how many properties they own within the neighborhood.

(d) Definition. For purposes of this article, Historic Brunswick neighborhood shall mean the part of the city of Brunswick in Glynn County, Georgia, which is bounded on the North by Gloucester Street, South by King and Prince Blvd, West by Bay Street, and East by Lanier Blvd, with the addition of the area bounded on the North by H Street, South by Gloucester Street, West by Bay Street and East by Martin Luther King Jr Blvd.

**ARTICLE IV
STEERING COMMITTEE**

Section 1: COMPOSITION. All members of the Steering Committee should represent the variety of stakeholders. The Steering Committee shall consist of ~~five~~ seven elected members. ~~These positions will be numbered one through seven. Members of the Steering Committee shall appoint, from among themselves, one person to each of the following positions to serve a one year term:~~

~~**(a) Moderator.** The Moderator shall facilitate regular and special meetings of the NPA. The Moderator is required to enforce the provisions of Article VI: Decorum without exception.~~

~~**(b) Correspondence Secretary.** The Correspondence Secretary shall keep the minutes at all meetings and make them available to members as well as disseminate information such as meeting reminders, special announcements,~~

~~and call for special meetings and any other related tasks. The Correspondence Secretary shall also record all votes and resolutions and maintain and update the Active Member List (Art III Sec 1(b)).~~

~~(c) **Government Liaison.** The Government Liaison will be the point person between the NPA and city employees as well as the city commission.~~

Section 2: DUTIES. The Steering Committee shall be responsible for the general management of the affairs of the NPA in accordance with these by-laws, including carrying out the following duties:

(a) Meeting Management. The Steering Committee is responsible for arranging, advertising, moderating, convening, coordinating, and facilitating regular and special meetings of the NPA, including the setting of the meeting agendas, the booking of the meeting space, and the scheduling of meeting guests and speakers. Steering committee members will, among themselves, designate a moderator for each meeting. The moderate role shall rotate through each steering committee member throughout the year.

(b) Neighborhood Outreach. The Steering Committee is responsible for sharing of information, meeting schedules and NPA activities with NPA members, Historic Brunswick residents and the general public.

(c) Municipal Monitoring and Oversight. The Steering Committee is responsible for paying regular attention to actions and plans of City Departments, Commissions, City Council and the Department of Planning and Zoning for the purpose of keeping the Historic Brunswick neighborhood informed of events, investments, and proposed projects that might affect the lives of people living there.

(d) Proper Recording. The Steering Committee, ~~primarily the Correspondence Secretary~~, is responsible for taking of meeting minutes, recording of all votes and resolutions, proper distribution of all resolutions, coordination with the Neighborhood and Community Services Division on recording of meeting minutes. Steering committee members will, among themselves, designate a meeting-minutes taker for each meeting. The meeting-minute taker role shall rotate through each steering committee member throughout the year.

Section 3: QUALIFICATIONS. To be eligible to serve on the Steering Committee, one must be a current Member of the NPA.

Section 4: ELECTION. The Steering Committee members shall be elected by a majority vote of the NPA's members at the first regular meeting in ~~October~~ February, or ~~after the first meeting of the calendar year~~ with their terms beginning ~~January of the following year~~ the first day of March. Steering committee positions one through three shall be face elections in even-numbered years, and steering committee positions four through seven shall face elections in odd-numbered years. Nominations may be made from the floor at meetings convened to elect members of the Steering Committee, provided that two members present at that meeting agree to put that person's name in nomination and the nominee consents to the nomination. The nominee can count as one of the two members agreeing to put that person's name in nomination.

Section 5: TERM. Steering Committee members will serve for a ~~one-year~~ two-year term. After a Steering Committee member serves for ~~three~~ two consecutive ~~one-year~~ two-year terms, he or she must step down from the Steering Committee for at least one full year, before becoming eligible to serve on the Steering Committee again.

Section 6: REMOVAL. A member of the Steering Committee may be removed for any reason by a 2/3 vote of those members present at a meeting of the NPA, provided that the issue of removal of that member from the Steering Committee was listed on the meeting's properly advertised agenda. Steering Committee members will automatically be declared to have vacated their office if they miss three consecutive meetings, including both steering committee and regular meetings.

