

**BYLAWS**  
**NORTHFIELD NEIGHBORHOOD ASSOCIATION**  
**VANCOUVER, WASHINGTON**

Article I: Name

The name of this organization shall be Northfield Neighborhood Association.

Article II: Object

The object of this organization shall be to promote the common interests and welfare of the Northfield neighborhood; to work with the City of Vancouver on issues affecting the quality of life of the Northfield neighborhood; and to provide its members with a means of addressing concerns beyond the boundaries as defined in Article III.

The organization will not enforce current codes, covenants, and restrictions in force within the boundaries as defined in Article III.

Article III: Boundaries

The boundaries of the organization shall be as follows:

North: SE 15<sup>th</sup> Street  
South: SE 20<sup>th</sup> Street  
East: SE 176<sup>th</sup> Avenue, except for area cut off by SE 16<sup>th</sup> Circle  
West: SE 170<sup>th</sup> Avenue between SE 18<sup>th</sup> Street and SE 19<sup>th</sup> Street

(See attached map.)

Article IV: Membership

Membership in this organization is open to all residents, property owners, business licensees, and non-profit organizations located within the boundaries as defined in Article III.

Voting members must be at least 18 years of age. Each business or non-profit organization located within the boundaries as defined in Article III shall be represented by one voting person, at least 18 years of age.

Article V: Executive Board; Officers and Directors

All members of the Executive Board must reside within the boundaries as defined in Article III. The Executive Board shall consist of President, Vice President, Secretary, Treasurer, and from one to three Directors. The offices of Secretary and Treasurer may be combined, if a smaller board is desired.

Duties of the Executive Board members shall include but are not limited to:

- President: Preside at all meetings of the organization; maintain contacts with City of Vancouver Neighborhood Liaison; provide information to Northfield newsletters for dissemination to the membership; establish and maintain a calendar of activities and deadlines; appoint committees and chairs as needed.
- Vice President: Preside at meetings in the absence of the President; set up meeting times and places for the Executive Board and general membership; coordinate with committee chairs.
- Secretary: Keep minutes of all Executive Board and general membership meetings; prepare correspondence for the organization; maintain membership name and address list.
- Treasurer: Maintain financial records for the organization.
- Director: Serve as liaison with Northfield Community Association Board and Northfield Condominium Association Board; work with other Executive Board members as needed; participate in one or more committees.

If any Officer or Director fails to perform the substantial duties of that position or otherwise fails to participate in the conduct of Executive Board business, he or she may be removed by a majority vote of the Executive Board. The remaining Officers and Directors shall appoint a replacement to serve until the next Annual General Membership Meeting.

#### Article VI: Meetings

Beginning in 2006, the Annual General Membership Meeting of the Northfield Neighborhood Association shall be held in November. An agenda and slate of candidates for the Executive Board shall be provided thirty days in advance to all members of the organization. A quorum for the Annual General Membership Meeting shall consist of two Executive Board members and five other eligible voting members of the association.

A written proxy will be honored at the Annual General Membership Meeting, if the participant states his or her address, signs and dates the document, and designates a voter for that proxy. That designated voter must be present at the meeting to participate and represent the proxy.

The Executive Board may call for additional general membership meetings, if needed to fill vacancies or conduct other association business.

The Executive Board shall meet as often as necessary, but at least twice each year. A quorum for Executive Board meetings shall consist of fifty percent of the Officers and Directors.

#### Article VII: Election of Officers and Directors

At the Organizational Meeting, some of the first Officers and Directors may be elected to one-year terms, so as to provide overlapping continuity in the future. The remaining Officers and Directors shall be elected to two-year terms.

Beginning in 2006, Directors shall be elected to two-year terms at the Annual General Membership Meeting. The newly constituted Executive Board shall then elect the Officers from within its numbers. Officers shall be limited to four consecutive years in a particular position,

and Directors shall be limited to a total of four consecutive two-year terms on the Executive Board. In the event of a vacancy between annual meetings, the Executive Board shall appoint a replacement to serve until the next Annual General Membership Meeting.

#### Article VIII: Committees

The President shall appoint continuing and single-purpose committees as become necessary for the conduct of association business. Chairs of all committees shall report directly to the Executive Board, either in person or through the Vice President. The Executive Board shall serve as a Nominating Committee for all elections. The Executive Board shall serve as an Audit Committee for annual reviews of the financial records.

#### Article IX: Funding

Voluntary dues, contributions, contracts, grants, subscriptions, or fund-raising activities may be used for the association as desired. Customary basic operating expenditures shall require approval by the majority of the Executive Board.

#### Article X: Parliamentary Authority

All meetings of the Northfield Neighborhood Association shall be conducted according to the current edition of *Robert's Rules of Order Newly Revised*.

#### Article XI: Amendments

An amendment to these Bylaws shall be submitted in writing to the membership at least thirty days before the general membership meeting at which it will be discussed and voted upon. Passage of an amendment requires a two-thirds majority of those eligible voters in attendance at that meeting.

#### Article XII: Dissolution

Should it become necessary to dissolve the Northfield Neighborhood Association, a Resolution shall be submitted in writing to the membership at least thirty days before the general membership meeting at which dissolution will be discussed and voted upon. The Resolution shall set forth the reasons for dissolving the association and what disposition shall be made of any funds in the treasury. Passage of the Resolution requires a two-thirds majority of those eligible voters in attendance at that meeting.

Adopted this 14th day of September, 2005, in Vancouver, Washington.

Amended this 18th day of November, 2006, in Vancouver, Washington.

Amended this 1st day of March, 2017, in Vancouver, Washington.

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President

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Secretary

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Director

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Director

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Vice President

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Treasurer

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Director