

# **BYLAWS OF THE NORTHGATE NEIGHBORHOOD ASSOCIATION**

## ARTICLE I      NAME

The name of this organization shall be the Northgate Neighborhood Association.

## ARTICLE II      AREA

The Northgate Neighborhood Association shall encompass the area or areas within the city limits bounded by Silverton Road east to the Urban Growth Boundary; north and west along the Urban Growth Boundary to the Salem Parkway; Salem Parkway south to Cherry Avenue, south on Cherry Avenue to Johnson Street; then along the northeast boundary of Highland Neighborhood Association to Portland Road; Portland Road south to Silverton Road, to point of beginning; until such time as there are enough city property owners, businesses and residents east of I-5 who petition to form their own neighborhood association.

## ARTICLE III      PURPOSE

The Northgate Neighborhood Association will be advisory to the Salem Planning Commission and the City Council on matters affecting the growth and development of our neighborhood plans and proposals with respect to land use, zoning, parks, open space and recreation, housing, school and community facilities, transportation and traffic, and other factors affecting the livability, social and economic aspects of the above described neighborhood.

## ARTICLE IV      MEMBERSHIP

Section 1.            The general membership shall be comprised of the city residents, property owners, and one representative of any business/commercial activity located within the boundaries defined in Article II without regard to race, color, sex, age, handicap, religion, ethnic diversity, national origin or familial status.

Section 2.            There shall be no voting by proxy. Each member shall be entitled to one vote at any general meeting. Members are also encouraged to attend Executive Board meetings and participate in the discussion of issues.

## ARTICLE V      EXECUTIVE BOARD

Section 1.            The Executive Board shall consist of no less than 13 members of the Association, elected for a one-year term at the annual meeting by a majority of those members in attendance. In electing Executive Board members, the general membership shall strive to select a balanced geographic representation of city residents, property owners and business/commercial representatives.

Section 2.            Whenever a vacancy occurs or a volunteer requests to join the Executive Board after the annual meeting, a majority vote of board members present is required for the vacancy to be filled or for the volunteer requests to be approved instead of the election at the annual meeting.

Section 3.            A vacancy in any board position shall be created by more than four consecutive, unexcused absences of any board member from any regular and/or special meetings. Prior to taking this action, written notice from the Executive Board must be given to the subject board member after the third recorded unexcused absence. If a fourth

consecutive absence occurs without a response to the written notice, a vacancy shall be created at the same fourth meeting by a majority of the Executive Board.

Section 4. 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 meetings. The officer who is provided with notice is required to inform the Chairperson of the absence and a notation will be made in that meeting’s minutes by the secretary.

ARTICLE VI DUTIES OF THE EXECUTIVE BOARD

Section 1. The Executive Board shall call four general membership meetings each year. One of these meetings shall be in the first calendar quarter of each year and shall be called the Annual Meeting. The Annual Meeting shall be for the purpose of electing the Executive Board and updating neighborhood issues. All general membership and Executive Board meetings shall be open to the public, and shall be conducted in accordance with Robert's Rules of Order.

Section 2. The Executive Board shall hold Executive Board meetings to conduct such business and take such action as may be necessary to accomplish the purpose of the Association.

Section 3. A majority of the Executive Board members in office at the time of the vote, shall constitute a quorum for the transaction of business.

Section 4. Special meetings of the Executive Board, for any purpose or purposes, may be called by the chairperson, or if he/she is absent, by the vice chairperson, by the secretary, or by the treasurer. Notice of the time and place of any special Board meeting shall be given to each Board member, either personally or by mail, at least three days prior to such meeting. Notice shall state the purpose of the meeting.

Section 5. Any decision by the Executive Board may be endorsed, modified, or nullified at the next general membership meeting by a two-thirds vote of the members present.

Section 6. The Executive Board shall structure itself so that it may carry out its duties through assignment of specific tasks to individual members, appointment of task forces to deal with particular matters, and by other appropriate means.

ARTICLE VII OFFICERS OF THE EXECUTIVE BOARD

Section 1. The Executive Board shall elect a chairperson, vice chairperson, secretary, treasurer and any other officers as the Board deems necessary at their first Executive Board meeting after the Annual meeting.

Section 2. Any officer may be removed by a majority vote of the Board when the Board deems this action to be in the best interest of the Association.

Section 3. The position of any officer who resigns or is removed from the Executive Board shall be filled by a majority vote of the Executive Board at the next Executive Board meeting.

ARTICLE VIII DUTIES OF EXECUTIVE BOARD OFFICERS

Section 1.           Chairperson  
The Chairperson shall direct and supervise the activities of the Executive Board. He/she shall preside at all meetings of the Board and the general membership meetings. He/she shall be advisory to all committees and shall be responsible for coordinating the actions of those committees. He/she shall cast a vote only in case of a tie.

Section 2.           Vice Chairperson  
The Vice Chairperson shall perform the duties of the Chairperson, in his/her absence. The Vice Chairperson shall also assist the Chairperson in coordinating the work of the committees, or special duties as requested by the Chairperson. He/she may vote on any Executive Board matter, except when acting as Chairperson, and then he/she shall only vote in case of a tie.

Section 3.           Secretary  
The Secretary shall maintain records of the Association and be responsible for an Executive Board membership file and all papers and documents pertinent to the Association. The Secretary shall provide copies of all minutes of the Executive Board and General Membership, retain a copy of said minutes and any other pertinent correspondence for the neighborhood files, and file one with the Department of Community Services, City of Salem. The minutes shall be available to interested persons upon their request of either the Department or the Secretary. The Secretary shall perform the duties of the Chairperson in the absence of the Chairperson and the Vice Chairperson. The Secretary may vote on any Executive Board matter, except when acting as Chairperson, and then he/she shall vote in only case of a tie.

Section 4.           Treasurer  
The Treasurer shall maintain the financial records of the Association and be accountable for the funds of the Northgate Neighborhood Association. The Treasurer shall perform the duties of the Chairperson in the absence of the Chairperson, Vice Chairperson and the Secretary. The Treasurer may vote on any Executive Board matter, except when acting as Chairperson, and then he/she shall vote only in case of a tie.

**ARTICLE IX        BYLAW AMENDMENTS**

These bylaws may be repealed or amended or new bylaws may be adopted by a majority vote at the Annual meeting. Written notice of the meeting and any proposed bylaw changes shall be forwarded to all members at least ten days prior to the meeting.