

Summary of Proposed JWN Bylaws Amendments

February 13, 2007

Article I.

Section 4 -- Editing to clarify how an emergency general meeting can be called. *(No substantive changes.)*

Section 5 -- Clarify use of Robert's Rules of Order. *(No substantive changes.)*

Article II.

Section 1

- Change Executive Board from 9 to 7 members.
- Change elected officers to include Chair and Vice-chair (instead of two co-chairs, secretary, and treasurer)
- Clarify that board members must be JWN members (which is current practice).

Section 2 -- Minor editing for clarification. *(No substantive changes.)*

(Old) Section 3 -- Delete because it was only relevant for the first election after JAN and WNQP merged to form JWN.

(New) Section 3 -- Change Executive Board terms to one year instead of two years.

Section 4 -- Revise election process as follows:

- Special elections to fill vacancies:
 - Don't require if a general election will be held at one of the next two meetings.
 - Allow board to determine whether to hold a special election at the next meeting or the meeting after the next meeting.
- Conduct two or more elections at the same meeting in sequence. (This allows a candidate for Chair who is not elected, to be a candidate for Vice-chair, etc.)
- Require attendance at meeting where election is held or one of previous six general meetings. Require explicit statement of willingness to serve.
- Clarify that elections are conducted by written ballot. (This is the way elections *should* have been conducted all along.)
- Clarify what constitutes a "valid" vote. *(No substantive changes.)*

- Require six valid votes and a majority of

valid votes cast to be elected.

- Provide for runoff between top two candidates if neither has majority of valid votes cast.
- Provide for final up-or-down vote, if necessary, to see if candidate can get six votes.
- Provide for scheduling election at next meeting if no one is elected to a position.

Section 5.

- Edit "Co-chairs" to "Chair". *(No substantive change in duties of Chair.)*
- Define duties of Vice-Chair.
- Clarify requirements and designation of NLC representative.
- Provide for Chair *Pro Tem* if both Chair and Co-chair positions are vacant.

Section 6. -- Have Executive Board designate a board member as Secretary (instead of electing a specific person as Secretary).

Section 7. -- Have Executive Board designate a board member as Treasurer (instead of electing a specific person as Treasurer).

- Add monthly financial reports to Treasurer's duties.

Sections 8 and 9. – Clarify Executive Board vacancies. *(No substantive changes.)*

Article III. Section 2. Edit "Co-chair" to "Chair". *(No substantive changes.)*

Article IV. Section 3. Have Executive Board designate a JWN member as Editor. (Allows any JWN member, not just a board member, to be the Editor.)

Article V. Section 1. Minor edit for clarity. *(No substantive changes.)*

Note on format of revisions:

- All revisions are in [blue](#).
- Deletions are shown with [strikethrough](#).
- Additions are [underlined](#).

Proposed Bylaws Amendments
(February 13, 2007)

Bylaws for Jefferson Westside Neighbors

Article I. GENERAL MEETINGS

Section 1. Frequency and Location: The executive board shall endeavor to hold monthly general meetings (except in the months of July and August) at a time and place determined by the executive board. The April meeting is designated the annual meeting. General meetings are open to the public.

Section 2. Notice: Notice of general meetings shall be included in the City's public meeting calendar and published via one or more of the following methods deemed most feasible by the executive board:

- a) in the association's newsletter
- b) on the neighborhoods electronic bulletin board
- c) mailing to those on the Neighborhood Association's attendance log
- d) mailing to all addresses within the Neighborhood
- e) via other means available to the Neighborhood Association.

Section 3. Notice Contents and Agenda Items: Said notice shall include the meeting date, time and place and the proposed agenda. Any member may raise additional agenda items at the meeting, but they shall not be voted upon until the next meeting. If two-thirds of those attending the meeting vote that emergency action is called for, the matter may be voted on at the same general meeting

Section 4. Emergency Meetings: Emergency general meetings may be called by a majority ~~vote~~ of the executive board or by delivery ~~of~~ a petition requesting said meeting signed by 20 neighborhood ~~association members~~ to an Executive Board member-neighborhood co-chair. Such meetings shall be announced by any methods listed in section 2 above that are reasonable.

Section 5. Rules:

~~The meetings of the Association shall be conducted according to generally accepted rules and procedures, such as Roberts Rules of Order.~~

Except as otherwise provided in the neighborhood association Charter and Bylaws, the neighborhood association shall conduct meetings and business according to the most recent edition of **Robert's Rules of Order, Newly Revised**.

Article II. EXECUTIVE BOARD

Section 1. Board members and officers:

~~The members of the Executive shall consist of two co-chairs, a secretary, a treasurer, and five regular board members elected by the general membership at the annual meeting. The executive board shall select a newspaper editor who may be one of the elected board members. Executive board members must be members of the Neighborhood Association.~~

a) The Executive Board shall have seven members, including a Chair, Vice-chair, and five members-at-large.

b) All board members must be members of the neighborhood association.

