

BYLAWS

MOUNT AUBURN COMMUNITY COUNCIL, Inc.
(MACC)

CINCINNATI, OHIO

AUGUST 2016

BYLAWS TASK FORCE

Sandi Allen, Corresponding Secretary
Carol Gibbs, Trustee
Steve Gibbs, Trustee
Annulla Linders, Trustee
Daniel Traicoff, Recording Secretary

Prior Bylaws Revisions
1993, 1996, 1999, 2004, and 2011.

ARTICLE I

NAME AND LOCATION

- A NAME: The name of this organization shall be the Mount Auburn Community Council, Incorporated of Cincinnati, Ohio (herein referred to as MACC).
- B LOCATION: The MACC represents the community* of Mount Auburn whose boundaries are as follows:
 - 1. Northern Boundary - William Howard Taft Road, from Vine Street to Burnet Avenue.
 - 2. Southern Boundary - East Clifton, from Ohio Avenue to Vine Street, continuing east across Vine Street along Peete Street to Main Street then south on Main Street to Liberty Street to Reading Road.
 - 3. Eastern Boundary - Reading Road, from Liberty Street to McMillan Street, then continuing north on Burnet Avenue to William Howard Taft Road.
 - 4. Western Boundary - Vine Street from East Clifton Avenue continuing north along Vine Street (including Ohio Avenue) to William Howard Taft Road.

*People living on both sides of the streets marking the boundaries of Mount Auburn are invited to become members of MACC.

ARTICLE II

PURPOSE AND GOALS

- A The purpose of the community council is to foster the well-being of the Mt. Auburn community. This includes efforts to maintain and improve social interaction, educational opportunity, economic stability and political responsibility.

ARTICLE III

MEMBERSHIP QUALIFICATIONS/MEMBERSHIP CARDS

- A QUALIFICATION FOR MEMBERSHIP IN THE MOUNT AUBURN COMMUNITY COUNCIL
 - 1. INDIVIDUAL MEMBERSHIPS: Any person 18 years of age or older, living in Mt. Auburn, shall automatically qualify for an individual membership and may become a voting member of the MACC by signing a membership form, paying dues, and having residence verified. Members are required to abide by the regulations and bylaws of MACC.
 - 2. BUSINESS MEMBERSHIPS: Any organized group, including corporations, businesses, civic organizations, social foundations, and

agencies, located or having an office, subsidiary or affiliate in Mt. Auburn or an individual or entity owning property in Mt. Auburn may become a business member of MACC by signing a membership application, paying dues, and having the Mt. Auburn address verified. Business members must designate on the membership application the designated representative of the business or property ownership. Only the designated representative may vote at meetings or elections. The business member may change its representative at any time by submitting a new, signed, membership application to the Membership Committee. Representatives are required to abide by the regulations and bylaws of MACC.

3. **LIFE-TIME MEMBERSHIP:** Any individual who has demonstrated long and dedicated service to the Mt. Auburn community is eligible for a life-time membership in the MACC. A life-time membership will only be issued if approved by a majority of members present at any regularly scheduled Council meeting. The life-time member must sign a membership card and abide by the regulations and bylaws of MACC. Life-time members are not required to pay dues and do have voting privileges.
4. No individual may hold more than one type of membership.

B MEMBERSHIP DUES

1. Resident membership dues shall be \$3.00 per person per year.
2. Business (including non-resident property owners) membership dues shall be \$25.00 per year.
3. Life-time memberships do not require any dues.

C MEMBERSHIP CARDS

1. Membership cards shall be issued by the Membership Committee Chair upon payment of dues and verification of qualifications (e.g., age, residence, property and business address). A membership card shall entitle the holder to one vote for each issue at a general meeting or call meeting. Members are requested to have their cards with them for the Annual Election of Officers and Trustees.
2. All memberships shall be valid from the date of purchase until December 31 of the same year. New members are entitled to vote once their qualifications are verified and a membership card has been issued. Members who join during a general council meeting are eligible to vote the following meeting.
3. Life-time membership cards shall be issued by the Membership Committee Chair upon election as stated in Article III, Section A, #4, and shall be valid for the life of the individual.

4. All dues collected by the Membership committee shall be deposited (by the Treasurer or the Chair of the membership committee) within 14 days. Dues received by mail shall be deposited by the Treasurer or the Corresponding Secretary within 14 days. When deposits are made by the Chair of the membership committee or the Corresponding Secretary, all transaction details must be transmitted to the Treasurer within 2 weeks.

