ARNOLD CREEK NEIGHBORHOOD ASSOCIATION

BYLAWS (with amendments through 10-12-04)

ARTICLE 1 Purpose

- Section 1 Name of Organization: The name of the organization shall be Arnold Creek Neighborhood Association, hereafter known as ACNA.
- Section 2 **Purpose of ACNA:** The purposes for which ACNA is organized are:
 - a. To preserve the natural wildlife and natural waterways of the area.
 - b. To preserve and protect the natural attributes which are unique to this area.
 - c. To actively participate in the comprehensive land use planning of this area.
 - d. To be informed of any events or plans affecting the ACNA neighborhood.
 - e. To inform residents of the area of any events or plans effecting this neighborhood.
- Section 3 **Membership:** The membership in ACNA is open to all residents, property owners, business licenses, and representatives of non-profit organizations, within the ACNA area as described in Article II of these bylaws.
- Voting: Voting shall be open to all persons within the set boundaries of ACNA as described in Article II of the bylaws, that are of voting age with the exception of matters pertaining to restricted property assessments, zoning, easements, variances, sewers, or property development. Matters pertaining to the activities of ACNA shall be voted on by all within the boundaries of ACNA who are within voting age. Votes will be cast during the annual or special meetings.

ARTICLE II Boundaries

Section 1 **Boundaries:** Boundaries of ACNA shall be defined as follows:

From the intersection of Boones Ferry Road and SW Arnold Street south on Boones Ferry Road to the intersection of Tryon Creek State Park on the east.

Then continue on Boones Ferry Road south to the point where the city limit intersects Boones Ferry Road just north of Englewood Drive, including all properties on the east side of this segment of Boones Ferry Road between Boones Ferry Road and Tryon Creek State Park.

Then follow the city limits south and then generally west to an extension of SW 35th.

Then north on SW 35th to Maricara Street.

Then east on Maricara Street to SW 25th.

Then north to the southwest corner of Lot 92, Edge Cliff.

Then eastward following the southern boundaries of the Edge Cliff lots fronting Luradel to the southern corner of Lot 79, Edge Cliff.

Then southeasterly following the southern boundary of Lot 105 to SW Lancaster.

Then south on SW Lancaster Road to SW Arnold Street.

Then east on Arnold Street to the intersection of Boones Ferry Road.

The term "city limits" herein refers to the city limits of the City of Portland as they existed on July 1, 2004.

Expansion of Boundaries: The right of petition to be included within the boundaries of ACNA shall be guaranteed to residents of areas immediately adjacent to ACNA boundaries. A petition for inclusion shall contain signatures of at least a majority of those who would qualify as members of ACNA in the area sought to be included, and shall require a two-thirds (2/3) approval of the membership at a annual or special meeting.

ARTICLE III Funding

Section 1 **Dues:** Charging of dues or membership fees shall not be made, however, voluntary contributions will be accepted. Activities to raise funds for ACNA use may be held if appropriate.

ARTICLE IV Meetings

Annual Meeting: There will be an ACNA annual meeting on the first Tuesday of February of each year, or on some other proximate date not exceeding Thirty (30) days therefrom. Notification for all annual meetings shall require seven (7) days advance written or telephonic notice to all active members of ANCA. "Active member" is defined as one who has attended at least two of the last meetings whether it is annual or special meeting.

- Special Meetings: Special meetings of the membership may be called by the President or the Board of Directors as deemed necessary. Notification and purpose(s) of the special meeting shall require seven (7) days advance written or telephonic notice to all active members of ACNA unless in case of an emergency meeting such 7-day notice would not be possible and a shorter notice period would then be given.
- Agenda: Subject to the approval of the Board of Directors, the President shall prepare the agenda for the annual and special meetings of the membership. Any person may add an item to the agenda by submitting the item in writing to the Board of Directors at least seven (7) days in advance of the membership meeting.
- Quorum: A quorum for any annual or special meeting of ACNA shall be the number of members in attendance. Unless otherwise specified in these bylaws, decisions of ACNA shall be made by a majority vote of those members present at any meeting.
- Section 5 **Participation:** Any annual, special, board or committee meeting is open to any person and all who wish to be heard; however, only those eligible for membership are entitled to vote. All actions or recommendations of the annual or special meetings shall be communicated to all affected parties, including minority reports.

ARTICLE V BOARD OF DIRECTORS

Section 1 **Composition of Board**: The Board of Directors, hereinafter referred to as the Board, shall be composed of the President, Vice President, Secretary, Treasurer, and Block Representatives. The officers shall be elected by a majority of those attending the annual meeting.

