

## **Bylaws of the Brynford Civic Association**

As amended and approved, March 8, 2020

### **Article I. Name**

The name of this association shall be the BRYNFORD CIVIC ASSOCIATION, hereinafter referred to as the BCA.

### **Article II. Mission and Goals**

*Section 1.* The mission of the BCA shall be to maintain and continually improve the quality of residential life for everyone in the community.

*Section 2.* The goals of the BCA shall be to be inclusive of all residents of the Brynford community, to provide a common voice in advocating for residents, to preserve and improve Brynford infrastructure, and to enhance neighborhood communication and civility.

*Section 3.* The BCA is formed as a non-partisan, non-sectarian, non-profit organization. No personal gain, financial or otherwise, shall accrue to anyone by virtue of their membership or office in the BCA.

### **Article III. Membership**

*Section 1.* All persons over the age of 18 whose primary residence is in one of the areas within the geographic limits of the BCA (*see* Appendix 1), whether they be homeowners or year-round renters, shall be eligible for membership. It is understood that the street areas and the distinction of the BCA geographic area as a voting precinct may change over time and require revision by the Board of Directors.

*Section 2.* Eligible residents become members upon payment of dues at amounts and intervals established by a majority vote of the BCA Executive Committee.

*Section 3.* The membership of an adult member of a household shall entitle spouse, domestic partner, and children in the household to the benefits of membership in the BCA. A household is defined a separate postal address whether house, condominium, or apartment.

*Section 4.* Dues shall be solicited under the direction of the Membership Director and shall be deposited by the Treasurer in a secure BCA bank account.

### **Article IV. Officers and Directors**

*Section 1.* The BCA shall be governed by an Executive Committee and a Board of Directors.

The Executive Committee shall consist of Officers elected by the membership to 2-year terms. The Officers shall be a President, Vice-President, Treasurer, Recording Secretary, Membership Director, and Communications Director. *See* Article V for a description of Officer duties.

The Board of Directors shall consist of the Executive Committee, the non-elected chairs of the Standing Committees, and the area representatives (*see* Appendix 1 for a description of Areas and Appendix 2 for a description of Standing Committees). The areas with over 45 households may have more than one representative, with the goal being at least one representative for every area and for approximately every 45 residents.

*Section 2.* No person may serve more than two consecutive 2-year terms as President. Other Officer positions may be held by the same person for no more than four consecutive 2-year terms. The number of 2-year terms served in any non-elected position on the Board of Directors or in other posts is not restricted.

### **Article V. Duties of Officers and Directors**

*Section 1.* The President shall preside at all meetings of the BCA, be they meetings of the Executive Committee, the Board of Directors, the full membership, or special meetings. The President shall appoint the non-elected chairs of the Standing Committees, subject to Executive Committee majority approval, and may create new committees for special purposes, provided these committees are approved by a majority of the Executive Committee. The President shall call at least two meetings of the Executive Committee each year, one of which must precede the Annual Meeting to review the agenda for the Annual Meeting. The President will convene a meeting of the Board of Directors that precedes the Annual Meeting. The President shall perform all other duties that pertain to the office of President, including representing the BCA at civic events.

*Section 2.* The Vice President shall assist the President and shall perform the duties of the President in the absence of the President.

*Section 3.* The Treasurer shall receive all fees and dues and all other monies payable to the BCA and place funds in such depositories as the Executive Committee shall designate. The Treasurer shall pay all bills of the BCA, shall keep true and correct accounts of the monies collected and disbursed, and shall prepare an annual statement of receipts and expenditures. All funds distributed on behalf of the BCA shall be by check. All checks require the signature of both the Treasurer and the Recording Secretary. In the absence of either the Treasurer or the Recording Secretary, the President will be the second signatory. The accounts shall be subject to audit at any time by one or more auditors from the membership, said auditors to be appointed by the President. Upon election of his or her successor, the Treasurer shall turn over all funds and all official books and papers. In the absence of the President and the Vice President, the Treasurer may preside at membership meetings.

*Section 4.* The Recording Secretary shall write the minutes of all BCA meetings, be they meetings of the Executive Committee, the Board of Directors, or the full membership, and shall be responsible for notifying the membership of anything required by these bylaws, including providing the Communications Director with agendas and minutes of membership meetings for publication on the BCA website. The Recording Secretary will produce all correspondence not created directly by other officers and maintain an archive of official documents.

*Section 5.* The Membership Director shall receive and process applications for membership, solicit dues payments, and maintain membership records both on paper and in electronic media. The Membership Director will appoint area representatives and coordinate their activities, which include service on the Board of Directors, recruiting new members, listening to constituents, and bringing issues to the attention of the BCA.

