

**BYLAWS OF
THE FAR SOUTHWEST NEIGHBORHOOD ASSOCIATION
May 2016**

ARTICLE I NAME

The name of the organization shall be the Far Southwest Neighborhood Association (FSWNA).

ARTICLE II PURPOSE

The purposes for which the FSWNA is organized are:

- Section 1. To enhance the livability of the area by establishing and maintaining open lines of communication and liaison between the neighborhood, government agencies, educational institutions, district coalitions, and other neighborhood associations.
- Section 2. To consider, act on, and advocate for or against plans and activities that affect the livability and quality of the neighborhood.
- Section 3. To take positions in matters of civic interest, and to promote those positions in communications and public forums.
- Section 4. To inform residents of events or plans affecting the neighborhood.
- Section 5. To do and perform all the activities related to the above purposes, and to have and enjoy all the powers granted, and engage in any lawful activities for which non-profit corporations may be organized under Chapter 65 of the Oregon Revised Statutes or its equivalent future statutory language.
- Section 6. To undertake any other purposes as are approved by the Board of Directors (Board) or membership.

ARTICLE III DESCRIPTION AND BOUNDARIES

The Far Southwest Neighborhood Association area comprises the southwestern-most part of the city of Portland, Oregon. It is mostly a neighborhood of free-standing single family homes, on plots marked by gardens and stands of mature trees. It includes a number of greenbelts, including Lesser Park and Sylvania Natural Area Park, which provide habitat for wildlife. Commercial activities are limited to an area within the FSWNA along Barbur Blvd and SW 49th Avenue. The Sylvania campus of the Portland Community College lies wholly within the boundaries of the FSWNA.

The boundaries of the FSWNA shall be defined as follows: SW Pomona Street from Capitol Highway west to SW 53rd Avenue; SW 53rd north to Pasadena Street; west on Pasadena to Interstate 5; I-5 south to the Clackamas County line at Douglas Street; east on Douglas to SW 55th Avenue; north on 55th to the PCC Sylvania Property line; east and northeast along the PCC property line to Kerr Parkway; north on Kerr Parkway, 49th Avenue, and Capitol Highway to Pomona Street.

ARTICLE IV MEMBERSHIP

- Section 1. **Eligibility:** All residents, property owners, and individuals 18 years of age

and preside at all board and membership meetings. The Chair represents the position of the Board and the interests of the FSWNA, he or she is the spokesperson for the Association, and serves as the public contact for the FSWNA.

Section 5. **Duties of the Vice-Chair:** The Vice-Chair shall perform the duties of the Chair in his or her absence, and when requested. The Vice-Chair may be tasked by the Board with carrying out specific duties on behalf of the FSWNA.

Section 6. **Duties of the Secretary/Treasurer:** The Secretary/Treasurer shall record and maintain minutes of membership and board meetings, keep and preserve any archival materials and files pertaining to the FSWNA with which he or she may be entrusted, provide notice of all membership and board meetings, authenticate the records of the corporation, and maintain current, accurate, and secure board and membership lists. The Secretary shall send approved minutes and copies of the member sign-in sheets for each meeting to the neighborhood district coalition office.

As Treasurer, this officer shall have overall responsibility for FSWNA funds. The treasurer shall maintain full and accurate accounts of all financial records of the corporation, and present financial reports as directed by the Board.

Section 7. **Neighborhood Coalition Delegate:** The Board shall nominate one board member as a delegate to the neighborhood coalition board. The delegate has a responsibility and duty to attend all coalition board meetings, make decisions and act in the best interest of the neighborhood coalition. Is a member of the FSW Board of Directors.

Section 8. **Representation on Coalition Committees:** The Chair shall nominate one member to be the FSWNA representative on each coalition committee. The representatives will attend and vote at committee meetings, and provide a report of their committee activities at the next FSWNA meeting. Neighborhood coalition committees include: (a) Communications, (b) Land Use, (c) Parks & Recreation, (d) Public Safety, (e) Schools and (f) Transportation. Representatives shall be considered members of the FSWNA Board of Directors.

ARTICLE VI BOARD OF DIRECTORS

Section 1. **Number and Composition of Board Members (Directors):** The number of directors may vary between a minimum of three and a maximum of twelve persons, including three elected officers, two elected Directors-at-large, six committee chairs, and the immediate past Chair.

Section 2. **Eligibility for Board Service:** Only members are eligible to hold an elected or appointed position on the FSWNA Board.

