

SUMNER ASSOCIATION OF NEIGHBORS BY-LAWS
Adopted August 18, 1994 Revised September 8, 2001

ARTICLE I **NAME OF ORGANIZATION:** The name of this organization shall be the Sumner Association of Neighbors (SAN).

Section 2 **PURPOSE OF SAN:** The purpose for which SAN is organized is

- a) To enhance the physical and social 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 provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- c) To do and perform all of the activities related to said purposes, to have and enjoy all of the powers granted and engage in any lawful activity for which corporations may be organized under ORS 65.
- d) To be organized exclusively for educational, scientific and charitable purposes. Notwithstanding any statement for purposes or powers aforesaid, this association shall not, excepted to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purpose.

Section 3 **MEMBERSHIP:** Membership in SAN shall be open to all residents, and property owners. In addition membership shall be open to one representative from all businesses, non-profit organizations and governmental agencies, located within the boundaries of SAN as defined by Article X of these by-laws. Any other person may apply for SAN membership by written application to the SAN board who shall have the sole discretion to grant membership at the next meeting.

Section 4 **VOTING:** All persons defined under Article 1, Section 3 of these by-laws, shall have one vote each to be cast during attendance at any general or special meeting.

ARTICLE II **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 SAN use may be held if appropriate.

ARTICLE III MEETINGS

Section 1 GENERAL MEETINGS: There shall be at least 2 general membership meetings yearly. The meetings shall be convened in October and March, upon any day decided upon by the majority vote of the board of directors. Notification for all general meetings shall require 7 days advance notice.

Section 2 SPECIAL MEETINGS: Special meetings of the membership may be called by the chairperson or the board of directors as deemed necessary. Notification for special meetings shall require a minimum of 2 days notice.

Section 3 AGENDA: Subject to the approval of the board of directors, the chairperson shall prepare the agenda for general and special meetings of the membership. Any member of SAN may make a motion to add an item to the board, general or special agendas at the respective meetings. Adoption of that motion requires a second and majority vote.

Section 4 QUORUM: A quorum for any general or special meeting of SAN shall be the number of members in attendance. Unless otherwise specified in these by-laws, decisions of SAN shall be made by a majority vote of those members present at any meeting.

Section 5 PROCEDURES: The SAN shall follow Roberts Rules of Order (Revised) in all areas not covered by the by-laws.

ARTICLE IV COMPOSITION OF THE BOARD: The board of directors, hereinafter referred to as the board, shall be composed as follows:

1. Chairperson
2. Vice Chairperson
3. Secretary/Treasurer
4. Crime
5. Traffic
6. Parks
7. Publicity
8. Planning/Zoning
9. Member at Large

Each director shall hold office for a term of 2 years for which he/she is elected or appointed and until his/her successor shall have been elected or appointed to take office.

Section 2

DUTIES OF BOARD MEMBERS

The members of the board shall participate in the business of the board, and if serving as chairpersons of committees shall inform the board of all correspondence and activities of their respective committees.

- 1) **CHAIRPERSON:** The chair 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 except for members of the grievance committee. The chairperson has a vote on the board. Elected odd numbered years.
- 2) **VICE-CHAIRPERSON:** The vice-chairperson shall assist the chairperson; in the chairperson's absence shall function as chairperson. Elected even numbered years.
- 3) **SECRETARY/TREASURER:** The secretary/treasurer shall keep the minutes and written records of majority and minority opinions expressed at all meetings; shall be responsible for all correspondence of SAN; shall be responsible for all the financial records and with the Chairperson and Vice-Chairperson shall co-sign for disbursement of funds deposited; shall make all records of SAN available for inspection for any proper purpose at any reasonable time. Elected odd numbered years.
- 4) **CRIME:** The crime person shall work with crime prevention programs, and assist in setting up the Neighborhood Watch Program. As appropriate they will report the crime statistics provided by the City of Portland at board and general meetings. Elected even numbered years.
- 5) **TRAFFIC:** The traffic person shall investigate complaints or suggestions from the general membership on matters relating to stop signs, cross walks, or general traffic problems, etc. within SAN boundaries. Elected odd numbered years.
- 6) **PARKS:** The parks person shall be responsible for establishing parks within the boundaries of SAN; and shall head parks enhancement programs, such as seeking funding through grants, fund raisers, donations, etc., for parks. Elected even numbered years.
- 7) **PUBLICITY:** The publicity person shall be responsible for the SAN newsletter and notifying the membership of meetings, elections, events, and other relevant matters of concern to SAN; shall maintain and update the membership and mailing lists. Elected odd numbered years.

8) **PLANNING/ZONING:** The planning and zoning person shall be responsible for notifying residents of changes pertaining to property within SAN boundaries. He/she shall present to the board and/or general membership meetings all communications pertaining to zoning or plan changes. Elected even numbered years.

