

Barrett Hills Neighborhood Association

Bylaws

Article I. Name

The name of this organization shall be the Barrett Hills Neighborhood Association, hereinafter sometimes referred to as the BHNA.

Article II. Purpose

The Barrett Hills Neighborhood Association (BHNA) exists to preserve, protect and enhance the quality of the neighborhood and to support the commonwealth of its members.

BHNA achieves its mission by: Encouraging renovation and preservation of our homes and neighborhood amenities, enhancing safety and security, promoting volunteer activism, and building community by joining neighbors together in a common cause.

Article III. Membership

1. The membership year and annual dues year of the BHNA shall be from August 1 to July 31. The boundaries of the BHNA are Lincoln Avenue on the south, Winding Way on the north, the east side of Manzanita Blvd on the west and Barrett Road on the east.
2. General Membership: Any person, regardless to race, religion or national origin, dedicated to the purpose of the BHNA, 18 years of age or older, who is a resident or property owner within the boundaries of the BHNA shall be eligible for general membership.
3. Associate Members: Any person not eligible for general membership of BHNA shall be eligible for associate membership. Such members may not vote, hold office or serve on the Board. They shall have all other rights and privileges of general members.
4. Membership Information of the BHNA shall be used for official BHNA purposes only.
5. A membership, or any rights arising from a membership, may not be transferred.

6. Termination of Membership:

- a. Resignation of membership may be made in writing at any time to the Board and shall be effective at the date specified by the member.
- b. A general member who ceases to qualify as a general member shall automatically become an associate member.
- c. A member shall be removed from membership for non-payment of dues
- d. A member may be removed from membership for conduct detrimental to the purpose of the BHNA, as determined by a two-thirds vote of the Board.
- e. A member who has been removed for non-payment of dues may be reinstated upon payment of dues.

Article IV. Dues

The amount of the dues shall be determined by vote of the membership. One year's dues are payable at the time of application for general or associate membership, and on August 1st of each subsequent year. If dues are not paid by September 30th, membership shall be terminated. Dues will not be pro-rated if paid later than August 1st, and no refunds will be made.

Article V. Officers

1. Officers defined: The officers of BHNA shall be President, Vice President, Secretary and Treasurer. Each officer shall be a member of the Board of Directors, along with three members at large, hereinafter sometimes referred to as the Board.
2. Election and term: Officers shall be elected by majority vote of the Board members present at its first meeting following the annual voting meeting and shall be elected for a term of one year, or until successors are elected. Officers shall assume their duties at the close of the Board meeting at which they are elected.
3. The duties of the officers shall include but shall not be limited to the following:

President:

The President shall be the official spokesperson of the BHNA; shall preside at the meetings of the BHNA and Board, shall be an ex-officio member of all committees, and shall coordinate the work of the Board. The President shall, with Board approval, create other committees and appoint members or non-members as committee consultants as necessary.

Vice President:

The Vice President shall assume the duties of the President in the absence of the President to act and shall perform or assist in such other duties as may be assigned by the Board and President.

Secretary:

The Secretary shall keep written minutes of all meetings of the BHNA. Coordinate the scheduling of meetings of the membership and the copying of all required notices and documents to the Board and members. They shall maintain an accurate roster of the membership and keep the files of the BHNA.

Treasurer:

The Treasurer shall be the custodian of the funds of the BHNA. They shall keep permanent records of all receipts and disbursements and prepare an annual budget for adoption by the Board.

Article VI. Meetings of the Membership

1. The annual voting meeting shall be held at a date, time and place as determined by the Board and shall include, but not limited to, the election of the Board.
2. Special meetings may be called by the President, the Board, or by written petition of five percent of the general membership. Special meetings shall be held not later than 60 days after the receipt of the request and at a date, time and place to be determined by the Board.
3. All members shall be given written and/or electronic notice of all meetings not less than ten days if notice is provided by first class mail or electronically, or twenty days if notice is provided by bulk mail. In the case of a special meeting, the general business to be transacted shall be noted. No other business may be transacted at a special meeting other than the business stated in the notice. Notice of any meeting at which directors are to be elected shall include the names of all nominees known at the time of such notice. The notice shall state the date, time and place of the meeting.

