



Constitution of Ridgewood Preservation Incorporated

The Purposes of Ridgewood Preservation Incorporated, N/K/A Historic Ridgewood Association, are to promote the general welfare of the residents of the Ridgewood area of Canton, Ohio by:

1. Promoting, encouraging and maintaining of Ridgewood as an Historic District listed on the National Register of Historic Places of the Heritage Conservation and Recreation Service of the U.S. Department of the Interior under provisions of National Historic Preservation Act of 1966(P.L. 89-665).
2. Preserving and improving the architectural and landscape style, atmosphere, beauty, and flavor of the homes, surrounding areas, streets, and public ways within the Ridgewood area.
3. Maintaining the original decorative street lighting standards.
4. Encouraging and promoting the improvements of sidewalks and utility services.
5. Encouraging and promoting the use and restoration of streets paved with bricks.
6. Maintaining the peace and good order of the area through the encouragement of law enforcement and the suppression of violation of law.
7. Promoting safe and reasonable vehicular and pedestrian traffic regulations consistent with the residential neighborhood.
8. To monitor the actions of public legislatures, boards, bureaus, agencies, or commissions concerning proposed laws, rules or regulations that could concern Ridgewood.
9. To monitor all proposed zoning changes that might affect Ridgewood.
10. To monitor all change of land or building use in Ridgewood or adjacent territory that would affect Ridgewood and keep the Board of Trustees advised of such changes.

II. Ridgewood Defined

Ridgewood shall consist of that part of the City of Canton which is set forth and delineated as Ridgewood on the plates recorded in Plat Book 11 Page 88; Plat Book 12 Page 102; Plat Book 12 Page 107; Plat Book 16 Page 71; and Plat Book 19 Pages 45, 46, and 47 as recorded in the Office of the Stark County Recorder with the eastern boundary being the center of Gibbs Avenue N.E.

III. Membership

All persons residing in or owning real estate in the Ridgewood area, who agree with and endorse the purposes of this organization, and upon paying the dues as provided for herein, shall be eligible for membership. Such members shall have the right to vote in person at meetings of the corporation as provided for herein and shall have the right to receive notices of all meetings of members of the corporation.

Any person not living within Ridgewood who agrees with and endorses the purposes of the corporation and pays the dues as provided for herein may become a member with the right to receive notice of meetings and attend such meetings of the members but shall not be eligible to vote.

IV. Election of the Board of Trustees

The President shall appoint a nominating committee to prepare a slate of candidates for the Board of Trustees to be voted on at the annual meeting. A quorum consisting of all dues paying members must be present to elect the Board of Trustees.

V. Meetings

- a. There shall be an annual meeting of the members of Ridgewood Preservation Incorporated held once each year at a date fixed by the Board of Trustees. The officers shall be elected for one year at the annual meeting.
- b. Trustees may call such further membership meetings from time to time as they may deem necessary or desirable.
- c. The secretary of the corporation shall mail to all persons on the membership mailing list written notice of the annual meeting at least ten days before the meeting.
- d. A quorum shall consist of 10 percent of the total members of the households represented by the members. The President may require a written vote by address of an issue.
- e. At each annual meeting, the minutes of the last previous meeting of the members and the minutes of all intervening meeting of the Board of Trustees since the last members meeting shall be made available.
- f. Each dues paying residence address within Ridgewood where members of this corporation live shall have one vote on issues brought before a meeting of members.
- g. A majority vote will carry all issues.
- h. The latest version of Robert's Rules of Order will control the conduct of all meetings of members and trustees.

VI. Officers

- a. The officers of the corporation shall be a President, Vice President, Secretary, and Treasurer. All officers shall serve for a period of one year or until their successors are duly elected and qualified. In the event of the resignation, death, or disability of any officer, the Board of Trustees shall elect an officer to serve the remainder of the term.
- b. The duties of the President shall be:
 1. To preside at all meeting of the members and meetings of the trustees.
 2. To be an ex officio member of all committees.
 3. To be responsible for the safe keeping and preservation of the inventory book of the Ridgewood area and deliver the book to the next succeeding president.
 4. To appoint one or more members to an audit committee annually which will audit the financial records of the treasurer and report to the trustees.
- c. The duties of the Vice President shall be:
 1. To supervise and direct the officers, trustees and committees in carrying out the purposes of the corporation.
 2. To preside at all meetings of members or trustees in the absence of the president.
 3. To perform such duties as assigned by the president
- c. The duties of the Secretary shall be:
 1. To keep minutes of all members meetings.
 2. To keep minutes of all trustees meetings.
 3. To maintain a permanent file of records and minutes of all meetings.
 4. To mail or deliver the required notice of all meetings.
 5. To arrange for places of meetings.
 6. To maintain such mailing lists as are needed.

d. The duties of the Treasurer shall be:

1. To accept all dues and other moneys received by the corporation and deposit the same in an insured checking account in a bank in the Canton area.
2. To write all checks in payment of obligations of the corporation.
3. To maintain a roster by address of all members.
4. To keep all financial records of the corporation and transfer such records and other pertinent documents of the succeeding treasurer.
5. To make a written financial report of the income, expenses, assets and liabilities of the corporation at each annual meeting.

VII. Committees

The President will have the right with the advice of the Board of Trustees to appoint and establish committees to maintain the purposes of Ridgewood Preservation, Inc. All committee members must comply with Article III of this document.

VIII. Trustees

The Board of Trustees shall consist of the President, Vice President, Recording Secretary, Treasurer, Chairperson of Security & Restoration Resource and Advisory and 6-12 additional members at large.

- a. A quorum of the Board shall consist of 2/3 of the elected Board.
- b. The Board of Trustees shall meet from time to time as called by the President, but not less often than twice per year. Trustees shall attend a minimum of seventy-five percent (75%) of all meetings called by the President between the annual membership meetings. Absences that are excused by the Board shall not be considered in the percentage. If a Trustee fails to attend a minimum of seventy-five percent (75%) of the meetings, (not including excused absences), called by the President, he or she may be removed from the Board by vote of the membership at the annual meeting pursuant to Article V., unless said member voluntarily resigns his or her position as Trustee prior to the annual meeting.
- c. The Board of Trustees shall have authority to generally carry on the business of the corporation, and shall direct the actions of all committees.
- d. In the event of the death, resignation, or disability of any officer of the corporation, the Trustees shall elect a replacement to serve the unexpired term.
- e. The Trustee's terms of services on the Board shall be three (3) consecutive years and the Trustee may, at their discretion, serve an additional two (2) consecutive years on the Board upon written notice to the President at least one month prior to the annual membership meeting. After service of five (5) consecutive year terms, said Trustee shall not serve on the Board of Trustees for a minimum of one (1) year. After the expiration of at least one (1) year as a non-Trustee, the former Trustee may again be elected to serve a new term on the Board as a Trustee. All Trustees shall still be elected annually pursuant to Article IV. The Board may modify and/or stagger the above term limits so as to ensure the percentage or number of Trustees whose consecutive terms have expired is not more than twenty-five (25%) of the Board in any annual term.

IX. Dues

The dues shall not be less than \$85.00 per year for each household residence address. The Trustee may fix the dues for any year in any amount it deems reasonable in excess of \$85.00 per year.

X. Amendments

This constitution may be amended at any annual or special meeting duly called.