

AMENDED BYLAWS,
AS VOTED ON AND PASSED ON
APRIL 23, 2019,
SUBMITTED BY
JOHN O'MARA

BYLAWS OF THE ROSE VILLAGE NEIGHBORHOOD ASSOCIATION OF
VANCOUVER, WASHINGTON

ARTICLE I
NAME

This association shall be known as the Rose Village Neighborhood Association of the city of Vancouver, Washington, referred to hereinafter as the "Association."

ARTICLE II
OBJECT

This Association exists as a nonprofit, nonpartisan organization in order to enhance the welfare and development of the neighborhood, local businesses and nonprofit organizations; build a working relationship with the city; and promote greater livability within our borders.

ARTICLE III
MEMBERS

SECTION 1. Membership Eligibility

The membership of the Association is open to all residents, property owners, business licensees and designated representatives of nonprofit organizations within the boundaries of the neighborhood as outlined in Article III, Section 3.

SECTION 2. Voting

2.1 All members 18 years of age and older will be eligible to vote on any election, motion or other business that comes before the general membership.

2.2 For election of officers and voting on all Association business brought before the membership, except amendments to the bylaws, a simple majority of one vote will be required for passage, provided a quorum is present.

2.3 A quorum, as defined in Article V, Section 4, is required for any decision of the general membership.

SECTION 3. Neighborhood Boundaries

The boundaries of the Association are Interstate 5 on the west, East Fourth Plain Boulevard on the south, SR-500 on the north and Grand Boulevard on the east – the area historically known as the Rosemere neighborhood.

ARTICLE IV OFFICERS

SECTION 1. Officers and Duties

The officers of the Association shall be a President, Vice President, Secretary, Treasurer and three Board members: Position “A,” “B” and “C.” These officers shall perform the duties prescribed by these bylaws and by the parliamentary authority adopted by the Association.

SECTION 2. Duties of Officers

2.1 President shall act as the primary executive officer of the Association and preside over all general, board and special meetings; deliberations; and activities of the Association and be the official spokesperson for the Association unless he or she delegates this responsibility. President shall perform others duties as needed. If, in any event, the President position becomes vacant, the Vice President shall become President for the remainder of the previous President’s term.

2.2 Vice President shall assist the President in all duties and perform the functions of the President in his or her absence. Vice President shall perform other duties as needed. If, in any event, the Vice President position becomes vacant within nine (9) months of the regularly scheduled election for the Vice President position, the Board shall have the ability to elect a new Vice President from the existing officers of the Association. Otherwise, a special election shall be held to fill the position. If less than three (3) months remain until the next regularly scheduled election, the Board may choose to postpone the special election until the regularly scheduled election.

2.3 Secretary shall keep minutes of all meetings, sign-in sheets and written records of all votes cast; shall be responsible for all correspondence of the Association; and shall make all written records available for inspection upon written request. The requester will pay any cost incurred exceeding \$5.

If, in any event, the Secretary position becomes vacant within nine (9) months of the regularly scheduled election for the Secretary position, the Board shall have the ability to elect a new Secretary from the existing officers of the Association.

Otherwise, a special election shall be held to fill the position. If less than three (3) months remain until the next regularly scheduled election, the Board may choose to postpone the special election until the regularly scheduled election.

2.4 Treasurer shall be accountable for all funds of the Association; shall receive, safeguard and disburse Association funds; and shall give an accounting at each general meeting. Treasurer and one other officer must approve all expenditures. Expenditures that exceed \$50 must be approved by either the Board at the next board meeting or the Association at the next general meeting.

If, in any event, the Treasurer position becomes vacant within nine (9) months of the regularly scheduled election for the Treasurer position, the Board shall have the ability to elect a new Treasurer from the existing officers of the Association. Otherwise, a special election shall be held to fill the position. If less than three (3) months remain until the next regularly scheduled election, the Board may choose to postpone the special election until the regularly scheduled election.

SECTION 3. Nomination Procedure, Time of Elections

At the general meeting held in March, nominations will be taken from the floor of the assembly. The purpose is to nominate candidates for the offices to be elected at the annual meeting in April. Before the election at the annual meeting in April, additional nominations from the floor shall be permitted. The newly elected officers shall take office on the first of the month following the election. In the event of a special election, elected officers shall take office immediately following the meeting in which they have been elected. If a special election is held within nine (9) months of the next regularly scheduled election for that position, the newly elected officers shall serve for the remainder of the term and the succeeding term.

