BY-LAWS OF THE PLEASANT VALLEY NEIGHBORHOOD ASSOCIATION

ARTICLE I - PURPOSE

<u>SECTION 1</u> - Name of organization: The name of the organization shall be the Pleasant Valley Neighborhood Association (PVNA).

SECTION 2 - Purpose of PVNA: The purpose for which PVNA is organized are:

- a) To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the neighborhood, government agencies and other neighborhoods.
- b) To be organized exclusively for educational, scientific and charitable purposes only. Notwithstanding any statement of purposes or powers aforesaid, this non-profit association shall not, except to an insubstantial degree, engage in any activities or exercise powers that are not in furtherance of its specific and primary purpose.
- c) To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- d) To do and perform all of the activities related to said purposes, to have and enjoy as of the powers granted and engage in an lawful activity for which corporations may be organized under ORS CHAPTER 61.

ARTICLE II - MEMBERSHIP

<u>SECTION 1</u> - Membership: Any person, 18 years of age or older, who has been a resident at least thirty (30) days, or property owner or business licensee, or private non-profit organization, shall be eligible for membership, if such activities or rights take place within the following described boundaries ---

- a) Boundaries of PVNA shall be defined as follows:

 Starting at 111th Drive, east along Foster Road to 122nd Avenue, north along 122nd to the Springwater Corridor, east along the Corridor to Powell Butte Park, around and including Powell Butte Park to 157th Avenue, north along 157th to Powell Boulevard, east along Powell to Gresham City Boundary, south and east along the Boundary to SE 190th Avenue, south on 190th to Cheldelin Road, west along Cheldelin to the Portland City Boundary, west along the Boundary to 112th Avenue, north on 112th to 111th Drive.
- b) Expansion of boundaries: The right of petition to be included within the boundaries of the PVNA shall be guaranteed to residents of areas immediately adjacent to PVNA boundaries. A petition for inclusion shall contain signatures of at least a majority of those who would qualify as members of PVNA in the area sought to be included, and shall require a two-thirds (2/3) approval of the membership at a General or Special meeting.
- c) The initial membership of this organization shall consist of all eligible parties who signed the attendance record at the association meetings held at Meadowland Dairy on January 30, 1978, February 6, 1978 and February 13, 1978, and existing membership as of March 1, 1978.

ARTICLE III - FUNDING

<u>SECTION 1</u> - Dues: Charging of dues or membership fees shall not be made, however, voluntary contributions will be accepted. Activities to raise funds for PVNA use may be held if appropriate.

ARTICLE IV - MEETINGS

- SECTION 1 General Meetings: There shall be at least two (2) general membership meetings yearly. The meetings shall be convened in the months of May and September, and upon any day decided upon by the majority vote of the Board of Directors. Notification for all general meetings shall require seven (7) days advance written or telephonic notice to all active members of PVNA.
- SECTION 2 Membership And Voting: Membership to the PVNA is open and encouraged to all residents, property owners and business licensees located within PVNA boundaries 18 years and older. Voting shall be open to all members who have attended at least one of the last two (2) meetings, either general or special. One (1) representative from each government agency and non-profit organization located within PVNA boundaries shall have the same privilege as the members mentioned above.
- <u>SECTION 3</u> Agenda: The President shall prepare the agenda for General and Special meetings of the membership. Any person may add an item to the agenda by submitting the item in writing to the President at least seven (7) days in advance of the membership meeting. Any two board members or four members of PVNA may add an item to Board, General, or Special agenda at those respective meetings.
- <u>SECTION 4</u> Quorum: A quorum for any General or Special meeting of PVNA shall be the number of members in attendance. Unless otherwise specified in these by-laws, decisions of PVNA shall be made by a majority vote of those members at any meeting.
- <u>SECTION 5</u> Participation: Any General, Special, Board or Committee meeting is open to any person, and all who wish may be heard. All actions or recommendations of the General or Special meetings shall be communicated to all affected parties, including minority reports.
- <u>SECTION 6</u> Procedures: The PVNA shall follow "Roberts Rules of Order (revised)" in all areas not covered by the by-laws.

ARTICLE V - BOARD OF DIRECTORS

SECTION 1 - Composition of Board: The Board of Directors, hereafter referred to as the Board, shall be composed of a President, Vice President, Secretary-Treasurer, At Large Directors, and Chairpersons of standing committees, except for the Grievance Committee. Each Director shall hold office for a term of two (2) years for which he/she is elected or appointed and until his/her successor shall have been elected or appointed to take office. (The year in which a position is open for election will be indicated in parenthesis following that position's duty description).

SECTION 2 - Duties of Board Members:

a) President (elected in even years). The President shall prepare the agenda and preside at all meetings of the Board and membership; shall appoint members of

- the committees not elected, with a majority approval of the Board, except for members of the Grievance Committee.
- b) Vice President (elected in odd years). The Vice President shall assist the President; in the President's absence shall function as President; shall serve as a member of the membership Hospitality Committee; and perform other duties as the President may delegate.
- c) Secretary-Treasurer (elected in even years). The Secretary-Treasurer shall keep minutes and written records of majority and minority opinions expressed at all meetings; shall be responsible for all correspondence of PVNA; shall make records of PVNA available for inspection for any proper purpose at any reasonable time. He/she shall be held accountable for all funds and shall give an accounting at each General meeting; shall receive, safekeep and disburse PVNA funds, but such disbursement shall require the signature of one other Board member.
- d) Committee Chairpersons (elected in odd years). Chairpersons of Committees shall inform the Board and PVNA of all activities of their respective committees.

