

AMENDMENT TO AND	:	UNITED STATES OF AMERICA
RESTATEMENT OF ARTICLES OF	:	
INCORPORATION OF	:	STATE OF LOUISIANA
	:	
THE PARKWOOD TERRACE	:	PARISH OF EAST BATON ROUGE
IMPROVEMENT ASSOCIATION,	:	
INC.	:	
	:	

BE IT KNOWN, that on this 28th day of August, 2024, before the undersigned Notary Public, duly commissioned and qualified, in and for the Parish of East Baton Rouge, State of Louisiana, therein residing, and in the presence of the undersigned competent witnesses personally came and appeared, Cynthia D. Miller, President, and Vallory S. Hills, Secretary, herein appearing and acting for The Parkwood Terrace Improvement Association, Inc., a corporation organized under the laws of the State of Louisiana, by act before Prentice L. G. Smith, Jr., Notary Public for the Parish of East Baton Rouge, duly recorded as Original 754, Bundle 9116 in the records of the of the Clerk of Court and Recorder for the Parish of East Baton Rouge, State of Louisiana, on September 18, 1975, and identified as Charter No. 04509970N in the Office of the Secretary of State of Louisiana; said corporation domiciled and having its principal place of business in the Parish of East Baton Rouge; who declared that pursuant to the resolution of the membership of the corporation, adopted at a membership meeting held on the 8th day of July, 2024, Appears now, for the purpose of executing this act of amendment and putting into authentic form the amendment so agreed to by at least two-thirds of the membership of said corporation, declare that the restatement accurately copies the articles and all amendments without substantive change except as made by a new amendment (Article X: Order of Business), that each amendment has been effected in conformity with law La. R.S. 12:241(A), declare that it was resolved that the Articles of Incorporation of The Parkwood Terrace

Improvement Association, Inc., be amended and restated so that said Articles shall hence forth read as follows:

ARTICLE I: NAME

The name of this corporation shall be "The Parkwood Terrace Improvement Association, Inc.," which is a civic organization with non-profit status. The letters "P.T.I.A." may be officially used to designate the corporation or its members thereof. P.T.I.A. will not entertain political candidates campaigning for endorsements or influencing purposes.

ARTICLE II: AREA

The area served by this organization shall be the area included in the First, Second, and Third Filings of Parkwood Terrace Subdivision as shown on the respective maps for those filings, recorded in the public records of East Baton Rouge Parish, Louisiana.

ARTICLE III: PURPOSE

Section I:

The purposes for which this association is formed is a follows:

1. To unite property owners and/or residents who are interested in the Improvement and betterment of that area of the City of Baker, Louisiana, known as "Parkwood Terrace Subdivision," to include the First, Second, and Third Filings of the subdivision.
2. To foster cooperation by disseminating information to members of this subdivision.

ARTICLE IV: MEMBERSHIP / VOTING

Section I:

Membership shall be on a fiscal year basis beginning July 1 and limited to the owners of the parcels in Parkwood Terrace Subdivision. The owners of a parcel (residential or unimproved) shall collectively hold the membership for the parcel. Only persons possessing membership shall be eligible to vote, and hold office in the organization, provided the annual dues have been paid. Membership shall be limited to no more than two votes per household.

Section II:

Parcels owned for the purpose of resale, to include realtors, builders, and contractors, who do not reside in Parkwood Terrace Subdivision, are not eligible to hold membership in the organization.

Section III:

In cases where there are tenants, tenants do not pay annual dues; therefore, tenants do not have voting rights. The owner solely has the right to vote provided the annual dues have been paid.

ARTICLE V: OFFICERS

Section I: Officers and Duties

President – The President shall preside at all meetings at which he/she is present; including meetings of the PTIA Executive Board; shall exercise general supervision over the affairs and activities of the association and shall serve as member ex-officio on all standing committees, except on the nominating committee. The President has to vote in case of a tie.

Vice President – The Vice President shall assume the duties of the President during his/her absence.

Secretary – The Secretary is responsible for maintaining accurate records of all P.T.I.A. and Executive Board meetings, including agendas, minutes, and other official documents as directed.

Assistant Secretary – The Assistant Secretary shall assume the duties of the Secretary during his/her absence.

Financial Secretary – The Financial Secretary shall receive all association funds, record the funds, and deposit them with the Treasurer.

Treasurer – The Treasurer shall keep all association funds in the bank or repositories approved by the association and pay out funds only over the signature of the President and himself/herself.

Parliamentarian – The Parliamentarian shall advise the president, other officers, committees, and members of parliamentary procedures; have knowledge of *Roberts Rules of Order Newly Revised*; and shall be appointed by the President.

Chaplain – The Chaplain shall serve as a source of spiritual and emotional support.

Zoom Coordinator – The Zoom Coordinator shall send out all communications to residents/lot owners via email (i.e., notifications, events, directories, documents, etc.) in co-ordination with the PTIA Secretary/President and other officers/committee chairpersons.

Section II: Election of Officers

The officers shall be elected by ballot and/or electronically at the May Meeting every two (2) years. Officers will serve a two (2) year term. They may be reelected for additional terms, at the pleasure of the membership.

A Nominating Committee of three to five (3-5) persons (in good standing) shall be appointed by the President. Nominations shall be received during the month of April. Selections shall be placed on the ballot and/or sent electronically during the month of April. Hard copies of these documents will be hand delivered to all residents that do not have email.

Once the president opens the floor for candidate nominations, only members in good standing can nominate other members and no second is necessary. Ballots must be opened/witnessed in-person by at least three (3) members in good standing.

The election will be held at the May meeting. New Officers will begin serving July 1.