*Section 6.* The Communications Director shall have oversight of the association website, which also serves as the BCA newsletter (previously *The Brynford Banner*). The Communications Director will be responsible for sending email announcements to the members; receiving and directing email inquiries to the appropriate person; publishing news, announcements, meeting agendas, and minutes on the website; and building the website as a community information resource.

*Section 7.* The Chairs of Standing Committees (see Appendix 2), who shall serve as appointed Directors on the Board of Directors, shall attend meetings of the membership, of the Board of Directors, and the meetings of their committees. They will report on the activities of their committee at the Annual Meeting and at other meetings as appropriate. Chairs will recruit committee members, convene meetings, and establish communications among committee members.

*Section 8.* Any elected Officer who fails to attend or participate in three membership meetings in a calendar year will be considered non-performing and can be removed from office by a majority vote of the Board of Directors, unless the Board of Directors agrees there are extenuating circumstances. At the discretion of the President, and with the majority consent of the Executive Committee, a committee chair may be asked to resign if that chair fails to lead the committee in performing its duties. Committee chairs may, after consulting with the President, ask committee members to resign if they fail to contribute in performing the committee's duties.

*Section 9.* No Officer, Director, or member of the BCA shall enter into or perform any agreement or contract, written or oral, on behalf of the BCA unless such agreement or contract has been approved by a majority vote of the Executive Committee.

## **Article VI. Nominations and Elections**

*Section 1.* All Officers shall be elected every other year at the Fall Annual Meeting of the BCA and shall take office on the first day of the following calendar year.

*Section 2.* The President shall appoint from the Board of Directors a Nominating Committee of no fewer than three persons, no later than June of any election year.

*Section 3.* The Nominating Committee shall prepare a list of nominees containing the name of at least one member of the BCA for election to each position on the Executive Committee. Any five members of the BCA shall have the right to nominate any other member or members for any office by signing and delivering a nominating petition to the President at any time prior to the 20<sup>th</sup> day preceding the Annual Meeting. The President shall deliver the petition to the Nominating Committee, which is responsible to bring the petition to the Board of Directors for consideration.

*Section 4.* All nominees must be members of the BCA at the time of their nomination. Each nominee must consent to run for office.

*Section 5.* Nominees for Officer positions should be drawn, whenever possible, from a list of those members who have served on the Board of Directors within the previous three years.

*Section 6.* The Nominating Committee shall submit its list of nominees to the Board of Directors for approval at the Board's meeting preceding the Annual Meeting, including any nominees designated by petition. After approval by a majority of the Board of Directors, this list of nominees shall be distributed to the membership not less than 14 days before the Annual Meeting.

*Section 7.* In any election in which a nominee is unopposed, his or her election shall be declared at the Annual Meeting.

*Section 8.* In any election in which there is more than one nominee for an office, the election shall be conducted by secret ballot at the Annual Meeting. Only those members present shall be allowed to vote (no proxy or absentee ballots). The President shall appoint a committee of at least three tellers to validate and count the ballots and to report the number of votes received by each nominee. The nominee who receives the most votes shall be declared elected.

*Section 9.* In the event of a mid-term vacancy in any of the Officer or Director positions, the Executive Committee shall fill the vacancy by appointing a replacement for the balance of the unexpired term. The appointment shall be made by a majority vote.

#### **Article VII. Meetings**

*Section 1.* At least three meetings of the general membership shall be held each year at a time and place designated by the Executive Committee, upon notice to the membership at least 10 days in advance. A fourth meeting shall be held as the Annual Meeting in November each year, with notice 30 days in advance.

*Section 2.* The order of business at each Annual Meeting shall be as follows:

Reading of the minutes of the last Annual Meeting.

Report of the President.

Report of the Treasurer.

Reports of the Membership Director and Communications Director.

Reports of Standing Committees chairs.

Report of the Nominating Committee, biannually.

Unfinished business. The election of Officers shall be taken up as unfinished business.

This order of business may be altered at any Annual Meeting by a majority vote of the members present.

*Section 3.* Twenty members present shall constitute a quorum at any membership meeting.

*Section 4.* The President may call additional special meetings of the membership. The notice of any meeting shall state an agenda for the meeting, and at the meeting only those matters stated in the agenda shall be considered. Notice of any special meeting shall be given at least 10 days in advance.

#### **Article VIII. Notice**

When notice is required to be given to the membership of the BCA, such notice may be given either by USPS mail to each member at the last known address, by email, by phone call, by written notice delivered door-to-door, by posting on the BCA website, or by any combination of these methods as long as such notice may reasonably be expected to reach every member within the time required for the notice.