9) **MEMBER-AT-LARGE:** The board member-at-large shall be appointed to head a committee when and wherever needed (may represent ethnic group in community). Elected odd numbered years.

Section 3

DUTIES OF THE BOARD

a) **MANAGEMENT:** The affairs of SAN shall be managed by the board in the interim between general meetings. The board shall be accountable to the membership; shall seek the view of those affected by any proposed policies or reactions before adopting any recommendation on behalf of SAN and shall strictly comply with these by-laws. Oregon Public Meetings Law does not allow absentee ballots.

b) **VACANCIES:** The board may fill any vacancy on the board or a committee by a majority vote of the board in the cases involving unexcused absences by a board member or committee member from 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 14 days prior to any general or special membership meeting and at other times as the chairperson may designate. There shall be at least 2 board meetings yearly. These meetings shall be open session; however, only board members shall be entitled to vote. A quorum for board meetings shall be the number of board members in attendance, decisions shall be made by majority vote. Directors shall be notified of board meetings in writing or by telephone at least 24 hours in advance. A majority of board members, by signed petition, may call a board, general or special meeting.

d) **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 to the questioner that this is the case, and shall present the action taken within a reasonable time (not more than 45 days) for ratification by the membership where circumstances dictate.

ARTICLE V STANDING COMMITTEES

Section 1 GRIEVANCE COMMITTEE: The grievance committee shall consist of not less than three members elected by the membership at the October General Meeting (the committee shall always have an odd number of members at any vote). No member of this committee shall serve concurrently on the board or be related to a board member. The committee shall receive and respond to signed written complaints by a person or group who feels they have been adversely affected by a decision or policy of SAN.

Section 2 NOMINATING COMMITTEE: The nominating committee of 3 members not currently serving on the board and elected at the March general meeting shall provide a slate of candidates for each office at the October General Meeting when the terms expire. The candidate presented by the nominating committee shall have agreed to serve.

ARTICLE VI ELECTIONS

Section 1 EXECUTION: The election at the meeting shall be either by the slate of candidate presented by the nominating committee or by nominations from the floor and requires a majority vote of the membership present. The floor nominations must secure the permission of the candidate before the chairperson may accept the nomination.

Sections 2 BOARD MEMBERS: Members of the board shall be elected to serve for 2 years until the appropriate general meeting. Odd numbered positions shall be elected in odd numbered years and even numbered positions shall be elected in even numbered years.

Section 3 ELIGIBILITY: Only persons eligible for SAN membership shall be qualified to hold an elected or appointed position.

Section 4 RECALL: A recall petition, signed by a least 20 SAN members may be filed with the secretary, who shall then present it to the board. The board shall ask the officer or board member if he/she chooses to resign. If not, the board will hold a special meeting, unless a general meeting is scheduled within 30 days. The person may be recalled by a majority vote of the general membership.

ARTICLE VII GRIEVANCE PROCEDURE

Section 1 PERSON OR GROUP ADVERSLEY AFFECTED: A person or group adversely affected by a decision or policy of SAN may submit in writing a signed complaint to any member of the grievance committee.

Section 2 RECEIPT OF COMPLAINT: Within 7 days of the receipt of the complaint, the committee shall arrange with the petitioner a mutually acceptable place, day and hour for the review of the complaint, and will in writing, within 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 an agreement, final resolution of the complaint shall be by vote of a majority of the membership at a general or special meeting.

ARTICLE VIII PROCEDURE FOR CONSIDERATION FO PROPOSALS

Section 1 EXECUTION: The board shall be responsible for the execution of this article.

Section 2 SUBMISSION OF PROPOSALS: Any person or group, 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 of the board, committee, special, or general meetings.

Section 3 NOTIFICATION: The proponent and members directly affected by such proposal shall be notified of the place, day, and hour the proposal shall be reviewed not less than 2 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 SAN shall submit recommendations and dissenting view as recorded from the meeting to the proponent and other appropriate parties.

ARTICLE IX ADOPTION AND AMENDMENTS: Adoption of and amendment to these by-laws shall require 2/3 vote by the members present at a general meeting of SAN.

ARTICLE X BOUNDARIES: SAN shall serve the area of northeast Portland as follows:

Northeast Killingsworth Street from 82nd Avenue to Columbia Boulevard, Columbia Boulevard to the east side of I-205, I-205 to Skidmore, Skidmore to Sandy Boulevard, Sandy Boulevard to 82nd Avenue, and 82nd Avenue to Killingsworth Street.

ARTICLE XI PUBLIC MEETINGS/PUBLIC RECORDS REQUIREMENT: SAN shall abide by all Oregon statutes relative to public meetings and public records.

Official action(s) taken by SAN must be on record or part of the minutes of each meeting. The minutes shall include a record of attendance and the results of any vote(s) taken. A summary of dissenting views should be transmitted along with any recommendation made by SAN to the city.

ARTICLE XII NON-DISCRIMINATION: SAN must 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 XIII 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.