

**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 Council's principal office shall be the residence of the Council'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 homeowner 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 neighborhoods 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 homeowner 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. Any board member of neighborhood associations is welcome to attend CNAPP meetings, with the understanding that each neighborhood will have only one (1) vote on all business matters. The vote shall be made by neighborhood appointed representative or their designee.

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. A quorum shall be according to Robert’s Rules of Order. Those who are attending in person or remotely shall count towards a quorum.

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, duly appointed Vice Presidents or Association Board Member 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 affect 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, via email or other electronic communication.

Section Three – Voting

The current President (or duly appointed member) of each member organization is entitled to vote on matters brought before the membership. In the absence of the president or vice president, or other elected officer in attendance may vote, if their association president (or duly appointed vice president) has informed the executive committee that the other officer may represent their organization.

Each member organization shall have a maximum of one (1) vote. 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.
- (f) Perform such other duties as may be requested by the Executive Committee.

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.
- (f) Perform such other duties as may be requested by the President or Executive Committee.

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.
- (f) Perform such other duties as may be requested by the President or Executive Committee.

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 affected 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) week 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. The bylaws will be reviewed annually in January. Any amendment to the bylaws must have been submitted in writing by mail or email to the entire membership at least twenty-eight (28) days prior to the vote.

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 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:

- Brittany Ellers, Scenic Heights Neighborhood Association
- Pat Meusel, Old East Hill Neighborhood Association
- Kelly Hagen, Sanders Beach Neighborhood Association
- Beverly Perry, Belmont DeVilliers Neighborhood Association
- Walter Wallace, Woodland Heights Community Association
- Jerry Newton, The Whispers at Cordova
- Joe Lennon, Tanyard Neighborhood Association
- John Hodgdon, East Hill Neighborhood Association
- Kristin L. Brown, Westside Garen District Neighborhood Association
- John Jones, North Hill Preservation Association
- Jeannie Rhoden, Eastside Neighborhood Association

Attested by _____ on _____
Kelly Hagen President, Sanders Beach Neighborhood Association, Inc.
President, Council of Neighborhood Association Presidents of Pensacola