Section 7: VACANCIES. If any member of the Steering Committee resigns from the Steering Committee or is removed from the Steering Committee before his or her term has expired, the remaining members of the Steering Committee may appoint a person to fill the unexpired term of the vacancy. If the vacancy occurs more than six months prior to the expiration of the term, an election will be held at the next regular meeting of the NPA to choose a person to fill the unexpired term.

Section 8: QUORUM. A majority of the members of the NPA Steering Committee shall constitute a quorum for any meeting of the Steering Committee, provided that all members of the NPA Steering Committee have been notified in writing (text or email) at least 48 hours in advance of any scheduled meeting ~~by the Correspondence~~

~~Secretary~~. Absent such prior notification, a quorum shall not be possible, regardless of the number of Steering Committee members in attendance.

Section 9: VOTING. All decisions of the Steering Committee shall be decided by a vote taken at a meeting of the Steering Committee, a quorum having been established. The affirmative vote of at least three members shall be necessary for the approval of any decision by the Steering Committee. No proxy voting or absentee ballots shall be allowed.

ARTICLE V MEETINGS

Section 1: REGULAR MEETINGS. The NPA shall hold regular meetings at least quarterly and shall meet ~~on the second Thursday of January, April, July, and October at 6:00pm~~ at a location designated in meeting notification. The full NPA shall meet at least five times per year.

Section 2: NOTIFICATION. The Steering Committee will share meeting dates, times, locations, and agendas with members through, but not limited to, the following written forms at least ~~two~~ one weeks prior to meeting date: Facebook, Email, The Brunswick News, Brunswick City Website.

Section 3: QUORUM. The presence of ten active members of the NPA and ~~three~~ four Steering Committee Members is necessary to constitute a quorum.

Section 4: AGENDA. The Steering Committee will set the agenda of all meetings. Only those items on an agenda may be voted upon. The members present at a meeting may vote to add an item to the agenda if the members deem it necessary. The Steering Committee will take suggestions for future agenda items at some point during the meetings. Agendas for all NPA meetings will be properly posted by the Steering Committee in written form in places listed in Article V Section 2 at least ~~2 weeks~~ 7 calendar days prior to a meeting. Meetings shall have at least 10 minutes scheduled for open forum with a 2-minute time limit per speaker, where each speaker is limited to only speak once per open forum per meeting.

Section 5: CONDUCT OF MEETING. Meetings will be convened, adjourned, and facilitated by ~~the Moderator a member of the steering committee [Art IV, Sec 1(a)]~~. Members shall abide by the Decorum stated in Article VI.

Section 6: TAKING ACTION. In order for the NPA to take formal action on a subject, a member must make a proposal in the form of a motion. ~~The Moderator~~ The steering committee member who is facilitating the meeting will not allow discussion on a proposed motion until another member agrees to second the motion. After a motion receives a second, ~~the Moderator~~ the steering committee member facilitating the meeting will open debate upon the motion. Once debate has finished, the Moderator will call for a vote.

Section 7: VOTING. All decisions of the NPA shall be decided by a simple majority of the members present at a meeting, a quorum having been established. No proxy voting or absentee ballots shall be allowed. Voting shall be by a show of hands or by ballot, as deemed necessary by ~~the Moderator~~ steering committee member facilitating the meeting.

ARTICLE VI DECORUM

The NPA should provide a safe and welcoming forum where citizens can actively share their voice about issues that matter to them, and where they can learn from the voices of others. The NPA should cultivate involvement by a diverse spectrum of community members through active outreach and through eliminating barriers to participation. The NPA should be operated in a manner that is respectful and inclusive. The NPA should be a fun, creative, and vital organization that values and benefits from a multitude of perspectives shared by those who participate.

Section 1: COURTESY AND RESPECT. Members shall behave in a courteous and respectful manner at the NPA meetings and other activities. The Moderator may impose sanctions up to and including expulsion from the meeting or activity for violations of this Article.

