



BY-LAWS OF INMAN PARK NEIGHBORHOOD ASSOCIATION, INC. (IPNA)

Article 1: Membership

A. Membership Criteria

- 1) Membership is open to all persons who pay the annual membership fee according to the following schedule:
 - a) individual age 18 or older: \$5.00;
 - b) business, corporation, organization, institution, or agency: \$10.00;
 - c) Senior Member, age 65 or older: \$1.00;
 - d) new residents: are entitled to free initial membership, which is valid until the next annual meeting when memberships are due for renewal.
- 2) A member is either a resident member or a non-resident member.
 - a) A “resident member” is defined as any person 18 years of age or older whose primary residence is within the Inman Park boundary lines, or any person, corporation, organization, institution, or agency that owns property or has a place of business or profession within the Inman Park boundary lines. Inman Park boundary lines are defined in Article 7.
 - b) A “non-resident member” is one who does not meet either the primary residence requirement or the criteria to own property or operate a place of business within the Inman Park boundary lines as defined in Article 7.
- 3) Membership is for a one (1) year period beginning with the annual meeting held on the third Wednesday of May. Membership fees are not pro-ratable and full fees are due at the start of each membership year.

B. Rights of Members

- 1) Members may attend all regular monthly meetings, all special meetings, all committee meetings, all Board of Directors meetings, and the annual meeting.
 - a) Notice of the date, time and location of meetings will be announced at the regular monthly IPNA meeting as that information is available.
 - b) Notice of regularly scheduled meetings and neighborhood activities may also appear in the monthly *Advocator* newsletter, or on the Website.
- 2) Members will have continuing access to by-laws, correspondence, and all minutes from regular, special, or annual meetings.
- 3) Notice to the membership for all IPNA activities may be made through the publication and distribution of the monthly *Advocator* newsletter.

C. Voting Privileges:

- 1) IPNA Issues:
 - a) Only Resident Members shall be extended voting privileges on IPNA issues. Non-resident Members may participate in all discussions but do not have voting privileges.
 - b) Resident business, corporation, organization, institution, or agency members shall be limited to a single vote.
 - c) In order to vote at a regular, annual, or special meeting, the Resident Member must be an active member in good standing for a period of fifteen days (15 days) prior to the vote. An “active member” is defined as one who has paid any required fee and submitted a written membership application to any board member or board member designee.

- d) Absentee voting or voting by proxy at any regular, special, or annual meeting is not allowed.
- 2) NPU-N Issues:
 - a) Non-member residents may vote on any Neighborhood Planning Unit (NPU) issues presented at an IPNA meeting.
 - b) “Non-member resident” is defined as any person 18 years of age or older whose primary residence is within the Inman Park boundary lines, or any person, corporation, organization, institution, or agency that owns property or has a place of business or profession with the Inman Park boundary lines as defined in Article 7.