3. Only general members may vote, and they may do so in person, or by written or electronic ballot submitted at or prior to the meeting. A two-thirds majority vote of all general members present shall be required for bylaw changes brought before the membership. A majority vote of all general members present shall be sufficient for all other actions of the membership. Any vote by the membership may be taken only after there has been an opportunity for membership debate.

4. A quorum for any meeting of the membership of the BHNA shall consist of twenty percent of the general membership.

Article VII. Board of Directors

1. The Board of Directors shall consist of 7 members, President, Vice President, secretary, Treasurer, and three members at large.

2. Powers: The activities and affairs of the BHNA shall be managed, and all powers shall be exercised by and under the direction of the Board. In an emergency as determined by two or more of the officers, if a quorum of the Board is not available, two officers may exercise the power of the Board. Such action, unless irrevocable, is subject to later ratification or rejection by the Board.

3. Duties: The Board shall be the planning and policy making body responsible for the activities and the funds of the BHNA. It shall perform such other duties as are expressly provided by the Bylaws or as determined by the President.

4. Nominations: A list of candidates shall be sent to each general member, using the methods specified for notices of meetings. Nominations shall also be accepted from the floor at the annual voting meeting.

5. Election and Term: The Board shall be elected at the annual voting meeting for a term of one year or until successors are elected. Board members shall assume their duties at the close of the annual meeting.

6. Vacancies: Vacancies on the Board may, at the discretion of the Board, be elected by majority vote of the remaining members of the Board. Each director so elected shall serve until the expiration of the original term of office.

7. Meetings: Meetings of the Board shall be held at least every other month, at the discretion of the President or upon written request of a majority of the Board. The conduct of business by the Board may be in person, by mail, by phone, or by e-mail.

8. Notice: Notice of all meetings of the Board shall be given to all members of the Board at least five days in advance. Notice of special or emergency meetings may be given at the request of the President or any three members of the Board, and the business of such meetings shall be limited to that specified in the notice.

9. Voting: Except as otherwise noted in these Bylaws, official Board action shall be by a majority vote of the Board members present at a meeting. If time is of the essence, as determined by the President, Board action may be taken by a majority vote of those Board members responding to a telephone poll of all Board members.

10. Quorum: A quorum for the conduct of business consists of four members of the Board.

11. Removal: Three consecutive Board meeting absences without good and sufficient reason may result in removal from the Board. The removed Board member may petition the Board for reinstatement. Such reinstatement shall be effected only by a majority vote of the Board.

Article VIII. Committees

The Standing Committees are:

1. Membership: There shall be a Membership Committee which shall keep uniform records of the membership and shall assist Treasurer and Secretaries as necessary.

2. Finance Committee: There shall be a Finance Committee which shall assist the Treasurer, as necessary, and oversee the annual budget and audit of the BHNA.

3. Nominating Committee: There shall be a Nominating Committee, selected by the Board, which shall present a slate of candidates to the BHNA Board and shall work with the current Board as necessary.

4. Communications Committee: There shall be a Communication Committee which shall be responsible for newsletters, fliers, website and public relations.

5. Other Committees: The Board shall have the authority to establish committees or a combination of committees to perform functions of the BHNA as necessary.

Article IX. Parliamentary Authority

The current Robert's Rules of Orders shall be the parliamentary authority for all members procedure not specifically covered by these Bylaws or by other specific rules or procedures adopted by the membership.

Article X. Amendments

Bylaws may be adopted, amended or repealed by the membership at any regular meeting or any special meeting called for that purpose, in accordance with the procedures specified herein for voting by the membership. Notice of the proposed changes in Bylaws shall be mailed and/or e-mailed to each member and a verbatim copy of the proposed Bylaw change or changes shall be included.

Article XI. Office of the BHNA

The office for the transaction of the business of the BHNA shall be determined by the Board.