#### **Article IX. Amendments**

The Bylaws may be amended by at least a two-thirds vote of a quorum (see Article VII, Section 3) at any general membership meeting of the BCA, provided that the proposed amendment(s) has been presented to the membership at least 14 days prior to the meeting.

#### **Article X. Effective Date**

These Bylaws were adopted by a two-thirds vote of the quorum at the March 8, 2020, meeting.

## Appendix 1. Geographic Limits and Street Areas

The geographic limits of the BCA are as follows:

BEGINNING at the point of intersection of the SEPTA Hi-Speed Line tracks and the center of Landover Road, along the Haverford Township Line/Delaware County Line in a North-Easterly direction, down the center line of County Line Road, across Old Lancaster Road and behind the houses on the West side of Old Lancaster Road to a point North of San Marino Avenue,

THENCE in a South-Easterly direction along the Haverford Township Line/Delaware County Line, across Lancaster Avenue at its intersection with Old Buck Lane, down the center of Old Buck Lane, through the campus of the Haverford School for Boys to the intersection of the Haverford Township Line/Delaware County Line and College Avenue,

THENCE in a South-Westerly direction down the center line of College Avenue to the point of intersection with the SEPTA Hi-Speed Line tracks,

THENCE along the SEPTA Hi-Speed Line tracks to the center line of Landover Road, the point of beginning. This area is also known as Haverford Township, Ward Five, Precinct One.

The 10 street areas to be covered by area representatives are as follows:

**Area 1.** Lower Buck Lane (*between Haverford Road and Walnut Lane*)-46 households

**Area 2.** Upper Buck Lane (*between Walnut Lane and Panmure Road*)-50 households

Oakley Road

Panmure Road

Eastern Railroad Avenue (*between Buck Lane and College Avenue*)

Walnut Lane

**Area 3.** College Avenue-39 households

Haydock Lane

Millbrook Lane

**Area 4.** Railroad Avenue (*from Polo Road to County Line Road*)-35 households

Shamrock Lane

County Line Road

Old Lancaster Road

San Marino Avenue

**Area 5.** Dayton Road-48 households

**Area 6.** Haverford Road-42 households

West Avenue

**Area 7.** Martin Avenue-66 households

**Area 8.** Penn Street-59 households

**Area 9.** Polo Road and Polo Circle-42 households

Western Railroad Avenue (*between Penn Street and Polo Road*)

Rugby Road

**Area 10.** Preston Avenue-51 households

Middle Railroad Avenue (*between Buck Lane and Penn Street*)

## Appendix 2. Standing Committees

Additional Standing Committees or Special Committees may be established as needed by the President, with the approval of the Executive Committee. The President nominates standing committee chairs for Executive Committee approval, with the exception of the Membership Director and Communication Director, who are elected.

### 1. Membership Committee

Chaired by the Membership Director, an elected officer, who appoints the area (street) representatives. Monitors and expands membership. Offers grass-roots level contact to welcome new residents to the neighborhood and provide orientation information.

2. Communications Committee

Chaired by the Communications Director, an elected officer, who has oversight of the website, which serves as a BCA newsletter and an information resource for the neighborhood. The committee includes the web master and web editor who establish design, technical standards, and security for the website, as well as writers who provide text for flyers, news stories, and BCA promotional materials as needed.

3. Committee on Institutions Affecting Neighborhoods

Works to increase understanding of the plans of The Haverford School, Haverford College, Bryn Mawr Hospital and other institutions that affect Brynford residents. Establishes liaisons and ongoing dialog with neighboring institutions.

4. Committee on Town Governance and Zoning

Establishes liaisons to governments entities and increases awareness of issues. Committee consists of a chair and five liaisons, one each to the Board of Commissioners, the Planning Commission, the Zoning Hearing Board, the School Board, and the Parks and Recreation Board. Previews the agenda and attends the meeting if appropriate. Reports to chair who informs the Executive Committee within 24 hours if the issue is urgent.

5. Program Development Committee

Plans educational and social events, invites speakers, coordinates funding, and selects persons to head large events such as picnics and parades. Works with other committees to publicize events.

6. Preston Field Committee

Works with the township Parks and Recreation Department and the neighborhood to provide the best recreational and open-space approaches for Preston Field. Monitors usage and alerts the BCA to issues. Consists primarily of adjacent neighbors.

7. Polo Field Committee

Works with the Parks and Recreation Departments of two townships, and the neighborhood, to develop long-range plans for the maintenance and optimal use of the Polo field, which has unique issues. Consists primarily of adjacent neighbors.

