

Highland Neighborhood Association Bylaws
(Reviewed and Revised 01/25/2025)

Article I: Name and Purpose

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

Section 2- Salem's neighborhood associations are not governed or directed by the City. However, the City of Salem has committed to support neighborhood associations with resources that will help them remain viable, informed organizations. The philosophy is: "People who are affected by decisions of government deserve to be included in the decision-making process."

Section 3-The purpose of the Association is to promote, coordinate and carry out community planning through neighbor participation. The goal is to create and develop resources that improve the livability of our neighborhood. The community organization hosts community events, advocates for neighborhood issues, and makes connections between people, organizations, city officials, and businesses.

Section 4- This Association shall be non-partisan and non-sectarian; and none of its involvements shall be used for any purpose other than the promotion of the ideas and purposes of the Association.

Section 5- This Association shall not endorse any candidate for public office.

Section 6 - The Highland Neighborhood Association may issue letters of support or provide public comment on issues, organizations, or initiatives that directly impact the community. Such actions must align with the Association's purpose and values as outlined in these bylaws.

Letters and public comments on behalf of Highland Neighborhood Association must be submitted by a Board member and approved by a majority vote of the Board or general membership during a scheduled meeting whenever possible. All advocacy efforts shall reflect the diverse perspectives of the neighborhood.

Drafts of letters or public comments shall be shared with the membership prior to submission, whenever possible, to ensure transparency and invite input.

Article II: Equity Statement

Section 1- The Highland Neighborhood Association welcomes and values all neighbors, embracing the diverse perspectives, experiences, and heritage that enrich our community. We are committed to ensuring everyone has a voice in neighborhood decisions, access to resources, and opportunities to participate fully in community life.

Through inclusive practices and respectful dialogue, we work together to create a neighborhood where all can thrive.

Section 2- We strive to:

- Ensure all neighbors have meaningful opportunities to participate in and influence decisions that affect their lives
- Actively seek out and amplify diverse voices, especially those historically underrepresented in community planning
- Remove barriers to participation in neighborhood activities and leadership roles
- Honor and preserve our neighborhood's rich history while embracing positive change that benefits all residents
- Foster respectful dialogue that bridges differences and builds understanding
- Promote fair access to neighborhood resources and opportunities
- Make our meetings and events accessible to all neighbors, including offering multiple ways to participate

Section 3: To support these commitments, we will:

- Conduct outreach in inclusive languages and formats to reach all neighbors
- Provide clear, timely information about neighborhood activities and decisions
- Offer various ways to engage, including in-person and remote participation options
- Regularly evaluate our practices to ensure they promote inclusion and equity
- Listen to and learn from our neighbors' diverse experiences and perspectives
- Build partnerships that strengthen our entire community

Article III- Code of Conduct

Section 1: Members of the Highland Neighborhood Association shall adhere to the following standards to promote a respectful and inclusive community:

- Treat all participants with respect and courtesy, regardless of their background, identity, or viewpoints.
- Communicate constructively, focusing on issues rather than personal attacks.
- Share speaking time to ensure all voices have the opportunity to be heard.
- Follow meeting procedures and the guidance of meeting facilitators.
- Maintain a safe environment free from harassment, discrimination, or intimidation.

Section 2: The following behaviors are strictly prohibited during Association meetings or activities:

- Verbal or physical threats.
- Discriminatory language or actions.
- Any violations of Article III Section 1.

- Harassment of any kind.
- Misuse of Association resources or communications.

Section 3: Members who violate the standards in this Article may face disciplinary actions, including but not limited to:

- Immediate removal from meetings and events and suspension from future activities.

Section 4: A member who has been suspended from meetings or events due to a violation of the Code of Conduct may request reinstatement through the following process:

- Written Request – The suspended member must submit a written request to the Board outlining their intent to return, acknowledgment of the conduct violation, and steps taken to prevent future issues.
- Review by Board – The Board shall review the request and may request additional information or a meeting with the suspended member to discuss the matter.
- Decision and Conditions – The Board shall determine whether reinstatement is appropriate. Conditions for reinstatement may include:
 - A commitment to abide by the Code of Conduct.
 - A probationary period with specified behavioral expectations.
 - Other corrective actions as deemed necessary by the Board.
- Membership Vote (If Required) – If the suspension was enacted by a vote of the general membership, reinstatement shall also require approval by a majority vote at a general meeting.
- Notification – The Board shall notify the member of its decision in writing. If reinstatement is granted, the decision shall be recorded in the meeting minutes.