ARTICLE IV MEETINGS

A GENERAL COUNCIL MEETINGS

1. AGENDA

- a. The President along with the Board of Trustees shall place items on the Agenda for all regularly scheduled council meetings.
 - b. Form of the suggested Agenda:
 - i. Call to Order
 - ii. Approval of the Previous Meeting Minutes
 - iii. Treasurer's Report
 - iv. Trustee's Report
 - v. Committee Reports
 - vi. Old Business
 - vii. New Business
 - viii. Visitors, Announcements, Correspondence
 - ix. Adjournment
2. Persons wishing to speak at a council meeting may do so by obtaining the official recognition of the person presiding. Any person speaking longer than three minutes may be directed by the Vice President to conclude immediately.
 3. Persons wishing to make a formal Presentation at a council meeting must submit a request to the President or any other member of the Board of Trustees at least 14 days prior to the council meeting in order to determine if the presentation should be made to the Board of Trustees before the general council. Members of the Board of Trustees who receive such request shall immediately notify the President.
 4. VOTING PROCEDURES FOR GENERAL COUNCIL MEETINGS:
 - a. All members and non-members shall sign in on their respective sheet upon entering a regularly scheduled meeting. The Membership Committee will verify the name and membership card number with the official roster.

- b. Only qualified members will have a right to vote. Voting privileges are effective after verification of membership qualifications (see Article III, Section C #2). Verification disputes are resolved by the Membership Committee in reference to the official roster.
- c. The Vice President, or the President's designee, shall be responsible for counting and verifying the totals.
- d. A quorum of Community Council shall be 15 verified members

5. SCHEDULE OF MEETINGS

- a. **GENERAL COUNCIL MEETINGS:** The Mount Auburn Community Council will meet on the third Monday of each month unless an official holiday is declared. In the event of such an official holiday, the meeting will be held on the following Tuesday in that month.

Notice of MACC meetings will be circulated in a number of ways, including social media, newsletter, email notification, the webpage, and other forms of communication managed by the Communication Committee..

- b. **ANNUAL MEETING:** The Annual Meeting of the MACC will be held on the third Monday in October of each year. The items on the agenda are:
 - i. The end-of-year Financial Report.
 - ii. The end-of-year Performance Reports of all the Committees.
 - iii. The President's Annual Report.
 - iv. Directly following this meeting the elections will be held. Outgoing officers will serve till October 31st, incoming officers and trustees will take office on November 1st)

The Recording Secretary is responsible for organizing and issuing a written notice to all verified Council members of this Annual Meeting no later than 30 days prior to the date of the meeting.

- c. **TRUSTEE MEETINGS:** The MACC Board of Trustees will meet on the second Tuesday of each month unless an official holiday is declared. In the event of such an official holiday, the meeting will be held on the following Wednesday in that month.

- d. CALL MEETINGS: Call Meetings or special meetings may be called at any time by the following people:
 - i. The President.
 - ii. Any member of the Board of Trustees, with concurrence of two other member.

Call meetings can be called for the general council or Trustees only.

Trustees must be given a two day notice of a special trustees meeting, while General Council must be given one week's notice of a special council meeting. No official business can be conducted unless a quorum is present.

ARTICLE V

EXECUTIVE BOARD - DUTIES AND RESPONSIBILITIES

A DEFINITION AND AUTHORITY OF THE EXECUTIVE BOARD

1. The Executive Board consists of the MACC officers: the President, Vice President, Treasurer, Recording Secretary, and Corresponding Secretary.
2. The Executive Board has the authority and responsibility to carry out the policies, decisions, procedures and plans of the Board of Trustees.
3. Only the President (or designee) may sign correspondence on behalf of MACC. Only the President (or designee) may speak on behalf of MACC. When doing so they must be very clear as to whether the communication has or has not been approved by the Board and/or the Council.
4. All Officers must sign a Conflict of Interest statement upon taking office and once every year during their term in office.

B PRESIDENT

1. The President along with the Board of Trustees shall place items on the agenda for all MACC General Council meetings in accordance with Article IV, Section A #1.
2. The President shall attend all Trustee meetings and has one vote on all issues.
3. The President will preside over all MACC General Council meetings and all meetings of the Board of Trustees.
4. The President shall consult the Board of Trustees prior to making any statements presuming to represent the position of the Board of Trustees.
5. The President shall appoint Committee Chairs with the advice and approval of the Board of Trustees.

