

# MEETING MINUTES



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MEETING TYPE:	Board Meeting	PNA ADDRESS:	P.O. Box 791577 NOLA 70119
LOCATION:	1467 Moss Street	DATE:	04.08.14
ATTENDEES:	Barbara Ferguson, Cici Andre, Deena Bedigian, Jessica Carroll, Jillian Shingledecker		7:00 pm

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## NOTES GENERAL:

1. Interim Chairperson, Barbara Ferguson started the meeting with introductions. She passed out copies of the Articles of Incorporation, the By-laws and the Amendments to all present and she briefly discussed each document and what they mean. The Amendments to Article V will need to be incorporated into the By-Laws document. Jillian will get this done.
2. Out-going Vice Chairman/Secretary, Andrew Duffy, prepared a document for submittal to the State to amend PNA's Articles of Incorporation so that we now have seven board members. Barbara will file this with the State, as well as the new names of the Board members and she will change the State's contact agent to herself.
3. Andrew discussed the Greener Bayou St. John Group and some misgivings he had about the organization. They are still not registered with the State, although Veda Manuel & Musa Eubanks have filed with the State for other business endeavors. She and Musa have a business filing with the State by the name of Laid Back Tours, LLC. There is currently no information/announcements about their meeting schedule. Veda has started a new neighborhood group called Faubourg St. John-Lafitte Neighborhood Organization that has been registered with the State. This apparently is a breakoff organization from the FSJNA.
4. Andrew gave the Board his files on meeting minutes from the previous year.
5. The Board discussed the need to centralize the PNA files and information, both hard copies and digital files (via Drop Box). Jessica Carroll said that she would contact Jean Lictfuss regarding obtaining the folder with PNA documents, the flash drive with PNA files, the membership email list, and any other pertinent info/files she has that the Board will need to operate. Deena will copy to a jump drive all her pertinent PNA financial document files as well as her membership list and block captain information. Documents we need to maintain

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MINUTES BY: JILLIAN SHINGLEDECKER

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# MEETING MINUTES



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in a centralized and organized manner include but are not limited to: Legal Documents, Financial Documents, Historical Documents, Meeting Minutes, Membership Lists, Block Captain and Committee lists.

6. The Board members nominated, seconded and approved the following Board appointments: Chairman: Jessica Carroll; Vice Chairman / Secretary: Jillian Shingledecker; Treasurer: Deena Bedigian. It was decided that Barbara Ferguson would be the Agent for State filings.
7. Jessica will contact Michael Dejardins regarding maintaining our PNA website. If he no longer wants to do this, Jessica will take over the responsibility. The board discussed the need to communicate with the membership and other neighbors through email blasts, our website and through flyers. The website manager will need to be notified of all event and meeting dates.
8. Deena gave the Treasurer's report. After membership dues deposits the balance of our account is \$3,919.31. Deena said she was concerned about members who have not renewed since 2012. The Board agreed to send out an email reminder. Additionally, the Board will deliver flyers to the specific members who are delinquent on renewals. Deena will send the names of those with outstanding renewals to Jessica. The Board discussed having one common renewal time each year – January. Anyone paying dues after Oct. 1<sup>st</sup> will be good for the following year.
9. Jessica will go the Capital One Bank with Deena to have her name, as Board Chairman, put on the account file as someone who can sign PNA checks, in addition to our Treasurer, Deena.
10. Deena is the only one with a key to the PNA mailbox. She will keep the key and check the box regularly. She will also ask for a duplicate key for Jessica to keep.
11. The Board discussed the general calendar for the rest of the year. Dates were selected for the next General Membership Meetings: June 17, Sept. 16 and Dec. 16<sup>th</sup>. All these meetings are the 3<sup>rd</sup> Tuesday of the 3<sup>rd</sup>, 6<sup>th</sup>, 9<sup>th</sup> and 12<sup>th</sup> months of the year. These dates should be announced in an email blast and should be posted on the website.
12. The Night Out Against Crime for 2014 is on October 7<sup>th</sup> per their website. The Board discussed getting a committee together to organize things such as a band, seating, food, etc.

