

HOLLYWOOD NEIGHBORHOOD ASSOCIATION

BYLAWS

Article I Name and Purpose:

- Sec. 1 Name of Organization: The name of the organization shall be the HOLLYWOOD NEIGHBORHOOD ASSOCIATION (HNA).
- Sec. 2 Purpose of HNA: The purposes for which HNA is organized are:
- a) To consider and act on issues that affect the livability and quality of the neighborhood;
 - b) To provide an open process by which all members may involve themselves in the affairs of the neighborhood;
 - c) To take positions in matters of civic interest, and promote those positions in communications;
 - d) To inform residents of events or plans affecting the neighborhood;
 - e) To establish and maintain open lines of communication with other organizations, such as district coalitions, other neighborhood associations, and city, county, regional, and state government agencies; and
 - f) For such other purposes as are approved by the Board of Directors (Board) or membership.

Article II: Membership and Boundaries

- Sec. 1. Eligibility: All residents, property owners, and individuals who hold a business license located within the boundaries as defined by these bylaws are eligible to be a member of the association.
- Sec. 2. Active Member: is defined as one who has attended at least one of the last two General or Special meetings of the membership.
- Sec. 3. Dues or Fees: Dues or fees shall not be required.
- Sec. 4. Voting: Members are eligible to vote for election of board directors.
- Sec. 5. Boundaries: Boundaries of HNA shall be defined as follows: N.E. 37th Avenue commencing north of Banfield Freeway (I-84) and bounded on the north by N.E. Thompson and thence eastward on N.E. Thompson to and including N.E. 47th and thence south, to the Banfield Freeway (I-84) and west along the north side of the Banfield Freeway (I-84) to N.E. 37th Avenue. The boundary of HNA shall run along the centerline of all right-of-ways and projections mentioned above.

Article III. Meetings:

- Sec.1 Annual Meeting: The annual meeting of the membership shall be held each year in the month of October on a date set by the board. The business of the annual meeting shall include a report from the board on

the state of the association, and the annual election of directors to the board. Notice of the annual meeting to the public must be at least 7 days in advance. Notice to members must be provided at least 7 days in advance.

- . Sec. 2 General Meetings: There shall be at least two additional general membership meetings yearly, as determined by the board at the first meeting of the calendar year, by majority vote. 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 or e-mail notice to all active members of HNA. "Active Member" is defined as one who has attended at least one of the last two General or Special meetings of the membership.
- Sec. 3 Special Meetings: Special meetings of the membership may be called by the Chairperson or the Board of Directors as deemed necessary. All active members of HNA shall receive seven (7) days written or telephonic or e-mail notice of the Special Meeting and its' purpose.
- Sec. 4 Agendas: Subject to the approval of the Board of Directors, 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 to the Board of Directors at least seven (7) days in advance of the membership meeting. Any two Board members of any four members of HNA may add an item to Board, General, or Special agenda at those respective meetings.
- Sec. 5 Quorum: A quorum for any General or Special meeting of HNA shall be the number of board members in attendance. Unless otherwise specified in these Bylaws, decisions of HNA shall be made by a majority vote of those board members present at any meeting.
- Sec. 6 Board Meetings: The board shall meet at least four times a year, normally on the first Thursday in January, April, July and October at 7 PM, to conduct the business of the association. Notice to the directors must be provided at least seven days in advance.
- Sec. 7 Special Board Meetings: The Chairperson may call a special meeting of the board when the timeliness of the regular meeting is insufficient to take action on particular issues. Notice of special meetings of the board to the directors and the public must be at least seven (7) days in advance and must identify the topics on the agenda. The board only can discuss and make decisions at special meetings on the topics on the agenda.
- Sec. 8 Quorum: A quorum for Board meetings shall be the number of Board directors in attendance. Decisions shall be made by majority vote of directors present.

Article IV. Board of Directors:

Sec.1 Composition of Board: The Board of Directors, hereinafter referred to as the Board, shall be composed of a Chairperson, First and Second Alternates, Secretary, Treasurer and Chairpersons of standing committees. Each Director shall hold office for a term of two (2) years for which she/he is elected or appointed and until her/his successor shall have been elected or appointed to take office. (The year which a position is open for election will be indicated in parenthesis following that positions duty description).

Sec. 2 Duties of Board Members:

- a) Chairperson (elected in even years): The Chairperson shall prepare the agenda and preside at all meetings of the Board and membership and shall appoint members of committees not elected, with a majority approval of the Board.
- b) First Alternate (elected in odd years): The First Alternate shall assist the Chairperson: in the Chairpersons absence shall function as Chairperson; shall serve as a member of the Publicity Committee.
- c) Second Alternate (elected in even years): The Second Alternate shall serve as liaison to the other Northeast neighborhood associations and perform other duties as the Chairperson may delegate.
- d) Secretary (elected in odd years): The secretary shall: record and maintain minutes of membership and board meetings, assist the chairperson with the correspondence of the association; maintain the non-financial files of the association; provide notice of all membership and board meetings; authenticate the records of the corporation; maintain current and accurate board and membership lists; and send approved minutes to the neighborhood district coalition office.
- e) Treasurer (elected in even years): The treasurer shall have overall responsibility for all the association's funds. The treasurer shall maintain full and accurate accounts of all financial records of the corporation and present financial reports as directed by the chairperson or board.
- f) Standing Committee Chairpersons: Chairpersons of Standing Committees shall inform the Board and HNA of all activities of their respective committees, and shall serve as directors.

