

Government Hill United
A Non-Profit Domestic Corporation

**Articles of Incorporation & Bylaws
As of July 9, 2019**

Article 1: Identity

Section A: Name

The name of this Domestic Non-Profit Corporation shall be Government Hill United (GHU) and shall be known as GHU of the Government Hill Neighborhood.

Section B: Domicile

The Corporation will maintain its principle place of operations in the Eastside of San Antonio, County of Bexar, The State of Texas.

Article 2: Purpose

The purpose of Government Hill United shall be to represent and form community between the residents living in the Government Hill neighborhood as well as the Historic Government Hill Neighborhood District.

Section A: The objectives of said Government Hill United, are to foster, promote, maintain and encourage the civic, social, commercial and economic welfare within our boundaries.

Section B: The (GHU) shall have the power to appear before any federal, state, or municipal officer, body, commission, committee or lawful Authority for any purpose herein expressed and to do any and all acts of any kind or nature, alone or in cooperation with any such authority, as may be necessary or desirable for the purpose of carrying out any of the objectives herein expressed.

Article 3: Membership

Section A: Membership

Any person, firm or Business shall be eligible for membership in the Organization (GHU). Membership application and dues shall be effective January 1st with a deadline payment of March 31st. Any person, property owner or GH business owner that pays dues after March 31st will have privileges of full membership after thirty (30) of submitting application and dues.

Government Hill United Membership classes are:

Residential: Members shall be persons who own real estate in the Government Hill area. Residential membership has two categories, Individual and Family. Individual members will have one vote, and Family membership will have two votes for all matters coming

forward for decision. Applications for Residential membership will have ownership verified through Bexar County Appraisal District.

Business: Members who own businesses located in the Government Hill area shall have one vote per Business Membership. Business Members can be elected to the Government Hill United Board of Directors. Applications Business Membership will have ownership verified through Bexar County Appraisal District.

Tenant: Members shall be persons who are residential tenants within Government Hill area, who support the mission of the Community Organization (GHU). Tenant membership will be categorized by Individual and Family and will follow the same dues and votes structure that the Residential Membership.

Tenant members may serve on all committees with the exception of the Nominating Committee; at the discretion of the Board of Directors. Tenant members are not eligible for elected office, but are able to vote on office candidates.

Section C: Membership Exclusions:

Individuals or entities that have sued neighborhood organizations cannot be members of Government Hill United. Government Hill United also has, by vote of the Board of Directors, the right to revoke membership of an individual or entity to include, but not limited to, a violation of the GHU Bylaws or misrepresentation of the Organization.

Section D: Voting Privileges

All approved Members to Government Hill United will have voting privileges regarding issues pertaining to GHU business, social activities and government “Neighborhood” representation. In order to vote, members must pay dues by November 15 of each year.

Section E: GHU Membership Dues

All categories of membership will have associated dues. The Annual Dues of the members of GHU shall be fixed from time to time by the Board of Directors and approved by membership.

Residents: Individual - \$10; Couple/Family - \$20

Tenants: \$10

Business: \$50 with 1 month of free advertising on GHU website

Article 4: Governing Board of Directors

Section A: Board of Directors

The Board of Directors will be the Governing Board of the Community Organization/ GHU in all affairs, and business matters and will not receive compensation of any kind for the voluntary service.

Section B: Chairperson

The Governing Board's Chairperson/CEO shall appoint with the consent of the Board's Directors, the duties that may be assigned each Board Member required operating and maintaining the Association's functions, in accordance with its purpose. (No Monies will be managed or held.)

Section C: Governing Board

The Governing Board will consist of a minimum of 5 and maximum of 9 Board members. The Governing Board may appoint Committee Chairs and Committee Members to oversee specific issues relating to ongoing concerns with the Government Hill Neighborhood.

Section D: Board Meetings

All Governing Board Meetings will be open to its Member residents upon request and approved by the Board. Requests must be made 48 hours in advance with one of the Board members. The Board will meet on the 2nd Tuesday of each month at a location designated by the Board and shall be posted 72 hours in advance of each meeting thru Nextdoor.com , GHU Website, phone calls or newsletter.

Article 5: Registered Agent

Section A: Registered Agent

The Registered Agent of the Organization/GHU shall be the Spokesperson/Chairperson of the Governing Board of Directors.

Section B: Appointed GHU Committee Representative

The selected GHU Community Civic outreach representatives will be chosen to attend City Zoning, HDRC, Tier 1, and Development Planning meetings. Will do so, as GHU spokesperson for issues or special votes pertaining to the Government Hill Neighborhood.

Article 6: Indemnification

The Organization/Corporation shall indemnify any person (and the heirs, executors and administrators of such person) who is or was a Director of the Corporation or of any Corporation which they served as such at the request of the Corporation and of which the Corporation directly or indirectly is a shareholder or creditor, or in which it is any way interested, against any and all liability and reasonable expense that may be incurred by them in connection with or resulting from any claim action, suit or other proceeding (whether brought by or in the right of the Corporation or otherwise), civic or criminal or

in connection with an appeal relating there to, in which they may become involved as a party or otherwise by reason of having been such a director, officer or employee (whether or not a director, officer or employee at the time such liability and expense may be incurred) except in relation to matters as to which they shall be adjudged in such action, suit or proceeding to be liable for or guilty of negligence or misconduct in the performance of their duty. The Corporation may also reimburse to any such director, the reasonable cost of settlement, including reasonable expense of any such action, suit or proceeding, as shall be found by a majority of a committee of directors composed of all of the directors not involved in the matter in controversy, whether or not a quorum, that is to the best interest of the Corporation/GHU that such settlement be made and that such director, officer, representative or employee was not guilty of gross negligence or willful misconduct.

Incorporator/ Director: Tiffany O'Neill

Incorporator/ Director: Joe Ashcraft

Incorporator/Director: Mark E. Homer

Incorporator/Director: Antonia Infante

Incorporator/Director: Cindy Tower

Incorporator/ Director: Edward O'Neill Jr.

