

**Council of Neighborhood Association Presidents of Pensacola  
(CNAPP)**

**Pensacola, Florida**

**BYLAWS**

**Article One: NAME**

The name of this organization shall be the Council of Neighborhood Association Presidents of Pensacola. For the remainder of this document Council of Neighborhood Association Presidents of Pensacola will be referred to as CNAPP. The Association's principal office shall be the residence of the Association's President. The Executive Committee may designate another location at its discretion.

**Article Two: PURPOSE**

The purpose of CNAPP is to unite all interested voluntary neighborhood associations and home owner associations within the City of Pensacola to promote the improvement of the City's neighborhoods and to provide an active and effective forum for bringing neighborhood issues to public attention through the sharing of information.

Specifically, CNAPP will promote the enforcement of existing laws and codes that protect the quality of life and property in the City's neighborhoods; recommend changes in laws and codes as may be felt necessary; report the infrastructure needs of the neighborhoods to the City Council when the City's annual budget is being developed; facilitate open discussion between neighborhood leadership and city administration; and exchange information that will aid neighborhood leaders in strengthening their individual associations. The CNAPP organization's intent is to be a constructive and inclusive entity, striving to ensure voices are collected from all participating neighborhoods.

**Article Three: MEMBERSHIP**

**Section One – Membership**

CNAPP Membership shall consist of neighborhood association and home owner association presidents or their neighborhood-appointed representatives.

**Section Two – CNAPP Members**

All CNAPP Members whose neighborhood is either wholly or partially within the City of Pensacola boundaries that fulfill the following criteria are eligible to become members of CNAPP:

- a. The association must submit a copy of its duly adopted bylaws.
- b. The association bylaws must contain language stating:
  1. The geographical boundaries of the association
  2. That membership in the association is open to all adults residing within the designated boundaries

Guests outside CNAPP may attend by invitation of the Executive Committee by vote with the understanding that the subject matter of CNAPP meetings are for the review, discussion, and decision of CNAPP members.

### **Section Three – Quorum**

The CNAPP quorum is the minimum number of members that must be present at any of its meetings to make the proceedings of that meeting valid.

- a. In order for CNAPP to operate, there must be a minimum membership of 10 CNAPP Member neighborhood associations or home owner associations.
- b. A quorum shall constitute 50% of current CNAPP Members, rounding down by one, who are present either in person or via remote communication.

### **Section Four – Fiscal Year, Dues**

CNAPP’s fiscal year will be January 1 through December 31.

CNAPP may request from all members an annual financial contribution to be hereinafter referred to as “dues.” In the event that a member organization is not able to contribute all or a portion of the annual dues, such member will not be required to do so.

CNAPP dues will be \$25 per association per annum. Dues shall be used to cover the general operating expenses of CNAPP.

## **Article Four: REPRESENTATION**

### **Section One – Representative qualifications**

CNAPP shall be comprised of the Presidents or duly appointed Vice Presidents from member organizations. No person who has become or formally announced his or her intention to become a candidate or who has been elected to a position within the City of Pensacola shall be eligible to serve as a representative on CNAPP. Membership in unpaid City-formed citizen task forces, commissions, or boards is permitted.

**Credentials.** Each association president or duly appointed designee shall present, as his or her credentials for representation, a copy of the association minutes in which the president’s election or the designee’s appointment is recorded. Representation on CNAPP with voting privileges will be in effect upon presentation of the required credentials.

The officer shall deliver to their successors within fifteen (15) days after retiring from office all records, papers and other property belonging to CNAPP.

### **Section Two – Responsibilities**

CNAPP shall meet monthly or as required to set direction, identify issues, and set priorities for CNAPP. During the year members may identify other matters of importance to their neighborhood and community and to the City as a whole. These matters shall then be presented to the membership for discussion, prioritization, and action.

The meetings of CNAPP may be attended in person or by telephone or online conference application via audio or video. Members that attend by these methods shall be counted as part of the meeting's membership in attendance and their votes shall be valid.

A member may submit a written proxy with his or her vote on a specific proposed action of CNAPP that has been announced in advance of a meeting. A member may also submit a written proxy that appoints another member to vote on their behalf on all issues brought to the floor of the meeting. Proxy statements may be submitted to an Officer of the Executive Committee on signed paper or via email.

### **Section Three – Voting**

The current President (or duly appointed Vice President) of each member organization is entitled to vote on matters brought before the membership, with a maximum of one (1) vote per member organization.

Motions shall be adopted by a simple majority of the voting members present at a meeting.

In the event of an emergency action, voting may be conducted by email or by electronic presence. The action must be approved by a simple majority of all CNAPP members.

## **Article Five: OFFICERS AND EXECUTIVE COMMITTEE**

### **Section One – Executive Committee**

The Council shall annually elect a President, Vice President, Secretary, and Treasurer to serve as the Executive Committee of CNAPP. Any member is eligible for election as an officer and member of the Executive Committee.

The Executive Committee shall have the following duties and responsibilities:

- (a) Meet as requested by the President;
- (b) Convene emergency meetings of the membership as may be needed;
- (c) Authorize a vote by email when there is not sufficient time to convene an emergency meeting.