6. The President shall sign the records thereof and perform generally all duties usually performed by presidents of community councils.
7. The President, with the approval of the Board of Trustees, shall appoint people to serve as MACC's representatives on various committees and organizations that implicate Mt. Auburn. Such appointments shall be reviewed annually.

C VICE PRESIDENT

1. The Vice President is responsible for carrying out all the duties of the President in the event that the President resigns, is removed or becomes permanently disabled, is temporarily absent, or otherwise is unable to perform the duties of the Presidency, whether on a long-term or short-term basis.
2. The Vice President shall preside over the meetings of the MACC and the Board of Trustees when the President is not present.
3. The Vice President is responsible for assuming all the duties of any resigned or removed Officer until a replacement can be found.
4. The Vice President shall keep time and order, and be responsible for counting and verifying votes at all MACC meetings.

D TREASURER

1. The Treasurer shall be responsible for receiving and safely keeping all monies and securities belonging to the corporation in a federally or state insured checking and/or savings account acceptable to the Board of Trustees.
2. The Treasurer shall be responsible for the disbursement of all Council funds and for keeping a record of receipts.
3. The Treasurer is responsible for keeping accurate and legible books and records of all financial dealings of the corporation.
4. The Treasurer is responsible for filing all federal, state, and local tax forms.
5. The Treasurer is responsible for preparing and submitting at each community council meeting a written financial report showing the receipts and disbursements and present cash balance of the corporation.
6. The Treasurer is responsible for keeping an accurate inventory of all community council property with purchase price.

7. The Treasurer is to be an active member of the Finance Committee and assist the Ways and Means Committee Chairperson in the functioning of that committee.
8. The Treasurer is responsible for seeing that all required signatures on all community council checks are obtained in a timely fashion.
9. The President, Vice President, and Treasurer are all authorized to sign checks.
10. Two authorized signatures are required on all checks.
11. The Treasurer shall act as Chief Financial Officer representing the corporation with any and all agencies and organizations where financial transactions and negotiations occur.
12. All cash and checks (other than dues; see article III, section C, #4) made out to the order of the corporation and received by a Trustee or Officer other than the Treasurer must be turned over immediately to the Treasurer for recording and disposition.

E RECORDING SECRETARY

1. The Recording Secretary is responsible for recording the minutes of all MACC General Council meetings and all meetings of the MACC Trustees.
2. The Recording Secretary is responsible for working with the Membership Committee on keeping an accurate roster of all Community Council members and attendance at all official council meetings.
3. The Recording Secretary is responsible for issuing timely notices of all council meetings to Trustees and General Council members.
4. The Recording Secretary is responsible for retaining the official seal of the corporation.
5. The Recording Secretary is responsible for organizing and issuing a notice of the Annual Meeting to all council members no later than thirty days prior to the date of the meeting.
6. The Recording Secretary is responsible for maintaining a record of the minutes produced by MACC's standing and ad hoc committees.

F CORRESPONDING SECRETARY

1. The Corresponding Secretary is responsible for collecting and opening the Council's mail (paper and email) weekly.

2. Upon receiving dues in the mail, the Corresponding Secretary shall either deliver them to the Treasurer or deposit them within 14 days (and provide receipts to the Treasurer).
3. The Corresponding Secretary is responsible for notifying the President and/or appropriate chairperson of any correspondence requiring action.
4. The Corresponding Secretary shall maintain a supply of official MACC stationary and send all official Council correspondence.
5. The Corresponding Secretary shall maintain digital and physical copies of all official correspondence received and sent by MACC.
6. The Corresponding Secretary is responsible for maintaining a log of all correspondence (including official email correspondence), indicating the originator, date received or sent, and the person or committee to which the matter was referred.
7. The Corresponding Secretary is responsible for issuing all notices as required by law and any other notices requested by Council.

G LENGTH OF TERM OF OFFICERS

1. Officers shall be elected at the (October) Annual Meeting in years ending with an even number (i.e., 2016, 2018, 2020, 2022, etc.)
2. Officers are elected to a two year term beginning on November 1st following the election in October.
3. Any officer may serve three consecutive terms in the same office for a total of six years after which they must wait two years before seeking the same office again.

