

The Bylaws of the Oakcliffe Housing Club

Article One Name

The name of the corporation shall be the Oakcliffe Housing Club, which shall be referred to as the "Corporation" within this document.

Article Two Bylaws

These Bylaws constitute the code of rules adopted by the Corporation for the regulation and management of its affairs. The most recent edition of *Robert's Rules of Order* shall govern conduct at meetings except for those procedures specifically covered by these bylaws.

A majority vote of the presently active and accepted membership of the Corporation in attendance of a regularly scheduled and advertised meeting shall be sufficient for the adoption of these Bylaws by and for the Corporation.

Article Three Purpose

The purpose of the Corporation is to foster community involvement in conserving and improving the Oakcliffe neighborhood, petition government for public services, and carry out programs of community improvement.

Article Four Membership

Section One- Geographic Boundaries

The corporation is located within Pittsburgh, Pennsylvania. The Corporation includes the area bounded by (1) Halket Street from the southwest corner of the intersection between Forbes Avenue and Halket Street to the intersection of Halket Street and The Boulevard of the Allies to (2) The Boulevard of the Allies to (3) a line from the Boulevard of the Allies continuing concurrently through the approximate center length of Romeo Street to (4) Second Avenue to (5) a line perpendicular to Second Avenue at the equidistant center point of the intersection of Second Avenue and Bates Street from Second Avenue to a point equidistant of the two (north and south) shores of the Monongahela River to (6) a line equidistant of the two (north and south) shores of the Monongahela River to (7) line concurrent with the approximate center length of the Birmingham Bridge to (8) Second Avenue to (9) Brady Street to (10) Forbes Avenue from the southeast corner of the intersection between Brady Street and Forbes Avenue to the southwest corner of the Forbes Avenue and Halket Street, and all points herein.

Section Two- Eligibility

The Corporation restricts membership according to geography and age, but otherwise does not discriminate on the basis of race, religion, national or ethnic origin, gender, sexual orientation, or political affiliation.

People eligible to join the corporation must be eighteen years of age or older and be included in at least one of the following four categories: (1) a person residing

within the Corporation's boundaries, (2) owners of property; who do not own property jointly within a partnership, corporation, or trust; within the Corporation's boundaries, (3) owners of property; who do own property jointly within a partnership, corporation, or trust; within the Corporation's boundaries, and (4) proprietors of commercial establishments or other institutions located with the Corporation's boundaries. If a member no longer meets the requirements of membership in any of the four categories, that member is no longer eligible for membership.

Decisions on questions of membership shall rest solely with the Board of Representatives.

Property owners and proprietors of commercial establishments or other institutions are excluded from membership when said property, establishment, or institution is owned and/or operated directly in whole or part or through any subordinate department or agent by the governments of the United States of America, the Commonwealth of Pennsylvania, Allegheny County, or the City of Pittsburgh.

If one is eligible, one becomes an active member of the Corporation by attending a scheduled meeting of the membership, signing an attendance sheet with name and address, or paying dues to the Corporation, if dues are established. An active member becomes an inactive member one hundred eighty days after attending his or her last meeting of the membership or when the term of their paid dues expires.

Honorary memberships may be granted and removed by a majority vote of the Representatives present at a meeting. Honorary members rights will be limited to the right to attend and speak at all meetings of the Corporation.

Section Three- Membership Rights

All members have the right to attend all regularly scheduled and special meetings of the Corporation.

Active members of the Corporation shall be entitled to one and only one vote on matters that come before the membership. Each group eligible for membership by being joint owners of property or because of affiliation with commercial establishments or other institutions shall be entitled to one and only one vote, which shall be cast by one representative of their choice.

Voting by proxy is not permitted.

An active member shall have the right to vote at elections of the Board of Representatives, on the budget of the Corporation, on the setting of membership dues, on matters brought forth by petition as described in Article Six, Section Six and Article Eleven, and on any other matters as shall come before the membership.

Section Four- Dues

Membership dues shall be established by an action separate from adopting a budget by a majority vote of the membership attending a meeting.