Article 2: Officers of IPNA

- A. By a majority vote at the annual meeting, the Resident Membership shall elect from among the Resident Members the following officers to constitute the Board of Directors:
 - 1) a President,
 - 2) a Vice President for Planning,
 - 3) a Vice President for Zoning,
 - 4) a Vice President for Historic Preservation,
 - 5) a Vice President for Public Safety,
 - 6) a Treasurer, and
 - 7) a Secretary.
- B. All such Officers elected from the Resident Membership shall:
 - 1) serve terms of one (1) year beginning with the installation of new officers at the June monthly meeting;
 - 2) not serve in the same office for more than two (2) consecutive terms;
 - 3) attend all monthly meetings, special meetings, and meetings of the Board of Directors,
 - 4) give reports on activities at all monthly meetings, and/or publish information in the *Advocator*
 - 5) be able to appoint assistants. Such assistants will not be officers of IPNA nor be members of the Board of Directors.
 - 6) turn over all files to a succeeding officer by the next monthly IPNA meeting.
- C. The **Board of Directors** shall:
 - 1) develop suggested statements of policy for IPNA to be confirmed at regularly monthly meeting, and
 - 2) meet monthly to make administrative decisions and to implement the policy of IPNA. A board member may take part in a board meeting either in person or by telephone. Board members are authorized to discuss and vote on issues via email. All decisions shall be reported to the membership at the regular monthly meeting. If at all practicable the incoming Board and the outgoing Board will hold a joint administrative meeting prior to the incoming Board assuming office in June.
- D. The **President** shall:
 - 1) preside at regular monthly and over all special meetings,
 - 2) appoint a board member to preside in the event of the President’s absence,
 - 3) preside over the Board of Directors, and
 - 4) perform all administrative duties as required by the office. This shall include preparing and publishing a meeting agenda for members prior to each monthly meeting.
- E. The **Vice President of Planning** shall:
 - 1) serve as the Chair of the Standing Committee on Planning,
 - 2) serve, or appoint a designee to serve, as the liaison between IPNA and any other organization concerned with community planning issues, and
 - 3) perform such other duties as delegated or designated by the President or the Board of Directors or as described in Article 4.
- F. The **Vice President of Zoning** shall:

- 1) serve as the Chair of the Standing Committee on Zoning,
 - 2) serve, or appoint a designee to serve, as the IPNA representative to the City of Atlanta's Neighborhood Planning Unit (NPU). Such designee shall be approved by a vote of the Resident Membership prior to the NPU-N term of office, and
 - 3) perform such other duties as delegated or designated by the President or the Board of Directors or as described in Article 4.
- G. The **Vice President of Historic Preservation** shall:
- 1) serve as the Chairman of the Standing Committee on Historic Preservation,
 - 2) serve, or appoint a designee to serve, as the liaison between IPNA and any other organization concerned with historical preservation issues.
 - 3) perform such other duties as delegated or designated by the President or the Board of Directors or as described in Article 4\.
- H. The **Vice President of Public Safety** shall:
- 1) serve as the Chairman of the Standing Committee on Public Safety,
 - 2) serve, or appoint a designee to serve, as the liaison between IPNA and any other organization concerned with public safety issues.
 - 3) oversee the activities of the neighborhood Security Patrol and coordinate the collection of fees to support the operations of the Safety Patrol,
 - 4) perform such other duties as delegated or designated by the President or the Board of Directors or as described in Article 4.
- I. The **Treasurer** shall:
- 1) keep and maintain all financial records, receive all moneys for IPNA, and sign all disbursements for IPNA
 - 2) pick up IPNA mail and deliver it to the appropriate addresses not less than once each week,
 - 3) have the authority to disburse funds as approved by the Resident Membership in accordance with the annual budget,
 - 4) delegate authority if and when necessary, after Board recommendation and IPNA approval, to disburse funds or receive funds on behalf of IPNA,
 - 5) report monthly on disbursements,
 - 6) present for approval "Unbudgeted Expenditures" which are disbursements other than those approved in the annual budget. Unbudgeted Expenditures need Board of Director or Resident Membership approval. See Article 3, Financial.
 - 7) prepare information in a timely manner to be given to an accountant who will prepare the IPNA income tax and tax reporting forms, then review, sign, and mail the completed forms.
 - 8) perform such other duties as delegated or designated by the President or the Board of Directors.
- J. The **Secretary** shall:
- 1) take and keep a record of minutes of all regular IPNA monthly meetings and special meetings, and, as appropriate, correspondence;
 - 2) prepare correspondence as is required by the President or the Board of Directors. The subject matter of all such items shall be made available at the subsequent monthly meeting,
 - 3) maintain the organization's by-laws and make these available to the membership at the annual meeting, and as requested\ . Any proposed changes to the by-laws shall be published in the *Advocator* and voted upon by the Resident Membership as outlined in Article 8.
 - 4) maintain and publish or cause to be maintained and published a membership directory available for distribution as soon as possible after the annual meeting.
 - 5) perform such other duties as delegated or designated by the President or the Board of Directors.
- K. **Removal From Office:**
- 1) Proceedings for removing an officer must be placed on the agenda for two (2) consecutive regular monthly meetings. No removal from office may be finally voted on at the meeting where it is first proposed.