Section 2: Nominations: The executive board shall designate a nominating committee at least one month in advance of each regular election. Notice of the creation and solicitation of members of the nominating committee will be posted in the previous neighborhood newsletter. The committee shall consist of one member of the executive board and two members of the neighborhood association who are not members of the executive board. The committee shall publish a slate of nominees for office in the neighborhood newsletter prior to the election. Further nominations may be made from the floor for each office.

Section 3. Initial Election: At the first election of officers following the ratification of this charter, one of the co-chairs, one of the secretaries, and two of the regular board members will be elected for a one year terms, the others for a two year term. During that singular election, one of the co-chairs, one of the secretaries and one of the regular board members with a single year term and one regular board member with a two year term shall reside within the prior boundaries of the Jefferson Area Neighborhood and the other board members shall reside within the prior boundaries of the Westside Neighborhood Quality project. After the election, a coin will be tossed to determine which co-chair will have a one year term concurrently with the secretary residing in the other previous neighborhood. The treasurer shall reside anywhere within the boundaries of the Neighborhood. All elections will be decided by a majority of the members present at that meeting.

Section 3. Term of office:

An Executive Board member shall hold office until the next regular election for the respective position, or until the position is vacated as provided under Section 8.

Section 4. Subsequent Elections:

After the first election following the ratification of this charter, officers shall be elected for two year terms by a majority of members voting at the annual meeting. In order to be elected, the nominee must be present at the annual meeting.

- a) Regular elections for all Executive Board positions shall be held at the annual meeting.
- b) When a position becomes vacant under the provisions of Section II.8, a special election for the office shall be held as follows:
 - i. If regular elections will be held at either of the next two meetings following the date the position is vacated, the position shall be filled by a regular election.
 - ii. Otherwise, the Executive Board shall schedule a special election at the next

general meeting following the date the position is vacated, if the Executive Board determines adequate notice can be provided the membership in time for that meeting. If adequate notice is not practicable, the Executive Board shall schedule a special election at the general meeting following the next general meeting.

- c) For regular elections and for special elections to fill two or more vacant positions, separate votes shall be conducted for each position in the following order: Chair, Vice-chair, and then each member-at-large.
- d) A candidate for any office must be a member of the JWN and either:
 - i. be present at the general meeting when the election is held and indicate his or her willingness to serve in the position; or
 - ii. have attended and signed in at one of the previous six JWN general meetings, and have submitted a written statement of his or her willingness to serve in the position to the Executive Board prior to the election.
- e) Voting in all elections shall be by written ballots. Write-in votes for qualified candidates (as provided by subsection d, above) are allowed.
- f) A vote is valid if it meets all the following conditions:
 - i. is cast by a JWN member present during the vote, and
 - ii. is the only vote cast by the JWN member during the vote, and
 - iii. is for a qualified candidate for the position, according to subsection d, above.
- g) To be elected, a candidate must receive a majority of the valid votes cast and must receive at least six valid votes.
- h) When no candidate receives a majority of the valid votes cast, a runoff vote will be

held immediately between the two candidates with the most valid votes. Write-in votes are not valid in a runoff vote.

i) When a candidate receives a majority of votes cast, but less than six votes, a final up-or-down vote on the candidate with the most votes is held. If the candidate does not then receive at least six votes, the position shall remain vacant.

j) If no one is elected to a position at the meeting where a regular or special election for that position is scheduled, the position shall remain vacant and a special election for the position shall be held at the next general meeting.

Section 5. Duties of the Chair and Vice-chair

Co-chairs: The co-chairs shall share the responsibilities of:

The Chair shall be responsible for:

- a) coordinating and guiding the business and activities of the executive board,
- b) and facilitating the general meetings,
- c) and serving as primary contact persons for the Neighborhood,
- d) and acting as liaison with the City of Eugene.

The Vice-chair shall be responsible for the duties of the Chair when the Chair position is vacant, when Chair is unable to perform those duties, or when the Chair delegates any of those duties to the Vice-chair.

One of the co-chairs, or their designee, shall be the association's representative on the Neighborhood Leaders Council (NLC).

The Chair shall be the neighborhood association's representative on the Neighborhood Leaders Council (NLC), unless the Chair declines to serve as NLC representative; in which case, the Executive Board shall designate one of the other board members as NLC representative. The NLC representative serves at the pleasure of the Executive Board. If the NLC representative ceases to be a member of Executive Board, he or she immediately ceases to be the NLC representative.

If both the Chair and Vice-chair positions are

vacant, the remaining Executive Board members shall designate one of the members-at-large to serve as Chair Pro Tem until one or both positions is filled by an election.

Section 6. Duties of the Secretary:

The Executive Board shall designate one of the members-at-large to serve as Secretary.

The secretary shall ensure that summary minutes of all general meetings and executive board meetings are taken. The secretary shall ensure that copies of said minutes, correspondence, membership lists, attendance lists, and other records be maintained on file. Minutes of general and executive meetings shall be submitted for publication in the Neighborhood newsletter.

Section 7. Duties of the Treasurer:

The Executive Board shall designate one of the members-at-large to serve as Treasurer.

