

ANTHONY-NORTHSIDE NEIGHBORHOOD ASSOCIATION, INC.

BYLAWS

ARTICLE I MEETINGS

At least two (2) meetings, including the annual meeting, of the members shall be held each year, at times and places designated by the Board of Directors.

Section 1: Annual Meeting. The annual meeting of members, for the purpose of electing directors and officers, shall be held in the month of November of each year. Officers shall take office on January 1 following their election.

Section 2: Special Meetings. Either the Board of Directors, the President, or any twenty-five (25) members may call a special meeting of the members by fixing a time and place for such meeting, requesting the Vice President to give notice thereof in the manner provided for in Section 3.

Section 3: Notice of Meetings. A notice, stating the hour, day, and location of the meeting, including any special business to be transacted at such meeting (including any proposed amendment to the Articles of Incorporation to be voted upon), shall be delivered, either in printed or electronic (email, ANNA web site, ANNA Facebook) form by the Vice President to the membership at least ten (10) days prior the date of the meeting. The Secretary will inform the public media (ANNA web site, ANNA Facebook, local newspaper, TV and radio) of any meeting. ANNA's informational lawn signs are to be placed at designated intersections.

Section 4: Election of Officers and Directors. The President shall appoint a Nominating Committee of not less than four (4) active members for the purpose of nominating directors and officers to be elected at the Annual Meeting. The Nominating Committee shall submit its nominees to the Secretary ten (10) days prior to the Annual Meeting in each year. Additional nominations may also be submitted from the floor.

Section 5: Voting and Quorum. Every paid active member of the Corporation shall be entitled to one (1) vote for each household member attending, but in no case shall be entitled to more than two (2) votes at the Annual Meeting or any special meeting of the members of the Corporation upon any matter which may require a decision through voting at such meeting. A quorum shall consist of those members of the Corporation present at any such meeting. Matters of proper procedure at such meetings shall be referred to the decision of a Parliamentarian appointed by the President for such purpose.

ARTICLE II DIRECTORS

Section 1: Number of Directors. The Board of Directors shall consist of seven (7) members and shall include, in addition to the four officers of the Corporation, at least three (3) members-at-large. When a

new President is elected, the immediate past President shall serve on the Board as an ex-officio member for one year.

Section 2: Term of Office. Officers and Directors shall serve for terms of one (1) year, or until their successors are elected.

Section 3: Meetings. The Board shall hold regular meetings at least quarterly at such times as it may designate, and upon the call of the President or any two (2) Directors. Special meetings may be held as necessary. Notice of all meetings shall be given by mail, telephone, or electronic means at least three (3) days prior to the time designated.

Section 4: Vacancy and Removal. The Board of Directors shall have the power to fill any vacancy created by the resignation of a board member. The appointment to serve shall be until the next annual meeting of the membership. Any misconduct adversely reflecting upon the Corporation by a member of the Board shall be grounds for removal. A board member may be removed for lack of attendance at meetings. It will take a three-fourths vote of the Board of Directors to remove a member.

Section 5: Duties. The Board of Directors shall manage the affairs of the Corporation, carrying out to the best of their ability any policies adopted by the members, and shall be authorized to undertake any action consistent with the general purpose of the Corporation. The Board is authorized to spend no more than \$100.00 or 10% of the current balance in the treasury (whichever is greater) without the consent of the general membership. All major activities of the Directors shall be reported to the members at the next regular meeting of the Corporation.

Section 6: Quorum. At any meeting of the Board of Directors, five (5) members present shall constitute a quorum.

ARTICLE III OFFICERS

Section 1: Number of Officers. The Officers of the Corporation shall consist of a President, Vice President, Secretary, and Treasurer, to be elected annually by the membership at its Annual Meeting. The Board of Directors may establish and designate such assistants to any of the above officers or to the directors as may be required from time to time.

Section 2: Qualifications. Each elected officer shall be an active paid member of the Corporation.

Section 3: Vacancies and Removal. An officer may be removed by a majority vote of the active members present and voting at any membership meeting duly called for such purpose or, in the case of

misconduct adversely reflecting upon the Corporation, by vote of three-fourths of the total membership of the Board of Directors. Whenever any vacancy shall occur, it shall be filled by the Board of Directors until the next meeting of members of the Corporation, when a successor shall be elected for the unexpired term of such office.

Section 4: President. The President shall preside at all meetings of the Corporation and its Board of Directors. He or she shall be an ex-officio member of all committees, and perform such duties as usually pertain to said office or as may be prescribed from time to time by the Board of Directors of the Corporation. He or She shall serve one (1) year as an ex-officio member of the Board of Directors after he or she leaves office.

Section 5: Vice President. The Vice President shall perform all duties of the President and shall have all the powers of that office in the absence of the President. The Vice President shall notify the Block Captains of all membership meetings. Such Vice President shall have additional duties as may be prescribed from time to time by the Board of Directors of the Corporation or by the President.

Section 6: Treasurer. The Treasurer shall keep the funds of the Corporation; shall collect the dues; shall, together with another officer, sign any checks of \$100.00 or more of the Corporation; shall report at the regular meeting of the Board of Directors and shall deliver an accounting of the Corporation's financial status at the annual meeting.

Section 7: Secretary. The Secretary shall maintain the records of the Corporation; shall keep minutes of all meetings of the members and of the Board of Directors. The Secretary shall notify the media of meetings of the general membership.

Section 8: Executive Committee. The Executive Committee shall consist of the aforementioned officers. The Executive Committee will meet at the call of the President or of two other members of the Committee. The Executive Committee shall be vested with the powers of the Board of Directors during the intervals when the Board is not in session. All actions of the Executive Committee shall be reported to the Board of Directors.

ARTICLE IV BLOCK CAPTAINS

The Block Captains shall have the following duties and responsibilities:

- A. Maintain an up-to-date list of the paid members in their area.
- B. On occasion, deliver notices of meetings to all paid members.
- C. Inform new residents in the area of the Association.
- D. Attend meetings of the Board of Directors to give opinions and/or information. Block Captains will not have voting rights

- E. Block Captains are the backbone of the Anthony-Northside Neighborhood Association, Inc.; therefore, a three month notice of resignation should be given.

**ARTICLE V
DUTIES OF ACTIVE MEMBERS**

Active members shall pay dues for each calendar year. Dues are \$5.00 per year for an individual household membership.

**ARTICLE VI
AMENDMENT**

These Bylaws may be amended by two-thirds majority vote of the Board of Directors present at any meeting of the Board of Directors. Proposed changes must be presented in writing to all members of the Board of Directors at least ten (10) days prior to such meeting.

Amended November 15, 2018