# MEETING MINUTES



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13. Deena brought up the possibility of doing a PNA Porch Crawl. Jillian brought up the idea of doing an appreciation dinner/BBQ for our neighborhood firemen. The Board agreed that both would be great events.
  14. Barbara said that she was contacted by Cleveland Spears of Spears Consulting Group. He wants to set up a meeting with the Board President to discuss upcoming projects. They may want to use the banks of the bayou for an event.
  15. The Board discussed the City leasing the bayou for events. It is unclear if this lease idea has been made legal. Jessica will contact Susan Guidry to find out. Barbara stated that the PNA should be give advance notification of any organization or entity applying to lease the bayou.
  16. Regarding the General Membership Meetings, the Board agreed that the Pearl Wine Company did not have enough seating and that it was hard to hear. Jillian suggested the Mid-City Library as they need visitors to stay alive and it would be a large, quiet venue for our meetings. Other ideas are the Park Esplanade or the 2<sup>nd</sup> floor of the Bean Gallery.
  17. Jillian discussed PNA reaching out more to our commercial neighbors (i.e. Parkway Bakery, American Can stores, Mid City Vet, Parkview Tavern, Bean Gallery, Felini's, Tchoup's Meatery, Sopo, etc.). These enterprises should receive PNA flyers.
  18. Regarding the Bayou Boogaloo, it is apparent that there will be no significant change from last year, so the Board will stay in touch with Jared Zeller about the growing festival and with Susan Guidry about the City leasing the bayou. Likewise, the Board will keep abreast of the VooDoo Fest concerns and meetings.
  19. The next Board meeting will be at Barbara's house again – 1467 Moss – on May 5<sup>th</sup> at 7 pm.
  20. The meeting was adjourned.

## End of Minutes

These notes were prepared by Jillian Shingledecker. Meeting Attendees should alert Jillian if they note any errors or discrepancies.

# MEETING MINUTES



## ATTACHMENTS:

1. Board of Directors Contact List
2. Articles of Incorporation
3. By-Laws
4. Amendments to the By-Laws

**PARKVIEW NEIGHBORHOOD ASSOCIATION  
BOARD OF DIRECTORS  
2014**

Deena Bedigian  
3902 Delgado Dr.  
296-2706  
[geranium15@hotmail.com](mailto:geranium15@hotmail.com)

Cici Andre  
1473 Moss St.  
[bayoulady10@gmail.com](mailto:bayoulady10@gmail.com)

Angela Breckenridge  
St. John's Court #F  
[abrecken@yahoo.com](mailto:abrecken@yahoo.com)

Jessica Carroll  
St. John Court #O  
577-0503  
[Jessicamcarroll2@gmail.com](mailto:Jessicamcarroll2@gmail.com)

Barbara Ferguson  
1467 Moss St.  
450-9419  
[bferguson@researchonreforms.org](mailto:bferguson@researchonreforms.org)

Ed Latour  
834 Wilson Drive  
488-2087  
[eslatour@cox.net](mailto:eslatour@cox.net)

Jillian Shingledecker  
804 Roosevelt Place  
975-6137  
[jshingledecker@scnz.net](mailto:jshingledecker@scnz.net)

## Important Contacts

Susan Guidry

[sgguidry@nola.gov](mailto:sgguidry@nola.gov)

[sgguidry@cityofnola.com](mailto:sgguidry@cityofnola.com)

Jean Lictfuss

[bjbjl@yahoo.com](mailto:bjbjl@yahoo.com)

Becky Thomson

[beckythomson@juno.com](mailto:beckythomson@juno.com)

