

# **Eastgate Neighborhood Association Bylaws**

**Adopted January 9, 1990**

**Amended October 7, 1997**

- Article IV, Sec 1: Quantity of Board
- Article III, Sec 3: Membership year

**Amended October 29, 2007**

- Article I, Sec 2: Boundaries expanded

**Amended October 4, 2012**

- Article I, Sec 2: Clarification of language
- Article II, Sec 1: Removal of conflicting definitions of “Membership”
- Article II, Sec 2: Technical correction of IRC section
- Article III, Sec 1: Membership and member rights
- Article III, Sec 2: Board rights
- Article IV, Sec 2: Quantity of electable candidates
- Article IV, Sec 3: Description of the required vote
- Article IV, Sec 5: Quorum and presidential voting rights
- Article IV, Sec 6: Clarification of language
- Article V, Sec 3: Clarification of language
- Article V, Sec 6: Removal of office term limit
- Article V, Sec 7: Description of the required vote
- Article VII: Committee creation
- Article VIII, Sec 1: Fund disbursement requirements
- Article VIII, Sec 3: Fund disbursement requirements
- Article X: Technical correction of IRC section
- Article XII: Rules of order

### **Amended October 22, 2019**

- Article VIII, Section 1: Removed altogether
- Article VIII, Sections 2 and 3: Modified the language, creating new sections 2 & 3
- Article IV, Section 7: Added

### **Amended October 27, 2022**

- Article II, Section 1: Update to Purpose statement
- Article II, Section 2: Changed non-profit status to 501(c)(3); correction to IRC date
- Article III, Section 1: Grammatical correction
- Article V, Section 6: Clarification to when officers shall be elected
- Article VIII, Section 1: Grammatical correction
- Article VIII, Section 3: Adding definition of fiscal year
- Article X, Section 1: Adding sections to Article X, the first of which explains how the ENA shall be dissolved
- Article X, Section 2: When dissolved, assets shall be distributed to local qualified 501(c)(3) organizations; correction to IRC date

## **ARTICLE I - Name and Boundaries**

**Section 1:** This organization shall be known as the Eastgate Neighborhood Association (hereinafter referred to as the ENA).

**Section 2:** The ENA shall include the area defined by Plymouth Avenue on the west, Hall Street on the north, following the city limits to Breton Avenue on the east and Burton Street on the south.

## **ARTICLE II - Purpose**

**Section 1:** The ENA seeks to support residents, organizations, and businesses within the Eastgate neighborhood by providing opportunities for community building and engagement. Through its efforts, the ENA strives to maintain a safe, vibrant, and welcoming place to live and work.

**Section 2:** The ENA is organized and will be operated for charitable and educational purposes, and for such other purposes as defined by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

### **ARTICLE III - Membership**

**Section 1:** Membership of the ENA shall be divided into the following two categories:

1. *Business Member:* Business membership is open to any entity within the boundaries of the ENA, e.g. businesses, churches, rental property owners.

2. *Residential Member:* Residential membership is open to all residents, eighteen years of age and older, within the stated boundaries. All members may attend all membership meetings. Residential members and a single representative of each business member may vote at all membership meetings. Only residential members are eligible to serve on the Board of Directors.

**Section 2:** The Board of Directors may establish the amount, and require the payment of annual membership dues, as a condition of membership for each membership category.

**Section 3:** The membership year shall be from January 1 through December 31.

### **ARTICLE IV - Board of Directors**

**Section 1:** The Board of Directors shall consist of up to ten (10) members elected at the annual meeting.

**Section 2:** Directors shall be elected to two-year terms. Terms shall be staggered so that some directors are elected on even numbered years and some on odd numbered years.

**Section 3:** The Board of Directors can elect a member to fill a vacancy on the board with a simple majority vote.

**Section 4:** Meetings of the Board shall be called by the president. The Board shall meet at least four times each year and at least once each six months. One-third of the directors serving can also call a meeting of the Board.

**Section 5:** A quorum for a meeting of the Board shall consist of a majority of the

directors currently serving. Any motion by the quorum shall be considered to have passed if it receives a simple majority of the quorum's vote. The president shall not vote except to break tie votes.

**Section 6:** A director may be removed by the Board by a vote of seventy-five percent of the directors serving at a board meeting called for that purpose. A notice must be given to the directors that such a meeting will be held at least two weeks in advance.

**Section 7:** Officers may be removed from office by the Board by a vote of seventy-five percent of the directors serving at a board meeting.

## **ARTICLE V - Officers**

**Section 1:** The officers of the ENA shall be the president, vice-president, secretary, and treasurer.

**Section 2:** The president shall preside at all Board and membership meetings of the association, appoint committees with the approval of the Board of Directors, submit reports at meetings, and serve as an ex-officio member of all committees.

**Section 3:** The vice-president shall assume the duties of the president in the president's absence.

**Section 4:** The secretary shall record the minutes of official meetings, conduct correspondence, and maintain the official records of the organization.

**Section 5:** The treasurer shall receive, deposit, and account for all monies of the organization, and disburse funds as authorized.

**Section 6:** Officers shall be elected by the Board of Directors to one-year terms at a meeting immediately following the annual meeting. Only members of the Board of Directors will be eligible to hold an office.

**Section 7:** A vacancy in any office may be filled by a simple majority vote of the Board of Directors.

## **ARTICLE VI - Membership Meetings**

**Section 1:** There shall be at least one membership meeting each year. Meeting notices shall be distributed at least seven days prior to any membership meeting.

**Section 2:** A membership meeting held in October shall be known as the annual meeting. Reports on the finances and activities of the association will be given, and the election of members to the Board of Directors shall be conducted.

**Section 3:** Membership meetings shall be called by the Board of Directors. A minimum of twenty percent of the membership may also call a membership meeting.

### **ARTICLE VII - Committees**

Committees may be established, as necessary, by the president with the approval of the Board of Directors.

### **ARTICLE VIII - Finance**

**Section 1:** The Board of Directors has the authority to create a policy or budget in order to expedite expenditures.

**Section 2:** All expenditures that fall outside the pre-approved policy or budget require the prior approval of the Board of Directors.

**Section 3:** The ENA fiscal year shall begin on November 1 and end on October 31.

### **ARTICLE IX - Amendments**

These bylaws may be amended by a two-thirds majority of the members voting at any membership meeting. An announcement of any proposed amendment must be included in the meeting notice and shall be distributed at least two weeks in advance of the meeting.

### **ARTICLE X - Dissolution**

**Section 1:** The ENA may be dissolved at a membership meeting called for that purpose. An announcement of the proposed dissolution shall be distributed in a meeting notice at least two weeks in advance of the meeting. The ENA may be dissolved by a two-thirds majority vote of the membership attending the meeting.

**Section 2:** In the event of dissolution, all ENA assets, real and personal, shall be distributed to local qualified tax-exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

## **ARTICLE XI - Open Meetings**

All meetings of the ENA will be open to any member. An opportunity for members' comments will be provided as part of each meeting agenda.

## **ARTICLE XII - Parliamentary Authority**

The president shall determine the rules of order for all meetings.