Section 2 **Duties of Board Members:**

- a. **President:** The president shall prepare the agenda and preside at all meetings of the Board and membership; shall appoint members of committees not elected, with a majority approval of the Board, and shall call for any meeting.
- b. **Vice President:** In the absence of the president, the vice president shall function as the president. Should the president vacate that office, the vice president would then take over the duties of the president.
- c. **Secretary:** The secretary will be responsible for all correspondence and minutes. The secretary shall keep written records of majority and minority opinions expressed at all meetings; shall be responsible for making records of ACNA available for inspection for any proper purpose at any reasonable time. The secretary shall also disseminate all materials pertinent to appropriate committees for their action that might be received by the secretary.

- d. **Treasurer:** The treasurer shall be held responsible for any financial matters of the association and shall maintain records of collection and disbursement of ACNA funds, but such disbursement shall require the signature of one other Board member.
- e. **Block Representatives:** Block representatives shall be responsible to and representative of their blocks at Board meetings; they shall report to the Board any concerns of their block and report back to their block any pertinent information.

Section 3. **Duties of the Board:**

- a. **Management:** The affairs of ACNA shall be managed by the Board between meetings. The Board will be held accountable to the membership; shall seek the views of those affected by any proposed policy or action before adopting any recommendations on behalf of ACNA; and shall comply with these bylaws.
- b. **Board Meetings:** Board meetings may be called by the president or a majority of board members, by signed petition, may call a board or special meeting. These meetings will be open sessions but only Board members in attendance and decisions will be made by a majority vote.
- c. **Vacancies:** The board may fill any vacancy on the board or a committee by a majority vote.

ARTICLE VIGrievance Committee

Section 1 **Grievance Committee:** The Grievance Committee shall consist of not less than three (3) members elected by the general membership at the annual meeting in February. No member of this committee shall serve on the board. The committees' responsibility shall be to hear complaints of persons adversely affected by decisions of ACNA, and to make recommendations to the Board and ACNA for resolution of the complaint.

ARTICLE VII Committees

- Section 1
- a. **Special Committee:** The zoning Committee will be responsible for all information regarding zoning and zone changes in the ACNA area. The chairperson will report to the board all information regarding zoning affecting the ACNA area.
- b. **Sewer Committee:** The sewer committee will be responsible for all information regarding sewer proposals or pertinent sewer matters in the

ACNA area. The chairperson will report to the board all information regarding sewers affecting the ACNA area.

c. **Comprehensive Land Use Planning Committee:** The comprehensive land use planning committee will be responsible for all information regarding land use planning in the area and the chairperson shall report to the board any information regarding land use planning in the ACNA area.

ARTICLE VIII Conflict of Interest: Whenever a board member determines that they have a conflict of interest relating to an item under discussion, they must inform the body (membership or board) hearing the proposal that the conflict of interest exists and this must be recorded in the minutes. The board member with the conflict of interest may elect to abstain from voting on the transaction.

ARTICLE IXElections

- Section 1 **Eligibility:** Only persons eligible for ACNA membership shall be qualified to hold an elected or appointed position.
- Section 2 **Board Members:** The president, vice president, secretary, and treasurer shall be elected at the annual ACNA meeting. Block representatives will be selected by their block or appointed by the president.
- Section 3 **Grievance Committee:** The grievance committee shall be nominated and elected at annual meeting. Election will be by the majority of eligible members at the annual meeting.

ARTICLE X Grievance Procedure

- Section 1 **Person or Group Adversely affected:** A person or group adversely affected by a decision or policy of ACNA 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.
- Section 3 **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 an annual or special meeting.

ARTICLE XIProcedure for Consideration of Proposals

- Section 1 **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 ACNA and any city 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 or either the board, special committees or annual or special meetings.
- Section 3 **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.
- Section 4 **Attendance:** The proponent may attend this meeting to make a presentation and answer questions concerning the proposal.
- Section 5 **Dissemination:** The ACNA shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.
- ARTICLE XII Procedures: The rules contained in the latest edition of Robert's Rules of Order shall govern the conduct of meetings of the neighborhood association in all cases to which they are applicable and in which they are not inconsistent with the bylaws and any special rules of the neighborhood association may adopt.
- **ARTICLE XII Public Meetings/Public Records**: ACNA will abide by the open meetings/public records policy governing the neighborhood system as set forth in the operating ordinance.
- **ARTICLE XIV Non-discrimination:** ACNA may not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, age, disability, national origin, income, or political affiliation in any of its policies, recommendations or actions.
- **ARTICLE XV Procedure for Adoption and Amendments:** Adoption of any amendments to these bylaws shall require a two-thirds (2/3) vote by members present at a general or special meeting.