Section III: Executive Board Vacancies

Vacancies occurring among the officers shall be appointed by the President with approval of the remaining Executive Board Members.

ARTICLE VI: EXECUTIVE BOARD / COMMITTEES

Section I:

The Executive Board (E-Board) shall consist of elected and appointed officers. Committee chairs may be invited to attend E-Board Sessions.

Section II:

The filling of vacancies shall be in the same manner as stated in Article V, Section III, of this constitution.

ARTICLE VII: REGISTERED AGENT

The name and address of the present registered agent is:

Cynthia Miller
13609 Alba Drive
Baker, Louisiana 70714

The registered office address is:
13609 Alba Drive
Baker, Louisiana 70714

The mailing address of the corporation is:
P. O. Box 874
Baker, Louisiana 70704

ARTICLE VIII: MEETINGS

Section I:

Regular (general membership) meetings of the PTIA shall be held seven (7) times in a fiscal year at 6:30 p.m., in-person and/or Hybrid (in-person and via Zoom), at the discretion of the President, or at another time selected by the Executive Board. The Association's Fiscal Year begins July 1 of every calendar year.

Meetings will be held during the following months: July, October, November, January, February, April, and May. Notice of regular meetings will be given to the membership by newsletters, flyers, emails, and/or website.

Section II

Executive Board (E-Board) or Special Meetings may be called by the President, in which case reasonable notice shall be given. Such meetings may transact only the business that is specified. Executive Board or Special Meetings shall not supersede regular meetings.

ARTICLE IX: RULES

The most current edition of *Roberts Rules of Order Newly Revised*, revised, shall govern this organization in all cases where applicable and where consistent with these bylaws.

ARTICLE X: ORDER OF BUSINESS

The order of business for the meetings shall be as follows:

- I. Call to Order
- II. Invocation
- III. Approval of Agenda
- IV. Approval of Minutes
- V. Items for Discussion
 - A. Correspondence
 - B. Old Business
 - C. New Business
 1. Committee Reports
- VI. Announcements
- VII. Other
 - Next Meeting Date / Adjournment

ARTICLE XI: QUORUM

A quorum of the Executive Board shall consist of a simple majority of the currently serving members of the Board. The vote necessary to transact business at the regular meetings shall be a majority of those present and deemed eligible to vote as defined in the Bylaws.

ARTICLE XII: AMENDMENTS

Proposed amendments or by-laws to these Articles of Incorporation may be submitted in writing at any regular meeting of the Association. Such proposed amendment or by-law must be signed by three (3) members of the Association before being submitted to the regular meeting and shall be read at said meeting by the Secretary.

Due notice will be sent to the general membership by newsletters, flyers, emails, and/or website.

After such notice, the proposed amendment or by-law shall be voted on at the next regular meeting or Special Call Meeting, by *voting ballot and/or electronically. Ballots must be opened/witnessed in-person by at least three (3) members in good standing.

The proposed amendment or by-law shall become a part of the Articles of Incorporation only if approved by a two-thirds majority of the membership voting (ballot and/or electronically) and present at said meetings.

*-voting ballot will constitute a present vote if that member is in good standing.

ARTICLE XIII: INDEMNIFICATION

The Association shall indemnify and hold harmless each officer now or hereafter serving the Association from and against any and all claims and liabilities to which he/she may be or become subject by reason of being or having been an officer of the Association and/or by reason of his/her alleged acts or omissions as an officer, whether or not he/she continues to be an officer at the time when any such claim or liability is asserted.

And said appearers having requested me, Notary, to note said amendment in authentic form, I do by these presents receive said amendment in the form of this public act to the end that said amendment may be promulgated and recorded and thus amend and restate the original charter and articles with amendments previously adopted of The Parkwood Terrace Improvement Association, Inc., as hereinabove set forth.

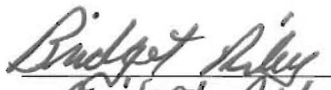
THUS DONE AND PASSED, before me the undersigned Notary Public on this 28th day of August, 2024 at Baker, Louisiana.

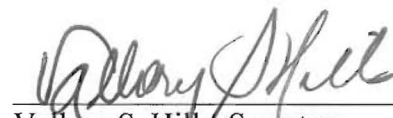
WITNESSES:

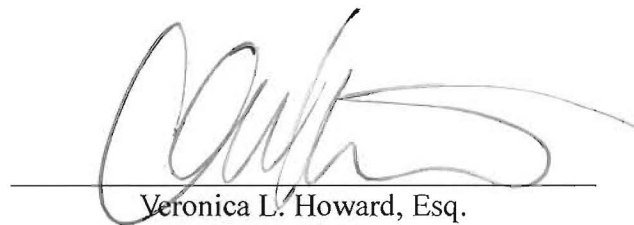

Tasha Elbert McClain

THE PARKWOOD TERRACE
IMPROVEMENT ASSOCIATION, INC.


Cynthia D. Miller, President


Br. Sgt. Riley


Vallery S. Hills, Secretary


Veronica L. Howard, Esq.
Notary Public
Bar Roll Number 22800



OFFICAL SEAL
VERONICA L. HOWARD
NOTARY PUBLIC NO. 43547
STATE OF LOUISIANA
PARISH OF EAST BATON ROUGE
My Commission is for Life

I, Vallory S. Hills, Secretary of The Parkwood Terrace Improvement Association, Inc., do hereby certify that the foregoing amendment and restatement of Articles of Incorporation was unanimously approved by the required vote of the members of said corporation at The Parkwood Terrace Improvement Association, Inc., meeting on July 8, 2024.

Baker, Louisiana, this 28th day of August, 2024.


Vallory S. Hills, Secretary