

EASTMORLAND COMMUNITY ASSOCIATION BYLAWS

I. Purpose

Eastmorland Community Association serves those who live, work and visit the neighborhood. Specifically, the Association will:

1. Listen to, understand, and, when appropriate, take action on neighborhood concerns and issues.
2. Improve our neighborhood and promote community quality and safety.
3. Promote citizen participation by communicating with residents and businesses about events and plans that may affect the neighborhood.
4. Promote social interaction among neighbors.

II. Membership

The Eastmorland neighborhood is currently the area bounded by Milwaukee Street, Highway 51, Cottage Grove Road, Atwood Avenue and Starkweather Creek (East Branch). These boundaries may be changed in one of two ways: at the initiative of the directors, residents of other areas may be invited to join the neighborhood; or residents of other areas may petition the directors to join the neighborhood. Any boundary change must be presented at an Eastmorland Community Association meeting at least one month before it will be voted on. Written notice must be given before the vote. A quorum is required for the change of boundaries.

Each adult resident of Eastmorland, 18 years of age or older, is considered a voting member of the Eastmorland Community Association. Additionally, non-resident owners of real estate and one appointed representative per business within the Eastmorland boundaries may participate as voting members.

Adult resident households who pay a minimum annual contribution, the amount of which is set by the board of directors at the annual meeting, are considered paid members. Paid members support activities of the Eastmorland Community Association. It will be announced when paid membership is required to participate in a neighborhood event or activity.

III. Board of Directors

The board of directors is responsible for the functioning of Eastmorland Community Association, including all administrative and corporate duties. The board of directors consists of a minimum of four and a maximum of fifteen people. Directors commit to attending the Eastmorland Community Association meetings. Directors will be elected at the annual meeting, and a quorum must be present (see Article IV, Decision making). Between annual meetings, the President may appoint a director if the appointment is confirmed by a majority vote of the board of directors. Directors must be association members who live in the neighborhood. A business

owner who does not live in the neighborhood may not be a director. Directors are elected or appointed for two-year terms. There is no limit to the number of consecutive terms a director may serve. A list of directors will be maintained by the secretary and made available to all members.

Officers: Officers are elected from among the directors for a one-year term. Officer elections will take place among the directors after the Annual Meeting. It is required that there be a President, Vice President, Secretary, and Treasurer.

Committees: Committees will be established by the directors on an as-needed basis and committee heads will be selected by the committee or appointed by the President, and confirmed by a majority vote of the board of directors. Committee meetings will take place as needed. A list of current committees and committee heads will be kept by the directors and made available to all members. Upon request, committees will report back to the board of directors.

Nomination and elections of directors: Elections will take place at the annual meeting (see Article IV, Decision making). Nominations will be accepted at or prior to the meeting. Candidates may be self-nominated or nominated by another voting member. A current director will serve as a contact person for people considering running.

Checks: All checks issued in the name of the Eastmorland Community Association, shall be signed by the President or the Treasurer, or an agent of the Association duly appointed for that purpose.

IV. Meetings and Procedures

Eastmorland Community Association meetings: Meetings will take place monthly except for December. These meetings of voting members will occur at a place and time agreed upon by the directors. Written notice will be provided in advance of the meetings.

Annual meeting: An annual general membership meeting will also take place in order to elect directors and discuss issues of concern to the neighborhood. At least one-week notice must be given of the annual meeting.

Special meetings: Special meetings may be requested by any member or group of members and held after approval by the directors.

Decision making: All actions shall be by simple majority of those voting members present at any meeting, unless otherwise required by the bylaws. Presence of 10 voting members, including three directors, will constitute a quorum when a quorum is required. A quorum is required for the election of directors, the passing or amendment of bylaws, amendment of the neighborhood boundaries, and the removal of a director by voting members.

Meeting facilitation: Responsibility for facilitating the meetings may rotate among the directors. The directors will select among themselves who will facilitate each meeting. Meeting agendas

will be determined by the board of directors. All members will have the opportunity to add items to the agenda. A list of those present at each meeting will be kept.

Bylaws: A quorum is required for the passing or amendment of bylaws. Proposed changes to the bylaws must be presented in writing at an Eastmorland Community Association meeting at least one month before they will be voted on. Written notice must be given before the vote. Amendments to the bylaws duly adopted by the membership shall become effective immediately.

Removal of directors and officers: Three consecutive absences from monthly meetings or committee meetings without notification shall be deemed a resignation. Additionally, voting members of the Association shall have the power to remove any director or officer from his or her position provided that notice is given to all directors in advance. Removal of a director by members requires a quorum to be present, and will take place by majority vote. The directors will provide written notification to the removed director.

V. Dissolution

The board of directors may vote to dissolve this Association and, after paying or providing for the payment of all of the Association's liabilities, transfer its assets to any successor association that is a non-profit association and whose purposes are consistent with Eastmorland Community Association's purposes.