ARTICLE VIII MEETINGS

- Section 1. **Annual Membership Meeting:** The annual meeting of the membership shall be the regular June meeting of each year. The business of the annual meeting shall include a report from the Board on the state of the Association, and the annual election of directors to the Board. Notice of the annual meeting must be provided to the public at least 7 days in advance. Notice to members must be provided at least 30 days in advance, in the SW News and at the preceding meeting.
- Section 2. **Regular Membership Meetings:** FSWNA will hold a minimum of two general membership meetings on the 4th Tuesday in January and June. The membership shall advise the Board of current concerns and possible actions, and the Board will provide information and update the membership on issues of concern to the neighborhood. Notice of regular membership meetings to members and the public must be at least 7 days in advance.
- Section 3. **Special and Emergency Membership Meetings:** The Board may call a special or an emergency meeting of the membership. Notice of special membership meetings to members and to the public must be at least 7 days in advance. Notice must describe the purpose and agenda of the meeting, and no other business may be considered during the meeting. A special meeting must be convened upon receipt of a petition signed by 5 or more members requesting such a meeting.
- Section 4. **Regular Board Meetings:** The Board shall meet at least 4 times per year to conduct the business of the association at a day and time set by the Board. Notice of regular meetings of the Board must be given to the public at least 7 days in advance.
- Section 5. **Special and Emergency Board Meetings:** The Chair may call a special or an emergency meeting of the Board, when the timing of the regular board meeting is insufficient to take action on particular issues. An emergency meeting should only be called to address an actual emergency, where a deadline exists and a special or regular meeting will not allow time to respond. Notice to the public of special meetings of the Board must be at least 7 days in advance; notice of emergency meetings may not be less than 24 hours in advance. Notice must be provided to individuals known to have an interest in or special knowledge of an agenda topic at least one day in advance of the meeting. The Board may only discuss and make decisions at special and emergency meetings on the topics set in the agenda.
- Section 6. **Quorum:** A quorum for a membership meeting constitutes attendance by five members. A quorum for a board meeting shall be a majority of the number of directors in office immediately prior to the start of the meeting. A quorum for any FSWNA committee with board authority shall be a majority of the number of committee members immediately before the meeting begins. No FSWNA advisory committee requires a quorum to meet.

- Section 7. **Voting Process:** Voting at the annual election shall be by secret paper Ballot. If there is only one candidate per office, a member may make a motion from the floor to elect the candidates by acclamation. Names written in that have not been formally nominated will not be counted. Proxy voting and voting by mail are not permitted. Candidates need not be present to be elected.

ARTICLE X GRIEVANCE PROCESS

- Section 1. **Resolution of Disputes:** All parties are encouraged to resolve disagreements and disputes through one-on-one dialogue, discussions with directors and members, and/or formal mediation whenever possible.
- Section 2. **Eligibility to Grieve:** A person or group harmed as a result of a decision of this association may file a formal grievance if they believe the action taken by the association violated a provision of these bylaws, a formally-adopted policy of the FSWNA, or ONI standards.
- Section 3. **Filing a Grievance:** Grievances must be submitted, in writing, using the ONI standard grievance form, to the Chair and/or the Secretary/Treasurer of the FSWNA within 45 business days of the alleged violation. The grievance must identify the date of the action being grieved, and the provision in the bylaws or ONI standards that allegedly were violated, describe how they were violated and how the grievant was harmed by this action. The grievant must identify the remedy being sought.
- Section 4. **Initial Review and Response:** The Board or the Board's designee will review the proposed grievance and determine whether it meets criteria for grievance as defined in this article. If the proposed grievance is found not to meet the criteria, the Board or its designee will inform the grievant in writing of this determination and the reasons for the determination. If the proposed grievance is found to meet the criteria, the review process continues.
- Section 5. **Grievance Committee:** If the process continues, a committee of at least three members of FSWNA, who are not board members, shall offer the grievant an opportunity to present information relevant to the grievance and shall gather other relevant information. This committee shall develop its findings and recommendations and submit them to the Board.
- Section 6. **Board Action:** The board shall consider the findings and recommendations of the committee and render a decision on the grievance. The Board shall notify the grievant of their decision in writing within 60 calendar days from receipt of the grievance.

Section 3. **Notification:** Notice of a proposal to amend the bylaws, specifying the date, time, and place for consideration, must be provided to all members at least 30 days prior to the general meeting at which a vote on the proposed amendments will be taken. Notification must include the text of the proposed amendment(s) and the text of the current bylaws that will be modified or removed.

Section 4. **Adoption:** Adoption and amendment of these bylaws shall require a two-thirds (2/3) vote by the members of FSWNA present at a general membership meeting, and shall take effect after the adjournment of the meeting at which they are approved. Changes to a proposed amendment, if simple, can be considered immediately following approval by amending the amendment. Substantive changes should be made by voting down the proposed amendment and drafting a new proposal.

Approved unanimously by vote of members attending June 28, 2016 FSWNA meeting.

DATE ADOPTED: June 28, 2016

SIGNATURE AND TITLE: Marcia Leslie, Chair

PREVIOUS REVISIONS: Feb. 23, 1982
May 8, 2001
2008