

CONSTITUTION
AND
BYLAWS
OF
THE McCORKLE ROAD
NEIGHBORHOOD
DEVELOPMENT ASSOCIATION, INC.
OF MEMPHIS

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BY-LAWS

for

THE McCORKLE ROAD NEIGHBORHOOD

DEVELOPMENT ASSOCIATION, INC. of MEMPHIS

ARTICLE 1

Name, Annual Year, Purpose

Section 1

The name of this corporation shall be The McCorkle Road Neighborhood Development Association, Inc. of Memphis (here-in-after referred to as the 'Association').

Section 2

This corporation is organized as a non-profit corporation under the general corporation law of the State of Tennessee.

Section 3

The fiscal year of the corporation shall begin January 1 and end on the succeeding December 31.

Section 4

The purposes for which the McCorkle Road Development Association is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)3 of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law/and to encourage the development of a well organized, effective and efficient collective voice for all the residents within the specified area.

This purpose shall be accomplished by:

- a. Developing a neighborhood watch programs;
- b. Encouraging resident participation in neighborhood development (e.g. beautification, economic development, etc.);
- c. Ensuring that the owners of vacant property, lots or empty houses will maintain their property in an acceptable manner;
- d. The creation of other projects as deemed necessary by the organization.

ARTICLE 2

Membership and Dues

Section 1

Categories

There shall be three membership categories:

a. Regular (Voting Member)

Any person who lives on McCorkle Road, within the stated boundaries which are south of Brooks Road and north of Porter Road or anywhere within the 38116 zip code. (Rev. 12/06)

b. Associate (Non-Voting Member)

Any business or person located in the City of Memphis and wishing to be affiliated with The McCorkle Road Neighborhood Development Association, Inc. of Memphis, and voted upon by the Association at a regular or special meeting.

c. Honorary (Non-Voting Member)

Any person who is designated so and voted upon by the Association at a regular or special meeting.

Section 2

Obligations

The conditions of membership shall be:

a. Non-refundable payment of annual dues in the amount of \$25 (twenty-five dollars and

no cents) per household due and payable on January 1 of each year and delinquent after January 31. New residents requesting permission to join the organization will be given a 30 (thirty) day grace period in the month they move in to pay their annual dues. Fees will not be prorated. The full annual fee will be required to join the organization, regardless as to the month residency is initiated.

b. Resident participation in monthly meetings and projects.

c. A sincere concern about the well-being of the neighborhood with regard to economic growth and/or development, safety, security and beautification.

ARTICLE 3

Officers and their election

Section 1

Each officer of the corporation shall be a resident of McCorkle Road or of the 38116 postal area and a member in good standing.

Section 2

- a. The officers shall consist of a President, Vice-President, Secretary and Treasurer.
- b. Additional officers shall consist of an Assistant Secretary, Assistant Treasurer, Security Advisor, Sergeant-at-Arms and Chaplain.
- c. Officers shall be elected at regularly scheduled meetings.
- d. Officers shall assume their official duties following the close of the January meeting and shall serve for a term of one year, until removed from office or until their successors are elected.

Section 3

Any officer may be removed from office for gross negligence and dereliction of duties by a majority vote of the membership.

Section 4

There shall be established by the corporation four standing committees:

- a. Nominating Committee
- b. Membership Committee
- c. Activities Committee
- d. Bylaws Committee (as needed)

Each committee shall have a chairperson elected by the Association.

Section 5

The President shall be an ex-officio member of all standing and special committees with the exception of the nominating committee for which the President is not eligible.

ARTICLE 4

Duties of Officers

Section 1

The President shall:

- a. Serve as the Chief Executive Officer having general management and control of the affairs of the Association;
- b. Preside at all Association and board meetings;
- c. Serve as ex-officio member of all committees with the exception of the nominating committee;

- d. Perform those duties assigned to the office by the Constitution, bylaws and Association;
- e. Perform such other duties customarily belonging to the office.

Section 2

The Vice-President shall:

- a. In the absence of the President, perform the duties and exercise the powers of that officer;
- b. Report regularly to the President;
- c. Perform such other duties and have such other powers assigned by the Association.

Section 3

The Secretary shall:

- a. Attend all meetings of the Association;
- b. Record all votes and the minutes of each proceedings in a written format;
- c. Be responsible for all correspondence and reports, and give, or cause to be given, all notices necessary and proper;
- d. Assist the President with the agenda and read the minutes for each meeting;
- e. Perform all other duties as may be prescribed by the Association or the President, under whose supervision this officer shall be.

Section 4

The Treasurer shall:

- a. Have custody of the Association's funds;
- b. Keep full and accurate records of all income and expenditures;
- c. Deposit all receipts in the name of and to the credit of the Association, in such depositories as may be designated by the Association;
- d. Disburse the funds of the Association as authorized by the Association.
- e. Require the signature of the President, Treasurer or Assistant Treasurer on all checks written in the name of the Association.
- f. Render to the President and the Association, monthly or whenever requested, an account of all the Treasurer's transactions, and the financial condition of the Association.

- g. The Treasurer's account shall be subject, at the direction of the Association, to audit. The auditor shall be appointed by the President and approved by the Association.
- h. Perform all duties assigned to the Treasurer by the Constitution, Bylaws, President and Association.

Section 5

If elected, the Assistant Secretary shall function in the absence of the Secretary.

Section 6

If elected, the Assistant Treasurer shall function in the absence of the Treasurer.

Section 7

The Security Advisor shall assist with neighborhood watch and general security functions.

Section 8

The Sergeant-at-Arms shall maintain order and be mindful of timeliness during Association meetings.

Section 9

The Chaplain shall open and close the Association meetings.

Section 10

The Nominating Committee chairperson shall:

- a. Work with a committee to assist with the annual nomination of officers;
- b. Work with a committee to count ballots and preside over the annual elections;
- c. Announce the annual election results;
- d. Perform such other duties and have such other powers assigned by the Association.

Section 11

The Membership Committee chairperson shall:

- a. Work with (or without) a committee to assist with obtaining new memberships;
- b. Perform such other duties and have such other powers assigned by the Association.

Section 12

The Activities Committee chairperson shall:

- a. Work with (or without) a committee to establish activities;
- b. Perform such other duties and have such other powers assigned by the Association.

Section 13

The Bylaws Committee chairperson shall:

- a. Make Constitutional recommendations;
- b. Work with a committee to revise the Constitution and Bylaw as needed;
- c. Perform such other duties and have such other powers assigned by the Association.

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ARTICLE 5

Meetings

Section 1

At least 12 regular meetings of the Association shall be scheduled during the year. Meetings are to be held on the fourth Saturday of each month at 3:15 p.m. at the Whitehaven Branch Library, 4120 Millbranch at Raines Road for approximately one hour. (Rev. 12/06)

Section 2

Special meetings will be held as deemed necessary.

ARTICLE 6

Quorum

A quorum is the majority of the membership present at any general meeting of The McCorkle Road Neighborhood Development Association, Inc. of Memphis.

ARTICLE 7

Activities

This organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)3 of the Internal Revenue Code of 1986, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE 8

Corporation Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more Exempt purposes within the meaning of section 501(c)3 of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the court common pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s), as said court shall determine which are organized and operated exclusively for such purposes.