**Bylaws of the Stratfield Historic District Association (SHDA)**

**I. Name of Organization**

The name of this organization shall be the Stratfield Historic District Association (SHDA).

**II. Boundaries**

The Stratfield Historic District Association shall focus its activities on the area within the officially designated boundaries of the Stratfield Historic District, which includes 280properties along Clinton and Brooklawn Avenues in the West End of Bridgeport, along with relating side streets in a general one block radius to the east as well as longer spurs facing North Avenue.

**III. Purpose**

The Stratfield Historic District Association exists to promote and enhance the architectural integrity of the built properties and streetscapes of the Stratfield Historic District in Bridgeport, the 100th local historic district in the state of Connecticut.

Through membership activities, *communications* and public projects, the SHDA seeks to encourage an appreciation for historic preservation, encourage neighborhood beautification and home maintenance, and generally elicit cooperation from property owners for the betterment and improvement of the quality of life within the district. Specifically to:

1. To foster an attitude of neighborhood spirit and involvement on the part of the community of the SHDA through the development of social, cultural and educational programs in the SHDA area;
2. Promote a closer association and cooperation among residents, business firms and city government for the general welfare, preservation and continued progress of the SHDA area and surrounding areas;
3. Encourage high standards in the construction and upkeep of buildings and property in the SHDA area and surrounding areas;
4. Encourage and integrate environmentally and socially aware concepts in the neighborhood;
5. Promote and support the SHDA and our business community through work with governmental agencies, interested persons and the general public;
6. Provide a forum for communicating issues pertinent to our community;
7. Support the activities of the Stratfield Historic District Commission (SHDC).[[1]](#footnote-1)

**IV. Membership & Privacy**

1. Who is eligible for membership in the SHDA?

Membership is open to property owners and residents in the district, as well as businesses, non-profits and religious organizations located within the district, and anyone who wishes to join the SHDA. The Board shall include no more than one non-resident of the Stratfield Historic District.

1. Privileges and responsibilities of membership

SHDA Members are responsible for payment of annual dues to support the organization. They have the right to attend the Annual Meeting and meetings of the Officers, to present ideas and comments, and to serve on committees.

1. Member Contact Information – Members have entrusted their contact information to the SHDA so that we may communicate and share important information with them. Member contact information will be kept strictly private and will not be shared with other members or organizations, without prior consent.

**V. Voting**

1. Voting Members

All adult paid SHDA Members shall be voting members (maximum of 2 votes per household membership and organizations/businesses/non-profits get 1 vote).

1. Non-voting Members

Members who have not paid dues do not have voting privileges.

1. Proxy

No vote by proxy will be allowed for any question, issue or candidate under any Article of these Bylaws.

1. Written Ballots

The Officers may establish rules for the distribution of written ballots for any questions, issues or elections by either the Officers or the Members of the Association. Ballots must be clearly marked to be acceptable.

1. Electronic Voting

The Officers may discuss and vote on time sensitive issues by email, telephone conference or other electronic means.

**VI. Dues**

Prior to the first meeting of each fiscal year, the Officers shall agree, based on a majority vote, on the amount of the dues to the organization. The by-laws shall be amended accordingly. Annual dues shall be payable at the first meeting of each fiscal year. Dues will be made to the Treasurer and establishes membership in the Association.[[2]](#footnote-2)

1. Amount

$10 per Individual, $20 per Household (2+ people) or $30 per Business, Non-profit or Religious organization.

1. Payment

Dues are payable annually at the beginning of the fiscal year.[[3]](#footnote-3)

**VII. Fiscal Year**

The fiscal year shall commence on April 1 and end on March 31 of the following year.[[4]](#footnote-4)

**VIII. Meetings**

All meetings of the Members shall be held in such place as designated by the Officers in the notice of meeting.

1. Quorum

At least three Officers must be present to constitute a quorum. If fewer than three Officers are present, the meeting may be held but no vote can take place.