H REPLACEMENT OF OFFICERS UPON RESIGNATION

1. The Vice President shall assume responsibilities of the resigned Officer until a replacement can be found. If more than one office is vacant then the President can appoint temporary replacements.
 - a. The President must make an announcement of the vacancy at the next regularly scheduled Council meeting. This announcement shall request that persons willing to fill the vacancy should contact the Board of Trustees
2. The replacement will be selected by the President with Board of Trustees approval.

I REMOVAL OF OFFICERS

1. REASONS FOR REMOVAL

- a. NON-ATTENDANCE - Failure to attend three consecutive regularly scheduled Council meetings or three consecutive regularly scheduled Trustee meetings without prior notification shall be grounds for removal from Office.
- b. FAILURE TO PERFORM DUTIES - Any Officer who does not carry out their duties, or refuses to carry out their duties as specified by these Bylaws and/or as charged by the Board of Trustees or by the Council body, shall be removed from office.
- c. Any action that has an adverse effect on the operation of the Council (such as, but not limited to, violation of Federal, State, Local, Civil and Criminal laws) may be grounds for removal from office.

2. PROCESS FOR REMOVAL

- a. A petition for removal of an Officer can only be made in writing by a member of the Board of Trustees or a member of the MACC to the Board of Trustees. Reasons for the petition to remove an Officer must be related to Article V, Section I, #1 and must be clearly stated in the petition.
- b. The recommendation to remove any Officer will require a three-fourths vote of Trustees present at a regularly scheduled Trustees meeting, a quorum having been constituted.
- c. If a three-fourths majority vote is not obtained on the recommendation for removal of an Officer, the action taken must be included in the minutes and reported at the next subsequent MACC meeting.
- d. Recommendations for the removal of an Officer must be put on the agenda of the next subsequent regularly scheduled MACC meeting.
- e. The removal of any Officer requires a two-thirds vote of verified council members at a regularly scheduled Council meeting.
- f. Any Officer who is subject to a recommendation for removal must turn over all MACC possessions and records within seven calendar days from the date of the recommendation.
- g. There is NO reinstatement process available to an Officer who is removed.

J APPOINTMENT OF OFFICERS

1. If either all five Officer positions are not filled as a result of the Annual Elections, or a permanent vacancy occurs during the regular term, the following procedure will be used to fill the vacancy.
 - a. The vacancy shall be announced at the first ensuing general Council meeting and the procedures for appointing a replacement described.
 - b. All applicants must submit a current biography to the Board of Trustees, and must have attended at least four regular Council meetings in a Council year, or one-half of the meetings officially held, whichever is less.
 - c. A quorum of the Board of Trustees shall review the applications and submit a written recommendation to the Council body at the subsequent regularly scheduled Council meeting.
 - d. A simple majority of eligible voting members present at a regular Council meeting is required to confirm all appointed Officers.
 - e. Action must be taken immediately to fill vacancies in a timely manner.
 - f. The term of office for appointed officers is the remainder of the terms of the positions they are appointed to fill.

ARTICLE VI

BOARD OF TRUSTEES - DUTIES AND RESPONSIBILITIES

- A The Board of Trustees shall be responsible for making recommendations to the council body concerning the business and property of the corporation, setting policy, approving budgets, salaries, contracts (with any organization, individual, or governmental agencies) and public statements. The Board of Trustees may approve non-budgeted expenditures of less than \$250.00 without Council approval. All expenditures of \$250.00 or more must be approved by the Council. All other Board decisions shall be brought before the subsequent Council meeting in the form of a written recommendation. Council decisions on Board recommendations require a simple majority for approval or non-approval. When a decision must be made before the next regular Council meeting, the Board may make the decision, but must be clear in all its communications, whether written or verbal, that it is only speaking for the Board and not the Community Council.
- B NUMBER OF TRUSTEES. Board of Trustees shall consist of nine Trustees and five Officers. All trustees must hold current MACC membership. A quorum shall be greater than or equal to 50% of verified members of the Board.

C LENGTH OF TERM OF TRUSTEES

1. All trustees shall be elected at the Annual Meeting in years ending with an uneven number (i.e., 2017, 2019, 2021, 2023, etc.).
2. Trustees are elected to a two year term beginning on November 1st following the October election.
3. If more than nine candidates for Trustee are on the ballot, the top nine vote-getters are elected.
4. Any Trustee may serve three consecutive terms in this office for a total of six years after which they must wait two years before seeking the same office again.