SECTION 3 - Duties of the Board:

- a) Management: The affairs of PVNA shall be managed by the Board in the interim between General meetings. The Board shall be accountable to the membership; shall seek the views of those affected by any proposed policies or actions before adopting any recommendation on behalf of PVNA; and shall strictly comply with the by-laws.
- b) Vacancies: The Board may fill any vacancy on the Board or a committee by majority vote of the Board in cases involving absences by a Board or committee member from three (3) consecutive meetings. A member appointed to fill a vacancy shall serve the remainder of the unexpired term and until his/her successor is elected or appointed.
- c) Board meetings: The Board shall meet at least fourteen (14) days prior to any General or Special membership meeting and at any other time the Chairperson may designate. These meetings shall be open session; however, only Board members shall be entitled to vote. Directors shall be notified of Board meetings in writing or telephonically at least two (2) days in advance. A majority of Board members, by signed petition, may call a Board, General or Special meeting.
- d) Quorum: A quorum for any Board meeting of PVNA shall be the number of Board members in attendance
- e) Emergency Powers: In such cases where the Board is required to provide neighborhood response before the question is presented to the membership, the Board must indicate that this is the case, and shall present the action taken at a Special or General meeting within thirty (30) days, or within a reasonable time where circumstances dictate, for ratification by the membership.

ARTICLE VI - COMMITTEES

SECTION 1 - Standing Committees:

a) Grievance Committee (elected each year). The Grievance Committee shall consist of not less than three (3) members elected by the General membership at the General meeting in September. No member of this committee shall serve on the Board. The Committee's responsibility shall be to hear complaints of persons

- adversely affected by decisions of PVNA, and to make recommendations to the Board and PVNA for resolution of the complaint.
- b) Membership and Hospitality Committee (elected in even years). The committee shall be responsible for the PVNA scrapbook and notifying the membership of meetings, elections, events, and other relevant matters of concern to PVNA; shall maintain and update the membership and mailing lists.
- c) Finance Committee (elected in odd years). The Finance Committee shall secure financial support for PVNA, if necessary, as deemed by the Board.
- d) Additional Standing Committee: Additional Standing Committees may be established by amendment to these by-laws.
- <u>SECTION 2</u> Special Committees: Special Committees may be established by majority vote of the Board or by the President.

ARTICLE VII - ELECTIONS

- <u>SECTION 1</u> Eligibility: Only persons eligible for PVNA membership shall be qualified to hold an elected or appointed position.
- SECTION 2 Board members: Members if the Board shall be elected to serve for two (2) years until the appropriate September General meeting. The election at the September meeting shall be by nomination from the floor and requires a majority vote of the membership present. Board membership election will be held in September of each year as indicated in ARTICLE V, depending upon whether the position is open in an odd or even year.
- SECTION 3 Standing Committees: Standing committees shall have elected committee chairpersons with nominations being taken from the floor and shall require a majority vote of the membership present. The Chairperson shall then call for volunteers to fill committee memberships. In cases where volunteers exceed positions, selection will be made by vote of the General meeting. In the case of insufficient volunteers, the Board will fill the vacancies. Standing committee elections shall be held in September of each year, positions to be filled as indicated in ARTICLE VI.
- <u>SECTION 4</u> Impeachment: Any holder of an elected position may be removed and replaced by a two-thirds (2/3) vote of a General or Special meeting. Any holder of an elected position so dismissed may have the right of appeal.

ARTICLE VIII - GRIEVANCE PROCEDURE

- <u>SECTION 1</u> Person or Group Adversely Affected: A person or group adversely affected by a decision or policy of PVNA may submit in writing a complaint to any member of the Grievance Committee.
- SECTION 2 Receipt of Complaint: Within seven (7) days of receipt of the complaint, the committee shall arrange with the petitioner a mutually acceptable place, day and hour for a review of the complaint, and will in writing, within thirty (30) days recommend a resolution of the grievance to the Board.
- <u>SECTION 3</u> Final Resolution: The committee shall attempt to resolve the complaint and shall submit a report of their recommendation and/or action to the complainant, Board, and membership. If the committee, Board, and petitioner cannot reach agreement, final

resolution of the complaint shall be by vote of a majority of the membership at a General or Special meeting.

ARTICLE IX - PROCEDURE FOR CONSIDERATION OF PROPOSALS

- <u>SECTION 1</u> Execution: The Board shall be responsible for the execution of this Article.
- SECTION 2 Submission of Proposals: Any person or group inside or outside the boundaries of PVNA and any City or County agency may propose, in writing, items for consideration and/or recommendation to the Board. The Board shall decide whether proposed items will appear on the agenda of either the Board, Standing or Special Committees or General or Special meetings.
- <u>SECTION 3</u> Notification: The proponent and members directly affected by such proposals shall be notified, in writing, of the place, day and hour the proposal shall be reviewed, not less than seven (7) days in advance.
- <u>SECTION 4</u> Attendance: The proponent may attend this meeting to make a presentation and answer questions concerning the proposal.
- <u>SECTION 5</u> Dissemination: The PVNA shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.

ARTICLE X - ADOPTION AND AMENDMENTS

Adoption of and amendments to these by-laws shall require a two-thirds (2/3) vote by the members present at a General meeting.

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PLEASANT VALLEY NEIGHBORHOOD ASSO	CIATION WERE DULY ADOPTED AND
CONFIRMED BY THE MEMBERSHIP OF THE I	MEETING OF THE MEMBERSHIP HELD
ON THE <u>26</u> DAY OF April , 2000.	
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	Linda Bauer President

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