

Neighborhood Association Bylaws

HHNA BYLAWS

ARTICLE I: NAME

The name of the organization shall be [The Healy Heights Neighborhood Association].

ARTICLE II PURPOSE

The purposes for which this Association is organized are:

- a) To consider and act on issues that affect the livability and quality of the neighborhood;
- b) To provide an open process by which all potential members may involve themselves in the affairs of the neighborhood;
- c) For such other purposes as are approved by the board or membership.

ARTICLE III: BOUNDARIES

The boundaries of the Neighborhood Association shall be defined as:

- o All those who live on S.W. Carl Place, S.W. Patrick Place, S.W. Patrick Place Way, S.W. MacDonnell Ter., S.W. Bernard, S.W. Donner Way, S.W. Donner Way Court, an address greater than or equal to 4155 on S.W. Council Crest Drive, an address greater than or equal to 4255 on S.W. Bertha, An address greater than or equal to x4155 on S.W. Agate Lane. 4154 on S.W. Tualitan

ARTICLE IV. MEMBERSHIP

Section 1 Eligibility: All residents, property owners, and individuals who are located within the boundaries as defined by these bylaws are eligible to be a member of the association. One member per household

Section 2 Consent. An eligible person shall become a member of the association by providing written consent to the board. An eligible person becomes a member two weeks after she/he consents join the association.

Section 3 Dues or Fees. Dues or fees shall not be required.

Section 4 Voting. Each member shall be entitled to one vote for election of board directors and bylaw amendments. One member per household.

ARTICLE V: BOARD OF DIRECTORS

Section 1: Number and Composition of Board Members: The number of directors may vary between a minimum of three and a maximum of five.

Section 2: Eligibility for Board Service: Only members shall be qualified to hold an elected or appointed position.

Section 3: Terms of Office: Except for the initial adjustments of shorter terms needed in order to create staggered terms, the term of office for directors shall be three years. The board shall make provisions to stagger the terms of directors so that each year the terms of about one-half of the directors shall expire. A director may be reelected without limitation on the number of terms s/he may serve.

Section 4: Removal: Any elected or appointed director may be removed, with or without cause, by a majority vote of the members at a membership meeting called by the board of directors for that purpose.

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Section 5: Board Vacancies: Vacancies on the board shall be filled by a vote of the directors currently serving on the board. A member appointed to fill a vacancy shall serve until the next election.

Section 6. Powers and Duties of the Board. The board shall be responsible for managing the affairs of the association, and for assuring that members are informed of business that affects them through reasonable means of notification. The board must act in the best interest of the association but is not bound specifically to act according to the desire of the majority of Members attending a particular meeting. Elected and appointed directors have the same powers and responsibilities

ARTICLE VI: OFFICERS

Section 1: Titles and Eligibility: The officers of this association must be a member of the board and shall be the president, secretary, treasurer.

Section 2: Terms of Office: Officers shall serve three year terms and may be reelected without limitation on the number of terms s/he may serve.

Section 3: Duties of the Board Officers:

- a. **President:** The president shall be the chief officer of the association and shall act as the chair of the board. The president shall: prepare the agenda for board and membership meetings, preside at all board and membership meetings; represent the position of the board and the interests of the association; act as spokesperson for the association; and serve as the public contact for the association.
- b. **Secretary:** The secretary shall: record and maintain minutes of membership and board meetings, assist the president with the correspondence of the association; maintain the non-financial files of the association; provide notice of all membership and board meetings; authenticate the records of the corporation; maintain current and accurate board and membership lists; and send approved minutes to the neighborhood district coalition office.
- c. **Treasurer:** The treasurer shall have overall responsibility for all the association's 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.

ARTICLE VII: MEETINGS

Section 1: Membership Meetings

Membership meetings will be held at least 1 time a year at a day and time set by the board. Notice of membership meetings to members and to the public must be at least 7 days in advance of the meeting. A quorum for a membership meeting constitutes attendance by 20 members.

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Section 2: Board Meetings

a. The board shall meet at least one times a year. Public notice of meetings of the board must be at least 7 days in advance.

b. Emergency Board Meetings: When there is insufficient time address timely business within the notice requirements of a regular meeting, an emergency meeting may be called. Notice of an emergency meeting to all interested parties may not be less than 24 hours in advance. Only items on the announced agenda may be decided at an emergency meeting.

c. Quorum: A quorum for a board meeting shall be a majority of the number of Board members in office immediately before the meeting begins.

Section 3: Deliberation and Decision Making

The board shall make all decisions by consensus.

ARTICLE VIII: ELECTIONS

Section 1: Annual Election. Members shall elect the directors at a membership meeting by secret paper ballot. Candidates receiving a majority of votes are elected to the board.

Section 2: Election of Officers. Directors shall meet after the annual election and elect the president, secretary and treasurer.

ARTICLE IX: GRIEVANCE PROCESS

Section 1: Other forms of conflict resolution are encouraged: All parties are encouraged to resolve disagreements and disputes through one-on-one dialogue, discussions with board members and general 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 or the ONI Standards.

Section 3: Filing a Grievance: Grievances must be submitted, in writing, to the secretary, within 45 business days of the alleged violation. A grievance must state the action being grieved, the provision which was allegedly violated, how the grievant was harmed, and identify a remedy.

Section 4: Initial Review and Response: The board will review the proposed grievance, determine its findings, and render a decision on the grievance. The board shall notify the grievant of the board's decision, in writing, within 60 calendar days of the receipt of the grievance.

ARTICLE X: CONFLICT OF INTEREST

To protect the integrity of the association's decision-making processes, Directors will disclose to the board any interest they have in a transaction or decision of the board that may result in a financial benefit or gain to them and/or their business, family members and/or significant other, employer, and/or close associates, and other nonprofit organizations with which they are affiliated. The director will not be present for or participate in any board discussion of or vote on the transaction or decision.

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ARTICLE XI: NON-DISCRIMINATION

The association will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, legal citizenship, national origin, income, or political affiliation in any of its policies, recommendations or actions.

ARTICLE XII: ONI STANDARDS

The association, in all its activities, shall comply with the requirements of the Office of Neighborhood Involvement Standards for neighborhood associations.

ARTICLE XIII: AMENDMENT OF BYLAWS

- a. All amendments to these bylaws must be proposed in writing and announced in the published agenda of a membership meeting.
- b. Adoption and amendment of these bylaws require a two-thirds (2/3) vote by the members present at a general meeting.

Adoption:

Date Adopted: [insert date on which the members or board approved the bylaws amendments] 5-1-2017

Previous Revisions: [list the dates earlier bylaws amendments revisions were adopted]

Signature of Secretary: Elicia # Martha