

# Eastside Neighborhood Association Bylaws

## Article I: Name and Boundaries

### Section 1: Name

This neighborhood organization in Rochester, Minnesota shall be known as the Eastside Neighborhood Association (“ENA”).

### Section 2: Boundaries

Northern Boundary: Silver Creek - from the Zumbro River to the DME/CP Railroad Bridge located near the northwestern corner of the Federal Medical Center.

Southern Boundary: Fourth Street SE - from Bear Creek to 19<sup>th</sup> Avenue SE.

Eastern Boundary: Federal Medical Center - from Silver Creek at the DME/CP Railroad Bridge, returning west to a north-south line at the berm on the western side of the Federal Medical Center and 19<sup>th</sup> Avenue SE.

Western Boundary: Bear Creek from 4<sup>th</sup> Street SE north to the junction of Silver Creek and the Zumbro River.

## Article II: Purpose

The Association has as its purposes the following:

- To enhance and improve communications among neighbors through social and community activities and events;
- To promote the health, safety, and wellbeing of neighbors through stewardship of the neighborhood, its green spaces and trails.

## Article III: Members

### Section 1: Eligibility

All persons 18 years of age or older who reside or own property, and all resident businesses located within the ENA boundaries are members of the ENA.

### Section 2: Votes

Members have one vote and must be present to vote. Proxy voting is prohibited.

### Section 3: Law Compliance

ENA shall comply with applicable local, state, and federal laws and regulations. ENA will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, age, disability, national origin, income, or political affiliation in any of its policies, recommendations, or actions.

### Section 4: Dues

No dues of any kind shall be assessed as a condition of membership.

## **Article IV: Officers and Board Members**

### **Section 1: Officers**

The Board shall have a minimum of two officers, President and Secretary/Treasurer, with the following duties:

#### **a. President**

The President

- shall set agendas for and preside at all Board and Association meetings;
- shall perform such duties as authorized by the Board and membership;
- shall review (but not change without Board/Committee approval) any letters or other communications of Board and Association decisions before disseminating to the general public;
- shall recommend committees as needed to fulfill instructions and directions of the Board and Association;
- shall have signing authority for Association bank accounts and documents;
- shall vote on matters before the Board in the event of a tie.
- shall serve as an ex-officio member of all committees.

#### **b. Secretary/Treasurer**

The Secretary/Treasurer

- shall take and post minutes of meetings of the Board and the Association;
- shall maintain and keep the ENA official papers;
- shall perform fiscal functions, including basic bookkeeping, having signing authority for ENA bank accounts, and preparation of financial statements as needed and for annual meetings;
- shall publish notice of upcoming association meetings and agendas;
- shall follow instruction of the President with regard to notifying Board members of meetings and business.

### **Section 2: Board Members**

There shall be at least three and no more than seven Board members, including two Officers. The Board encourages involvement of members in the neighborhood association and serves as a resource to members on subjects of interest and concern to neighbors and the Association. Both the President and Secretary/Treasurer will remain on the Board in the capacity of a non-voting Ex-Officio role for one year following their two-year term.

### **Section 3: Nominations and Eligibility**

Candidates for the Board may be self-nominated or nominated by any member at or before the Annual November Election meeting. Any candidate who is eligible to vote in the Association shall be eligible to hold a Board position. Outgoing Board members whose terms have been fulfilled, will wait a full year before seeking re-election.

#### **Section 4: Election**

All Board members shall be elected by ballot of the majority of the general membership at the November Meeting. Board members shall be elected on staggered terms to serve two-year terms with a maximum of four Board member seats in odd-numbered years

#### **Section 5: Vacancies**

A vacant seat on the Board may be filled for the duration of the term by agreement of the majority of Board members.

#### **Section 6: Removal**

Nomination and election to the Board suggests consistent involvement during the elected term. Board members unable to attend and participate in Association matters consistently during their term may be asked to step down and their place will be filled by another ENA member.

### **Article V: Meetings**

#### **Section 1: Regular Meetings of the Association**

Meetings of the general membership shall be held at 7 PM on the second Thursday of January, April, July, and November and at such other times as called by the President and/or Board. Any non-ENA Association member may attend such meetings. Notice of meetings, including location, date, and time, shall be published on the ENA official web site and other media as available.

#### **Section 2: Annual Elections**

The annual ENA Board election shall be held at the general meeting of the Association on the second Thursday in November. Newly elected Board members commence their two-year term at the adjournment of the Annual Election Meeting.

#### **Section 3: Board Meetings**

Meetings of the Board shall take place as deemed necessary by the President.

#### **Section 4: Quorum**

A quorum is necessary for the transaction of business. For general Association meetings, a quorum is the number of members present. For Board meetings, a quorum is three Board members, excluding the President, who is a non-voting member of the Board.

### **Article VI: Amendment and Dissolution**

#### **Section 1: Amendment**

These bylaws may be amended at any regular meeting of the Association, by a two-thirds vote, provided the proposed amendment is placed on the meeting agenda thirty days prior to the

meeting date. ENA boundaries as set forth in Article I may be changed only by unanimous vote of the Board of Directors.

**Section 2: Dissolution**

If the Association is dissolved for any reason whatever, the Association's assets, after payment of debts, will be distributed to RNeighbors

*ENA Bylaws Committee proposed changes to Bylaws for publication by December 11, 2018 and adopted by the General Membership January 10, 2019.*