

**South Philadelphia Communities Civic Association  
ByLaws**

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**Article I**

**Section 1.1 NAME:** The name of this corporation shall be  
**SOUTH PHILADELPHIA COMMUNITIES CIVIC ASSOCIATION**  
'South Phila. Communities Association' on the 501 (c) (3)  
**Henceforth to be called SPCCA in abbreviation.**

**Section 1.2 ORGANIZATION:** The SPCCA shall consist of three organizational levels.

(A) **General membership:** Unlimited number of members from which all officers and chairpersons will be selected. All members of this corporation shall carry out specific functions and duties as outlined in these bylaws.

(B) **Board of Directors:** This will be made up of the elected officers and chairpersons of duly authorized committees. Henceforth called 'the Board' . Area leaders attend board meetings but not board members.

(C) **Officers: PRESIDENT, VICE PRESIDENT, TRUSTEE, TREASURER & SECRETARY**

(D) **All officers are to be elected by the general membership every two years at the first general membership meeting of the year.** All candidates for officer are required to be present at this meeting unless excused by the Board.

(E) **All elected members of the Board must chair at least one committee as stated in Section 5.1** with the exception of the Treasurer and Secretary

(F) No Officer shall receive compensation for their services related to the SPCCA.

**Section 1.3 BUSINESS OFFICE:** The business office of the SPCCA shall be located at  
**1100 Bigler St., 2nd floor of the Southern/Bok field house in Philadelphia, PA**

A change of business location can be designated by a 66% vote of the Board.

**Section 1.4 PURPOSE:**

**The purpose of the SPCCA is to provide a council of neighbors working together to improve the safety and quality of life, land and resources for neighbors and businesses within the geographic boundaries specified in Section 1.5**

**Section 1.5 BOUNDARIES:**

The boundaries will extend from **Oregon Ave.** on the North to **I76** on the South and from **Broad St.** on the West to **6th St.** on the East.

Individual streets, blocks or sections may be omitted from said boundaries by a 66% vote of the Board if their needs can best be met by some recognized organization. Any changes to the geographical boundaries will be posted on the SPCCA website and announced at the next General Meeting.

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**Article II**

**Section 2.1 MEMBERS:**

**(A)** No member shall be excluded from membership or participation in the SPCCA because of race, sex, color, sexual orientation, religion, national origin, economic status, political affiliation or disability. Members must be at least 18 years of age.

**(B)** Each member shall be requested to pay dues of **\$5/year**. A 'member in good standing' is someone who has paid their annual dues by the end of the first quarter of each year. Honorary members do not pay dues.

**(C)** Only members who reside within said BOUNDARIES stated in Section 1.5 or own & operate property within said BOUNDARIES stated in Section 1.5 can be nominated as an officer, be the 'chair' of a committee or vote on SPCCA issues. Any member must live within the geographical boundaries for three consecutive years before they can be an officer of the SPCCA.

**Section 2.2 BOARD MEMBERS (as defined in Section 1.2):**

**(A)** Must attend all Board, 'special' and General meetings unless prior written or verbal notification is given to the President or one of the Officers if the President is absent.

**(B)** If a Board member has three consecutive unexcused absences from Board meetings, their status can be revoked by a 66% vote of the Board.

**Section 2.3 HONORARY MEMBERS:**

**(A)** An 'Honorary' member is someone who supports the purpose and goals of the SPCCA, does not live within the BOUNDARIES stated in 1.5 and **may** act as an advisor to the SPCCA or one of the committees in their personal area of expertise.

**(B)** Any member may recommend an 'Honorary' member to the board thru their 'Chair'. Each candidate must be ratified by a 66% vote of the Board present at a Board meeting where there is a quorum. Otherwise the President will poll any absent executive officers and receive written or email confirmation of their vote.

**(C)** They do not pay dues, do not have voting rights on SPCCA issues and are not required to serve on a committee.

**(D)** They may attend both SPCCA General meetings and Board meetings.

**(E)** 'Honorary' status can be revoked by a 66% vote of the Board.

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**Article III**

**Section 3.1 MEETINGS:**

**(A) Board Meetings** will be held on the 3rd Wednesday of each month at the Business office as specified in Section 1.3.