Andrew Duffy

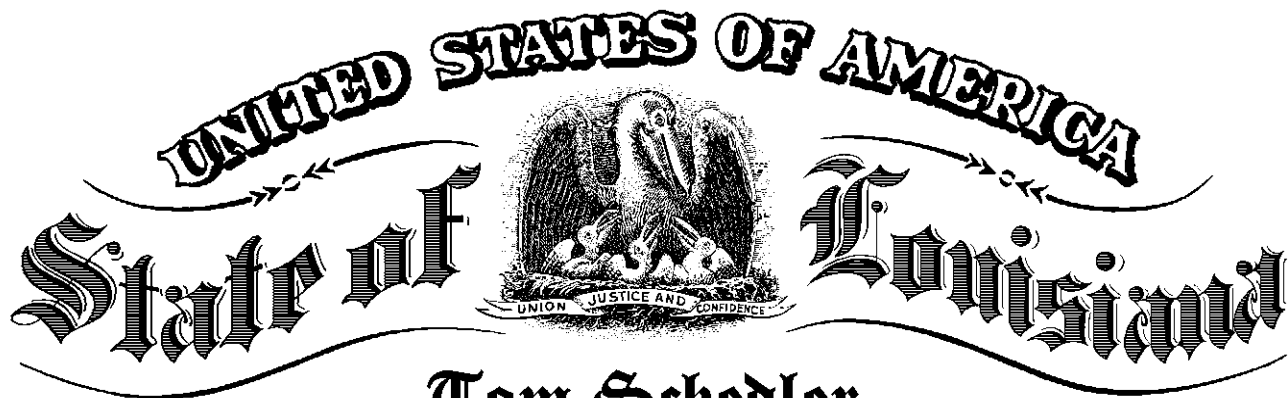
[ajduffy@loyno.edu](mailto:ajduffy@loyno.edu)

John Bankston

[johnnybankston@gmail.com](mailto:johnnybankston@gmail.com)

Michael Desjardins

Mike953@cox.net



**Tom Schedler**  
SECRETARY OF STATE

*As Secretary of State, of the State of Louisiana, I do hereby Certify that*  
the attached document(s) of

**PARKVIEW NEIGHBORHOOD ASSOCIATION**

are true and correct and are filed in the Louisiana Secretary of State's Office.

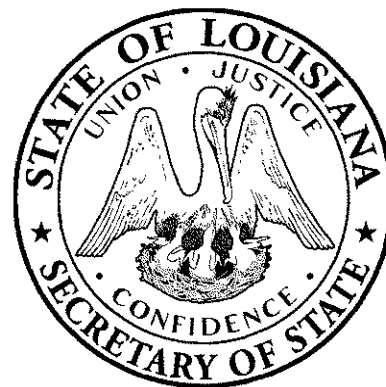
35335568N	ORIGF	9/9/2002	5 page (s)
41330406	13 AR	11/2/2013	2 page (s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

March 10, 2014

*Secretary of State*

WEB 35335568N



Certificate ID: 10469319#QWM73

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.

[www.sos.louisiana.gov](http://www.sos.louisiana.gov)

**ARTICLES OF INCORPORATION  
OF THE  
PARKVIEW NEIGHBORHOOD ASSOCIATION  
NEW ORLEANS, LOUISIANA**

STATE OF LOUISIANA  
PARISH OF ORLEANS

BE IT KNOWN, that on this 27<sup>th</sup> day of August, 2002:

BEFORE ME, David J. Tullis, Notary Public, duly  
commissioned and qualified in and for the State of Louisiana, Parish of Orleans,

PERSONALLY CAME AND APPEARED: The several parties of the full age and majority whose signatures are subscribed, who declared, in the presence of the undersigned competent witnesses that, availing themselves of the provisions of R.S. 12:201 et seq., as they hereafter be amended, they do hereby organize a non-profit corporation under and in accordance with these Articles of Incorporation.

**ARTICLE I.  
NAME AND PURPOSE**

This non-profit organization shall be known as the Parkview Neighborhood Association ("Association"). This body has been organized for the purpose of promoting the beauty, architecture and well being of the neighborhood, as well as to protect the natural beauty of Bayou St. John. This corporation shall enjoy perpetual existence. This corporation is organized on a non-stock basis.

**ARTICLE II.  
NON-PROFIT CORPORATION**

Parkview Neighborhood Association is a non-profit corporation.

**ARTICLE III.  
REGISTERED OFFICE**

The registered office is 955 Wilson Drive, New Orleans, Louisiana.

**ARTICLE IV.  
REGISTERED AGENT FOR SERVICE OF PROCESS**

The registered agent is Mark C. Tullis, 955 Wilson Dr., New Orleans, Louisiana.



