

Mahncke Park Neighborhood Association**Organizational Bylaws****Article 1.****Name, Boundaries, Office**

Section 1.01 Name. The name of this organization shall be the Mahncke Park Neighborhood Association (MPNA).

Section 1.02 Boundaries. The Mahncke Park neighborhood is defined geographically by the Unified Development Code of the City Code of San Antonio, Texas Section 35-335, as authorized by City Ordinance 2019-04-11-0307.

- The present boundaries are roughly defined on the North by Burr Road; on the South by Eleanor Avenue and Brackenridge Avenue; on the East by Fort Sam Houston/San Antonio Country Club; to the West by Avenue B/Brackenridge Park.

Section 1.03 Office. The Association's address shall be Box 6752, Alamo Heights Station, San Antonio, Texas, 78209, and may be changed at the discretion of the Board of Directors.

Section 1.04 Form of Organization. The MPNA is a Federal and Texas Non-profit corporation as defined by Section 501(c)(3) of the Internal Revenue Code, and eligible to receive tax deductible contributions in accordance with Code section 170.

Article 2.**Purpose & Goals**

Section 2.01 Purpose. The general purpose of the Mahncke Park Neighborhood Association is the protection, preservation and development of Mahncke Park and its surrounding neighborhood in all of its historical, physical, cultural and social aspects. Further, the Association will provide a forum for the residents of the Mahncke Park area to express themselves regarding areas of mutual concern with an emphasis on active participation.

Section 2.02 Goals. The Mahncke Park Neighborhood Association hopes to achieve this purpose by these goals:

- A. Inclusively representing all residents living in and businesses and organizations located within the boundaries of the Mahncke Park Neighborhood;
- B. Promoting a spirit of involvement and cooperation among the various members and entities of our community;
- C. Encouraging residents, landlords and commercial establishments alike to maintain and improve their property to the benefit of the total community;
- D. Evaluating and addressing the various needs of our community;

- E. Providing a clearinghouse for exchange of cultural, historical, social and service information concerning our area;
- F. Encouraging the city to maintain properly the areas under its responsibility as well as cooperating with the city in the maintenance and enhancement of Mahncke Park and other open spaces;
- G. Maintaining an active interest and participation in city projects and programs with potential impact on our area and advising residents of current programs established to be of assistance to communities such as our own;
- H. Fostering a sense of pride in our community and thereby improving its overall image and condition.

Article 3. Governing Policies

Section 3.01 Goal. This organization will seek the active participation of all persons within its boundaries.

Section 3.02 No Gain. This organization shall never be operated for the primary purpose of profit, and no part of its net earnings or membership fees shall be used for the benefit of private individuals.

Section 3.03 Political Affiliation. No money shall be paid to support any political campaign, and this organization shall be apolitical in nature. Any forum or debate held in front of the General Membership regarding a political contest or election must be open to representatives of all parties, candidates or positions, and therefore adequate time for notification must be given to all.

Section 3.04 Parliamentary Procedures. Meetings of the Board, committees, and General Membership, and all conduct of business not covered in these By-Laws shall follow Roberts Rules of Order, in its latest revision, should common courtesy fail.

Article 4. Membership

Section 4.01. The Association's membership consists of Voting Members and Associate Members.

Section 4.02. Voting Members

- A. Voting Members must register with the Association; pay annual dues; and reside, own, or lease property within MPNA boundaries.
- B. Voting Members must be individuals 18 years or older, businesses/organizations residing, owning, or leasing property within MPNA boundaries, and have one vote each.
- C. Additional eligible household members must register and pay dues as a separate Voting Member in order to qualify to vote under above stated rules.
- D. A Voting Member must be current with annual dues 30 calendar days prior to any vote.

Section 4.03 Associate Members

- A. Individuals 18 years or older; families, and businesses/organizations residing, owning, or leasing property within MPNA boundaries, as well as any individuals, families, or businesses/organizations outside of MPNA boundaries, that support the purpose of the Association are eligible to be associate members.
- B. Associate Members are encouraged to register and update their contact information with the

Association.