A member who is denied reinstatement may reapply after six (6) months unless otherwise specified by the Board.

Article IV: Area

Section 1- Highland Neighborhood Boundary

The northern boundary of the Highland Neighborhood Association begins at the Willamette River at the north city limits line and then follows the city limits line to Salem Parkway; then southwest along the centerline of Salem Parkway to the center line of Cherry Avenue; then south on the centerline of Cherry Avenue to Johnson Street, then along Johnson Street east to a point approximately 286 feet east of the centerline of Brooks Avenue; then south to the north line of lots on the north side of Hickory Street; then east to the centerline of Portland Road. The east boundary is the centerline of Portland Road, then southwest to the point of intersection of the center lines of Portland Road and Silverton Road; then northeast along the centerline of Silverton Road to the

Southern Pacific Railroad; then south to the center line of Madison Street. The southern boundary is the center line of Madison Street west to the centerline of Broadway; then south to the center line of Jefferson Street; then west on Jefferson to the center line of Commercial Street; then north of Commercial to the centerline of South Street; then west on South Street to the Willamette River. The west boundary is the Willamette River.

Section 2- Designated Heritage Neighborhood

The Highland neighborhood received a Heritage Neighborhood designation in September of 2021 after an application and approval process. The Heritage Designation is not regulatory in nature, but does provide designated neighborhoods certain ongoing benefits including support with the development of neighborhood history outreach materials upon request (ie. historic brochures/sign toppers). A portion of Highland Neighborhood was selected and surveyed resulting in over 88% of assets verified as over fifty years of age representing the history, development and growth of the City of Salem.

Section 3- Highland Heritage Boundary

The northern boundary is Locust Street NE. The east boundary is Fairgrounds Road with a small portion beginning at the intersection of Highland Ave NE north to Pine Street NE being Silverton Road. Here, the boundary cuts west to Cherry Avenue NE and connects at the northern Boundary of Locust Street NE. The west boundary is Broadway Street from Madison Street NE to Locust St. NE. The southern boundary is Madison Street NE from Broadway Street to Fairgrounds Road NE.

Article V: Membership/Meetings

Section 1- The general membership shall be comprised of adult and youth residents, property owners, and a representative from any established businesses within the area as described in Article II, Section 1.

Section 2- Members may participate in meetings through remote attendance, including, but not limited to, teleconference, video conference, or other electronic means. Such attendance shall be considered equivalent to physical presence at the meeting.

Section 3- Each member shall be entitled to one vote at a general meeting. There shall be no voting by proxy.

Section 4- The Board shall hold general membership meetings in a public meeting space at regular intervals. Meetings are open to the entire general membership and the public. The meetings shall occur at least six (6) times per fiscal year with an agenda posted in advance for public viewing. The agenda will state the purpose of the meetings.

Section 5- There shall be at least one annual meeting each year during the month of May. The purpose of the annual meeting is to elect new members to the Board and for reports of the work of committees and of the Board. If the annual meeting is unable to occur in May the Board will determine an alternate date during the April meeting of that same calendar year.

Section 6- The meeting minutes from the previous meeting will be sent via email to the Board for review prior to the general member meeting. Meeting minutes will be kept on file with the Highland Neighborhood Secretary and the City of Salem Neighborhood Services available for public viewing.

Section 7- General meetings may be called by the Board or petition of any five (5) members of the general membership

Section 8- For purposes of voting and procedure, a majority of the Board members shall constitute a quorum.

Section 9: Any decision by the Board may be nullified by a majority vote of all members present at the next general meeting.

Article VI: Board

Section 1- The Board shall consist of the officers of Highland Neighborhood Association and other elected board members.