If nominated for a new position, current officers may maintain their current position. If elected to the new position, the Officer will change positions according to the timing established within this Section. If an Officer is nominated for a new position, the Board may move forward with nominations for the Officer's current position in anticipation of the Officer's election to the new position. This allows for elections of the Officer's desired position and the Officer's current position at the same meeting. If the Officer is not elected to the new position, the election process for the Officer's current position shall end with no vote.

SECTION 4. Ballot Election, Term of Office

The officers shall be elected by ballot to serve for two (2) years or until their successors are elected.

Officers may serve only two (2) consecutive terms in the same office, with one exception, as follows:

In the event there are no new nominations for an Officer's position, in which they have already served their term limit of two (2) consecutive terms, and the Officer has a desire to continue in their position, then that Officer shall "automatically" continue to serve in one (1) year increments, with said position being offered up for nominations each year, during the election cycle, to anyone who wishes to serve in the position and is duly nominated to do so and is elected and meets all requirements as listed under Article III of these bylaws. This rule shall apply to any of the officer positions on the Board.

Only one (1) member per family living at the same address may serve as an Officer or Board member at the same time.

Election Years for Positions	
President	Odd Years
Vice President	Even Years
Secretary	Odd Years
Treasurer	Even Years
Board A	Odd Years
Board B	Odd Years
Board C	Even Years

SECTION 5. Vacancies

In the event of a vacancy, other than described in Article IV, Section 2.1, Section 2.2, and Section 2.3, before the end of an Officer's term, a special election will be held to fill such vacancy for the remainder of the term.

SECTION 6: REMOVAL OF OFFICERS

Any member of the Rose Village Neighborhood Association may make a motion to remove an Officer of the Association. Once the motion has been brought forth, the officers shall review the case at the next board meeting and determine if any of the following grounds for removal have been met: (1) Failure to fulfill duties as outlined in bylaws or standing decisions made by the Organization; (2) Committing actions that are detrimental to the interests of the Association; (3)

Missing more than five (5) general and/or board meetings per annum, or three (3) consecutive general and/or board meetings.

If the Board finds reasonable grounds for removal, the Association shall recommend a vote on the removal of the Board member during the next general meeting. Although a member may meet one or more of the requirements for removal, the Board may determine there are mitigating circumstances and not recommend the removal of the Officer at the next general meeting. Removal of the Officer requires a two-thirds (2/3) vote of the Association in attendance, including board members. The vote shall take effect immediately following an affirmative vote.

ARTICLE V MEETINGS

SECTION 1. Regular Meetings

The Association shall hold regular meetings depending upon availability of the meeting space. The date and time for regular meetings shall be announced at the end of each meeting and published in the neighborhood newsletter.

SECTION 2. Annual Meetings

The regular meeting in the month of APRIL shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise.

SECTION 3. Special Meetings

A special meeting may be called by the President or the Executive Board and shall be called upon written request of ten (10) members of the Association. The purpose of the meeting shall be stated in the call. Except in time-sensitive cases, at least five (5) days' notice shall be given.

SECTION 4. Quorum

A quorum at regular meetings shall consist of at least two (2) elected Officers and five (5) members who are not Officers of the Association.

ARTICLE VI EXECUTIVE BOARD

SECTION 1. Board Composition

The Executive Board shall consist of the elected Officers and Committee Chairpersons. Committee Chairpersons shall serve as ex-officio, non-voting members.

SECTION 2. Board Duties and Powers

The Board shall have general supervision of the affairs of the Association between its regular meetings, fix the place of the meetings, make recommendations to the Association and perform other duties as are specified by these bylaws. The Board shall follow the guidelines of the Association, and none of its actions shall conflict with what the membership has decided.

SECTION 3. Board Meetings

Unless otherwise requested by the Board, regular meetings of the Executive Board shall be held prior to the regular membership meetings. Special meetings of the Board may be called by the President and shall be called upon the written request of three (3) members of the Board.

ARTICLE VII COMMITTEES

Special committees to handle specific concerns shall consist of volunteers from the membership and be approved by the majority of members in attendance. The Chair of the committee shall be selected by the committee and become an ex-officio, non-voting member of the Executive Board for the duration of the committee.

ARTICLE VIII PARLIAMENTARY AUTHORITY

The rules contained in the current issue of Robert's Rules of Order, Newly Revised, shall govern the Association in all cases to which they apply and in which they do not conflict with these Bylaws and any special rules of order the Association may adopt.

ARTICLE IX AMENDMENT OF BYLAWS

These bylaws may be amended at a regular meeting of the Association by a two-thirds (2/3) vote of the members in attendance, provided that a quorum is present and the amendment has been submitted in writing at the previous regular meeting.