Article Five Meetings

Section One- Meetings of the Membership

The membership and Board of Representatives of the Corporation meets regularly eleven times a year, once a month on the third Wednesday at 7:00 P. M., Eastern Time in the Community Services Building at 374 Lawn Street, Pittsburgh, Pennsylvania.

There are no regularly scheduled meetings of the membership in December.

Meetings must be properly advertised. It is the responsibility of the Board of Representatives to ensure proper notice for meeting of the membership. Notice must be circulated throughout the community within the boundaries of the Corporation within reasonable advance of the date of the meeting in such a fashion to contact and

attract all as many active and nonactive members and persons eligible for membership within the reasonable ability of the active membership of the Corporation.

The time and/or location of a regularly scheduled meeting may be changed or cancelled by a majority vote of the Board of Representatives. Notice of any such change must be given according to the aforementioned procedures.

Special meetings can be called for by a majority vote of the Board of Representatives. Said special meeting may occur a minimum of three days after said vote of the Board of Representatives. Notice of a special meeting of the membership must be given according to the aforementioned procedures.

The business and policies of the Corporation must be conducted or established at either properly advertised regular or special meetings.

Meeting notice guidelines also apply for committee meetings, except that only committee members must be so notified by the respective chairperson.

Members are to be kept informed about actions at regularly scheduled and special meetings through minutes prepared by the Board of Representatives.

Section Two- Quorum

At any meeting, a majority of the Representatives in good standing and one active member in good standing who is not a Representative will constitute a quorum.

Article Six Board of Representatives

Section One- Definition

The Board of Representatives is that group of active members vested with the management of the business and affairs of the Corporation.

All Representatives shall be entitled to one and only one vote at all meetings of the membership. Proxy voting is not permitted.

The number of the Board of Representatives is seven.

Section Two- Election

The Board of Representatives is comprised of by-district and at-large members. Six Representatives are elected by district, and one is elected at large.

The election of the Board of Representatives shall occur annually at the regularly scheduled meeting of November.

All candidates for the Board of Representatives must be active members of the Corporation. District Representatives must reside, own property, or be the proprietor of a commercial establishment or institution within their district.

The six by-district Representatives shall be elected by active members within each district present at an election. The candidate who obtains the greatest number of votes shall become the district's elected Representative.

The active membership present at an election shall elect one at-large Representative. The candidate who obtains the greatest number of votes shall become the at-large Representative.

If there is a tie between candidates during either type of elections, a run-off election between those candidates may immediately proceed the original election. If the tie is unresolved, any method of arbitration or random selection agreed upon by the candidates involved is acceptable to reach a decision.

Generally, nominations for the Board of Representatives may come from the active membership or from the Board of Representatives through a nominating committee.

Specifically, nominations for by-district Representatives must be made by that district's active members.

If one is eligible for membership by any of the four categories described in Article Four, Section Two, Paragraph Two in two or more districts, that member must claim membership to only one of those districts so as to participate in the aforementioned electoral proceedings. Decisions on questions of membership to districts shall rest solely with the Board of Representatives.

Elections must be properly advertised. It is the responsibility of the Board of Representatives to ensure proper notice of an election according to the notification guideline set forth in Article Five, Section One, Paragraph Three.

Section Three- Electoral Representative Districts

In general, the electoral districts are based on two criteria. The primary criteria is that three districts shall be located approximately within each of the two major Pennsylvania state electoral districts within the boundaries of the Corporation. The secondary criteria is that the six districts shall have an approximately equal number of living units.

The precise description of electoral districts is included in Appendix One. The appendix, which includes a written and graphic depiction of the districts, is part of these bylaws.

Revisions of the boundaries of the districts shall be done in accord with the procedure for amending these bylaws as set forth in Article Eleven. The boundaries of the electoral districts may be revised as need be to meet the aforementioned criteria. The boundaries of the electoral districts must be reviewed after the reapportionment of the Pennsylvania state electoral districts following the United States Census.

Section Four- Term of Office

The term of office for a Representative is one calendar year. Representatives can be reelected during a scheduled election while in office to consecutive term of office.

Elected representatives will begin their terms immediately after the final election results are determined.

