

# Constitution of the Historic Southwood Park Neighborhood Association, Inc.

## **ARTICLE I - ESTABLISHMENT**

### Section 1. Name

The name of this association shall be the Historic Southwood Park Neighborhood Association, Incorporated, hereinafter referred to as the Association.

### Section 2. Territory

The Association comprises the Westover Place Addition and Sections A, B, C, C Extended, D, E, and F Amended of Southwood Park Addition, conditions approved by Allen Superior Court on January 23, 2006, hereinafter referred to as Covenant Subdivisions. The Association voluntarily comprises Southwood Park Addition Section H, Southwood Park Addition G and R.I. Britton Estate lots on Stratford Road and Southwood Avenue, Bechtel Place Addition, Old Mill Road Addition, Old Mill Road Addition Extended, and Hanna and Hamilton's Subdivision properties on Old Mill Road, hereinafter referred to as Voluntary Subdivisions.

### Section 3. Purpose

- A. The Association shall be non-sectarian and non-partisan and shall operate for the mutual health, safety and social welfare of the residents of the Association.
- B. The Association shall collect maintenance charges from each dwelling house per year as stipulated in the Conditions recorded with the plats of the Covenant Subdivisions. The Association may offer Associate Membership to each dwelling house in the Voluntary Subdivisions.
- C. The Association shall disburse money collected for the pursuit of the general welfare of the members of the Association.

## **ARTICLE II -- MEMBERSHIP**

### Section 1. Membership

- A. Members of the Association are defined as the current owners of each particular dwelling house in the Covenant Subdivisions.
- B. Members shall pay mandatory maintenance charges or dues assessed to each dwelling house per year as stipulated in the Conditions recorded with the plats of the Covenant Subdivisions.

C. Members of each particular dwelling house in the Association shall be entitled to one (1) vote for each open Director position and for each other issue submitted for Membership approval. Members who are multiple owners of a property may designate any one (1) of them in writing to exercise their collective vote.

D. Members shall be mailed newsletters and notices, may attend Board of Directors Meetings, and have access to the agenda and minutes of Board of Directors meetings.

E. Members paid to date on maintenance charges or dues payments are considered to be in good standing. Members in good standing have access to Association social events and offers.

## Section 2. Associate Membership

A. The Association may extend an offer of Associate Membership to the residents of each particular dwelling house in the Voluntary Subdivisions.

B. Associate Membership is granted yearly upon the payment of dues, at an amount set by the Board of Directors.

C. Associate Members may attend Association events, are included on newsletter mailing lists, and may volunteer for Association Committees.

D. Associate Members are not eligible to serve on the Board of Directors, or exercise votes on the recorded conditions of the Covenant Subdivisions.

## **ARTICLE III -- ORGANIZATION AND GOVERNMENT**

### Section 1. Government

A. The business of the Association shall be managed by a Board of Directors consisting of fifteen (15) persons who are Members of the Association.

B. Each Director shall hold office three (3) years.

C. Each year five (5) Directors shall be elected.

### Section 2. Eligibility for Office

A. All members of the Association who are in good standing are eligible for nomination as candidates for the Board of Directors.

B. Members of the Association are in good standing when their dues are paid to date.

### Section 3. Nomination and Election of Board

A. Nominations for the Board of Directors are made by the Nominating Committee.

- B. The Nominating Committee is composed of at least three members of the Board.
- C. Persons not nominated as above will be placed on the ballot upon submission of a declaration of candidacy endorsed by twenty (20) other Members by September 30th.
- D. The Membership shall elect the Board of Directors.
- E. Election of Directors is made via ballot mailed to the entire membership in the fourth quarter of each year, providing there are more candidates than open positions.
- F. The Association shall establish dates by which ballots must be returned, providing no less than thirty (30) days from the mailing of said ballots. Ballots received after the established date will not be counted.

#### Section 4. Vacancies in Office

- A. Directors may resign from the Board at any time by providing written notice to the Board.
- B. The Board may remove a Director by an affirmative vote of at least ten (10) Directors for the following causes:
  - 1. Failure to attend a majority of Board meetings,
  - 2. Cases of bad faith, gross negligence or wanton misconduct.
- C. The Board may appoint any Member in good standing to fill Board vacancies for the remainder of the calendar year.
- D. Vacancies past the end of a calendar year shall be filled via ballot mailed to the entire membership in the fourth quarter of each year. Vacancies of partial Director terms are filled by candidates receiving the highest number of votes following the five (5) regularly elected Directors each year.

#### **ARTICLE IV -- AMENDMENTS**

This Constitution may be amended at any regular meeting of the Board of Directors by an affirmative vote of at least ten (10) Directors, provided the proposed amendment shall have been submitted in writing to the Board of Directors at least thirty (30) days prior to the meeting. This Constitution may also be amended by the General Membership provided the Board of Directors is notified in writing of such change sixty (60) days before it becomes effective and the amendment papers are signed by at least 75% of the members of the Association.

#### **ARTICLE V -- ACCEPTANCE**

This constitution was adopted by the Board of Directors of the Association at a regular meeting of the Board on March 14, 2024. It supersedes and cancels any previous constitution of the Association.