- 2) Officers must be removed by a two-thirds (2/3) vote at a regular membership meeting.
- L. Vacancies of Any Officer Position:
- 1) Vacancies shall be filled by appointment made by the Board of Directors.
 - 2) Appointees must meet the same qualifications as elected officers.
 - 3) The appointment will be temporary pending confirmation by a majority vote of the Resident Members at the first available monthly meeting.
 - 4) Persons confirmed to serve unexpired terms after December 1 may serve up to two (2) consecutive full terms of office from the time of their confirmation. Persons confirmed to serve unexpired terms on or before December 1 may only serve one (1) additional term.

Article 3: Financial

- A. IPNA's budget year runs from November 1st to October 31st. The annual budget shall be approved at the October meeting. Items in a just-adopted budget may not be allocated at the October meeting.
- B. The President shall, with assistance from the other Board members and input from the general membership, prepare an annual budget for IPNA.
 - 1) The proposed budget shall be published and distributed prior to the September meeting and shall be discussed at that regular meeting.
 - 2) The final budget shall be published and distributed prior to the October meeting and shall be discussed and voted on at that month's regular meeting.
- C. The IPNA budget recognizes three types of budget expenditures.
 - 1) "Regularly Scheduled Expenditures" are those expenditures from funds allocated in the IPNA annual budget for regularly occurring distribution. Regularly Scheduled Expenditures may be distributed by the Treasurer on schedule without any additional required approval from the membership. The Treasurer will report on such expenditures at the monthly meeting.
 - 2) "Budgeted Expenditures Over One Thousand Dollars" are those expenditures from funds allocated in the IPNA annual budget for various purposes throughout the budget year. These funds may be distributed by the Treasurer only upon the approval of the membership.
 - 3) "Unbudgeted Expenditures" are any requested or needed disbursements during the budget year that were not approved in the annual budget. Any Unbudgeted Expenditure of more than five hundred dollars (\$500) shall be presented to the membership at two consecutive regular monthly meetings. The item(s) shall be discussed at the first such meeting, then discussed and voted on at the second meeting. Unbudgeted expenditures of five hundred dollars (\$500) or less can be discussed and voted on at one regular monthly meeting or disbursed with the written approval of four Board Members. Any such approval and disbursement by the Board will be reported at the next monthly meeting.

Article 4: Committees

- A. **Standing Committees** shall consist of a minimum of three members including the committee chair. Membership is open to all IPNA members. New committee members may vote on committee issues upon attending a second consecutive committee meeting. Minutes should be kept of all committee meetings that are available upon request. Standing committees will meet on a schedule convenient to their respective presiding officers. Committees may create subcommittees to carry out specific charges of the committee
 - 1) A **Standing Committee on Planning** shall have the duty of representing the interests of IPNA on issues of land use development, planning for land use, transportation, community infrastructure, and the beautification and safety of the environment of Inman Park. It shall coordinate IPNA's efforts in these areas with governmental and other agencies and organizations. The Chair of this committee will coordinate with the Chairs of the Standing Committee for Zoning and Historic Preservation as land use development or other charges of the committee also deal with issues under the charge of those committees. All existing or future Inman Park committees dealing with the above listed issues shall have a representative on the Standing Committee on Planning. Traffic, which represents IPNA issues on all traffic issues and Sidewalks, which has as its focus the

improvement and maintenance of sidewalks, are subcommittees of this Committee. This Committee will report through the VP of Planning.

