MADISON SOUTH NEIGHBORHOOD ASSOCIATION BYLAWS

ARTICLE I: PURPOSE

Section 1

The name of this Association shall be MADISON SOUTH NEIGHBORHOOD ASSOCIATION.

Section 2

This Association shall be guided by the content of City of Portland, Oregon, Ordinance 159923, Chapter 3.96. The objectives of the Association are further stated to be, but not limited to:

a) Establishing communication between the Association and governmental agencies on issues concerning the Association membership.
b) Providing an open forum to the residents and businesses within the Association boundaries on matters of mutual concern.
c) Working toward the enhancement of the neighborhood which is, by its character, responsive to issues affecting its livability and overall welfare.
d) Providing to its membership a means by which they can be kept informed of any proposed actions which affect them.
e) Organizing exclusively for educational, scientific, and charitable purposes. Notwithstanding any statement of purpose or powers stated above, this Association shall not, except to a minor extent, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purpose.

ARTICLE II FUNDING

Section 1

There shall be no charging of dues or membership fees. However, voluntary contributions may be accepted. Activities to raise funds for Association use may be held, if appropriate. The Board shall approve all fundraisers.

ARTICLE III BOUNDARIES AND MEMBERSHIP

Section 1

The boundaries of this Association shall be: From a point where NE 65th Avenue intersects with I-84 (The Banfield Freeway) EAST and NORTH along I-84 to the boundary of Maywood Park, NORTHWEST along the Maywood Park boundary to NE Skidmore Street, WEST on NE Skidmore Street to NE Sandy Blvd, SOUTHWEST on NE Sandy Blvd to NE 82nd Avenue, SOUTH on NE 82nd Avenue to NE Siskiyou Street, WEST on NE Siskiyou Street to NE 78th Ave, SOUTH on NE 78th Avenue to the northern boundary of Rose City Golf Course to NE 65th Avenue, SOUTH on NE 65th Avenue to I-84 (the Banfield Freeway).

Section2
Membership in the Association shall be open to all residents, property owners, governmental agencies, business licensees, and non-profit organizations located within the boundaries of the Association as defines in Section 1 of this Article.

Section 3
All residents, property owners and business licensees of voting age located within the Association boundaries shall have one vote each to be cast during attendance at any General Meeting. One representative from each governmental agency and non-profit organization located within the Association boundaries shall have the same privilege as the residents listed above.

Section 4
The privileges and the duties of membership shall be:

a) To participate in a civil and mature manner related to all business conducted by the Association.
b) To attend any and all meetings and to speak from the floor on any issue that is being considered by the Association.
c) To vote on all motions places before the General membership at regular or special meetings, including participation in the election of officers and to run for any office of this Association.

ARTICLE IIII BOARD OF DIRECTORS

Section 1
The Board of Directors, which shall be referred to as the Board, shall be composed of a Chairperson, Vice Chairperson, Secretary, Treasurer, three (3) Members-At-Large, and a Central Northeast Neighbors Representative. (Standing Committees may be chaired by Board Members-at-Large or by interested members of the Association.) All Directors shall hold office for a term of One (1) year for which they are elected or appointed and until their successor shall have been elected or appointed to take office.

Section 2
The duties of Board Members shall be:

a) Chairperson: The Chairperson shall prepare the agenda and preside at all meetings of the Board and General Membership; shall appoint members of committees not elected, with majority approval of the Board, except for members of the Grievance Committee; shall act as primary contact for the Association; sign all official correspondence; perform all other duties as delegated by the membership.
b) Vice Chairperson: The Vice Chairperson shall assist the Chairperson and in the absence of the Chairperson, shall function as Chairperson; shall perform those duties delegated by the Chairperson.

c) Secretary: The Secretary shall keep minutes of all meetings; maintain attendance records of all meetings; shall provide copies of all minutes to the membership; shall be responsible for all Association correspondence; shall make records of the Association available for inspection for any proper purpose at any reasonable time.

d) Treasurer: The Treasurer shall receive and disburse all funds as required by the Association, but all such disbursements shall require the signature of one other officer; shall report to General Membership meetings and provide an annual treasurer's Report to the membership.

e) Board Members-At-Large: Board Members-At-Large shall perform those duties delegated by the Chairperson.

f) Central Northeast Neighbors Representative: The Central Northeast Neighbor's Representative shall attend Central Northeast Neighbors meetings and report on meetings to the Board members and the Association regarding Central Northeast Neighbors meetings.. Central Northeast Neighbors, Madison South Neighborhood Association's Neighborhood coalition office is located at 4415 NE 87th Avenue, Portland, Oregon, 97220; phone number is 503-823-3156.