1. Monthly Meetings

Monthly meetings of the Officers shall be held at such time and place as designated by the Officers, on the second Monday of the month[[5]](#footnote-5) for the transaction of such other business as may be properly brought before the meeting. All paid Members may attend. All meetings will follow Roberts Rules of Order.

**IX. Officers**

1. Number of positions: 5
2. Date and manner of election

Officers shall be elected by ballot at the Annual meeting or the first meeting of the fiscal year (April 1 starts the fiscal year annually), after dues have been paid. The Officers of the SHDA shall be elected by majority vote of the organization for a term of two years and shall serve until their successors in office are elected.

1. Term of office:  Three consecutive years for President, Member At Large and Secretary, with the exception of the initial term of office for the Vice President and Treasurer, which shall be a term of office of two years.
2. Filling vacancies

Vacancies shall be filled by an election for the unexpired term at any meeting of the membership, provided that notice of such election shall be given at least one week in advance of such meeting.

1. Removal of Officers

Any Officer who fails to perform the duties of his or her office as set forth in this document may be removed from office by action of the Officers.

1. Removal for Non-Attendance

Any Officer who fails to attend three (3) regularly scheduled meetings during the course of a calendar year may be removed from office at the discretion of the Officers. Such action shall take into account the stated reasons for the non-attendance by the Officer. It shall be the duty of the Secretary to record attendance and make available said record.

1. Removal for charge against the rules and regulations

Any Officer, who fails to abide by the rules and regulations of the District, its Commission, and by the National Park Service and the State Historic Preservation office, shall be removed following the Removal Procedures cited in number 3 below.

1. Removal Procedure

An Officer or director may be removed from office by a majority vote of the Officers at a regularly scheduled or specially called meeting at which a quorum of the Officers shall be present.

1. Notice of Removal Action

The Officer at issue shall be given at least ten (10) days written notice of such meeting and the specific facts to be presented. In any meeting at which a vote for removal is to be taken, the Officer or director at issue shall have a full and adequate opportunity to present arguments, facts, and other information to support his position, and if not present, shall be informed in writing of the Officers’ actions.

**X. Duties of Officers**

1. President

The President shall preside at meetings, act as the primary spokesperson for the Association, and shall perform such other duties as may be assigned by the Officers. In no event shall a President serve more than three consecutive terms.

1. Vice President

In the event of a vacancy in the office of the President or during his or her absence or inability to act, the President's duties and powers shall devolve upon the Vice-President. The Vice President shall be responsible for organizing regular monthly meetings of the membership. The Vice President shall also solicit nominations for new Officers. In no event shall a Vice President serve more than three consecutive terms.

1. Secretary

The Secretary shall keep or cause to be kept a record of all meetings of the Officers and shall assist in such correspondence as may be required by the President and the Officers. If the Secretary is not available to attend a meeting, the Secretary is responsible for locating an alternate Director to fulfill the Secretary's functions at said meeting. The Secretary shall also send notice to all Members of the time and place of the next monthly meeting and along with such notice provide a copy of the minutes of the preceding meeting. The Secretary shall keep a record of attendance at meetings and report the failure of any Officer to meet the attendance requirements. The Secretary shall notify the President of any absences exceeding the amount allowed by these bylaws. The Secretary shall serve no more than two consecutive terms.

1. Treasurer

The Treasurer shall keep or cause to be kept accounts as may be necessary to show the receipts, expenditures and financial condition of the Association at all times, or as may be required by the Officers, and shall keep or cause to be kept records of membership and monies collected in the form and manner prescribed by the Officers. The Treasurer shall maintain and pay for the Association post office box with Association funds. The Treasurer shall serve no more than two consecutive terms.

1. Member At Large

The Member At Large shall exercise such powers as directed by the other Officers, and perform duties as may be assigned, from time to time, by the President or other Officers, based on the needs of the organization. The Member At Large shall serve no more than two consecutive terms.

1. Powers of the Board

The affairs of the Corporation shall be managed by its Board of Directors. The Board of Directors shall have control of and be responsible for the management of the affairs and property of the Corporation.

