

Channel District Community Alliance
CDCA
Bylaws

Article I. Name and Purpose

Section 1. The name of the Neighborhood Association representing the Channel District of Tampa as described below shall be:

Channel District Community Alliance

herein, after referred to as the CDCA.

Section 2. Mission

The Mission of the CDCA is to promote all facets of the community included in the established legal boundaries known as the Channel District of Tampa, Florida. A driving force supporting this effort is to seek an “Arts Community” emphasis for the District. This includes three following initiatives:

To enhance the connected nature of the residential community by improving the distribution of information, regularly scheduled social and educational events for the residents, and fostering an attitude of tolerance and inclusion.

To emphasize goals of residents while balancing the enhancement and promotion of businesses seeking to locate within the boundaries of the CDCA or those already located within the boundaries of the CDCA through a collaborative process involving community residents, existing businesses, and developing entities with a heavy emphasis on the types of businesses that foster and support all forms of creativity. The arts will play heavily in the identity of the Channel District lifestyle.

To enhance and improve the relationships with urban development planners both private and public, already existing associations, and entities of local government in a collaborative way to improve the safety of the community, easier transportation access, the overall beauty of the area and shared amenities in the Channel District.

Section 3. Geographic Designation of Channel District

For purposes of delineating the area falling within the Channel District Community Alliance area of representation, the following boundaries and landmarks will be the Neighborhood boundaries for the CDCA.

Northern Boundary:

From a point underneath the Western Edge of the Lee Roy Selmon Expressway as it follows just north of North Raymond Avenue, north following the western edge of North 12th Street to the northeast corner of the intersection of Adamo Drive and Channelside Drive.

Eastern Boundary:

From the Northeast corner of the intersection of Adamo Drive and Channelside Drive, south along the Eastern Curb of Channelside Drive to the eastern edge of the circumference of traffic Circle, left on the alley access just north of the Florida Aquarium, to the Western Bank of Ybor Channel following south to Garrison Channel.

Southern Boundary:

The northern bank of Garrison Channel from the point where it connects to the western Bank of Ybor Channel and the crossing of Beneficial Boulevard on the western side. This includes the commercial property located on Port Tampa Bay Land known on March 1, 2015 as Channelside Bay Plaza but does not include governmental holdings related to Port Tampa Bay operations. This boundary is subject to change by a vote of the membership of the CDCA as development plans of Port Tampa Bay become more defined and established.

Western Boundary:

The southwest corner of Channelside Drive and Beneficial Drive/South Meridian Avenue as it continues north along the western curb of Meridian to the intersection of the northern boundary as described above.

Article II. Membership and Dues

Section 1. Membership

Membership will include those having an immediate interest in preserving the integrity and fostering prosperity of the Channel District including those owning or leasing property for either residence or business within geographic boundaries of the CDCA. There will be one vote per membership.

There are four classes of membership in the CDCA:

Regular Resident Membership – Full Powers of Participation one vote per membership.

Regular Business Membership – Full Powers of Participation one vote per membership.

Affiliated Business Membership – One vote per corporate owner or representative

Associate Membership – Other government, adjacent neighborhoods, and non-resident business entities with a demonstrated interest in the CDCA
Non-Voting

Regular Resident Membership: All owners permanently residing in the Channel District and renters who have signed leases for a minimum of 7 months will be eligible for regular membership in the CDCA. Owners who live outside the Channel District and who have no other connection with the Channel District other than the unit (s) they rent will not be eligible for regular membership as residents but will be eligible for Associate Membership. Individuals who have moved from the Boundaries of the CDCA but still maintain significant ties through business endeavors will be eligible for regular membership with full voting powers for a period of two years after leaving the district. These same individuals will be eligible for Associate Membership after that two-year extension has expired. For units that are occupied by more than one individual, co-owned there will be one vote. For units that are occupied by more than one individual, the person listed primary on the lease will have one vote. For single ownership or rental there will be one vote.