**ARTICLE V.  
BOUNDARIES**

The neighborhood is bounded by North Carrollton Avenue, Orleans Avenue and Moss Street. In particular this would include within these boundaries the even numbered addresses of North Carrollton Avenue, the odd numbered addresses of Orleans Avenue and the odd numbered addresses of Moss Street.

**ARTICLE VI.  
MEMBERSHIP**

Membership in the Association is open to all natural persons who live within the boundaries of the Association, as outlined in Article V. Judicial persons, such as corporations, whose place of business is within the boundaries of the Association, are welcome to become auxiliary members of the Association; however, auxiliary members are not allowed to vote.

**ARTICLE VII.  
MEETINGS**

The Association shall hold regularly quarterly meetings at dates and times as specified in the By-Laws. Meetings shall be conducted in accordance with the By-Laws.

**ARTICLE VIII.  
BOARD OF DIRECTORS**

The Board of Directors of the Association shall manage the Association. The Board shall be composed of five members of the Association, elected by the members of the Association in a manner specified in the By-Laws. The terms of office for Board Members shall be two years.

The names and addresses of the first Directors, who shall serve until their successors are elected, as specified in the By-Laws, are as follows:

Sonja Austin	945 Picheloup Place, New Orleans, LA
Charlie Bishop	1361 Moss Street, New Orleans, LA
Donald Boudreaux	3618 Dumaine Street, New Orleans, LA
Mary Lou Main	1024 Harding Drive, New Orleans, LA
Mark C. Tullis	955 Wilson Drive, New Orleans, LA

**ARTICLE IX.  
OFFICERS**

The Board of Directors shall elect amongst themselves, in a manner specified in

the By-Laws, three officers: a Chairman, a Vice-Chairman/Secretary and a Treasurer. The duties of each officer shall be specified in the By-Laws.

**ARTICLE X.  
VOTING**

Each member of the Association, who is a voting member as defined by the By-Laws, shall be eligible to cast a single vote on any matter before the general membership of the Association. In order to cast a vote one must be present at the meeting where the vote is taken. Proxy voting is not allowed.

**ARTICLE XI.  
INCORPORATORS**

The incorporators of this corporation are as follows:

Sonja Austin	945 Picheloup Place, New Orleans, LA
Charlie Bishop	1361 Moss Street, New Orleans, LA
Donald Boudreaux	3618 Dumaine Street, New Orleans, LA
Mary Lou Main	1024 Harding Drive, New Orleans, LA
Mark C. Tullis	955 Wilson Drive, New Orleans, LA

**ARTICLE XII.  
DUES**

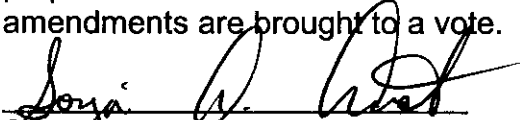
Annual dues shall be established by the By-Laws.


**ARTICLE XIII.  
BY-LAWS**

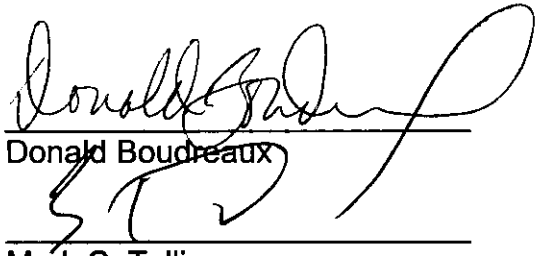
The Board of Directors shall have the power to make and amend by-laws to govern this corporation.

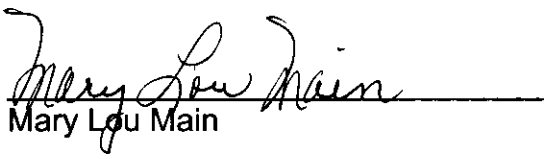
**ARTICLE XIV.  
AMENDMENTS**

These Articles may be amended at any meeting of the Association by a simple majority of those members who are present at the meeting and voting. Notice of proposed amendments must be made at the meeting prior to the one where the amendments are brought to a vote.

