

**CITY OF WEST LINN  
NEIGHBORHOOD ASSOCIATION BYLAW UPDATE PROJECT  
RESEARCH FROM BOOKS  
ATTACHMENT O**

**BACKGROUND**

The following three books served as references to the bylaw update project:

- Roberts Rules of Order Newly Revised, In Brief. Authors: Henry M. Robert III, William J. Evans, Daniel H. Honemann, Thomas J. Balch. Copyright 2004. Published by Da Capo Press, a member of the Perseus Books Group.
- Bylaws: Writing, Amending, Revising. Second Edition. Author: Joyce L. Stephens. Copyright 2000. Published by Frederick Publishers.
- Community Association Leadership – a Guide for Volunteers (revised edition). Edited by: Anne M. Calmes. Copyright 2002. Published by Community Associations Institute.

**FINDINGS:**

The majority of the findings deal with what type of information to include in bylaws. All three books would be highly recommended as part of a NA officer leadership-training program.

1. General bylaw findings:

- A. The word “bylaws” should not be written with a dash between the words “by” and “laws” and should only be capitalized when used at the start of a sentence.
- B. At a minimum bylaws should cover the following information:
  - (1) Describe the groups purpose
  - (2) Spell out the qualifications and method of selection of members
  - (3) Provide for information on officers, committees, and meetings (to include a quorum)
  - (4) May set up an executive board or board of directors
- C. Proxy voting is not permitted in deliberative assemblies unless federal, state or other laws applicable to society require it, or the bylaws authorize it. Generally though, proxy voting is incompatible with the essential characteristics of a deliberative assembly.

**CITY OF WEST LINN  
NEIGHBORHOOD ASSOCIATION BYLAW UPDATE PROJECT  
RESEARCH FROM BOOKS  
ATTACHMENT O**

- D. Agendas can be presented as a draft document at the beginning of the meeting and “adopted” at the start of the session. This allows for adjustments if necessary.
  - E. An assembly can adopt a motion expressing either its confidence or lack of confidence in any of its officers or subordinate boards or committees. A vote of “no confidence” does not remove an officer from office, it’s just a way to express the assembly’s view.
  - F. Association bylaws should contain guidelines for setting up committees. These guidelines often include the purpose and duties of all standing committees.
  - G. If meetings are held less than quarterly, the bylaws should state who shall approve the minutes of the annual meeting or other membership meetings. Only approved minutes are the official minutes. And organization’s minutes should not go unapproved for a long period of time. This power could be delegated to a committee.
  - H. Boards make recommendations to the assemblies for their consideration. This is how the officers, specifically the president, can provide their point of view.
2. Duties of Officers Findings:
- A. President.
    - (1) The presiding officer of an assembly (usually the president) should make every effort to maintain an appearance of impartiality so that members on both sides of the issue can feel confident that they will receive fair treatment.
    - (2) To this end, the chair does not participate in debate on any issue unless he or she gives up the chair (which should be done seldom)
    - (3) The chair only votes when the vote is done by written ballot or to break a tie. However, if following a vote, the affirmative exceeds the negative by only one vote, the chair may announce that he or she is voting the negative, causing the motion to fail.

**CITY OF WEST LINN  
NEIGHBORHOOD ASSOCIATION BYLAW UPDATE PROJECT  
RESEARCH FROM BOOKS  
ATTACHMENT O**

B. The Board.

- (1) Makes the annual work plan for adoption by the assembly
- (2) Adopts the annual budget
- (3) Calls for and holds special meetings
- (4) Makes recommendations to members on NA resolutions, issue positions, and such matters
- (5) Reviews committee reports and provides to members
- (6) Determines how often a standing committee gives a report
- (7) Reviews rules of order and recommends changes
- (8) Ensures there are two signers of bank checks and that any signatory updates have been made at the bank
- (9) Ensures a financial audit is conducted annually and reported to members. This audit should be done by someone other than the Treasurer or additional signatory

C. Finance / Treasurer.

- (1) Receives income and contributions and makes deposits on behalf of the assembly
- (2) Reconciles the bank statements monthly
- (3) Gives periodic financial updates to members at meetings
- (4) Develops draft budget based on annual work plan and presents to Board for adoption
- (5) Ensures internal financial procedures adhere to all applicable laws and rules

D. Secretary.

- (1) Sends out notice of meetings
- (2) Based on draft minutes from last meeting, prepares for chair "order of business" ( i.e., if a committee was asked to report at the next meeting, put it in the order of business). The order of business is the initial draft agenda.
- (3) At meetings, read last minutes, make corrections to minutes if required, ask for approval of the minutes, read correspondence, and resolutions to meetings. Record motions, assist with voting if required.
- (4) Prepares draft minutes and signs, date.
- (5) Keeps official records of the group. Includes bylaws, special rules of order, standing rules, minutes, membership roster, and committee reports