Section Five- Filling Vacancies

When a Representative resigns, dies, or is removed from office or that office is vacant by any other means, then active membership shall elect an at-large Representative to serve for the duration of the unexpired term. The candidate who obtains the greatest number of votes shall be elected and serve the duration of the unexpired term. The nomination and election to fill a vacancy shall take place at the first regularly scheduled meeting after the vacancy occurs.

Section Six- Removing a Representative

Representatives may be removed by a two step process.

The removal of a Representative may be proposed (1) by a motion of a Representative at a regularly scheduled meeting or (2) in the form of a petition signed by three-fourths of the active membership. A petition, which can propose the removal of only one Representative, is verified when the Board of Representatives has found the petition has been signed by three-fourths of the active membership. The Board of Representative must decide this question of verification above all else.

Once a motion to propose the removal of a Representative is approved or a petition to propose the removal of a Representative has been verified as accurate, a vote on the removal of the Representative will occur at the next regular meeting. Then, the removal of the Representative that has been proposed must be approved by a vote of three-fourth of the active membership present at that meeting. If approved, said Representative will be removed from office immediately.

Advance notice of any removal must be given to each and every Representative, including the Representative(s) affected.

Section Seven- Compensation

Representatives shall receive no compensation, incidental or otherwise, unless specifically authorized by a vote of the Board of Representatives at a regularly scheduled meeting.

Article Seven Officers

Section One- Officers of the Board of Representatives

The Board of Representatives shall create and/or dissolve its own offices of Board's design and function, excluding the offices of President, with the majority vote of the Representatives present at regularly scheduled meetings of the Board of Representative only.

It may fill and/or remove its own officers with a majority vote of the Representatives at regularly scheduled and special meetings of the Board of Representatives.

The Board of Representative may only elect Representatives to its offices.

Section Two- President

The Board of Representatives shall authorize by majority vote elect one of its members to the office of President. Such election shall occur at the same meeting, but after the annual election of the Board of Representatives.

The duties of the President includes, but is not limited to (1) being responsible for the execution of the decisions of the Board of Representatives, (2) being the official representative of the Corporation, (3) presiding over regular and special meetings, and (4) appointing chairpersons and members of committees.

Section Three- Filling Vacancies

If an officer resigns, dies, or is removed, the Board of Representatives may elect, by majority vote, a Representative to serve the unexpired portion of the term.

Section Four- Removing an Officer

Any officer may be removed by an affirmative vote of the majority of Representatives present at a regular meeting, when in their judgement, it is in the best interest of the Corporation. Notice of removal shall be given to the officer affected.

An officer shall also be removed if he or she is successfully removed as a member of the Board of Representatives by membership petition.

Article Eight Committees

Section One- Creation of Committees

The Board of Representatives shall authorize by majority vote standing and ad hoc committees. The President of the Board of Representatives shall appoint the chairpersons and members of committee.

Section Two- Dissolution of Committees

The Board of Representatives shall by majority vote disband committees as they become obsolete

Article Nine

Staffing

The Corporation shall have no paid staff, unless otherwise approved by a majority vote of the Representatives present at regularly scheduled meetings and special meetings of the Board of Representatives.

If needed hiring should be non-discriminatory and should seek the best possible candidate for the position.

Article Ten Indemnification

This article provides for indemnification of Representatives and officers against liability incurred while acting properly on behalf of the Corporation.

Article Eleven Amending the Bylaws

Amendments to these Bylaws may be approved in a two step process.

Amendments may be proposed (1) as a motion by a Representative at a regularly scheduled meeting or (2) in the form of a petition signed by three-fourths of the active membership. A petition, which can present only one amendment, is verified when the Board of Representatives has found the petition has been signed by three-fourths of the active membership. The Board of Representative must decide this question of verification above all else.

Once a motion to amend the Bylaws is approved or a petition to amend the Bylaws has been verified as accurate, a vote on the amendment will occur at the next regular meeting. Then, amendments that have been proposed must be approved by a vote of three-fourth of the active membership present at that meeting.

Article Twelve Dissolution

Upon the dissolution of the Corporation, the Board of Representatives will dispose of the all the assets of the Corporation exclusively for the purpose of the Corporation or to organizations that are then qualified as tax exempt organization under section 501(c)(3) of the Internal Revenue Service's regulations.