**(B) General Membership Meetings** will be held monthly. These will be open to all members within the geographical BOUNDARIES as specified in Section 1.5. These will be held at locations within the boundaries as stated above. The dates, times and locations of these meetings will be posted on the SPCCA website. The dates will be emailed to members, in flyers and notices in the South Philly Review both two weeks & one week prior to the General meeting date. All officers and Board members are required to attend General Membership meetings.

**(C) Committee meetings** are held at the discretion of each committee. The details and outcome of each committee meeting is reported to the Board at the next Board meeting.

**(D) Emergency meetings of officers** may be called by the President with 24 hours verbal notice given to all officers. All officers are required to attend unless excused by the President. The purpose and results of these meetings will be reported at the next Board meeting by the President.

**(E) Special Board meetings** may be called by any officer or a 66% vote of the Board. All board members are required to attend unless excused by the President. The subject matter of these meetings will be limited to the topic stated as the reason for the meeting. No other SPCCA business will be chaired by the initiating officer.

**Section 3.2 QUORUM AND VOTING FOR THE BOARD OF DIRECTORS:**

66% of all Board members in good standing shall constitute a quorum. The President only votes on SPCCA issues in a tie-breaking capacity.

**Section 3.3 ORGANIZATION OF BOARD & GENERAL MEETINGS:**

The President shall chair all SPCCA meetings. If the President is absent, the Vice President will chair these meetings. Should the Vice-President be unavailable, the President shall appoint a representative to chair that meeting. All meetings shall be run in accordance with **Robert's Rules of Order**.

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**Article IV  
Organizational Guidelines**

**Section 4.1 GENERAL MEMBERSHIP:**

The general membership is unlimited in number. All members must fit the criteria as stated in Sections 2.1 or 2.3.

**Section 4.2 BOARD OF DIRECTORS:**

All issues voted on by the Board can be by a 'show of hands'. Any board member can request a secret ballot for a vote. The Secretary will collect, count and report the results of any secret ballot voting.

**Section 4.3 CHAIRPERSONS (CHAIRS):**

Each committee shall select a 'Chair' to represent them on the Board. That committee can request the 'Chair' be removed at a monthly Board meeting. A 'Chair' can be removed by a 66% vote of the Board. This will be reported at the next General Meeting.

**Section 4.4 AREA LEADERS:**

Area leaders are the primary contacts for each section within the SPCCA boundaries. They will be nominated by any member. They must be present at the Board meeting and ratified by a 66% vote of the Board. Any changes will be reported at the next General Meeting.

**Section 4.5 RESIGNATIONS:**

Any Officer or Board member may resign his/her position via an email or letter of resignation. The Board will determine the appropriate replacement action, as needed, at the next board meeting. Any resignation of officers and/or the Board will be reflected on the SPCCA website and reported at the next general meeting.

**Section 4.6 REMOVAL:**

Any Officer or Board member who has missed three consecutive meetings, as stated in Section 3.1, without reasonable notice or cause, shall be declared void of his/her seat as an officer or board member. The Board will determine the appropriate replacement action, as needed, at the next board meeting. Any removal of officers and/or the Board will be reflected on the SPCCA website and reported at the next general meeting.

**Section 4.7 CENSURING:**

If any member, Officer or Board member is suspected of any behavior that is not honest or could embarrass the SPCCA, Officers, Board or general membership, the Board will select a committee to review the matter and report at the next scheduled board meeting or a special meeting as stated in Section 3.1 E. The Board may censure a member, Officer or Board member with a 66% vote.

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A censured member cannot attend Board meetings, Special meetings or general meetings. A censured member cannot vote on any issue and cannot serve on any committee for a period of two years.

Any censuring can be brought to the general membership for a vote at the next general membership meeting if requested by a member in good standing. The general membership will be briefed on the extenuating reasons in writing from the minutes of the Board meeting where the member was censured. The party bringing the censuring must be present at the general membership meeting. If the party bringing the censuring does not show at the general meeting, the censure will be declared null and void.

If a censure is voted down by the general membership, the censured member is fully reinstated. No further action can be taken unless new, written evidence is produced. At this time the member can be censured by a 66% vote of the Board. This will be reported on the SPCCA website and at the next general meeting.