### **Section Two – President**

The President shall be the principal officer and official spokesperson for CNAPP and shall have the following duties and responsibilities:

- (a) Preside at all meetings;
- (b) Prepare meeting agendas in consultation with the Executive Committee;
- (c) Represent CNAPP at all public meetings, except that the President may designate another member of the Executive Committee to represent the Council as required;
- (d) Sign with the Secretary any documents expressly authorized by vote of CNAPP membership;
- (e) Sign with the Treasurer all withdrawals of funds from CNAPP accounts.

### **Section Three – Vice President**

The Vice President shall have the following duties and responsibilities:

- (a) Perform all duties of the President in his or her absence;
- (b) Perform such other duties as may be requested by the President or the Executive Committee.

#### **Section Four – Secretary**

The Secretary shall have the following duties and responsibilities:

- (a) Take notes at all CNAPP meetings, prepare and submit to the President a draft of the minutes of each meeting, and transmit the minutes to the membership by email;
- (b) Preserve both draft and approved minutes in a permanent file for CNAPP archives;
- (c) Receive and reply to correspondence in consultation with the President;
- (d) Co-sign with the President any documents expressly authorized by vote of the CNAPP membership.
- (e) Prepare and distribute news releases for CNAPP as may be requested by the Executive Committee or by the membership.

#### **Section Five – Treasurer**

The Treasurer shall have the following duties and responsibilities:

- (a) Set up a checking account for CNAPP with a financial institution;
- (b) Deposit receipts, pay bills, and disburse funds as authorized by the membership;
- (c) Keep itemized and complete records of all receipts and expenditures in a permanent file;
- (d) Maintain a record of dues payments;
- (e) Present a current financial report at each meeting of the membership.

#### **Section Six – Elections**

At the October CNAPP meeting, the membership shall appoint a Nominating Committee whose responsibility it will be to assemble a slate of members willing to serve as the officers of CNAPP.

At the November CNAPP meeting, the Nominating Committee will present its slate to the membership. Nominations may also be made from the floor.

Each nominee on the slate shall be offered for election individually by a motion duly made and seconded. If there are no nominations from the floor, vote may be by voice or show of hands. If there is more than one nominee for any officer position, vote shall be by secret ballot.

Election shall be effected by a simple majority of CNAPP Member Quorum.

#### **Section Seven – Officer Terms**

Each elected officer shall serve a one (1) year term commencing on the first day of the fiscal year. Officers may serve for two (2) consecutive one (1) year terms in the same position; this term limitation may be waived by a majority vote of the members present in the November meeting.

#### **Section Eight – Board Support Committee**

The Board Support Committee may be comprised of individuals who support the work of CNAPP Executive Committee in specific areas and are held accountable as defined in this document, which must be approved by the Executive Committee. Members of this committee

may be any citizen within the City of Pensacola and will be identified by the Executive Committee.

#### The Board Support Committee Positions

- (a) Communication
  - a. Send notices of all meetings to the membership by email
  - b. Review the bylaws from every neighborhood association that seeks membership in CNAPP and certify that the association documents comply with the requirements of Article Three, Section Two, of these Bylaws; maintain an archive of such documents;
  - c. Review the representative credentials referenced in Article Four, Section One, of these Bylaws and certify that they comply with the stated requirements; maintain an archive of such documents;
  - d. Maintain and keep current a roster that includes contact information of the membership as well as the names and contact information for all officers of the member associations;
- (b) Social Media
- (c) Parliamentarian
- (d) Regularly review the agendas of the Pensacola City Council and its appointed boards as soon as these become available on the City of Pensacola website and alert the President to any upcoming issues that may be of concern to the membership of CNAPP;
- (e) Perform such other duties as may be requested by the President or the Executive Committee.

### **Article Six: MEETINGS**

Meetings of the membership may be held at any time with a minimum two (2) weeks notice to the membership, but shall be held no fewer than four (4) times in a fiscal year. Monthly meetings are recommended, however, and a chosen schedule may be presumed (e.g, the first Monday of each month).

### **Article Seven: AMENDMENTS TO THE BYLAWS**

These bylaws may be amended at any regular CNAPP meeting by a two-thirds vote of the members in attendance at the meeting. Any amendment to the bylaws must have been submitted in writing to the entire membership at least twenty-eight (28) days prior to the vote.

The initial vote to amend bylaws shall be confirmed at the next CNAPP meeting.

### **Article Eight: DISSOLUTION AND DISTRIBUTION**

Upon dissolution of this entity, the Executive Committee shall, and paying or making provision for payment of all the liabilities of the entity, dispose of all of the assets of the entity in such a manner as the membership shall determine.

**Article Nine: CERTIFICATION OF ADOPTION**

The bylaws enumerated in this document from Article One to Article Nine were duly adopted by the following members by email vote concluded on :

- Sam Bearman, East Hill Neighborhood Association
- Erin Kadan, Scenic Heights Neighborhood Association
- Dave Barraclough, La Belle Terre Homeowners Association
- Veronica Fountain, Eastside Improvement Association
- Melanie Nichols, North Hill Preservation Association
- Amber Hoverson, Old East Hill Neighborhood Association
- Rand Hicks, Pineglades Neighborhood Association
- Dan Bowman, Sanders Beach Neighborhood Association
- Loyd Reshard, Belmont DeVilliers Neighborhood Association
- Walter Wallace, Woodland Heights Community Association

Attested by \_\_\_\_\_ on \_\_\_\_\_

Rand Hicks, President, Pineglades Neighborhood Association, Inc.  
President, Council of Neighborhood Association Presidents of Pensacola