Appendix One Electoral Representative Districts

Section One- Written Depiction

This appendix to the Bylaws includes both written and graphic depictions of the electoral representative districts.

The First District shall include the following areas within the boundaries of the Corporation. (1) the area bounded by Forbes Avenue, Halket Street, and Boulevard of the Allies. (2) the property located of the south side Boulevard of the Allies and east of the intersection between Craft Avenue and the Boulevard of the Allies. (3) the property located on the north side of Craft Avenue and south of the Boulevard of the Allies, and (4) the property on the east and west sides of Niagara Street located between the intersection of Niagara Street and the Boulevard of the Allies the intersection of Craft Avenue and Niagara Street, also known as the Thirty-Third Hundred Block of Niagara Street.

The Second District shall include the following areas within the boundaries of the Corporation: (1) the property located on the south side of Craft Avenue and east of

the intersection of Joe Hammer Square and Craft Avenue, (2) the residential area on Kennett Square known as Saybrook Condominiums, and (3) the property located on the east and west sides of Niagara Street between the intersections between Craft Avenue and Niagara Street and the intersection of Niagara Street and Ophelia Street, also known as the Thirty-Second Hundred Block of Niagara Street.

The Third District shall include the following areas within the boundaries of the Corporation: (1) the property located on the south side of Boulevard of the Allies and west of the intersection of Craft Avenue and Boulevard of the Allies, (2) property located on Hamlet Street between the intersection of Hamlet Street and the Boulevard of the Allies and the intersection of Ophelia Street and Hamlet Street, (3) the property located on the north side of Ophelia Street and west of the intersection of Kennett Square and Ophelia Street, (4) the property located on the east and west sides of Joe Hammer Square between the intersection of Craft Avenue and Joe Hammer Square and the intersection of Joe Hammer Square and Ophelia Street, also known as the Thirty-Second Hundred Block of Joe Hammer Square, and (5) the property located on the east and west sides of Kennett Square between the intersection of Craft Avenue and Kennett Square and the intersection of Kennett Square and Ophelia Street, also known as the Thirty-Second Hundred Block of Joe Hammer Square, but excluding the residential area of Saybrook Condominiums.

The Fourth District shall include the following areas within the boundaries of the Corporation: (1) the property located on the west and east sides of Niagara Street between the intersection of Niagara Street and Ophelia Street and the intersection of Niagara Street and Lawn Street, also known as the Thirty-First Hundred Block of Niagara Street, (2) the property located on the north and south sides of Lawn Street and east of the intersection of Niagara Street and Lawn Street, (3) the property located on Mackey Street, (4) the property located on Hodges Street, (5) the property located on the west and east sides of Bates Street between the intersection of the Boulevard of the Allies and Bates Street and the intersection between Second Avenue and Bates Street, (6) the property on the north and south sides of Frazier Street between the intersection of Frazier Street and Bates Street and the intersection of Frazier Street and Romeo Street, and (7) the property on the west side of Romeo Street.

The Fifth District shall include the following areas within the boundaries of the Corporation: (1) the property on the south side of Ophelia Street and west of the intersection of Niagara Street and Ophelia Street, (2) the property on the north side of Ophelia Street between the intersection of Niagara Street and Ophelia Street and the intersection of Kennett Square and Ophelia Street, and (3) the property on the west and east sides of Kennett Square and between the intersection on Kennett Square and Ophelia Street and the intersection of Lawn Street and Kennett Square, also known as the Thirty-First Hundred Block of Kennett Square.

The Sixth District shall include the following areas within the boundaries of the Corporation: (1) the property on the north and south sides of Lawn Street and west of the intersection of Lawn Street and Niagara Street, (3) the property on the north and south sides of Forbes Avenue, (4) the property on Brady Street between the intersection of Forbes Street and Brady Street and the intersection of Brady Street and Second Avenue, (5) the property within the area bound by Brady Street, Second Avenue, the Penn Lincoln Parkway, and Bates Street, (6) the property on the north and south sides of the Penn Lincoln Parkway between the Birmingham Bridge and Bates Street, and (7) the property on the north and south sides on Second Avenue and west of the intersection between Second Avenue and Bates Street.