The treasurer is responsible for receiving all association funds, depositing them in a bank approved by the executive board, and paying out funds authorized by the executive board.

The treasurer shall provide a monthly financial report listing the neighborhood association's financial activity and current assets and liabilities.

Section 8. Vacation of Office: An executive board position will become vacant upon:

- a) the board member submitting receipt by a co-chair of a letter of resignation of to the board member,
- b) or a two-thirds vote of the members present at a general meeting, with notice of the recall provided in the previous newsletter,
- c) or when the board member misses 4 consecutive Executive Board meetings, unless the board finds that extraordinary circumstances have prevented the board member's attendance,
- d) or when the officer no longer resides in the Neighborhood
or when the board member is no longer a member of the neighborhood association.

~~Section 9. Filling Board Vacancies: When a vacancy of an executive board position occurs, the Neighborhood membership shall elect a replacement by vote of a majority of the members voting at the next meeting. In order to be elected, the nominee must be present at that meeting.~~

ARTICLE III - EXECUTIVE BOARD MEETINGS

Section 1. Meetings: The executive board shall hold monthly meetings unless otherwise decided by a majority of the executive board. Notice of the Executive board meetings shall be included in the City's public meeting calendar and as provided in Article I, Section 2. Executive board meetings are open to the public.

Section 2. Emergency Board meetings: Either ~~the Chair~~ co-chair or a majority of the board members may call an emergency board meeting. Notice shall be as provided in Article I, Section 2. Minutes shall be taken and submitted for publication in the Neighborhood newsletter.

Section 3. Quorum: The majority of the filled executive board positions shall constitute a quorum for the transaction of business.

Section 4. Purpose: The executive board may conduct such business and take such action as needed to accomplish the purposes of the neighborhood association. Positions may be taken for the neighborhood by a majority vote of executive board members only when the position is required prior to the next General Meeting whereupon notice of the position will be given and may be overturned by a majority of the neighbors voting to rescind.

Section 5. Board Positions: The executive board shall represent the neighborhood association's position to the City Council, Planning Commission, Budget Committee, or other appropriate elected or appointed officials. Such positions must specify if the position is one of the general membership, the executive board, an appointed sub-committee, or by organization members present and lacking a quorum. If there is a minority position on the issue, represented by at least 1/3 of those voting, this shall also

be represented.

Article IV— PUBLIC INFORMATION

Section 1. Publications: The executive board shall endeavor to publish a newsletter prior to each general meeting but at a minimum shall provide the number of public information items required by the City Council.

Section 2. Purpose: The Newsletter shall provide such services as:

- a) Providing notification of upcoming meetings
- b) Facilitating discussion on local neighborhood issues.
- c) Promoting neighborhood, community, and city events.
- d) Sharing neighborhood-specific information.
- e) Fostering dialog on elections and ballot measures.
- f) Building community.
- g) Recognizing people and businesses for their contribution to the Neighborhood.
- h) Assisting in organizing non-active neighborhood associations.
- i) Distribute City public information.

Section 3. Editor:
The Executive Board shall appoint a neighborhood association member to serve as editor.

The newsletter editor will be responsible for the newsletter's content, format, and preparation for printing. When the newsletter is published with City of Eugene funds, the newsletter editor will collaboratively work with City staff to produce a product that meets the requirements adopted by the Eugene City Council.

Article V — COMMITTEES

Section 1. Committee Establishment & Duties: The executive board may establish committees, which shall have such duties as the board may determine. Committees may not speak for the Association without specific authority from the executive board to do so. Committee meetings shall be open to all members unless the committee votes to exclude non-committee members from a specific meeting. Any committee

may be abolished or any member removed by a majority vote of either the [Executive Board](#) ~~board of directors~~ or by a vote of the members voting at a general meeting.

Section 2. Reports: A representative of the committee will provide progress reports as required by the executive board.

Article VI — FINANCES

Section 1. Funds: The organization may receive funds and employ persons to further its purposes, and may own and dispose of property.

Section 2. Expenditures: Grants or monies secured to fund specific projects or programs, which have itemized budgets already approved by the executive board, may be expended without further approval.

Section 3. Reporting: executive board shall adopt standard accounting practices for the budgeting and expenditure of funds.

Article VII —BYLAW REVISION

Section 1. These bylaws may be amended, repealed or replaced by the following process.

a) A motion to amend or repeal these bylaws or to adopt new bylaws at the next general meeting shall be made and approved by a majority vote of members present and voting at a general meeting. The motion shall include the language of the proposed amendment.

b) Written notice of the proposed bylaws action shall be given to the general membership prior to the next general meeting.

c) At that next general meeting, the proposed bylaws action will be presented, discussed, and voted on. If it receives at least a two-thirds vote of the members voting, it takes effect immediately unless it includes a provision delaying implementation to a specific date.

Approved by Westside Neighborhood Quality Project at the February 12, 2002 General Meeting.

Approved by Jefferson Area Neighbors at the March 12, 2002 General Meeting.

Amended by Jefferson Westside Neighbors on February 10, 2004 .