

## **BY-LAWS**

### **FRIENDS AND ADVOCATES OF THE CROCKER-AMAZON AND EXCELSIOR F.A.C.E.**

#### **ARTICLE I. NAME**

The name of the organization shall be the "Friends and Advocates of the Crocker-Amazon and Excelsior, hereinafter referred to as FACE. Its boundaries shall be neighborhoods of the Crocker-Amazon and Excelsior districts of San Francisco, CA, the surrounding parks and support and promotion for other neighborhoods of Supervisorial District 11.

#### **ARTICLE II. PURPOSE AND GOALS**

The purpose and goals of the Association shall be to preserve and enhance the character of the area defined in Article I as a desirable San Francisco neighborhood; to build awareness and to celebrate the cultural and recreational resources we have in our neighborhood. We strive to gain recognition for our neighborhood's rich cultural diversity and proud history.

#### **ARTICLE III. MEMBERSHIP**

Membership may be extended to any person or organization that shares the goals of FACE outlined in Article II. Two levels of membership will be available: Internet only member: one who provides our steering committee with an e-mail address and in return will receive electronic newsletters on upcoming events and projects sponsored by the steering committee. This membership is free of charge. FULL-FACE member: One who will pay the annual dues established by the Steering Committee. Members may be individuals, a household, an organization or a business. Each shall count as one member and shall have one vote. Membership is for one year beginning in August and ending one year later, (unless membership term is extended by the Steering Committee). Membership must be renewed within 60 days of the new year or membership is automatically terminated but can be re-instated upon receipt of payment. Any member of either level may resign by notifying the Steering Committee of this desire. Membership fees are not refundable or transferable. Any member may be suspended or expelled by a majority vote of Full FACE members or a majority vote of the Steering Committee. Only FULL-FACE members shall have voting privileges.

#### **ARTICLE IV. OFFICERS**

The officers of the Association shall consist of Chairperson, Vice-Chairperson, Secretary-Archivist, and Treasurer. Officers shall be elected by a plurality vote of the FULL-FACE membership for a term of one year. Officers may succeed themselves.

**CHAIRPERSON** (*The Grand Excelsior*); shall preside at FACE meetings and meetings of the Steering Committee, shall preserve order and regulate debate, shall supervise the affairs of FACE and shall attend to its executive matters. He/she or an alternate so designated shall represent the Association as the liaison to the District 11 Council.

**VICE-CHAIRPERSON** (*The Vice-Excelsior*); shall preside over meetings when the Chairperson is absent and shall assist the Chairperson as needed. The Vice-Chairperson shall succeed the Chairperson in the event that position is vacated.

**TREASURER** (*The Crocker of the Exchequer*). The Treasurer shall have general charge of the funds of FACE and shall make reports of all receipts and disbursements. The Treasurer, under the direction of the Steering Committee, shall pay all properly certified bills in a timely manner. In the event of the temporary absence or disability of the Treasurer, his or her duties shall be performed by a person designated by the Chairperson.

**SECRETARY-ARCHIVIST** (*Title yet to be determined*). The Secretary-Archivist shall keep the minutes of the meetings of the Steering Committee and the general membership and shall notify the members of the time and place of all such meetings. The Secretary-Archivist shall be responsible for receiving, filing, and retaining all FACE records, including relevant newspaper clippings and other materials pertaining to the work of FACE. In the event of the temporary absence or inability of the Secretary-Archivist, his or her duties shall be performed by a person designated by the Chairperson.

## ARTICLE V. STEERING COMMITTEE

FACE shall be governed by a Steering Committee. The Steering Committee shall be composed of the Chairperson, the Vice-Chairperson, the Treasurer, the Secretary-Archivist, the chairpersons of FACE's standing committees, and between three and six additional FULL FACE members as Members-At-Large. Steering Committee members, including officers, shall be elected for a term of one year by the membership at the annual business meeting with terms beginning in January and following the calendar year. Steering Committee members may succeed themselves. Steering Committee members may resign by tendering their resignation to the Steering Committee, or a member may be removed by majority vote of the other members. In the event of absence or disability of a member of the Steering Committee, the Chairperson shall have the right to nominate a successor subject to confirmation by a majority vote of the Steering Committee. The Steering Committee may establish such accounts with banks, trust companies or other financial institutions, as it deems appropriate. All written contracts or obligations shall be signed by the Chairperson, Vice-Chairperson, and the Treasurer.

