MILL PARK NEIGHBORHOOD ASSOCIATION BY-LAWS

DEFINITION

SECTION I  NAME:  The name of the organization shall be Mill Park Neighborhood Association (MPNA)

SECTION II  MEMBERSHIP:  Membership in MPNA shall be open to all people who live, work, or own property within the boundaries of MNPA, regardless of race, creed, color, religion, sex, or national origin.

SECTION III  BOUNDARIES:  The boundaries of MNPA shall be Stark on the North, Division on the South, 112 and Cherry Blossom Lane on the West, and 1300th on the East.

SECTION IV  DUES:  No membership dues shall be assessed.

PURPOSE

ARTICLE II

SECTION I  The purposes for which Mill Park Neighborhood Association shall be organized are:

A.) To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the neighborhood and others neighborhoods, governmental units and agencies.

B.) To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.

C.) To be organized exclusively for non-profit, educational, scientific, and/or charitable purposes.

D.) To do and perform all the related activities related to said purposes, to have and enjoy all the powers granted and engage in any lawful activities for which corporations may be organized under ORS Chapter 61.

STRUCTURE

ARTICLE III

SECTION I  OFFICERS OF THE ASSOCIATION:

The officers of the association (MNPA) shall be: Chairperson, Vice Chairperson, Secretary, and Treasurer.

SECTION II  BOARD OF DIRECTORS:

The Board of Directors, hereinafter referred to as the Board, shall consist of the officers of the association, plus five (5) board members at large.

SECTION III  STANDING COMMITTEES:

Standing committees of the association shall be established by the board as needed, and shall include a grievance committee, which shall consist of three members of MNPA who are not members of the Board.
SECTION 4  AD HOC COMMITTEES:
Ad hoc committees may be established by the Chair for specific, short term projects or issues affecting the neighborhood.

ARTICLE IV  ROLES AND RESPONSIBILITIES

SECTION 1  DUTIES OF THE OFFICERS OF MNPA:
The duties of the officers shall be as follows:

A.)  CHAIRPERSON:
The Chairperson of MNPA shall prepare agendas for, and preside over all meetings of the general membership and Board of Directors, and shall appoint committees, with the advice and consent of the Board.

B.)  VICE CHAIRPERSON:
The Vice Chairperson shall assist the Chairperson, and shall function as Chairperson in the Chairperson's absence.

C.)  SECRETARY:
The Secretary shall keep or cause to be kept minutes and written records of all meetings; shall be responsible for all correspondence, and shall make records available for inspection for proper purpose at any reasonable time.

D.)  TREASURER:
The Treasurer shall be held accountable for all funds and shall give an accounting at each general meeting of the association; shall receive, safekeep, and disburse MNPA funds with all disbursements requiring the signature of the Treasurer and one other Board member.

SECTION 2  DUTIES OF THE BOARD OF DIRECTORS:
The Board of Directors shall be responsible for the management of the affairs of MNPA in the interim between general membership meetings. The members of the Board shall attend regular meetings of the Board and the Association, shall be accountable to the general membership, and shall comply with these bylaws.

ARTICLE V  PROCESS

SECTION 1  MEMBERSHIP MEETINGS:
There shall be a minimum of two (2) general meetings of the membership each year, in the spring and in the fall. Special meetings of the membership may be called by the Chairperson or the Board for any other issue of concern to MNPA. Notice shall be given for all general and/or special meetings of the membership at least seven (7) days in advance of the meeting. All meetings shall be subject to open meetings laws (ORS 192.410-192.710).

SECTION 2  BOARD MEETINGS:
A minimum of ten (10) regularly scheduled monthly board meetings shall be held each year.

SECTION 3  MEETINGS AGENDAS:
Subject to approval of the Board, the Chairperson shall prepare the agendas for all board meetings, and for all special and general meetings of the membership. Agendas may be added to or changed by unanimous agreement of the
members present at any meeting.

SECTION 4 PARTICIPATION:
Any general, special, Board, or committee meeting is open to any person, and all who wish to may be heard. However, only those eligible for membership in MNPA are entitled to vote. All actions or recommendations of the MNPA membership whether from special or general membership meetings, shall be reported to these affected, and shall include any dissenting or minority position taken at a formal vote.

SECTION 5 VOTING:
Voting shall be restricted to persons 18 years of age and older who live, own property, or represent a business or non-profit organization located within the Mill Park Neighborhood Association boundaries and who attended at least one of the three (3) previous general membership meetings. The Board of Directors, at their discretion, may waive the attendance requirement for a particular meeting.

SECTION 6 QUORUM:
For voting purposes a quorum for any general or special membership meeting of MNPA shall be the numbers of members in attendance.

SECTION 7 ELECTIONS:
Officers of the Association and members at large of the Board of Directors shall be elected for a period of two (2) years. Elections shall take place at the fall general meeting.

SECTION 8 ELIGIBILITY:
Only persons eligible for MNPA membership shall be qualified to hold an elected or appointed position.

SECTION 9 STANDING COMMITTEES:
Volunteers for standing committees shall be solicited at all general meetings.
Standing committees shall report to the Board, the Chairperson of the Association, or the general membership when appropriate.

SECTION 10 IMPEACHMENT:
A majority of the Board may submit a written request for the resignation of any officer or Board member at a regularly scheduled board meeting. If any holder of an elected or appointed position refuses to resign, he/she may be removed and replaced by a two-thirds (2/3) majority vote of a general or special meeting of the membership.

SECTION 11 GRIEVANCE PROCEDURE:
Any person or persons who feel they have adversely affected by a decision or policy of MNPA may submit a written complaint to any member of the grievance committee. The committee will, within seven (7) days of the complaint, arrange with the petitioning party a mutually acceptable time and place for a review of the complaint, and will attempt to resolve the complaint, and submit a written recommendation to the Board within thirty (30) days. If the grievance committee, the Board and the petitioning party cannot reach agreement, final resolution of the complaint shall be by a majority vote of the membership of MNPA at a general or special meeting.
SECTION 12 MEDIATION:
Any conflict involving MNPA may, by mutual consent of the parties involved, be referred to the Neighborhood Mediation Center.

SECTION 13 BYLAWS REVISIONS:
Adoption of and amendments to bylaws shall require a two-thirds (2/3) majority vote of members present at a general meeting of the membership.