

# **Tanner Basin Neighborhood Association West Linn, Oregon By-Laws**

## **Article 1: Name of Organization**

The name of the organization shall be the Tanner Basin Neighborhood Association (TBNA).

## **Article II: Statement of Purpose**

TBNA's purpose is to maintain and improve the quality of life of residents of our neighborhood. The members of TBNA have gathered together to form and support this association because they recognize that they may more effectively and positively influence activities that affect their quality of life by action collectively rather than individually. The TBNA seeks to serve the neighborhood with individuals and families of diverse needs, interests and backgrounds, and believes in and will strive to respect that diversity.

## **Article III: Membership, Meetings and Voting**

### Section 1: Boundaries.

- a) TBNA's boundaries are established as per attached map.

### Section 2: Membership.

- a) Membership in TBNA is open to any person residing within the TBNA boundaries of voting age, any owner of property within the TBNA boundaries, and any group including business licensee, non-profit organization or government maintaining an office within the boundaries so long as the group's office location complies with all applicable government regulations, including but not limited to regulations governing land use, zoning and licensing.
- b) TBNA does not limit the right of any person or group to participate directly in the decision-making process of the City Council or City departments through normal channels open to any resident.
- c) Any eligible person may become a member by signing the meeting attendance register at a general or special meeting. An eligible person or group, through a duly designated representative, may also become a member at any time by submitting to the secretary a written statement of intent to join TBNA. Once a person or group is registered as a member, they remain a member until eligibility requirements are no longer satisfied or a resignation, in writing, is submitted to the secretary.

### Section 3: Voting.

- a) Residents and property owners who are members and are otherwise eligible to vote under these by-laws shall have one vote each to be cast during attendance at any general or special meeting. One representative from each group that is a member shall have the same privilege as residents and property owners mentioned above.
- b) Voting must be done in person at the meetings, and no voting by proxy is allowed. Voting shall be in the manner determined by the presiding officer. The secretary records votes in the minutes.

### Section 4: Quorum and Resolutions.

- a) A quorum constitutes 10 percent of those eligible to vote. Resolution is adopted by a simple majority of those voting.

### Section 5: Meetings.

- a) Meetings shall be general or special.
- b) General meetings shall be open to members and will be held not less than once a year.
- c) Special meetings may be called, but not more than twice a month and are open to all members. Any members may request that a special meeting be called. Special meetings are held at times other than a general meeting time for the purpose of informing members of any activity or to expedite activities of the TBNA.
- d) Special meetings may be called by any board member or by a quorum of the members eligible for voting. In order for the members to call a meeting, a quorum of the members eligible for voting must each sign a petition requesting a special meeting and submit that petition to a board member. The special meeting shall be called to order no more than two weeks from the date that the petition is submitted to a board member.
- e) Any meeting, whether general or special, shall be at a place and time set by and called to order by the president or another officer acting on his or her behalf.
- f) There shall be at least one week's notice provided to the membership of a general or special meeting, although shorter notice may be provided in case of any emergency.
- g) When the TBNA meets to act in an advisory capacity, whether at the City's request or the TBNA's initiative:
  - 1. Meetings shall be conducted in conformance with the public meeting laws.

2. Written minutes shall be taken as required by the open meetings law.
  3. Copies of approved minutes and an attendance register shall be provided to the City for public review.
- h) TBNA is authorized to appeal a land-use decision to the Planning Commission and/or City Council with approval of a resolution to appeal. Where possible, the matter will be assigned to the TBNA Land Development Committee for review, and a report will be submitted to the membership prior to voting on the resolution.

## **Article IV: By-Laws**

### Section 1: Adoption of By-Laws

These by-laws shall be adopted at an organizational meeting. The organizational meeting may be called by any person eligible for membership in TBNA, the by-laws will become effective upon approval by a majority of those voting at the organizational meeting who are eligible for membership in TBNA.