Sec. 3 Duties of the Board:

- a) Management: The affairs of HNA shall be managed by the board in the interim between 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

recommendations on behalf of HA; and shall strictly comply with these Bylaws.

- b) Vacancies: The Board may fill any vacancy on the Board of 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 her/his successor is elected or appointed.
- c) Board Meetings: The Board shall meet at least as 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 sessions; 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 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) 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 the next Special or General membership meeting.

Article V Committees:

Sec.1 Standing Committees:

- a) Publicity Committee (elected in even years): The Publicity Committee shall be responsible for HNA newsletter and notifying the membership of meetings, elections, events and other relevant matters of concern to HNA; shall maintain and update the membership and mailing lists and maintain the website.
- b) Finance Committee (elected in odd years): The Finance Committee shall secure financial support for HNA, if necessary, as requested by the Board.
- c) Additional Standing Committees: Additional standing committees may be established by amendment to these Bylaws.
- d) Sec. 2 Special Committees: Special committees may be established by majority vote of the Board or **appointed** by the Chairperson.

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Such committees may be advisory to the board or may exercise the authority of the board. Upon establishment of any committee, the board shall identify the scope of the committee's authority and duties and the number of members and appoint the committee's membership. The term of a Special Committee is until the next Annual Meeting.

Article VI Elections:

- Sec. 1 Eligibility: Only persons eligible for HNA membership shall be qualified to hold an elected or appointed position.
- Sec. 2 Board Members: Members of the Board shall be elected to serve for two years until the appropriate Fall General meeting. The election at the Fall meeting shall be by nomination from the floor and requires a majority vote of the membership present. The Board membership election will be held in the Fall of each year as indicated in Article IV depending upon whether the position is open in an odd or even year.
- Sec. 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. Standing committee elections shall be held in the Fall of each year, positions to be filled as in Article V. Sec. 2.
- Sec. 4 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.

Article VII Grievance Procedure:

- Sec. 1. Other Forms of Conflict Resolution are Encouraged. All parties are encouraged to resolve disagreements and disputes through one-on-one dialogue, discussions with directors and members, and/or formal mediation whenever possible.
- Sec. 2. Eligibility to Grieve: A person or group harmed as a result of a decision of this association may file a formal grievance if they believe the action taken by the association violated a provision of these bylaws, a formally-adopted policy of the association, or the ONI Standards.
- Sec. 3. Filing a Grievance: Grievances must be submitted, in writing, to the association chairperson and/or secretary, within 45 business days of the alleged violation. A grievance must identify the date of the action being grieved and the provision of the association's bylaws or the ONI Standards which allegedly were violated, describe how

the provision was violated and how the grievant was harmed by this action, and identify the remedy the grievant is seeking.

- Sec. 4. Initial Review and Response: The board or the board's designee will review the proposed grievance and determine whether it meets criteria for a grievance as defined in this article. If the proposed grievance is found not to meet the criteria, the board or its designee will inform the grievant in writing of this determination and the reasons for the determination. If the proposed grievance is found to meet the criteria, the review process continues.
- Sec. 5. Grievance Committee: If the process continues, as per Section 4, the board, or a committee designated by the board, shall offer the grievant an opportunity to present information relevant to the grievance and shall gather other relevant information. The body carrying out the review will develop its findings and recommendations and submit them to the board.
- Sec. 6. Board Action: The board shall consider the findings and recommendations and render a decision on the grievance. The board shall notify the grievant of the board's decision, in writing, within 60 calendar days from the receipt of the grievance.

Article VIII Procedure for Consideration of Proposals

- Sec. 1 Execution: The Board shall be responsible for the execution of this Article.
- Sec. 2 Submission of Proposals: Any person or group, inside or outside the boundaries of HNA and any City agency may propose in writing items for consideration and/or appear on the agenda of either the Board, Standing or Special Committees of General or Special meetings.
- Sec. 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.
- Sec. 4 Attendance: The proponent may attend this meeting to make a presentation and answer questions concerning the proposal.
- Sec. 5 Dissemination: The HNA shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.

Article IX Adoption and Amendments

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

Article X: Conflict of Interest

To protect the integrity of the association's decision-making processes, Directors will disclose to the board any interest they have in a transaction or decision of the board that may result in a financial

benefit or gain to them and/or their business, family members and/or significant other, employer, and/or close associates, and other nonprofit organizations with which they are affiliated. The director will not be present for or participate in any board discussion of or vote on the transaction or decision.

Article XI: Non-Discrimination

The association will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, legal citizenship, national origin, income, or political affiliation in any of its policies, recommendations or actions.

Article XII: Office of Neighborhood Involvement Standards

The association, in all its activities, shall comply with the requirements of the Office of Neighborhood Involvement Standards for neighborhood associations.

Date Adopted by the HNA Board _____Jan 5, 2017_____

Chairperson: _____
Name signature