Should the Board decide on a conflict of interest or abuse of power with a member, that individual's membership may be revoked by a majority vote of the Board.

Members of the Board my not receive compensation for the service as Directors.

Gifts of no more than $25.00 can be accepted by Board members.

Board meetings are attended by members of the Board only, members may attend by invitation of board members. Attendees who are not board members may observe and comment/present suggestion when asked, and bring any issues to the Board. At any time, any member can request a meeting with the Board to bring any issue to the Board.

**XI. Standing Committees**

1. Manner of creation of Committees

There shall be such standing and special committees and sub-committees as shall be appointed by the Officers of the SDHA, and such committees shall have such duties and powers as determined by the Officers and be under the direct control of the Officers.

The Officers may establish necessary committees at any meeting. The President shall nominate committee chairpersons, to be approved by the Officers and voting Members present.

Removal of Committee Chairs shall follow the same removal procedures cited previously in number 3 Removal Procedure.

1. Composition

Committees may be comprised of Officers, Members and other interested persons.

1. Purpose

The purpose of such committees shall serve the entire Association through its benefits to the neighborhood. Major project (apart from annual goals) must have the support of membership and the Board. The Board may make decision regarding the feasibility, urgency/need, alignment with SHDA mission. Appropriateness for the neighborhood and the organization. Board members must report decisions and the reasoning behind them to membership at regular meetings. Final approval of major projects will be decided by a majority of members present at a regular meeting. Committees are needed in order to accomplish the SHDA goals.

1. Leadership

Committees must be headed by an Officer, who shall make monthly reports and handle budgetary items for said Committee.

1. Dissolution

 A Committee may be terminated by a majority vote of the Officers.

**XII. Parliamentary Authority**

The Officers shall adopt Robert's Rules of Order to ensure free, open and orderly discussion.

**XIII. Non-Profit Status**

1. 501c3

This organization shall be a non-profit organization and no part of the net earnings thereof shall inure to any individual Member.

1. Non-political

This Association shall not endorse political candidates.

**XIV. Financial**

The Treasurer will be responsible for the budget and financials, which will be subject to an independent audit every two years. Audit shall be conducted by a committee of three Members, made up of non-Officers, appointed by the Members of the SHDA.[[6]](#footnote-6)

All expenditures above $251 must be approved by a majority vote of the Members. All expenditures below $250 or lower must be approved by a majority vote of the Officers.[[7]](#footnote-7)

**XV. Amendments**

These by-laws may be amended by a simple majority vote of the Association Members at a regular or special meeting, after approval by a simple majority of the Officers. At a minimum, the by-laws will be reviewed annually at the beginning of the fiscal year, April 1.

**XVI. Dissolution**

In the event that the SHDA becomes inactive or dissolves, all money in the general fund shall be distributed to a tax-exempt community oriented institution or organization located in the city of Bridgeport[[8]](#footnote-8). At the time of dissolution, the majority of the Members of the Association must approve this distribution of funds.

Adoption of these By-Laws by the Organizing Committee: April 17, 2016 July 8, 2019.

1. Addendum by the Members of the Stratfield Historic District Association: April 18, 2016 [↑](#footnote-ref-1)
2. Addendum by the Members of the Stratfield Historic District Association: December 12, 2016 [↑](#footnote-ref-2)
3. Addendum by the Members of the Stratfield Historic District Association: December 12, 2016 [↑](#footnote-ref-3)
4. Addendum by the Members of the Stratfield Historic District Association: December 12, 2016 [↑](#footnote-ref-4)
5. Addendum by the Members of the Stratfield Historic District Association: October 17, 2016 [↑](#footnote-ref-5)
6. Addendum by the Members of the Stratfield Historic District Association: April 18, 2016 [↑](#footnote-ref-6)
7. Addendum by the Members of the Stratfield Historic District Association: December 12, 2016 [↑](#footnote-ref-7)
8. Addendum by the Members of the Stratfield Historic District Association: April 18, 2016 [↑](#footnote-ref-8)