Businesses who have a single business located within the boundaries of the CDCA, or whom regularly engage in the promotion of businesses established within the CDCA boundaries, or businesses that can demonstrate a quality of life or positive impact on the CDCA boundaries will be eligible for regular business membership. There is one vote per business ownership.

For purposes of balancing interests between residential and business entities, business owners with multiple holdings in or abutting the boundaries of the CDCA who have a vested interest but have multiple holdings or are incorporated under a management entity are eligible for an Affiliated Business Membership. Such members, if holding more than one corporate identification, are limited to one vote as a corporate representative for the entire conglomerate. The Management company for businesses located within any single site location such as malls or multi-business locations will have one vote that represents that location.

Representatives of other civic associations outside the boundaries of the CDCA, prior residents who no longer reside in the District but wish to extend their affiliation, or businesses who wish to affiliate with the CDCA but have no other eligibility as regular members, are eligible to become Associate members and will serve in all capacities as ex-officio members without voting privileges.

Section 3. Dues

Dues shall be established by the Board for Resident membership at the rate of \$45.00 per membership for all classes of membership.

Section 4. Contributions in Support of CDCA

Nothing will prohibit the ability of any status of membership to make contributions to the CDCA for purposes of neighborhood enhancement. At the point in time that the CDCA seeks and receives the tax status of 501.c3 from the IRS, these contributions will be afforded all necessary tax advantages. Until that time they are seen as simple contributions to the enhancement of the Channel District.

Section 5. Removal from Active Membership for Disruption of Meeting or Behavior that could be seen as threatening to the membership, officers, or neighborhood in general.

In the event that any member of the CDCA displays or engages in behavior that can be deemed disruptive to any official gathering of the CDCA, displays threatening or inappropriate behavior to any other member or guest of the CDCA, or engages in behavior in person, via the telephone, or Internet that in any way is deemed threatening or creates fear on the part of a member or guest is subject to immediate removal from the CDCA. The individual member in question will be removed by a vote of the Board. Any current membership dues will be returned for the year and the individual will be stricken from the membership record save for a notice that renewal will not be honored.

Article III. Structure of the Board

Section 1. The Board of Directors for the CDCA will be composed of a 11-member Board There will be six officers: President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer and Parliamentarian. In addition there will be five Board Members At-Large.

Article IV. Duties Board Members, Officers, and Duties

The 10 members of the Board of Directors for the CDCA will have the following duties:

Section 1. President of The Board of Directors for the CDCA:

The duties of the President will be to preside over the total operations of the CDCA , schedule and conduct board and general meetings, and provide leadership for the CDCA. The President may also serve on working committees. The President will serve a term of 3 years. The President is a voting member of the Board of Directors.

Section 2. Vice President of the CDCA:

The duties of the Vice President will be to assist the President in all administrative duties related to the CDCA in the President's absence or may take on special duties as requested by the President and approved by a vote of the Board. The Vice President may also serve on working committees. The Vice President will also serve as the primary liaison for civic entities of government. The Vice President will serve a term of three years and is a voting member of the Board of Directors.

Section 3. The Recording Secretary of the CDCA:

The duties of the Recording Secretary will be to keep the official record of all transactions and meetings conducted on behalf of the CDCA. The Recording Secretary will forward the minutes of each meeting to the President and Board Members for adoption at the following meeting. The Recording Secretary will also be responsible for documenting any items that will be forwarded to a Virtual Board Meeting. The Recording Secretary will open up a digital document with Google Docs or a similar shared discussion file at time certain and close the discussion at time certain. The Recording Secretary will prepare a summary of the Virtual Session and conduct a virtual vote at time certain on each item discussed. At the Board or general meeting following, the Recording Secretary will read the results of the virtual session for final approval. The Recording Secretary will be responsible for maintaining the membership records. The Recording secretary will serve a term of two years and be a voting member.

Section 4. The Corresponding Secretary

The Corresponding Secretary will be responsible for all external communications of the Board to the community and the general membership. The Corresponding Secretary will ensure that all digital and physical notices are posted throughout the CDCA Boundaries related to meetings and be responsible for reporting the decisions and actions of the Board of Directors to the General Membership through electronic means. Once established, the Corresponding Secretary will become the custodian of the official Webpage for the CDCA and all related social media. The Corresponding Secretary will be a voting member of the Board of Directors and will serve a term of two years.