  
\_\_\_\_\_  
Sonja Austin

  
\_\_\_\_\_  
Charlie Bishop

  
\_\_\_\_\_  
Donald Boudreaux

  
\_\_\_\_\_  
Mary Lou Main

\_\_\_\_\_  
Mark C. Tullis

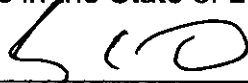
Sworn to and Subscribed Before me, this 27<sup>th</sup> day of  
August, 2002.

  
\_\_\_\_\_  
NOTARY PUBLIC

AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT BY  
DESIGNATED REGISTERED AGENT

STATE OF LOUISIANA  
PARISH OF ORLEANS

On this 27<sup>th</sup> day of August, 2002,  
before me, Notary Public in and for the State of Louisiana and Parish of Orleans,  
personally came and appeared **MARK C. TULLIS**, who, being duly sworn,  
acknowledged to me that he does hereby accept appointment as the Registered  
Agent of Parkview Neighborhood Association, which is a Non-Profit Corporation  
authorized to transact business in the State of Louisiana.



\_\_\_\_\_  
Mark C. Tullis  
Registered Agent

Sworn to and Subscribed Before Me this 27<sup>th</sup> day of August,  
2002.

  
\_\_\_\_\_  
NOTARY PUBLIC



**Annual Report Supplemental Page  
for Period Ending 9/9/2013**

**Charter Number :** 35335568N

**Charter Name:** PARKVIEW NEIGHBORHOOD ASSOCIATION

**Additional Officers**

CICI ANDRE' Director  
1471 MOSS STREET NEW ORLEANS, LA 70119

ANGELA BRECKENRIDGE Director  
F ST. JOHN COURT NEW ORLEANS, LA 70119

BARBARA FERGUSON Director  
1467 MOSS STREET NEW ORLEANS, LA 70119

REBECCA THOMSON Director  
3605 ELAINE PLACE NEW ORLEANS, LA 70119

**BY-LAWS  
OF THE  
PARKVIEW NEIGHBORHOOD ASSOCIATION  
NEW ORLEANS, LOUISIANA**

**ARTICLE I.  
PURPOSE**

The purpose of this organization is to promote the beauty, architecture and well being of the neighborhood, as well as to protect the natural beauty of Bayou St. John.

The Parkview Neighborhood Association promotes and maintains the quality of life in the neighborhood through proactive involvement in civic and social activities and by understanding and addressing the interests of homeowners, residents, neighborhood businesses and visitors within our boundaries.

**ARTICLE II.  
BOUNDARIES**

The area served by this organization is that specified in the Articles of Incorporation.

**ARTICLE III.  
MEMBERSHIP**

membership in the organization is open to all natural persons who live within the boundaries of the Association as outlined in the Articles of Incorporation. Auxiliary membership is open to businesses within the boundaries of the association. Auxiliary membership is also open to those who own property within the boundaries of the association but who do not live within the boundaries. However, auxiliary members are not allowed to vote.

**ARTICLE IV.  
VOTING RIGHTS**

Each member of the association shall have one vote on all matters before the general membership of the Association. Auxiliary members of the association are not allowed to vote.

Household membership is allowed two votes on all matters before the general membership of the Association, but only if such household has two adults and both adults are present at the meeting where the vote is taken.

Proxy voting is not allowed.

**ARTICLE V.  
BOARD OF DIRECTORS**

The membership of the Board is specified in the Articles of Incorporation.

The Board is elected by the membership of the Association at the 4<sup>th</sup> Quarter general meeting held in even numbered years. The Board acting as a nominating committee shall present to the membership a list of candidates for all of the seats on the Board. However, any member of the Association may nominate another member for a seat on the Board.

All of the seats on the Board are for the purposes of voting considered at-large positions. If, for example, five seats on the Board are up for election, then each member of the Association may vote for five individuals on the ballot. The top five vote getters, regardless of whether their total vote count is a majority or a plurality, will be elected to the Board.

If a tie was to occur, and only if this tie was to result in more individuals being elected to the Board than positions were available, then those involved in said tie, would come before the membership again for another vote. If after this vote a tie still exists, then a coin toss conducted by the Chairman, shall determine the victor.

The newly elected Board shall be sworn in at the next general meeting of the Association.

The Board of Directors, may, by majority vote of the Directors present and voting, fill any vacancy caused by the death, resignation, removal, or incapacity of an officer or director.