C. An Associate Member has no voting privileges.

Section 4.04 Membership Dues

- A. Dues are set by the board of directors and shall be posted and made available for all MPNA residents, Voting Members, Associate Members, and the general public, located online at the MPNA website, as well as issued print and digital materials concerning news and information concerning events, programs or special opportunities for Voting Members.
- B. Associate Members do not pay dues, have no voting authority pertaining to MPNA, and may not be afforded membership benefits to certain events, programs or special opportunities that are made available to Voting Members.
- C. The membership year is January 1 to December 31. Dues are payable on or before January 31. Membership dues are accepted at any time but are not prorated.

Article 5.

Board of Directors and Officers

Section 5.01 The Board of Directors of MPNA shall be the President, Vice President, Secretary, Treasurer, Past President and three (3) directors at large. All directors serve without pay.

Section 5.02 Duties. The Board shall supervise the affairs of the Association in accordance with the stated purposes and policies of the organization. The Board shall have the duty and responsibility to act on behalf of the Association regarding matters or issues of concern to the Association and the neighborhood.

Section 5.03 Term. Directors shall assume their duties on January 1st and shall serve for a minimum of one (1) calendar years or until their successors are duly elected. No director shall serve more than three (3) full consecutive terms. Non-consecutive terms must be separated by at least one year.

Section 5.04 Eligibility. Any Voting member of MPNA is eligible for nomination to the Board of Directors, and any elected Director is eligible to serve as an officer.

Section 5.05 Parliamentary Authority. The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern all proceedings of the Association.

Section 5.06 Sources of Revenue. MPNA may engage in fundraising activities related to its purposes. The Board of Directors may accept on behalf of the Association any contribution, gift, bequest, or device for the general purposes of for any special purpose of the Association.

Section 5.07 Officers and Directors At-Large.

A. The President.

- Shall be the primary spokesperson for the organization unless the Board appoints a proxy.
- Shall preside at all meetings of the General Membership and the Board of Directors.
- Shall ensure that each Board of Directors meeting has a written agenda prepared in advance of the meeting and that it is available to all Directors.
- The President or another officer designated at the beginning of the year shall be in charge of the Association's PO Box and mail distribution. Said person ensures the box be checked on a weekly basis and mail be distributed to the respective officer as needed.
- Sign with the Secretary or any other proper officer of MPNA authorized by the Board of

Directors, all contracts, and other legal documents.

B. The Vice President.

- Shall perform the duties of the President in the absence of the President.
- Shall perform all such duties as requested by the President or Board of Directors.

C. The Secretary.

- Shall ensure minutes are recorded for all meetings of the Board of Directors, and the General Membership monthly meetings.
- Shall, as needed, conduct the correspondence of the Association, which has been approved by the Board of Directors.
- Shall ensure the preservation in files of all records of value to the Association.
- Shall at the beginning of each year provide the names of Board officers and members to Association members and Association email and mailing address to the neighborhood's City Council representative(s) and city offices.
- The Secretary may delegate any of these duties with the approval of the Board of Directors.
- Shall perform all such duties as requested by the President or Board of Directors.

D. The Treasurer.

- Shall administer all funds of the MPNA, depositing receipts in a financial institution designated by the Board.
- Shall pay all bills and disburse funds as authorized by the Board of Directors.
- Shall prepare and present financial status reports at each meeting of the Board of Directors, and as requested by the President.
- Shall be responsible for preparing and submitting a Texas Franchise Tax Annual Report.
- Shall be responsible for preparing and submitting all annual filing requirements necessary to maintain the organization's 501(c)(3) status as defined by the Internal Revenue Code.
- Shall keep itemized and complete records of all receipts and expenditures in a permanent file, to include maintaining a list of vendors doing business with the Association.
- Shall maintain and update the MPNA membership database, including names, addresses, telephone and email addresses, as well as the status of paid and unpaid membership dues.
- Shall perform all such duties as requested by the President or Board of Directors.
- Shall disburse funds in accordance within the Association's Annual Budget as approved by the Board of Directors. Written or email approval by the Board is necessary for any expenses over \$200.

E. Directors At-Large.

- Shall serve as chairs and members of standing and ad-hoc committees as appointed by the President.
- Shall attend meetings and provide advice and assistance in carrying out MPNA activities.
- Shall perform all such duties as requested by the President or Board of Directors.

F. End of Service.

- Each Director shall deliver to his or her successor within fifteen (15) days after retiring from office, all records, papers, and other property belonging to the Association. If no successor has been identified, all Association property shall be delivered to the President.