Section 5. The Treasurer of the CDCA:

The duties of the Treasurer will be to maintain all fiscal records, bank accounts, and member collections for the CDCA. The Treasurer will be responsible for the accounting of all funds received and disbursed and be responsible for all accounting services required to retain the tax status of the organization according to the requirements established by the United States Internal Revenue Service and the State of Florida. The Treasurer will serve a term of three years and be a voting member.

Section 6. Board of Directors At Large

There will be five Board of Directors At Large. They will represent the interests of the general population of the District. The term for the 3 individuals receiving the most votes in the first year will be three years. These Directors At Large will each serve specialized committees as follows: At-Large Director 1: Community Events; At-Large Director 2: Community Safety and Aesthetics; At-Large Director 3: Business Enhancement. The remaining two Directors At-Large will have terms of two years. They will be voting members of the Board of Directors.

Section 7. Parliamentarian

The Parliamentarian of the CDCA will be a voting member. This officer will be appointed by the Board for the first three years after which the position will be filled by the Immediate Past President. The duties of the Parliamentarian will be to ensure that the Board conducts meetings within Roberts Rules of Order. The Parliamentarian will in addition, serve at Membership Meetings as the Sergeant At Arms for the meeting. The Parliamentarian will be familiar with Roberts Rules of Order and will bring a copy to each meeting. The Parliamentarian will be responsible for maintaining the official clock for the timing of meetings and can be assisted by any electronic means available to ensure that the meeting is orderly and proceeds within the time frame of the meeting.

Section 8. Succession

In the event the President is temporarily absent, resigns, or is removed, the Vice President shall carry on the duties until an election can be held. In the event that both the President and Vice President are not available for service, the Corresponding Secretary will assume the duties of leadership until an election can be held and will appoint one of the Directors At Large as a replacement for Corresponding Secretary.

Article V. Meetings

Section 1. Quarterly Membership Meetings

The Quarterly Meetings of the entire CDCA membership will be held each year in March, June, September, and December with a date, time and location published by all communication resources 30 days prior to the meeting and again five days prior to the meeting. Elections will be held at the March Quarterly meeting. These meetings will be open to the public.

Section 2. Regular Board Meetings

Regular Board meetings for the CDCA will be held once a month on the fourth Wednesday of the Month from 5:30 -7:00 PM at a site designated by the Board. Special Board meetings may be called at the discretion of the President or Vice President with Board approval. Board members and officers as well as Committee Chairs are expected to be present. All Board meetings will be open to the public.

Section 3. Special Membership Meetings

The President may call a Special Meeting of the entire Membership at his or her discretion for a special purpose. These meetings will be for the total membership of the CDCA with the concurrence of the Board. All special meetings must be publicly noticed at least 15 days prior to the meeting, posted at least five days prior to the meeting and state clearly what the purpose of the special membership meeting. All Special Membership Meetings will be open to the public.

Section 4. Standing Committee Meetings

Standing Committee meetings will be called at the discretion of the Committee Chair for the purpose of carrying out the duties of the committees. They will be noticed and open to the public.

Section 5. General Membership Meetings

At all meetings of the full CDCA, and the Board, the proceedings will be conducted in accordance with Robert's Rules of Order. Decisions will be arrived at by the vote of a simple majority of those present and eligible to vote at a regular or special meeting of the membership. All amendments of proposed By-Law Changes or other actions deemed necessary by the Board to require a full membership vote must be voted on and approved by a majority of the CDCA membership attending the meeting that addresses the issue.

Section 6. Extended Virtual Meetings

In the event that a regular Board meeting cannot complete the entire decision agenda, the Recording Secretary shall utilize Google Docs to open up a discussion at time specific for a designated period of time within 48 hours of the original meeting. The time limited discussion will then be followed by a documented vote of the Board. The Recording Secretary at the Board meeting immediately following the Virtual Meeting will announce the summary of the discussion and the results of the vote.