Section 2: GAINING THE FLOOR. A Member seeking the floor shall raise his or her hand and wait to be recognized by the Moderator.

Section 3: HONOR TIME LIMITS. Members and Steering Committee shall honor time limits including meeting start and finish times, agenda timelines, and time limits associated with open forum.

Section 4: CONFINING REMARKS TO THE MERITS OF THE PENDING QUESTION. A Member's remarks must be germane to the question pending before the NPA.

Section 5: REFRAINING FROM PERSONAL ATTACKS. When opposing a question, a Member may attack the nature and consequences of the proposed measure in strong terms but must avoid personal attacks on the proponents of the measure or any other Member.

Section 6: REFRAINING FROM DISTURBING THE MEETING. Members should not disturb the meeting by whispering, walking across the floor, interrupting those that are speaking, or in any other way.

Section 7: RESPONSIBILITIES OF THE MODERATOR. ~~The Moderator~~ The steering committee member facilitating the meeting is required to enforce the provisions of this article without exception.

ARTICLE VII NONDISCRIMINATION

In accordance with the guiding principles of these Bylaws, the NPA will promote and work to sustain an inclusive participatory environment that does not discriminate on the basis of race, ethnicity, creed, religion, sex, domestic relationship status, parental status, familial status, veteran status, sexual orientation, national origin, political affiliation, age, ability, gender identity, or in any other way prohibited by law or common decency.

ARTICLE VIII CONFLICTS OF INTEREST

Members of the NPA have a responsibility to their NPA to fairly review and vote on matters directly affecting their ward without prejudice or bias. If an NPA member believes that a conflict of interest could exist with any agenda or voting items, then members should take the responsibility to disclose this conflict and address the issue with the Steering Committee.

Section 1: DEFINITIONS. A conflict of interest exists whenever a Member or a related person has a beneficial financial interest in or related to a transaction effected or proposed to be effected by the NPA and that interest is of such financial significance to the Member or the related person that it would reasonably be expected to exert an influence on the Member's judgment if the Member were to vote on the transaction. A related person means the Member's spouse or partner (or a parent or sibling thereof), child, grandchild, sibling, parent (or spouse or partner thereof), and any entity (other than the NPA) of which the Member is a Director, general partner, Agent, Employee, or Employer.

Section 2: DISCLOSURE AND NONPARTICIPATION. Whenever a conflict of interest exists with respect to a transaction, any Member having a conflict shall immediately disclose the existence and nature of the conflict to all members of the Steering Committee and all facts related to the transaction that an ordinarily prudent person would reasonably believe to be material to a judgment as to whether or not to proceed with the transaction. Any Member having a conflict of interest with respect to a transaction shall refrain from participating in the deliberations or vote on the transaction. If, upon disclosure, the quorum wants to include this member in the discussion and/or voting process, then the NPA has concluded that no Conflict of Interest exists. Failure of a member to disclose a potential Conflict of Interest could result in a null/void vote or cause the need for further discussion or re-vote on a particular issue affected.

ARTICLE IV AMENDMENTS

Section 1: PROPOSAL. Any Member may propose an amendment to these Bylaws by submitting the amendment in writing to the Steering Committee, which shall consider the proposed amendment at its next Regular Meeting or

at a Special Meeting called for that purpose before its next Regular Meeting. No member may resubmit any amendment within six months of consideration by the Steering Committee.

Section 2: ADOPTION. An amendment shall be adopted only if: (1) the Steering Committee, in its discretion, recommends the amendment be put to the Members for a vote; and (2) the Members approve the amendment by a two-thirds vote.

Section 3: NOTICE. Notice of any meeting at which the Members will consider a proposed amendment to these Bylaws shall be in writing, shall state that the purpose, or one of the purposes, of the meeting is to consider the proposed amendment, and shall contain or be accompanied by the full text of the amendment.

Section 4: EFFECTIVE DATE. Unless otherwise provided, any amendment to these bylaws shall take effect at the conclusion of the meeting at which it is adopted.

~~Strikethroughs~~