Section 5.08 Meetings of the Board of Directors.

- A. The Board shall meet monthly at a time and place selected by the Board to discuss the Association's business and to set an agenda for the following General Membership meeting.
- B. A majority of the Directors constitute a quorum for the conduct of business at any Board of Directors meeting.
- C. Electronic voting (e.g. email or telephone) is allowed when agreed by the board of directors at a meeting and shall be reserved for emergency situations only. Electronic votes must be recorded during or prior to the Board's official vote and recorded as an electronic vote in the minutes.
- D. Electronic meetings are authorized as long as the technology allows all participating members to see each other as well as hear each other at the same time pursuant to the current edition of Robert's Rules of Order, Newly Revised.
- E. Board meetings shall be open to members of the Association; however only members of the Board will be permitted to vote at a meeting.
- F. Special Board meetings of the Board of Directors may be called by the President or by any four a majority of the directors with no less than 24 hours' notice, and no business will be transacted except the items mentioned in the notice.

Section 5.09 Vacancy of Office, Resignation, Recalls and Removal.

- A. **Resignations.** A director or officer may resign at any time. Such resignation shall be made in writing, and shall take effect when the director's successor is chosen and qualified or the Board opted to accept a resignation without an immediate substitution.
- B. **Absenteeism.** At the discretion of the majority of the Board, absences from three consecutive Board meetings may constitute a resignation.
- C. **Removal.** The Board of Directors shall remove any director who violates these By-Laws, the Conflict of Interest Policy, or in any case of moral turpitude by vote of a simple majority of Directors then serving.
- D. **Recall.** Recall of a member of the Board of Directors can be initiated by the General Membership. No later than thirty (30) days prior to a General Meeting shall such recall be requested in writing by any ten (10) percent of registered members of the MPNA. A majority vote at the next General Meeting will determine the recall request; a valid recall vote cannot be taken unless a minimum of 20% of the eligible Membership are present. Each Household membership may have up to two votes determined by the number of adults in the Household.
- E. **Vacancy**
 - In the case of a vacancy on the Board, the remaining Directors shall appoint a new member who shall finish out the term.
 - In the event an Officer is unable to complete his or her term, the President shall appoint a Director At-Large for the unexpired portion of the term of the vacating Officer
 - In the event the President is unable to complete his or her term, the Vice President shall become the President for the unexpired portion of the term.

Section 5.10 Board Nomination and Election Procedures.

- A. Nominations shall be made by a Nomination Committee at the October General Meeting. The Nomination Committee consists of two Board members not seeking re-election as selected by the Board, plus three members selected by the Membership at the September General Meeting.

- B. The Nominating Committee shall provide a provisional ballot with the names of all candidates announced by the committee during the October meeting which shall be made available to the General Membership prior to election by being published in all available Association media, including newsletter, website etc.
- C. Additional nominations may be made from the floor at the time of the election, and all nominations from the floor shall be added to the ballot as needed prior to voting.
- D. Directors shall be elected to a one year term by a simple majority of the Membership at the November meeting.
- E. Members eligible to vote in MPNA elections will be limited to those individuals registered as members at least sixty (30) days preceding the election. - See also Membership under Article IV, Section 1.
- F. A provisional ballot with the names of all candidates announced by the committee during the October meeting shall be made available to the General Membership prior to election by being published in all available Association media, including newsletter, website etc. Nominations from the floor shall be added to the ballot as needed prior to voting.
- G. The management of the election and the counting of the votes shall be conducted by designated tellers that shall be selected from the floor and introduced to the General Membership prior to voting.
- H. Any member or candidate may ask to review voting tallies once they are compiled, and any further consultation or consideration of remedy resulting from a voting irregularity will be handled by the Nominating Committee.
- I. Ballots cast are considered records of the Association and shall be treated as such and kept with other records as outlined by these by-laws.

Article 6

Meetings of the General Membership

Section 6.01 Monthly Meetings. Monthly General Membership meetings are typically held on the third Tuesday of every month (except for December) and announced in the newsletter, and other Association media utilized for announcements. Any exceptions to this schedule shall be announced as soon as available. The Board of Directors may reschedule or cancel any monthly meeting as circumstances warrant a scheduling change, such as weather conditions that might prevent members from safely attending.

