

BYLAWS
GRANT NEIGHBORHOOD ASSOCIATION
May 2008

ARTICLE I NAME

Section 1. The name of this organization shall be the Grant Neighborhood Association.

ARTICLE II AREA

Section 1. The boundaries of the area shall be: on the east, the Southern Pacific Railroad tracks; on the south, "D" Street NE to and including both sides of 5th Street NE and north to Market Street NE and west to the River; on the west, the Willamette River; on the north, South Street NE from the River east to Commercial Street NE, then jogging to Jefferson Street NE, continuing east to Broadway Street NE, then north to Madison Street NE and on Madison Street east to the Southern Pacific Railroad tracks.

ARTICLE III PURPOSE

Section 1. The purpose of the Grant Neighborhood Association is to promote, coordinate, and carry out, in an orderly fashion, all aspects of community planning in order to protect and enhance the quality of life in the neighborhood; to provide maximum citizen participation in the formation of public policy; and to improve communication between members of the Grant Neighborhood Association and community leaders.

Section 2. The Association shall be non-partisan, non-commercial, and non-sectarian. It shall strive to represent the desires and viewpoints of the people of the Grant Neighborhood in the rehabilitation of homes, in public improvements, in recreational facilities, in the siting of appropriate commercial activities, and in preserving the predominantly residential character of the area.

ARTICLE IV MEMBERSHIP

Section 1. The general membership shall be open to residents, property owners and the owner or one appointed representative of any business within the boundaries of the Grant Neighborhood, and non-resident parents or guardians of children attending Grant School.

Section 2. There shall be one general membership meeting each year held in the spring. The Executive Board shall call special general membership meetings as required.

Section 3. There shall be no voting by proxy.

ARTICLE V THE EXECUTIVE BOARD

Section 1. The Executive Board of the Neighborhood Association shall be elected by majority vote of the members present at the general meeting in the spring. There shall be no limit on the number of terms a Board member may serve.

Section 2. The Executive Board shall consist of fifteen (15) elected board members who shall be members of the Neighborhood Association and whose terms shall be one year. The Neighborhood Association shall make an effort to have at least one member of the Executive Board from each of the five geographic areas described below:

AREA 1 is bounded on the west by the Willamette River, on the north by South and Jefferson Streets, on the east by Broadway and the south by Market Street.

AREA 2 is bounded on the west by Broadway, on the north by Madison, the east by Winter and the south by Hood Street.

AREA 3 is bounded on the north by Madison, on the east by the Southern Pacific Railroad, on the south by Hood and west by Winter Street.

AREA 4 is bounded on the east by the Southern Pacific Railroad, on the south by "D" Street, on the west by Winter Street and on the north by Hood Street.

AREA 5 is bounded on the north by Hood Street, on the east by Winter Street, on the south by "D" Street, on the west by the alley west of 5th Street as far as Market Street, then north on Broadway to Hood Street.

Section 3. The Executive Board shall conduct such business and take such action as may be necessary to accomplish the purposes of the Association.

Section 4. One half of the Executive Board shall constitute a quorum for the transaction of business. Once a quorum has been formed, there shall be considered to be a quorum if one or more members abstain from voting on an issue.

Section 5. Any decision by the Executive Board may be nullified by a majority vote of members present in a general membership meeting.

Section 6. Vacancies in the Executive Board shall be filled by majority vote of the Executive Board. The Board shall meet at least quarterly. A board member who has three unexcused absences from the board's meeting within a 12 month period shall be presumed to have resigned from the board upon the third such absence. For this purpose, "the board's meetings" include regular meetings, special meetings, and the fall and spring general meetings. The board member shall be notified of his/her resignation in writing by a board Chair.

Section 7. An absence shall be considered excused if notice, verbal or written, is given to any officer of the Executive Board prior to the regular or specially called meeting. The

notice shall include an explanation of the absence. The officer who is provided with notice is required to inform the Chair of the absence and a notation will be made in that meeting's minutes by the Secretary.

Section 8. Vacancies in the Executive Board shall be filled by majority vote of the Executive Board.

Section 9. The Board shall meet at least quarterly.

ARTICLE VI OFFICERS AND DUTIES OF OFFICERS

Section 1. Officers - The officers of the Neighborhood Association shall be members of the Grant Neighborhood Association. There shall be a Chair, a Vice-Chair and a Secretary, whose terms shall be one year. Officers shall be elected by the members of the Executive Board at the first Board meeting after the general meeting. There shall be a limit of no more than three consecutive terms in one office. However, a vote of the Board may rescind this provision.

Section 2. Chair - The Chair shall be responsible for general supervision and direction of the Board and the Association. The Chair shall preside at all meetings of the Board and general membership, and shall be an ex-officio member of all committees.

Section 3. Vice Chair - The Vice Chair shall assume the duties of the Chair in his or her absence, and perform such other duties as delegated by the Chair.

Section 4. Secretary - The Secretary shall record the minutes of each board and general meeting. A copy of the minutes shall be filed with the Department of Community Services for reproduction and distribution to the Executive Board members. The minutes shall be available to interested persons.

Section 5. Vacancy in Officers - If the position of Chair becomes vacant, the vice Chair shall become the Chair. If there is a vacancy in the office of vice-Chair, or Secretary, it shall be filled by a majority vote of the Executive Board.

Section 6. Any office of the Executive Board may be shared by two individuals as Co-Officers, if the Executive Board so chooses by a majority vote.

ARTICLE VII COMMITTEES

Section 1. In order to carry out the work of the Neighborhood Association, ad hoc committees may be appointed by the Chair or the Executive Board.

Section 2. Each ad hoc committee shall present a written or oral report to the Executive Board to be included in official minutes for distribution to the Executive Board members.

Section 3 The Chair or the Executive Board may appoint one or more representatives from the Executive Board to other governmental or civic committees to represent Grant Neighborhood and report back periodically.

Section 4 The Chair shall appoint a Nominating Committee of not less than three members and said Committee shall report to the membership its recommendations for fifteen (15) Executive Board Members one month prior to the election. The membership shall have the right to make nominations from the floor at the annual spring meeting, conditional upon the consent of the nominee.

ARTICLE VIII CHANGES IN BYLAWS

The Bylaws may be changed by a majority vote of the qualified voting members present at a general meeting, but only after such change has been published to the membership five days prior to the voting.

Amended: May 2008