Section 3

The General duties of the Board:

a) The affairs of the Association shall be managed by the Board in the time between general meetings; the Board shall be accountable to the membership; shall seek views of those affected by any proposed policies or reactions before adopting any recommendations on behalf of Madison South Neighborhood Association; shall strictly comply with these Bylaws.

b) The names, addresses, and telephone numbers of the officers shall be files with the appropriate governmental agencies responsible for notifying neighborhood associations of matters which affect them. Madison South Neighborhood Association shall undertake to keep this listing current.

c) The Board may fill any vacancy on the Board by majority vote of the Board in cases involving absences by a Board Member from three consecutive general Board meetings. Members appointed to fill a vacancy shall serve the remainder of the unexpired term or until their successor is elected or appointed.

d) The Board shall meet in accordance with Article VI and at any other time the Chairperson shall designate. These meetings shall be open to the public, however only Board Members shall be entitled to vote. A quorum for Board members shall be the number of Board Members in attendance, decisions shall be made by majority vote.

A majority of Board Members, by signed petition, may can a Board, General, or Special meeting.

e) Emergency Powers: In such cases where the Board is required to provide neighborhood response before a question is presented to the membership, the Board must indicate to the questioner that it is Board Action, and shall present the action at the next General Meeting.

ARTICLE V ELECTIONS

Section 1
General elections shall be held annually at the September meeting.

Section 2
All persons of voting age who qualify for membership in Madison South Neighborhood Association shall be eligible to hold office.

Section 3
Notification of the annual election shall be given to the membership no later than seven (7) days prior to the election.

Section 4
Members of the Board shall be elected to a term of One (1) year. Candidates shall be nominated from the floor. Election requires a majority vote of the membership present.

Section 5
Board vacancies shall be filled at any General meeting by any member qualified under Section 2 of this Article, provided notification of the vacancy shall be filled until the next September election meeting.

Section 6
Impeachment: A majority of the Board may submit a written request for a Board Member's resignation at a Board meeting. If the Board member chooses not to resign, then they may be removed and replaced by a two-thirds (2/3) vote of a General Membership meeting.

ARTICLE VI COMMITTEES

Section 1
Committees shall be formed as the need exists to provide the membership with information and to research matters of concern which affect Madison South Neighborhood Association.

Section 2
Committee membership shall consist of at least one (1) elected Board member.

Section 3
The Chairperson shall appoint all committees.

ARTICLE VII MEETINGS

Section 1
All meetings of Madison South Neighborhood Association shall be governed by ORS: 192.

Section 2
Annual meetings shall be held for the election of the Board and for approval of the Annual Treasurer's Report, on the first (1st) Thursday of September.

Section 3
General meetings of the membership may be held on the first (1st) Thursday of January, March, May, July, September, and November at a time and place to be determined by the Board. There shall be at least one General Membership meeting annually.

Section 4
Board meetings may be held on the first (1st) Thursday of February, April, June, August, October, and December at the discretion of the Chairperson and the Board.

Section 5
Special membership meetings may be called by the Board as determined necessary. Notification shall be by postal mail, telephone calls, or electronic mail.

Section 6
Notification of meetings shall be sent out in compliance with ORS: 192, no later than seven (7) days prior to the date of the said meeting.

Section 7
One-half of the members whose names appear on the attendance roster shall constitute a quorum. A majority shall consist of fifty (50) percent plus one (1) of the members present.

Section 8
Subject to the approval of the Board, the Chairperson 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 at least seven (7) days in advance of the membership meeting. (Any member of MSNA may make a motion to add an item to a Board, General, or Special meeting at that respective meeting. Adoption of the motion requires a second and a majority vote.)

ARTICLE VIII GRIEVANCE PROCEDURE

Section 1

A person or group adversely affected by a decision or policy of MSNA may submit, in writing, a complaint to any member of the Board.

Section 2

Within seven (7) days of the receipt of the complaint, a Grievance Committee appointed by the Board shall arrange with the petitioner a mutually accepted place, and hour for a review of the complaint. The committee shall, in writing, recommend a resolution of the grievance at the next General membership meeting.

Section 3

The complaint shall be attempted to be resolved and the action taken shall be given to the complainant and the membership, is a resolution cannot be made at a General Meeting by the membership voting in a majority.

ARTICLE IX PARLIAMENTARY PROCEDURES AND BYLAW AMENDMENTS

Section 1

Robert's Rules of Order, newly revised, Scott Foresman, 1981 edition shall govern the proceedings of MSNA when procedure is not otherwise covered by these bylaws.

Section 2

These bylaws shall be amended by a two-thirds (2/3) vote of the members present at any General meeting of MSNA, providing that the proposed amendment has been distributed at the previous General Meeting.

Revised March, 2006