

Description and duties of the GOHCA Board
Taken from The Greater Oak Hills Civic Association Corporate By-laws
(Amended on March 13, 2008 and Adopted on April 20, 1998)

OFFICERS OF THE CORPORATION: The officers of the corporation shall be a President, a Vice-President, a Secretary and a Treasurer.

ELECTION OF OFFICERS: The officers shall be elected by the members of the Corporation, and shall hold office until their successors are chosen by the members and qualify to fill the office. No officer shall hold more than one office.

DUTIES: The duties of the officers are as follows:

(1) **PRESIDENT:** The President shall be the chief executive officer of the Corporation. He shall preside at all meetings of the members and at all meetings of the Board of Directors. He shall have general powers and duties of supervision and management of the Corporation in accordance with the Articles of Incorporation, the By-Laws and all orders and resolutions of the Corporation, subject to specific authorization and/or approval by majority vote of the members of the Corporation. The President shall be responsible for filing the annual report with the Secretary of State if required.

(2) **Vice-President:** In general, the Vice-President shall serve as the assistant to the President, assisting the President as required and as directed by the President in these duties. In the absence of the President, the Vice-President shall assume the duties and responsibilities of the president. The Vice-President shall assist in notifying the membership of the regular and special meetings.

(3) **SECRETARY:** The Secretary shall attend all meetings of the Board of Directors and the general membership meetings. The secretary shall keep minutes of the meetings. Upon approval, the Oak Hills web site shall be the official repository of minutes. The secretary shall maintain all corporate records and upon request, shall issue notices of all meetings and assist the President in preparing an agenda.

(4) **TREASURER:** The Treasurer shall receive all funds of the Corporation and shall disburse funds in accordance with the determination of the members of the Corporation. The Treasurer shall keep records of all money received and disbursed, and shall make reports to the Members and Board of Directors when requested and cause them to be posted on the web site. The treasurer shall maintain a current financial report and ensure compliance with all State and Federal regulations regarding nonprofit corporations. He shall be responsible for filing state and federal tax returns, if required.

SECTION 2: BOARD OF DIRECTORS

COMPOSITION: The Board of Directors shall consist of five (5) to seven (7) members, all of which must be Members of the Corporation, and elected by majority vote of the Members present at the annual meeting. Vacancies on the Board may be filled by appointment of the Board, and such appointee serves until replaced or the appointment confirmed by majority vote of the Members present at a special election called for that purpose. All terms of office for the Board are for three (3) years.

DUTIES: The Board of Directors is charged with the management of all affairs of the Corporation subject to the approval by majority vote of the Members present at any

regular or special meeting. The Board shall work with the Officers and Committees and shall make recommendations on any proposed Board action or any type of corporate action to the membership of the corporation for their approval at either a regular or special meeting. Proper notice concerning the purpose of the meeting must be given to the Members. The Board of Directors shall work with the Officers and Committees and prepare a budget to be presented to the Members at the general membership meeting.

MEETINGS: Regular meetings of the Board of Directors may be held at any place that the Board of Directors may designate. Unless the meetings are arranged on a regularly scheduled basis by the Board, written notice of all meetings shall be given each Director at least three (3) days prior to the meeting.

SECTION 3: COMMITTEES

The following shall be regular standing committees, with other committees created from time to time. The committees are to be comprised of voluntary members.

1. Membership
2. Newsletter
3. Safety Liaison
4. Beautification
5. Social
6. Regional Development
7. Welcoming
8. Web Site Coordinator
9. Federation of Civic Associations
10. Block Captain Coordinators
11. Nominations