D DUTIES OF TRUSTEES

1. In addition to attending Board and Council meetings, all Trustees must serve on a Committee and be willing to serve as Chair of a Committee.
2. All Trustees must sign a Conflict of Interest statement upon taking office and once every year during their term in office.

E FORM OF TRUSTEE RECOMMENDATIONS TO COUNCIL

1. All Board of Trustee recommendations will be based on a simple majority vote.

F FILLING OF TEMPORARY VACANCIES ON THE BOARD OF TRUSTEES.

1. Any Trustee who cannot carry out their duties for three consecutive meetings for any valid reason beyond their control must notify the Board of Trustees in writing.

G REMOVAL OF TRUSTEES

1. REASONS FOR REMOVAL

- a. **NON-ATTENDANCE** - Failure to attend three consecutive regularly scheduled Council meetings or three consecutive regularly scheduled Trustee meetings without prior notification shall be grounds for removal from office.
- b. **FAILURE TO PERFORM DUTIES** - Any Trustee who does not carry out their duties; or refuses to carry out their duties as specified by these Bylaws and/or as charged by the Board of Trustees or by the Council body shall be removed from office.

- c. Any action that has an adverse effect on the operation of the Council (such as, but not limited to, violation of Federal, State, Local, Civil, and Criminal laws) may be grounds for removal from office.

2. REMOVAL PROCESS FOR TRUSTEES

- a. A petition for removal of a Trustee can only be made in writing by a member of the Board of Trustees or a member of the MACC to the Board of Trustees. Reasons for the petition to remove a Trustee must be related to Article VI, Section G, #1 and must be clearly stated in the petition.
- b. The recommendation to remove any Trustee will require a three-fourths vote of Trustees present at a regularly scheduled Trustees meeting, a quorum having been constituted.
- c. If a three-fourths majority vote is not obtained on the recommendation for removal of a Trustee, the action taken must be included in the minutes and reported at the next subsequent MACC meeting.
- d. Recommendations for the removal of a Trustee must be put on the agenda of the next subsequent regularly scheduled MACC meeting.
- e. The removal of any Trustee requires a two-thirds vote of verified council members at a regularly scheduled Council meeting.
- f. Any Trustee who is subject to a recommendation for removal must turn over all MACC possessions and records within seven calendar days from the date of the recommendation.
- g. There is NO reinstatement process available to an Officer who is removed.

H APPOINTMENT OF TRUSTEES

- 1. If either all nine Trustee positions are not filled as a result of the Annual Elections, or a permanent vacancy occurs during the regular term, the following procedure will be used to fill the vacancy.
 - a. The vacancy shall be announced at the first ensuing general Council meeting and the procedures for appointing a replacement described.
 - b. All applicants must submit a current biography to the Board of Trustees, and must have attended at least four regular Council

meetings in a Council year, or one-half of the meetings officially held, whichever is less.

- c. A quorum of the Board of Trustees shall review the applications and submit a written recommendation to the Council body at the subsequent regularly scheduled Council meeting.
- d. A simple majority of eligible voting members present at a regular Council meeting is required to confirm all appointed Trustees.
- e. Action must be taken immediately to fill vacancies on the Board in a timely manner.
- f. The term of office for appointed Trustees is the remainder of the terms of the positions they are appointed to fill.

ARTICLE VII COMMITTEES

A GENERAL STANDARDS

- 1. No individual can belong to more than three standing committees.
- 2. No individual can Chair more than two standing committees.
- 3. All committees must generate written minutes of their meetings and send them to the Recording Secretary within two weeks of their meetings.

B STANDING COMMITTEES

1. WAYS AND MEANS COMMITTEE

- a. RESPONSIBILITIES - To raise funds consistent with the goals and objectives of these bylaws, necessary to keep the MACC operative and solvent.
- b. ORGANIZATION - The Ways and Means Committee shall be composed of a Chairperson with as many associates as is necessary for the functioning of the committee.

2. FINANCE COMMITTEE

- a. RESPONSIBILITIES. To ensure that the financial position of the MACC is solvent at all times. To prepare and monitor operating budgets and monitor all other budgets (e.g., NSP and CBR). The Finance Committee is also responsible for monitoring the financial activities of all other committees.