- 2) A **Standing Committee on Zoning** shall have the duty of representing the interests of IPNA on all issues of existing land use in all zoning matters such as variances or liquor licenses or hearings concerning real property in the Inman Park neighborhood as defined in Article 7. All matters regarding zoning compliance or changes in zoning within the designated area shall be referred to the Zoning Committee for recommendation prior to being brought before the general membership. The Zoning Committee will communicate the desires of meetings held by immediate neighbors to IPNA. "Immediate neighbors meetings" shall consist of residents and owners of property within three hundred (300) feet of the property subject to review, unless the governing body of the property subject to review requires a greater distance. There shall be no recognition of absentee voting or voting by proxy at any immediate neighbor meetings. Voting at such immediate neighbors meetings is not restricted to IPNA members. A full report shall then be made at the next general IPNA meeting. The Chair of this committee will coordinate with the Chairs of the Standing Committee for Planning and Historic Preservation as zoning issues or other charges of the committee also deal with issues under the charge of those committees. This Committee will report through the VP of Zoning.
- 3) A **Standing Committee on Historic Preservation** shall have the duty of representing the interests of IPNA on all issues concerning the design or renovation of structures so that these activities are compatible with the local historic preservation designation ordinances. It shall propose neighborhood policy on preservation issues and serve as the liaison between IPNA and other preservation groups and activities in the City of Atlanta. All matters regarding compliance with Type III Certificates of Appropriateness which require no rezoning or variances within the designated area shall be referred to the Historic Preservation Committee for recommendation prior to being brought before the general membership. The Historic Preservation Committee will communicate the desires of meetings held by immediate neighbors to IPNA. "Immediate neighbors meetings" shall consist of residents and owners of property within three hundred (300) feet of the property subject to review, unless the governing body of the property subject to review requires a greater distance. There shall be no recognition of absentee voting or voting by proxy at any immediate neighbor meetings. Voting at such immediate neighbor meetings is not restricted to IPNA members. A full report shall then be made at the next general IPNA meeting. The Chair of this committee will coordinate with the Chairs of the Standing Committee for Planning and Zoning for UDC Certificate of Appropriateness requiring a variance or zoning change, or being in Subareas 2 and 3, or as historic preservation issues or other charges of the committee also deal with issues under the charge of those committees. The Committee will also assemble and maintain, or cause to be assembled and maintained, an archive of material relevant to Inman Park's origin, development and restoration. This Committee will report through the VP of Historic Preservation.
- 4) A **Standing Committee on Public Safety** shall coordinate the public safety program for Inman Park, including memberships in the Security Patrol and the overseeing of funds and funds distribution for the Security Patrol, distribution of information pertaining to public safety, liaison with the Atlanta Police Department and other law enforcement agencies, cause a report of neighborhood crimes to be published in the *Advocator*, establish communication as needed with Neighborhood Watch Captains or other similar organizations, and any other such duties and responsibilities which enhance and improve the public safety in Inman Park. This Committee will report through the VP of Public Safety.
- 5) A **Standing Committee on Beautification** shall be responsible for all matters pertaining to neighborhood beautification, especially the beautification of public spaces. The Committee may also partner on various beautification activities with private owners. The Committee will establish communication as needed with other similar neighborhood beautification organizations. The Committee will also work with such charitable organizations as Friends of Inman Park, Inc. to identify opportunities for grants that can be used for the benefit of the neighborhood. The TreeWatch Committee, which has as its focus the enhancement and maintenance of the neighborhood tree cover, Freedom Park Conservancy, which supports the IPNA interests in that organization, Springvale Park, which has as its focus the maintenance and wise use of the Park,

and Playground, which has as its focus the development and maintenance neighborhood playgrounds, of are subcommittees of Beautification. The Committee will report through the VP of Planning.

- 6) A **Standing Committee for the Inman Park Spring Festival and Tour of Homes** shall direct and coordinate the annual neighborhood festival. The purpose of The Inman Park Spring Festival and Tour of Homes (The Festival) is threefold:
 - a) To celebrate the unique community that is Inman Park,
 - b) To publicize the restoration of Inman Park and the benefits of preserving the historic fabric of our City, and
 - c) To help fund the activities of IPNA.