## **Section 4.8 SEMI ANNUAL REPORTS:**

The Treasurer (or Trustee in the absence of the Treasurer) shall provide to the President a printed financial report one week prior to the March and September Board meetings. This report shall consist of a detailed accounting of all income and expenses for the previous six months.

The Secretary shall provide to the President a written report one week prior to the March and September Board meetings of the attendance of all Board members at regular and Special Board meetings. Any absences approved by the Board will be noted on this report as 'excused'.

Reports on any other corporate business will be provided to the President by the member responsible for said corporate business at the March and September Board meetings in writing.

The Board may request a special report in writing from any member who has transacted business on behalf of the SPCCA or has initiated business that affects the SPCCA.

## **Article V Committees**

### **Section 5.1 GUIDELINES FOR COMMITTEES:**

- A new committee can be created by a 66% vote of the Board
- Each committee must have at least two members
- Each committee with more than three members must have a Chair and co-Chair
- Honorary members may serve on one committee
- All voting members must serve on a committee

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- Committee members shall select their Chair (and co-Chair, if applicable)
- If a voting member does not wish to be on a committee, they may remain a member and will lose their right to vote on SPCCA issues
- Committee Chairs (or co-Chair) must attend Board and Special meetings
- If a Chair is absent or unexcused for 3 consecutive Board meetings, they will be removed as chair from their committee

There will be a standing '**Grant/Contracts Committee**'. This committee will research, review and recommend grants/contracts for the SPCCA to the Board. Each grant will be presented to the Board and approved with a 66% vote.

The '**Audit Committee**' will also be a standing committee. The chairman of the 'Audit Committee' will be the TRUSTEE. No other officers may be a member of this committee. The 'Audit Committee' shall consist of no less than three members and will be responsible for the oversight of the work of the TREASURER and assure the accuracy of each audit report.

A '**Bylaws Committee**' will be formed by the Board when needed and will consist of no less than three members. The 'Bylaws Committee' is not a standing committee and will be dissolved after changes to the bylaws have been approved by the Board.

## **Section 5.2 NOTICE OF MEETINGS**

Committee Chairs (or co-Chair) shall hold meetings as needed for their committee and shall notify all committee members of meeting dates and locations two days prior to each meeting. Attendance at each committee meeting should be documented by the Chair/co-Chair and reported at the next Board meeting.

## **Section 5.3 VOTING**

All members of a committee shall have only one vote.

## **Section 5.4 QUORUM**

A 66% vote of any committee shall constitute a quorum.

## **Section 5.5 TERM OF OFFICE**

Each committee member shall remain on a committee as long as they attend committee meetings and remain a member in good standing. The members of a committee may elect to vote a member out of their committee after providing a written reason for removal to the President. If this member is the Chair, the co-Chair will assume their responsibility. This change will immediately be reported via email or letter to the Officers and Board.

## **Section 5.6 VACANCIES**

If a committee does not have a Chair, that committee will elect a new Chair from their existing members within 30 days from the day the vacancy occurs. If a committee has less than two active members it will be disbanded. A committee can be reformed as

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stated in SECTION 5.1. The Board may select a temporary Chair of a committee until the committee members recommend a new chair for their committee.

## **Section 5.7 PRESIDENTIAL RESPONSIBILITY**

He/she will only vote as a tie breaking vote for a committee issue. He/she may recommend the formation of a special committee to the Board via email and phone. He/she may form an emergency committee to meet an unforeseen, immediate need. All board members must be notified immediately via email or phone and this must be fully reported, explained and ratified by a 66% vote at the next Board meeting.

## **Article VI QUALIFICATIONS**

### **Section 6.1 TERMS:**

All Officers are elected by the General membership by a majority vote. They serve a term of two years from the next Board meeting after election.

### **Section 6.2 ELECTIONS:**

Election of Officers are held every two years. Nominations for Officers will be held at the February General meeting.

Only members who reside within said BOUNDARIES stated in Section 1.5 or own & operate property within said BOUNDARIES stated in Section 1.5 can be nominated as an officer, be the 'chair' of a committee or vote on SPCCA issues.