- b. ORGANIZATION - The Finance Committee shall consist of a Chairperson, the Treasurer, the Chairperson of the Ways and Means Committee, and as many associates as is necessary for the function in of the committee.

3. MEMBERSHIP COMMITTEE

- a. RESPONSIBILITIES - To actively pursue members of the Mt. Auburn community in an effort to increase and maintain a high percentage of membership in the Council. Both individual and business memberships are to be emphasized. The Chairperson shall be responsible for coordinating with the Treasurer on the sale of membership cards and receipts thereof.
- b. When the Chair of the Membership Committee receives dues they will either deliver them to the Treasurer or deposit them within 14 days (and provide receipts to the Treasurer).
- c. The Chairperson is responsible for keeping an accurate file of active memberships (the official roster).
- d. The Membership Committee is responsible for verifying the monies and membership cards with the official roster at all MACC General Council meetings.
- e. ORGANIZATION - The Membership Committee shall be composed of a Chairperson with as many associates as is necessary for the functioning in of the committee.

4. COMMUNITY DEVELOPMENT

- a. RESPONSIBILITIES - To deal with all issues related to the social or economic welfare of the community including housing, transportation, recreation, health, education and community activities.
- b. This committee shall work closely with the Mt. Auburn Community Development Corporation (CDC) and, when possible, one of its members shall serve as one of MACC's representatives on the CDC.
- c. ORGANIZATION - The Community Development Committee shall consist of a Chairperson with as many associates as is necessary for the functioning of the committee.

5. ENVIRONMENTAL/HISTORICAL COMMITTEE

- a. RESPONSIBILITIES - To deal with issues related to the physical environment and historical aspects of the community.

- b. ORGANIZATION. - The Environmental/ Historical Committee shall consist of a Chairperson with as many associates as is necessary for the functioning of the committee.
6. ELECTION PROCESS COMMITTEE
- a. RESPONSIBILITIES - To make a diligent effort to gain candidates for Council elections. To implement the election process as stated in Article VIII.
 - b. ORGANIZATION - The Election Process Committee shall consist of a Chairperson and as many associates as is necessary for the functioning of the Committee appointed by the President with the advice and consent of the Board. No candidates may serve on the Election Process Committee. The committee shall be established at the June Council meeting preceding the election.
7. COMMUNICATION COMMITTEE
- a. RESPONSIBILITIES – To use social media, traditional media, and other communication sources to promote MACC, the Mt. Auburn neighborhood, and our partners. The committee will maintain and update social media accounts, website, and marketing for all MACC events.
 - b. ORGANIZATION – The committee shall consist of one Chairperson and as many associates as necessary for the functioning of the committee.

ARTICLE VIII
ELECTIONS

A ELECTION PROCESS

1. MACC elections are held annually, immediately following the Annual Meeting in October.
2. All candidates for elected office shall submit a "Letter of Intent" form. (See attachment)
3. The last opportunity for nominations from the floor and submission of letter of intent forms will be the regular Council meeting preceding the date of the official elections (September). Persons being nominated must be present to accept the nomination and subsequently submit a "Letter of intent" form.
4. Persons running for the office of President, Vice President, Treasurer, Recording Secretary or Corresponding Secretary must be residents of Mt. Auburn.

5. Persons running for Trustee must be residents or Business Members (including property owners).
6. All candidates must be members in good standing with the MACC and have attended at least four meetings during the past 12 months, or one half of the meetings officially held, whichever is less.
7. The election will have an objective individual presiding and votes will be counted by not more than four people selected by the Election Process Committee. The Election Process Committee will present the Objective Individual and tabulators at the September MACC General Council meeting.
8. All candidates must participate in all functions outlined by the Election Process Committee, including a "Meet the Candidates Forum" to be held at the meeting preceding the election.
9. The election will be announced to all council members beginning at least three months prior to the election. Announcements will be made via email, social media and/or written notices.
10. To be eligible to vote, a person must be a verified member in good standing with the MACC and have attended at least two Council meetings, Board meetings and/or Council sponsored events during the past 12 months. The last day a person can become a member of MACC and vote in the October election is the regular scheduled MACC meeting in September.

B CALL FOR NEW ELECTION

1. REASON FOR NEW ELECTIONS

- a. At such time that a minimum of five trustees, including Officers, cannot be attained due to resignation or removal, those remaining Trustees and Officers may call for new elections of both Officers and Trustees under the following conditions:

- i. Filing of a written report to the full council containing the following items:

- An accurate record of Trustee attendance at all Trustee meetings held after the previous election.