The term for a Festival Chair begins in the August preceding the Festival year. Co-Chairs may be chosen to direct the Festival Activities. When possible the Chair(s)-Elect shall volunteer and be confirmed by the membership of IPNA at least one full year before Festival planning begins so that the Chair may learn the responsibilities of the position with the assistance of the sitting Festival Committee Chair. As early as possible after the Festival, but in any event not later than the following August, the Festival Chair will render to the Treasurer of IPNA all profits accrued from the Festival, except that the Committee will retain adequate funds from Festival to Festival to meet the financial requirements of permitting, insurance, advertising, etc.. A Festival Treasurer, to be appointed by the Committee Chair(s) and confirmed by the Board of IPNA, is empowered to disburse and receive funds on behalf of IPNA provided accurate and true records are maintained. The Festival Chair(s) and Festival Treasurer are authorized by the IPNA board to sign contracts dealing solely with Festival issues on behalf of IPNA. The Chair(s) and Festival Treasurer shall provide reports to the Board as requested and an annual report of Festival results shall be submitted to the IPNA. The Committee will report through the Treasurer.

- 7) A **Social Committee** will provide at least two parties for the membership in each calendar year. One party will celebrate the 4th of July, the other the December Holiday season. Cheers, which greets and consoles neighbors and members on behalf of IPNA, Newcomers, which informs new neighbors of the activities and goals of IPNA, Porch Party, which organizes and schedules neighborhood get togethers, and Education, which represents IPNA at our local schools, are subcommittees of the Social Committee. The Social Committee will report through the Secretary.
- 8) An **Advocator Committee** will cause the publication of a monthly newsletter (*The Advocator*) for the IPNA membership that will be distributed to all households in the Inman Park area as defined in Article 7. An editor will be appointed who will chair this committee. In addition to publishing information about the activities of the IPNA, the editor of the *Advocator* is authorized to accept advertisements, solicit articles, and to edit or reject submitted material. In all cases the editor shall use sound business judgment concerning the operations of the *Advocator*. The acceptance of advertisements or publishing of letters does not mean that IPNA endorses the work product of any tradesperson or agrees with the opinions of any author. A disclaimer notice shall be published in each issue of the *Advocator*. The Chair shall submit, or shall designate someone to submit, a copy of the current issue articles to the Webmaster to be published on the Website. The Chair of this Committee will report through the President.

- B. A **Website Committee** will maintain the website for the IPNA. A Webmaster will be appointed who will chair this committee. The website will publish information about the activities of the IPNA and of the Inman Park neighborhood and its social organizations and community activities. The Webmaster is authorized to accept, reject and edit submitted material. In all cases the Webmaster will use sound business judgment concerning the operations and publications of the website. The acceptance of material or publishing of information does not mean that IPNA endorses any activity not associated with IPNA. The chair of this committee will report through the President.

C. Ad Hoc Committees

- 1) Committees may be established for any particular purpose by a majority vote at any regular meeting or special meeting of IPNA. The duties and scope of any such committee shall be designated by the membership at such meetings. The committee will report to an appropriate, designated board member.

- 2) If the need for an ad hoc committee continues for more than eleven (11) months, the Board of Directors will review the need to create a Standing Committee. If the Board determines that the ad hoc committee should become a Standing Committee, it shall bring the issue before the membership for a vote.

Article 5: Meetings

- A. There shall be an annual meeting on the third Wednesday of May of every year.
- B. There shall be a regular monthly meeting on the third Wednesday of every month except as otherwise provided by a majority vote at a regular monthly meeting.
- C. The membership may vote to amend the published agenda at the monthly meeting.
- D. No quorum is required for a regular meeting. Motions may be passed by a simple majority vote.
- E. Voting methods at regular meetings are at the discretion of the Board of Directors and may be determined by a voice vote, a show of hands, or a written vote with proof of membership.
- F. The general procedure shall be normal conversation. However, a motion from the floor and a single second to that motion, without a vote, may invoke Roberts Rules of Order and such procedure will remain in effect for the duration of that particular issue.
- G. Committee meetings shall be held at a time chosen by the chair of the committee.
- H. Special Meetings may be called at any time but only as herein provided in Article 6.