The officers of the Board shall consist of a Chairperson, Vice Chairperson, Secretary, and Treasurer. In the absence of available volunteers, the Chair may act as both the Chair and Vice-Chair and the Secretary may act as both the Secretary and Treasurer.

Section 2- The Board shall consist of not less than three (3) nor exceed more than seven (7) members. In electing Board members, the general membership shall strive to select a balanced geographic and demographic representation of residents, property owners, and business representatives.

Section 3: Outside of the Officers the additional Board Members shall take up the remaining spots on the Board not filled by officers. These Board Members shall support the purpose and activities of the Highland Neighborhood Association. Their roles and responsibilities are as follows:

Core Responsibilities:

- Attend all board meetings and actively participate in discussions and decision-making processes.
- Represent the diverse perspectives and interests of the neighborhood.
- Support the initiatives and priorities of the association as determined by the Board and general membership.

Optional Duties:

- Serve on committees to advance the work of the association.
- Lead special projects as identified by the Board.
- Chair standing committees as appointed by the Chairperson or the Board.
- Assist with community outreach efforts to increase neighborhood engagement.
- Participate in the planning and execution of events and programs to benefit the neighborhood.

Section 4- The Board shall conduct such business and take such action as may be necessary to accomplish the purpose of the Association.

Section 5- The Chairperson shall coordinate and supervise the business and activities of the Board and general membership. The Chairperson will preside at all meetings unless a proxy is assigned in their absence. The Chairperson will serve as an ex-facto member of all committees and in absence of a Land Use chair shall serve in that role. In the absence of the Chairperson the Vice-Chair, Secretary or other Board member may execute the role of the Chairperson.

Section 6- The Vice-Chair will assist the Chairperson in their duties upon request. In the absence of the Chairperson the Vice-Chair will execute the duties of the Chairperson.

Section 7- The Secretary shall record the minutes of all general membership and Board meetings and maintain on-file copies of the minutes, correspondence, membership lists, attendance lists, and other records. The Secretary will coordinate or produce the newsletter if they have capacity and maintain the file holding the annual review documents from the City of Salem in coordination with the City of Salem Neighborhood Services Representative. The Secretary, the Chairperson, and/or other Board members will receive, review and monitor the Highland Neighbors email account.

Section 8- The Treasurer shall keep a record of the fiscal happenings of the Highland Neighborhood in conjunction with the City of Salem Neighborhood Services. Receipts for reimbursement, volunteer hours and request for community project funding will funnel through the Treasurer to be presented to the Board or general membership for a vote, if needed. All funding allocations and reimbursements must be approved by a vote of the Board and recorded in minutes.

Section 9- The Board shall have the authority to create additional officer positions as deemed necessary for the efficient and effective operation of the organization. Any member of the Board may propose the creation of a new officer position. The proposal shall include a description of the responsibilities and duties associated with the proposed position. The proposal for creating a new officer position shall be included in the agenda for a Board or general meeting. Adequate notice shall be given to all members, and the proposal shall be open for discussion during the meeting. The

creation of a new officer position shall be approved by a majority vote of the members present and voting at the meeting where the proposal is discussed.

Section 10- The membership may override a Board decision by two-thirds vote of the general membership.

Article VII: Nominations and Elections

Section 1- Board members shall typically be elected by the majority vote of members in attendance at the annual meeting defined above. Positions unfilled at or vacated after the annual meeting may be elected by the Board at any general membership meeting on an interim basis with a vote to make the role permanent at the next annual meeting.

Section 2- The Board shall be responsible for administering all Association elections. This includes:

- Preparing and distributing ballots at the annual meeting
- Counting votes and certifying results
- Maintaining election records

The Board may appoint an Elections Committee of Association members to assist with these duties. All election procedures must ensure fairness, transparency, and equal access for all eligible voting members.

Section 3- Nominations for Board positions shall open 90 days prior to the annual meeting. Nominations must be received in writing at least two weeks before the April meeting to be considered. Each nomination submission must include:

- The nominee's full name and current contact information.
- An optional statement of interest (maximum 250 words).
- A signed commitment to fulfill the duties of the position if elected.
- Disclosure of any potential conflicts of interest.