Any member must live within the geographical boundaries for three consecutive years before they can hold any office of the SPCCA.. Members can show either a valid driver's license or utility bill to prove membership residency requirements. The nominees and the location, date and time of the General Election will be posted on the SPCCA website, email, flyers distributed by Area Leaders and notice in the South Philly Review both two weeks & one week prior to the General meeting. All nominees must be present to accept their nomination unless excused by the Board. Their absence will be explained to the general membership during the election process.

All members in good standing are entitled to one vote per officer in all elections.

### **Section 6.3 PRESIDENT:**

The President shall hold oversight responsibility of all SPCCA business and will hold tie-breaking voting rights on all issues, when needed.

The President can attend any committee meeting.

### **Section 6.4 VICE PRESIDENT (VP):**

The VP shall represent the President at any Board, Special, committee or other meetings when the President is unable to attend. The VP shall make a good faith

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effort to conduct business in line with the integrity of the SPCCA, its goals and these bylaws.

## **Section 6.5 TRUSTEE:**

The Trustee insures that all funds expended by the SPCCA are intended for their purposes as approved by the Board. The Trustee works with the Treasurer to assure accuracy on all reports and may represent the Treasurer at all Board, Special and general membership meeting, if the Treasurer is unable to attend.

All financial transactions must be witnessed by signatures of both the Trustee and Treasurer.

The Trustee is charged with safeguarding the financial integrity of the SPCCA and will bring any suspicion of misuse of funds to the immediate attention of the Board.

## **Section 6.6 TREASURER:**

The Treasurer will hold the responsibility of all financial transactions and records for the SPCCA. All financial transactions must be witnessed by signatures of both the Trustee and Treasurer.

The Treasurer will work with the Trustee in all business matters of the SPCCA to assure the integrity of the finances of the organization.

The Treasurer will give a financial report at each Board meeting and at the first general meeting of the year. The Trustee will fill in if the Treasurer is unable to attend.

The Treasurer does not need to Chair a committee.

All expenditures must be approved by Board.

## **Section 6.6 SECRETARY:**

The Secretary will hold responsibility of recording each Board, Special and general membership meeting. He/she will prepare a written report for presentation and approval at the next Board meeting. He/she will also maintain organizational historical files for the organization at the SPCCA office.

The Secretary will assist the President and VP in the preparation of all correspondence and documents. The Secretary does not need to Chair a committee.

## **Section 6.7 FILLING VACANCIES:**

If any officer resigns, is removed or censured, the Board may call for a Special Board meeting. At this meeting, any member in good standing can be recommended to fill the vacant position. The Board will elect temporary officer(s) with a 66% vote. The new officer(s) will assume all duties, as stated in Article VI QUALIFICATIONS, until the next election at a general membership meeting or a special election is called for by the Board.



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### **Section 6.8 NON-POLITICAL ACTIVITY:**

No part of the activities of the SPCCA shall be to carry on or influence legislation. The SPCCA shall not participate in, intervene in (including the publishing or distribution of statements) or campaign on behalf of any candidate for public office. No 'committee person' of elected officials may be an officer, 'area leader' or 'chair' of a committee in the SPCCA. However, they may be a member on any committee of the SPCCA.

### **Section 6.9 BYLAWS:**

These bylaws are to be the sole source of authority of the purpose and operation of the SPCCA. If it is found by a 66% majority of the Board that there is a need for amendment to its content, the Bylaws Committee will make any changes.

When changes have been made by the Bylaws Committee, the new, proposed bylaws will be presented to the Board for approval by a 66% vote.

The updated, notarized Bylaws will be:

- Signed by each member of the bylaws committee, dated and notarized.
  - Posted on the SPCCA website on the 'Bylaws' page
  - Presented at the next general membership meeting
  - Sent via email or print to each Officer as defined in Section 1.2 (C)
  - Retained in the office of the SPCCA as stated in Section 1.3.
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**BYLAWS COMMITTEE – March 28, 2011**

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Chuck Putnam, Chairman

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Date

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Antoinette Delia

\_\_\_\_\_  
Date

\_\_\_\_\_  
James Lynch

\_\_\_\_\_  
Date

\_\_\_\_\_  
Loretta Panvini

\_\_\_\_\_  
Date