Article 6: Special Meetings

- A. A special meeting may be initiated by any three members of the Board of Directors. A majority vote at a regular meeting may also initiate a special meeting. Public notice must be made of the date, time, place and purpose at least forty-eight (48) hours prior to the time of the meeting.
- B. A quorum of thirty-three percent (33%) of the total Resident Members of IPNA must be present before any vote taken at a Special Meeting is valid.
- C. A policy question shall be decided by a vote of a two-thirds (2/3) majority of those Resident Members present and voting.

Article 7: Inman Park Neighborhood Area

- A. The Inman Park neighborhood area shall be the area bounded as follows:
 - 1) Starting at the intersection of Moreland Avenue and the Georgia Railroad Line and proceeding in a clockwise manner along the Georgia Railroad Line west to the Southern Railroad Line,
 - 2) then continuing north on the Southern Railroad Line to the southern edge of the eastbound lane of Freedom Parkway,
 - 3) then continuing east along the southern lane of Freedom Parkway to Moreland Avenue, and
 - 4) then continuing south along the center line of Moreland Avenue to the Georgia Railroad Line, which is the originating point of the boundary.
- B. All matters in Inman Park pertaining to Freedom Park in the area bordered by the Southern Railroad Line on the west, the southern edge of the eastbound lane of Freedom Parkway on the north, the center line of Moreland Avenue on the east, and the border of the first privately held property on the south shall be discussed jointly with the Poncey-Highland neighborhood.

Article 8: Amendments

- A. These by-laws may be amended, repealed, or altered in whole or part by a majority vote taken at a regular monthly meeting.
- B. No amendment may be finally voted on at the meeting where it is first proposed.

Article 9: Trademarks

- A. IPNA owns valuable trademark and service mark rights in one or more versions of the butterfly logo developed in 1970 and the name "Inman Park Neighborhood Association," and may develop and use other trademarks and service marks for use in conjunction with its goods and services, which collectively shall be subject to the Article. For the purposes of these By-laws, these trademarks and service marks shall be referred to as "the IPNA Marks."

- B. The IPNA Marks shall be used for IPNA purposes only and/or purposes authorized by IPNA.
 - 1) The IPNA Marks may only be used in co-op advertising by third parties who are IPNA or Festival sponsors or who are sponsored by IPNA.
 - a) All uses associated with Festival sponsors shall be authorized and supervised by the Festival chair(s). The use of the IPNA Marks by sponsors shall be authorized for advertising during the months of March and April until Festival is over. Said authorization shall not be extended by the Chair(s) for any other time period.
 - b) All other uses shall be authorized by the IPNA Board of Directors and supervised by the member
 - 2) Except as set forth in Section B(1) above, no use of the IPNA Marks shall be authorized for use in the commercial advertising (including websites, signage, and the like) of IPNA members or unrelated third parties unless a commercial category of membership is adopted by IPNA which contains appropriate licensing fees and standards for the commercial use of the IPNA Marks.
 - 3) All authorized uses shall be consistent with the Graphic Standards which shall be published on the IPNA Website. The Graphic Standards shall include instructions that the logo cannot be reproduced without using the camera ready artwork maintained by IPNA, which can only be accessed with authorization as per Section B(1) above.
 - 4) Banners bearing the IPNA Marks may be sold only to IPNA members for the sole purpose of indicating their IPNA membership on the exterior or interior of members' premises.
- C. The IPNA Board shall take such actions as it deems appropriate to protect the IPNA Marks.
 - 1) Federal and state trademark registrations may be filed and maintained.
 - 2) All potential misuses of the IPNA Marks shall be brought to the attention of the IPNA Board, which shall take such action that is necessary and appropriate to ensure that the IPNA Marks are not infringed upon or diluted by third parties.