Section 7. Special Committee Meetings

Special Committee Meetings will be called at the discretion of the Committee Chair for the purpose of carrying out the duties of the special committee.

Section 8. Quorum of the Board and General Membership Voting

For all meetings a quorum for the Board will be a simple majority of the Board members. For purposes of voting during general meetings, the vote will be decided by 51% of those voting members present.

Section 9. Order of Meetings

At all meetings of the CDCA the following order of business shall be as follows:

- A. Call to Order
- B. Adoption of the minutes of the immediate prior meeting for approval
- C. Reports of the Officers
- D. Response to Action Items of Previous Meeting
- E. Committee Reports
- F. Guest Presentation or Elections if Appropriate
- G. Unfinished Business
- H. New Business
- I. Public Comment

Section 10. Removal from a Meeting for Disruption

Any individual in attendance at any official meeting of the CDCA that behaves in a threatening, disruptive, or demeaning manner will be asked to leave the meeting. If the individual persists in said behavior at the meeting law enforcement will be called to take whatever action will be necessary to allow a peaceful assembly to continue.

Section 11: Eligibility and Voting

Eligibility to vote in Membership elections will be assigned according to the membership category as mentioned above. The vote will be tabulated by one of three means, a show of hands where appropriate, a voice vote called from the roll, or a written vote. No proxies will be granted for voting and no absentee voting will take place. All precautions will be taken to ensure that those voting are eligible to vote and that they are members in good standing of the CDCA.

Article IV. Establishment of Board, Election and Removal of Officers and Directors

Section 1. Establishment of Board

In February 2015 a general meeting will be held to decide the structure of the Board of Directors for the CDCA.

Section 2. Establishment of Officers and Board

In February 2015 a slate of officers will be recommended to the general members present composed of members of the steering committee. By election they can decide to adopt the slate of officers and board members recommend by the steering committee for a period of six months for purposes of establishing the CDCA legally and officially, or they can vote to install the slate of officers recommended by the steering committee for a full year. If those present decide not to do either, then the president of the steering committee will appoint a Parliamentarian and a nominating committee and solicit those interested in running for a position on the Board of Directors either as an officer or a Director at Large with the election to be held at the March 2015 meeting. Each candidate must be a resident, owner, or business representative within the adopted boundaries of the CDCA.

Section 3. Election of Officers of the Board of Directors

The officers of the Board of Directors of the CDCA will be the President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer and for the first three years the Parliamentarian. All officers of the CDCA must be members in good standing of the CDCA. All officers must be willing and capable of complying with all local and state laws related to holding officer in a neighborhood association. The annual election for the

Board and Officers will be conducted at the March General meeting each year following the establishment of the Board. If those present at the February 2015 meeting exercise the option to install officers recommended by the steering committee for a period of six months to formulate the CDCA, a general election will be held in September 2015 for officers and board members at large. If those present at the February 2015 meeting vote to leave the slate generated from the steering committee in place for a year, then the general election will be held in March 2016 for all positions and each year at the March Membership meeting thereafter.

Section 4. Election of the Board of Directors

The Board of Directors of the CDCA shall consist of the 6 officers plus 5 additional Directors elected as set out above. All members of the Board of Directors must be members in good standing of the CDCA. All members elected to the Board of Directors must be willing and able to comply with all necessary local and state laws related to holding officer within a neighborhood association. Except as stated above for the formative process, the election of Board of Directors will occur each year in March at the end of each term following the first year.

Section 5. Vacancies

If a vacancy occurs for any reason among the officers or other directors, the unexpired term of such vacancy shall be filled by a member in good standing elected by a majority vote of the entire Board of Directors. Such vacancies will be filled only for the unexpired term of the vacancy.