The Steering Committee is authorized to take public positions on behalf of the Association on issues that affect the neighborhood, based upon a majority vote of 3/4 of the Steering Committee members attending a meeting, provided a quorum is present, or of a 3/4 majority of all Steering Committee members in the event of a telephone or e-mail vote. Any such decision by the Steering Committee will be disclosed to the Membership at least one week prior to any announcement to the general public on behalf of the Association. The Membership shall have the right to override any such action of the Steering Committee by submitting a signed letters or e-mails by a simple majority of FULL FACE members whose current dues are paid in full as of the submission date.

## ARTICLE VI. STANDING COMMITTEES

FACE Standing Committees: The chairperson of each committee shall be responsible for appointing committee members. The Steering Committee may establish temporary committees as it deems appropriate. Both levels of FACE members may serve on more than one committee.

SPECIAL EVENTS: This committee shall be responsible for organizing social gatherings and promotional events. The Treasurer shall serve as vice-chair of this committee. The committee shall oversee the fiscal operations of FACE and be responsible for its fundraising efforts.

NEWSLETTER/PUBLICITY/MEMBERSHIP AND ISSUES MONITORING. This committee shall produce the FACE newsletter (both electronic and mailed copies), coordinate all publicity deemed necessary by the Steering Committee, and notify Steering Committee members of the time and place of all meetings. It shall monitor issues of importance to FACE which come before City commissions and organizations. It shall advise the Steering Committee on such issues, develop and recommend plans of action when needed, and assist the Secretary-Archivist in gathering and maintenance of records on FACE issues.

## ARTICLE VII. NOMINATIONS AND ELECTIONS

The initial officers of Friends and Advocates of the Crocker- Amazon and the Excelsior, shall consist of those officers volunteering in 2002. These officers shall appoint a temporary Steering Committee to serve until the annual business meeting in 2004. Prior to the annual business meeting, the Vice-Chairperson shall appoint a nominating committee to recommend a slate of officers and other Steering Committee members for the upcoming year. This slate shall be approved by a majority vote of the Steering Committee and then presented to the general membership for a vote at the annual business meeting. Nominations for all positions on the Steering Committee may be made from the floor by the general membership provided prior consent of the nominee has been expressed. The nominee for each Steering Committee position who receives plurality vote shall be elected. A quorum shall consist of 1/3 of the Association's membership.

## ARTICLE VIII. MEETINGS

OF THE MEMBERSHIP. There shall be at least two meetings of the membership of FACE each year, at a time and place determined by the Steering Committee. At least One of these meetings shall be the annual business meeting for the election of the Steering Committee, reports by officers and standing committee chairpersons, and recognition of special members and friends. Special gatherings of the membership also may be called by the Steering Committee. Notice of such gatherings shall be mailed, e-mailed or hand delivered no less than two weeks prior to such gatherings.

OF THE STEERING COMMITTEE. The Steering Committee shall meet before each membership meeting to transact any pending FACE business. Special meetings of the Steering Committee may be called by the Secretary upon the request of any two Steering Committee members with not less than 24 hours notice. The quorum for transacting FACE business shall consist of a majority of Steering Committee members. When an event requires immediate action and time does not permit a formal convening of the Steering Committee, action may be taken with the phone call and/or e-mail approval of a majority of the Steering Committee.

OF STANDING AND TEMPORARY COMMITTEES. Standing and special committees shall be convened at the call of the committee chair.

## ARTICLE IX. FISCAL YEAR

The fiscal year for all business transactions shall be the calendar year.

## ARTICLE X. AMENDMENTS

These by-laws may be amended by a majority vote of 2/3 of the membership in attendance at the annual business a membership meeting. Proposals to amend the by-laws shall be in writing and approved by a majority of the Steering Committee. Notice of any proposed amendments shall be mailed or hand delivered at least thirty days prior to any membership vote on same.

Tentative Bylaws-working copy adopted 4<sup>th</sup> day of January 2004