Section 6.02 Annual Meeting. The November General Meeting is typically designated as the Annual Meeting of the Association which includes the election of the Board of Directors and the Board's annual Association status report.

Section 6.03 Special Meetings. Special General Membership meetings may be called by the President, by a majority vote of the Board, or by the written request to the Board of seven (7) members of the Association. The purpose of the meeting shall be stated in the notice, which, except in cases of emergency, shall be announced at least three (3) days prior to the meeting. Reasonable efforts to notify members via website, email or other standard forms of communication will be made. The agenda of the special meeting will be limited to the stated purpose for which the meeting was called.

Section 6.04 General Membership Meeting Proceedings.

- A. All meetings are open to the public.
- B. Proceedings are governed by Robert's Rules of Order on the occasion that general politeness fails.
- C. No additional notice of annual or regular meetings shall be required.
- D. Voting is limited to Voting Members of the General Membership and is in person only; there shall be no proxy voting.
- E. A general vote to change or overturn any decision(s) made or action taken by the Board may be requested by any seven (7) members of the Association in attendance at a duly convened regular, annual, or special General Membership Meeting. Such a vote shall be held in accordance with the procedures employed to amend these bylaws.

Section 6.05 Quorum at General Membership Meetings. A quorum for purposes of voting at a General Membership meeting is ten percent (10%) of the Household and Business memberships except as otherwise provided herein.

Article 7**Standing and Special Committees****Section 7.01 Standing Committees.****A. The Nominating Committee**

- Shall consist of two Board members not seeking re-election as selected by the Board, plus three Association members selected by the General Membership at the September General Meeting.
- Shall accept nominations from Voting Members only, on behalf of other Voting Members, and from Voting Members on their own behalf, and will identify and solicit potential candidates for office from the General Membership. Announcement and nominations of selected candidates shall be made at the October General Meeting.

B. The Land Use Committee

- Shall consists of at minimum a chairperson, someone experienced in land use cases from the General Membership, the Board President or his or her designee and additional members selected by the committee chairperson and Board member.
- Shall evaluate any land use matters including zoning change requests; variances and platting affecting the Association to ensure they are compatible with the Neighborhood Plan, Neighborhood Conservation District Plan and any related zoning overlays;
- Shall consult with the residences affected by the matter; if appropriate meet with applicants; and report their findings and recommendations to the Board.
- At no time shall a member of the committee or the committee as such communicate with any party as to their recommendations other than to the Board of Directors.
- Land Use Committee Members are subject to signing the Association's Conflict of Interest Policy.

C. The Newsletter Committee

- Shall consist of the President and annually appointed Voting Members agreeing to maintain the monthly publication of the Association's only official written newsletter.
- The President and Board of Directors shall work in cooperation with the Newsletter Committee to compile all information needed prior to publication deadlines and related

newsletter requests.

- Shall be responsible for setting and meeting announced publication deadlines, including preparation, printing, and distribution of the newsletter.
- Shall solicit, manage and maintain a network of neighborhood volunteers to serve as newsletter block captains, who together organize the door-to door delivery of newsletters.
- Shall coordinate with the Treasurer concerning updated membership contact information needed for maintaining the monthly newsletter distribution.

Section 7.02. Special Committees

- A. Special Committees may be created by the Board of Directors as found needed or desirable. Such committees are considered temporary.
- B. Special Committees requested and or assembled by the General Membership must have approval of the Board in order to have authorization and representation of the Association in any form.

C. Committee Guidelines.

- The Board of Directors shall appoint a slate of chairpersons and members for the standing and special committees from the eligible General Membership.
- Immediate Past Presidents shall serve as ex officio on the standing and special committees.
- A committee may include one or more members of the Board of Directors.
- Membership and chairpersons of the committees will be reviewed and appointed at the beginning of each year by the new Board of Directors.

- D. **Committee Meetings.** Each committee shall meet independently with notice of the meeting provided to the Board of Directors and each shall establish its own agenda.

Each committee may initiate proposals or resolutions to the Board of Directors but without approval of the Board of Directors, no resolution of the committees, singly or in concert, will bind the Association or be considered representative of the organization's formal position on any issue. All final decisions and communications are solely made by the Board of Directors.

Committee chairs may invite other members or non-members to attend any committee meeting for the purpose of providing information or advice on matters before the committee.

