

[FULL BYLAWS HERE](#)

ARTICLE I – DEFINITIONS

Section 5 – Association Boundaries

EXISTING: The Association shall be bound by Piedmont Avenue/Road (east), northeast trail of the Atlanta BeltLine (west), and I-85 (north) including the Armour-Ottley and Cheshire Bridge Road business districts that fall within the Atlanta BeltLine subareas 6 and subarea 7 the Piedmont Road area.

PROPOSED AMENDMENT: The Association shall be bound by Piedmont Avenue/Road (east), northeast trail of the Atlanta BeltLine (west), and I-85 (north) including the Armour-Ottley and Cheshire Bridge Road business districts that fall within the Atlanta BeltLine subareas 6 and subarea 7 **from Piedmont Road to LaVista Road NE.**

ARTICLE II – MEMBERSHIP

EXISTING: Section 1 – Acceptance of Members

To accept a proposed Member, the Board of Directors must be satisfied that the individual or entity is **financially responsible**, will comply with all Bylaws, rules and regulations, will work to fulfill the goals and objectives established for the Association by its Board of Directors and members, and will not be disruptive to the other Members or the Association's operations or activities. The Board of Directors may delegate this responsibility to the Executive Director or a membership committee.

PROPOSED AMENDMENT: Section 1 – Acceptance of Members

To accept a proposed Member, the Board of Directors must be satisfied that the individual or entity is **registered with the Secretary of State**, will comply with all Bylaws, rules and regulations, will work to fulfill the goals and objectives established for the Association by its Board of Directors and members, and will not be disruptive to the other Members or the Association's operations or activities. The Board of Directors may delegate this responsibility to the Executive Director, **Community Development Consultant** or a membership committee.

EXISTING: (a) Piedmont Heights Alliance, Inc. does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our staff, clients, volunteers, subcontractors, vendors, and clients.

PROPOSED AMENDMENT: (a) Piedmont Heights Alliance, Inc. does not and shall not discriminate on the basis of race, color, religion (creed), gender, gender expression, age, national origin (ancestry), disability, marital status, sexual orientation, or military status, in any of its activities or operations. These activities include, but are not limited to, **members**, hiring and firing of staff, selection of volunteers and vendors, and provision of services. We are committed to providing an inclusive and welcoming environment for all members of our **membership**, staff, volunteers, subcontractors, and vendors.

EXISTING: (c) **Affiliate Member.** Shall be a business, either brick and mortar or home based, located outside established boundaries, having an interest in the goals and objectives of the Piedmont Heights Alliance, Inc. who has been approved by the Board of Directors. Affiliate Members shall not have voting rights and may hold elective office as a member at large or committee chair. **Affiliate Members may not hold executive committee positions.** Affiliate Members shall be required to pay dues and other amounts designated by the Board of Directors.

PROPOSED AMENDMENT: (c) **Affiliate Member.** Shall be a business, either brick and mortar or home based, located outside established boundaries, having an interest in the goals and objectives of the Piedmont Heights Alliance, Inc. who has been approved by the Board of Directors. Affiliate Members shall not have voting rights and may hold elective office as a member at large or committee chair. **Affiliate Members may hold executive committee positions when appointed by the board of directors.** Affiliate Members shall be required to pay dues and other amounts designated by the Board of Directors.

ARTICLE III – MEETINGS AND VOTING

EXISTING: Section 2 – Annual Meeting

The annual meeting of the voting Members for the election of Directors and for the transaction of such other business as may properly come before the meeting shall be held at such hour, day and location in the months of **October or November**, each year as may be prescribed by the Board of Directors and specified in the notice of the meeting.

PROPOSED AMENDMENT: Section 2 – Annual Meeting

The annual meeting of the voting Members for the election of Directors and for the transaction of such other business as may properly come before the meeting shall be held at such hour, day and location in the months of **April or May** each year as may be prescribed by the Board of Directors and specified in the notice of the meeting.

ARTICLE IV – DIRECTORS: MANAGEMENT

EXISTING: Section 2 – Election and Tenure of Office

At the annual meeting of the Association, the voting Members shall vote to fill the vacant positions for Directors based upon the number of Directors designated as described above. **Each Director shall be elected to serve for a term which begins immediately and ends at the date of the annual meeting of the voting Members which**

takes place at or near the end of that Director's fifth year of office.

PROPOSED AMENDMENT: Section 2 – Election and Tenure of Office

At the annual meeting of the Association, the voting Members shall vote to fill the vacant positions for Directors based upon the number of Directors designated as described above. Each Director shall be elected to serve for a TWO YEAR term which begins immediately and ends at the date of the annual meeting of the voting Members. Second year elections are added to a slate vote. Directors can serve up to three (3) consecutive two (2) year terms totaling six (6) years.

However, if he or she is elected to fill an unexpired term, the service of that Director will end at the end of the unexpired term. Persons elected to serve as Directors prior to the adoption of these Bylaws shall continue to serve. The balance of their terms will be adjusted by the Board of Directors upon adoption of these Bylaws with the objective of leaving approximately an equal number of Directors whose terms will expire at each of the next three annual meetings of the Members. Officers elected by the Members prior to the adoption of these Bylaws shall continue in their officer positions subject to the terms of the Bylaws, but will not be members of the Board of Directors unless their previous terms as elected Directors have not expired.

EXISTING: Each Director shall hold office until the end of his or her term, or at an earlier date if the Director resigns, dies or is removed. Election shall be by ballot. At the discretion of the Board of Directors, elections may be by one ballot and those receiving the most votes will fill the vacant positions, or there may be separate balloting and election for each vacant position. No Directors may be elected for more than one (1) consecutive five (5) year term. Directors will be elected to have staggered terms to allow for proper transition and on-boarding of new directors.

PROPOSED AMENDMENT: Each Director shall hold office until the end of his or her term, or at an earlier date if the Director resigns, dies or is removed. Election shall be by online and in person slate voting. ~~At the discretion of the Board of Directors, elections may be by one ballot and those receiving the most votes will fill the vacant positions, or there may be separate balloting and election for each vacant position.~~ No Directors may be elected for more than three (3) consecutive two (2) year terms totally six (6) years. Directors will be elected to have staggered terms to allow for proper transition and on-boarding of new directors.

ARTICLE V – OFFICERS

EXISTING: Section 2 – Election and Vacancies

The officers of the Association shall be elected annually by the Board of Directors at the organizational meeting of each new Board, to serve for one (1) year or until their respective successors are elected. A person shall not be permitted to serve in the same officer position for more than three (3) consecutive terms. If any office shall become vacant by reason of death, resignation, removal, disqualification or any other cause, the Board of Directors may elect a successor to fill the unexpired term at any meeting of the Board of Directors.

Piedmont Heights

Alliance

PROPOSED AMENDMENT: Section 2 – Election and Vacancies

The officers of the Association shall be elected annually by the Board of Directors at the organizational meeting of each new Board, to serve for **two (2) years** or until their respective successors are elected. A person shall not be permitted to serve in the same officer position for more than three (3) consecutive terms. If any office shall become vacant by reason of death, resignation, removal, disqualification or any other cause, the Board of Directors may elect a successor to fill the unexpired term at any meeting of the Board of Directors.