Section 6: Removal and or Suspension of Officers and Board Members

An officer or board member of the CDCA may be removed by a majority vote of the Board for any of the following reasons:

1. Failure to consistently perform the duties of the office.
2. Attendance problems as demonstrated by 2 absences in one quarter or 4 absences total in one year.
3. Behavior that constitutes a conflict of interest or fails to promote the mission of the Alliance.
4. Misrepresenting the decisions of the CDCA.
5. Misrepresenting the CDCA for personal gain.
6. Conviction of a felony or misdemeanor that involves violence, fraud, theft, or any other violation of law that will reflect poorly on the CDCA.

An officer or board member of the CDCA may be suspended pending removal while facts are clarified by a majority vote of the Board.

Section 7: Nominating Committee

The President of the Board of Directors of the CDCA will appoint a nominating committee composed of three members in good standing of the CDCA who will be confirmed by the Board of Directors. The Parliamentarian will serve as chair of the Nominating Committee. The duties of the nominating committee will be to bring forward a slate of officers and directors for the Annual Meeting held in March of each year by February 15 of each year. They shall do so by conducting interviews with all who volunteers for candidacy and submitting an eligible list of candidates to the Board prior to the February 15 deadline. All candidates must have actively participated in the Membership meetings at least twice. Service on a standing or special committee will be noted. The Parliamentarian will be responsible for conducting the vote in those years when the President is up for Election.

Article V. Compensation

Section 1. Neither the officers, directors, nor members serving on committees shall receive any salary or compensation, other than for necessary expenses approved by the Board of Directors, for their services rendered to the CDCA. Necessary approved expenses incurred by officers, directors or members on behalf of the CDCA may be reimbursed upon approval of the Board.

Article VII. Bank Account

Section 1. A checking account will be established in the name of the CDCA for purposes of holding all funds collected.

Section 2. The checking account shall require two (2) signatures. Signers on this account shall include the following officers: President and Treasurer.

Article VIII. Committees

Section 1. Regular Standing Committees

Standing Committees shall include:

Membership- Responsible for recruiting and maintaining membership.
Community Events- Responsible for Events that bring the community closer
Business Enhancement – Responsible for supporting and building business
Community Communications- Responsible for keeping people informed.

Safety and Aesthetic Appeal- Responsible for ensuring that vehicle, pedestrians and bikes safely coexist, parks are safe for visitors and pets, and increasing the overall aesthetics within the boundaries of the CDCA.

The Board will have the authority to appoint chairs to the committees that are not chaired by a Director At Large and request volunteers to assist.

The Board will serve as the budget committee but for those purposes be chaired by the Treasurer. The Membership Meeting in September will be dedicated to presenting the budget for the following year. The Treasurer in conjunction with the President will set at least one Board meeting for taking public comment on budget issues and will work closely with the standing and special committees to ensure that an adequate budget is prepared.

Section 2. Special Committees

Special Committees shall include:

The Nominating Committee: Appointed each year that an election is required or as a problem arises. The Board will have the authority to appoint the Parliamentarian as chair and members to committees after a request of volunteers.

Special Safety and Security Committee will be appointed to insure a close working situation with local law enforcement and other agencies responsible for the safety of residents and businesses. In the event that a Channel District Crime Watch is established from the members of the Special Committee on Safety and Security under the auspices of the Tampa Police Department, this special committee will be disbanded and made a Crime Watch Standing Committee.

Any other committee that arises by necessity for the purposes of conducting CDCA business. The Board and the President shall have the responsibility for determining the need and making the initial appointment to a special committee.

Article IX. Dissolution of the CDCA and distribution of property and funds.

If for any reason the CDCA no longer functions under the legal and purposeful intention, it was created for, it may resolve to disband by a majority vote of the Board of Directors. Assets held by the CDCA at the time of the dissolution shall be dispersed to the City to be used in the Channel District and administered by the Community Redevelopment Authority upon recommendation of the Channel District Citizens Advisory Council.

PASSED and ADOPTED this _____ day of _____, 20__ /

Signed:

Secretary: _____

President: _____

Attachments:

- Attachment 1: Organizational Chart of CDCA
- Attachment 2: List of Officers of the CDCD and Terms
- Attachment 3: Standard Schedule of Meetings