The presiding officer at each meeting of a standing committee shall ensure that minutes of the meeting are recorded and that the minutes of the previous meeting are approved and sent to the Secretary within 30 days following approval.

Article 8 Finances and Fiscal Year

Section 8.01 Fiscal Year. The Association's fiscal year shall begin January 1.

Section 8.02 Conduct, Expenditures, and Compensation. The Association will conduct its business and financial activity in accordance with sound accounting practices.

Only members of the Board of Directors or Board-appointed delegates may expend funds or transact the business of Association.

Officers and directors shall serve without compensation except that the Board of Directors may authorize reimbursement for actual expenditures on behalf of Association upon presentation of

written receipts.

Section 8.03 Contracts. The Board may authorize any officer or officers, agent or agents, of the Association, in addition to the officers so authorized by these Bylaws, to enter into a Board approved contract; such authority shall be confined to specific instances.

Section 8.04 Deposits. All funds of the Association shall be deposited in a timely manner to the credit of the Association in such banks, trust companies, or other depositories as the Board has selected.

Section 8.05 Gifts. The Board may accept on behalf of the Association any contribution, gift, bequest, or devise for the general purposes, or for any special purpose, of the Association. Similarly, the Board may reject any contribution, gift, bequest, or devise which the Board determines is not in the best interest of the Association. Personal gifts may not be accepted by any presiding Board Member.

Section 8.06 Books and Records. The Association shall maintain current true and accurate financial records with full and correct entries made with respect to all financial transactions of the Association, including all income and expenditures.

Section 8.07 Financial Reports and Budget. Based on the financial records maintained in accordance with Section 8.06, the Board Treasurer shall annually prepare and submit all required annual financial reports of the organization for the preceding year, to include:

- A. A Texas Franchise Tax Annual Report.
- B. Non-profit Corporation 501(c)(3) filing requirements as defined by the Internal Revenue Code.
- C. Not later than December 31st of each year the Treasurer shall prepare a report of revenue and expenditures for that year, along with a statement of current account balance(s). This report shall be made available to any member upon request to the Board of Directors.

Article 9

Association Representation

Section 9.01 The President with approval from the Board may appoint a delegate of the General Membership to represent the Association at meetings of external organizational bodies (i.e. on utility or city or civil organization boards) which involve the Association.

Article 10

Amendments and Dissolution

Section 10.01 Amendments.

- A. These bylaws may be amended by a two-thirds majority of registered members present at the meeting when the vote is taken at a General Membership meeting at which a quorum is present. For a quorum, see Article VI, Section 5.
- B. Prior notice of the amendment, including the complete text of the amendment, must have been made available to the membership at no later than thirty (30) days and not more than sixty (60) days prior to the General Membership meeting at which it is presented for approval.
- C. Proposals for amendments may be submitted by any member of Association to the Board of Directors.
- D. The Board shall be charged with ensuring the language of any proposed amendment is clear and in compliance with state laws prior to submitting it to the membership for approval. The Board of

Directors may recommend an amendment for approval or disapproval by the membership, but the adoption or rejection of an amendment rests with the membership.

Section 10.02 Dissolution.

- A. Dissolution shall be proposed as an amendment and shall follow the procedure for Amendment of the bylaws.
- B. Upon dissolution, the Association's remaining assets shall be donated to a tax exempt, nonprofit organization selected by the Board of Directors, and all records and research shall be presented to the Public Library.
- C. The dissolution shall be publicly announced.

These Bylaws were originally adopted upon founding of the Mahncke Park Neighborhood Association by the Board of Directors on 17 October, 1979. This document represents the most current version of the Bylaws, including amendments and revisions as listed below through September 16, 2025.

Approved:	17 October, 1979	
Amended:	17 September, 1980	
Amended:	20 May, 1981	
Amended:	16 February, 1983	
Amended:	20 April, 1983	
Amended:	16, January, 1990	By the General Membership
Amended:	21 January, 1992	By the General Membership
Amended:	21 October, 1997	By the General Membership
Amended:	19 November, 2013	By the General Membership
Revision:	16 September, 2025	By the General Membership

FINALLY PASSED AND ADOPTED by the Membership this 16th day of September, 2025.

By: 
James Milo LeFlore, President

ATTEST:

By: 
Isabel Garcia, Secretary