- A list of those Trustees and Officers who have resigned since the last election.

- An accurate record of all proceedings in which an Officer or Trustee was officially removed.

- A list of those Trustees and Officers who have resigned since the last election.
 - An accurate record of all proceedings in which an Officer or Trustee was removed.
 - An appendix containing all documentation supporting the statements made in the written report, i.e. letters of resignation, meeting minutes, etc.
- ii. Process - The Board of Trustees shall make a recommendation to call for new elections at the next regularly scheduled MACC meeting.
 - iii. A call for new elections requires a vote of two-thirds of verified Council members, a quorum having been constituted.
 - iv. If new elections are to be held as a result of the vote by the full MACC body, the election process as stated in Article VIII, Section A shall be followed.
 - v. The election shall be held not less than 90 or more than 120 days hence.
 - vi. The newly elected Officers will serve until the next annual election.

ARTICLE IX

DISSOLUTION OF THE MOUNT AUBURN COMMUNITY COUNCIL, INC.

A If dissolution of the corporation is deemed necessary, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of this corporation, dispose of all the assets of the corporation exclusively for the purpose of this corporation in such manner, or to such organizations which are organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt corporation under Section 501-C-3 of the Internal Revenue Code of 1954 (or the corresponding provision of any United States Internal Revenue Law), as the Board of Trustees shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such corporations, as that Court shall determine which are organized and operated exclusively for charitable purposes.

ARTICLE X

AMENDMENTS TO THE BYLAWS

- A The bylaws of the Mt. Auburn Community Council, Inc. of Cincinnati shall be amended or revised in the following fashion:
1. The Board of Trustees must appoint a Task Force consisting of three or more Trustees plus any interested members-at-Large, but no more than 3. This Task Force shall make a written recommendation to the Board of Trustees stating its adopted amendments or revisions and its decisions.
 2. The Board of Trustees shall consider and act upon the Task Force recommendations prior to presenting them to the full Council at a regularly scheduled Community Council meeting.
 3. The recommended amendments to the Code of Regulations or By Laws shall be read at no less than two regularly scheduled community council meetings.
 4. The Bylaws of the Mt. Auburn Community Council may be amended or revised by the Council after the second reading, by a vote of two-thirds of the verified Council members that are present, a quorum having been constituted.
 5. The adopted amendments or revisions to the Bylaws will become effective immediately after the vote.
- B The bylaws of the Mt. Auburn Community Council can be temporarily suspended according to the following procedures:
1. A member of the Board of Trustees or the general council may motion, during a scheduled meeting of either the Board of Trustees or the MACC, that a provision in the bylaws that refer to rules and procedures be suspended.
 2. The motion of suspension must clarify which rule is to be suspended and clearly describe the reason for the proposed suspension..
 3. A motion for the suspension of the bylaws must be approved by two-thirds of the members present at the meeting, a quorum having been constituted.

We, the undersigned of the Mt. Auburn Community Council, Inc., attest that the above By laws were adopted for the government of the Mt. Auburn Community Council, Inc., Cincinnati, Ohio, on August 15, 2016*

Stanley Broadnax, President, MACC

Catherine Ingram, Vice President, MACC

Anthony Thompson, Treasurer, MACC

Daniel Traicoff, Recording Secretary, MACC

Sandi Allen, Corresponding Secretary, MACC

*In November 2011, September 20, 2004, December 20, 1999, and August 19, 1996, the 1993 Bylaws of the Mt. Auburn Community Council were revised by vote of the Council according to the requirements of ARTICLE X of the MACC Bylaws.

Attachment A

Mount Auburn Community Council
Elected Office Letter of Intent to Run

I, _____, request that my name be added to the ballot for the election held on _____. I would like to run for the office of _____. I agree that I will follow the rules and regulations of the M.A.C.C. as stated in the current bylaws.

Signed _____

Biographical Information

Name: _____

Address: _____

Phone #: Day _____

Evening _____

Member of M.A.C.C.? Yes ___ No ___

Resident of Mt. Auburn? Yes ___ No ___

If no, do you own property in Mt. Auburn? Yes ___ No ___

How long have you owned property in Mt. Auburn? _____

Why do you feel that you should be elected to this office?