Nominees must have attended at least three (3) meetings or events in the past calendar year to be eligible. This requirement may be waived by a majority vote of the Board.

The list of nominated individuals shall be shared with the general membership at the April meeting.

Section 4: To ensure broad community participation, all nominations and vacancies shall be advertised through the following channels:

- The Association newsletter.
- The Association's email distribution list.
- Official social media channels.
- Announcements at neighborhood association meetings.

Section 5: Elections shall take place during the annual meeting in May. If only one nominee exists for a position, the election shall be conducted by acclamation. If multiple nominees exist for a position, voting shall be conducted by secret ballot.

All elected positions begin immediately following the annual meeting

Section 6: All elected individuals must:

- Maintain current contact information with the Association.
- Be capable of digital communication, including email and virtual meetings.
- Attend all required meetings as specified in the bylaws.
- If possible, participate in transition planning with predecessors and successors to ensure continuity of leadership.

Section 7: All elected positions shall serve a two-year term. Any board member choosing to resign should provide 30 days' written notice when possible.

Section 8: A board member may be removed from their position under the following conditions:

- Failure to Fulfill Duties – This includes but is not limited to:
 - Missing three (3) consecutive meetings without prior notification.
 - No longer meeting the membership qualifications outlined in Article IV.
 - Failing to perform the responsibilities of their role as outlined in the bylaws.
- Notification and Opportunity to Resign –
 - The Executive Board shall document the cause for removal, including any violations of bylaws or failure to meet responsibilities.
 - A written notification shall be provided to the affected individual as a formal warning, with the option to resign voluntarily.
- Voting on Removal –A majority vote of the Executive Board is required for removal due to failure to fulfill duties.

Article VIII: Committees

Section 1- The Board may establish standing committees to perform the on-going business of the association and may establish committees for special projects that are of concern or interest to the general membership in accordance with the purpose of the organization.

Section 2- Committee membership is available to all members interested in serving on a particular committee at the time it is established or appropriate interval for joining.

Section 3- Committee Chairs or members shall not speak or act on behalf of the Association unless they have specific authority via their position in the Association or a vote for the general membership.

Section 4- Standing or special committees shall be announced at general membership meetings and outreach outlets periodically in order to obtain and encourage member participation.

Article IX: Requirements for Elected and Appointed Positions

Section 1: All elected officials and appointed positions within the Highland Neighborhood Association must adhere to the following requirements:

- Abide by the Code of Conduct as outlined in Article III.
- Provide current contact information, including:
 - Full name
 - Address
 - Telephone number
 - Email address
- Maintain the ability to communicate via digital formats, including email and virtual meetings, as necessary.
- Sign a written commitment to fulfill the duties and responsibilities of their role upon taking office.
- Disclose any potential conflicts of interest that could impact their ability to serve impartially.
- Attend all required meetings and fulfill the attendance expectations specified for their role.

Section 2: Any Board member who has a direct or indirect financial or professional interest in a matter before the board must disclose the nature of the conflict prior to discussion or voting. In such cases:

The board member shall recuse themselves from any discussion and voting on the matter.

- The conflict shall be documented in the meeting minutes.
- If a board member is unsure whether a conflict exists, they shall seek guidance from the Board before proceeding.
- Board members shall avoid actions that may create the appearance of impropriety or undue influence in Association decisions.

Section 3: Failure to meet these requirements may result in removal from office, as determined by a majority vote of the Board, in accordance with the procedures outlined in these bylaws.

Article X: Parliamentary Procedure

Section 1- Robert's Rules of Order, Newly Revised, shall govern the procedure of the Association when procedures are not covered in the Bylaws.

Article XI: Amendments and Bylaw Reviews

Section 1 The Highland Neighborhood bylaws shall be reviewed every three years or other as agreed upon by the Board. A documented reading and review by the Board shall occur prior to the review year's annual meeting and the document will be dated that the bylaws have been reviewed.

Section 2 The bylaws may be amended at a general membership meeting with proper notification to the general membership and a two-thirds vote.

Revision adopted: 03/13/2025