All Board members shall serve without compensation. Members of the Board of Directors are prohibited from being vendors of the Association.

## **ARTICLE VII. OFFICERS**

All officers of the Association are elected by the Board of Directors from amongst their ranks. The three officers shall be a Chairman, a Vice-Chairman/Secretary and a Treasurer. The Duties of each are as follows:

1. **Chairman:** Preside at all meetings and perform duties incident to his office.
2. **Vice-Chairman/Secretary:** Act as Chairman in the Chairman's absence. Keep minutes of all meetings, send out notices and be custodian of all Association and corporate records, correspondence files, and membership records.
3. **Treasurer:** Receive and disburse organizational funds, keep records thereof, and maintain a current financial report.

All Officers shall serve without compensation. Officers are prohibited from being vendors of the Association.

## **ARTICLE VIII. MEETINGS**

General membership meetings shall be held four times a year, once each quarter. No notice of the regular meeting date and time shall be required for the membership or the Directors to transact business at that time.

The Board of Directors shall meet as often as the Chairman sees as necessary.

## **ARTICLE IX. RULES**

Roberts Rules of Order Revised shall govern this organization in all cases where applicable and where not inconsistent with these by-laws.



**ARTICLE X.  
DUES**

Annual dues shall be \$15 for individual membership and \$25 for family/household membership. All dues are annual and can be pro-rated by the Board. In order to vote on matters all members must be dues paying and said dues must be paid prior to the commencement of the meeting where any vote is exercised. Dues are due in January. If paid in the last three months of the year, dues apply to the next year.

**ARTICLE XI.  
INDEMNITY**

This corporation shall have the power to indemnify and defend any person who was or is or is threatened to be made a party to any pending or threatened action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by the corporation) by reason of the fact that he is or was a director, officer, or employee or is or was serving at the request of the corporation as a director, officer, employee or agent from another corporation or entity, against expenses, including attorney's fees, judgments, fines, and amounts paid in settlement actually and reasonably incurred by him in connection with such action if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the corporation and had no reason to believe his conduct was unlawful.

**ARTICLE XII.  
PROHIBITIONS**

The Association shall not endorse any candidate for political office.

**ARTICLE XIII.  
DISTRIBUTION OF ASSETS ON DISSOLUTION**

Should this corporation ever be dissolved, or should its existence terminate, all the assets of the corporation shall be distributed only to organizations exempt from income tax under the provisions of Section 501 of the Internal Revenue Code, or to the federal, state, or local government for a public purpose. No part of the assets of the Association shall ever be distributed to or used for the benefit of any member, trustee, or officer of the Association, or any private individuals or corporations.

**ARTICLE XIV.  
AMENDMENTS**

These By-Laws may be amended by a majority vote of the Board of Directors present and voting at any meeting.

Approved this \_\_\_\_ day of \_\_\_\_\_, 2003 by the Board of Directors, Parkview Neighborhood Association.

\_\_\_\_\_  
Chairman

\_\_\_\_\_  
Vice-Chairman

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Secretary

Parkview  
Amendments  
AMENDED BY  
GENERAL MEMBERS

ARTICLE V.

Board of Directors

5.1

There shall be seven elected Board Members. Board members shall serve 2 year terms. There is no limit upon the number of terms a Board member may serve.

5.2

Board members are elected by the general membership of PNA at the 4<sup>th</sup> Quarter general membership meeting.

3 Board members shall be elected in even numbered years. 4 Board members shall be elected in odd numbered years. Board seats shall be designated alphabetically, i.e. A, B, C, D, E, F, and G. Seats A, B and C shall be elected in even numbered years. Seats D, E, F and G shall be elected in odd numbered years.

5.3

Each PNA member who is present at the meeting when the election is held, and who has paid his or her annual dues, is eligible to vote in the election for Board members. Each member shall be allowed one vote for each seat up for election.

Household membership voting rights are outlined and limited by Article IV of these bylaws.

5.4

The Board of Directors, may, by majority vote of the Directors present and voting, fill any vacancy caused by the death, resignation, removal or incapacity of another director.

5.5

All Board members shall serve without compensation. Members of the Board of Directors shall not be vendors of the Association.