### Section 2: By-Laws Amendments.

These by-laws may be amended by a majority vote at a general or special meeting provided the amendment is in writing and has been discussed and reviewed by the By-Laws Committee.

### Section 3: Communications with the City.

TBNA shall provide the City with:

- a) Any updates or amendments to the by-laws.
- b) A current map of the TBNA boundaries.
- c) A current list of TBNA's officers and their addresses.
- d) Any other information that may be required by City ordinance or code to obtain or retain recognition from the City as a neighborhood association.

## **Article V: Officers**

### Section 1: Board of Directors (Board).

The Board of Directors consists of the President, Vice President, Secretary and Treasurer. Board positions will be held for one-year terms. Board vacancies will be filled by a majority vote of the membership and will serve for the unexpired portion of the one-year

term. Board members and committee chairpersons may meet at their discretion and, as allowed by law, to plan meetings and make committee appointments.

### Section 2: Officer's Duties and responsibilities.

a) President.

1. Calls, prepares agenda for, and presides at all meetings.
2. Sees that all committee recommendations and reports are submitted to the City and other neighborhood associations.
3. Sees that other officers, committee chairpersons and committees act consistent with the authority delegated by the membership.

b) Vice President.

1. Assists the President with all duties of his/her office.
2. Presides at meetings in the President's absence.
3. Serves as Chairperson of Neighborhood Liaison Committee.
4. Sees that all committee chairpersons have basic materials to perform their functions.
5. Exercises the duty of President when so delegated by the President or when the President is unable or unavailable to exercise those duties.

c) Secretary.

1. Maintains the membership roster.
2. Keeps permanent record of minutes of all meetings, correspondence, and TBNA records, property and archives.
3. Provides and coordinates meeting notices and other activity notices of BBNA.
4. Maintains a current list of officers and committee chairpersons and exercises the duties of the President, when so delegated by the President, or when the President and Vice President are unable or unavailable to exercise those duties.

d) Treasurer.

1. Keeps financial records of TBNA.
2. Prepares and files any financial reports required by government authorities.
3. Is Chair of the Finance Committee and exercises the duties of the President, when so delegated by the President, or when the President, Vice President and Secretary are unable or unavailable to exercise those duties.

### Section 3: Elections of Officers.

- a) An initial election of officers shall be held after these by-laws are adopted by a majority of the membership present.

- b) Any member can nominate any other member, including himself or herself for an elected office.
- c) Officers must be members eligible to vote and must be elected by a majority of those voting.
- d) If no nominee receives a majority of votes in a contested election, there shall be a runoff election between the two nominees receiving the most votes.

## **Article VI: Committees**

Committees will provide TBNA with policies, recommendations or reports for approval by the membership of TBNA. Unless otherwise noted, the Board appoints chairpersons for standing and special committees and committee members. The Board may elect not to fill certain committees and may delegate the appointment of committee members to committee chairpersons.

### Section 1: Standing Committees.

The following are standing committees of TBNA:

- a) By-Laws: Reviews and makes recommendations regarding by-laws and proposed amendments to by-laws.
- b) Membership:
  - 1. Obtains support from neighborhood residents.
  - 2. Encourages eligible individuals to become members and is responsible for liaison with other community organizations, such as the West Linn Chamber of Commerce or Welcome Wagon.
- c) Nominations:
  - 1. Responsible for canvassing the membership for possible nominees to TBNA positions.
  - 2. Contacts persons suggested for nomination to ensure their willingness to serve in the offices if elected.
- d) Finance:
  - 1. Responsible for financial arrangements and financial records of TBNA.
  - 2. Reviews the proposed City budget and makes recommendations.
  - 3. The Treasurer is chair and may appoint members to the committee as appropriate.
- e) City Liaison:

1. Responsible for monitoring or attending City Council, Planning Commission or other meetings of City government.
2. Prepares reports to be shared with the Board of Directors and the membership at TBNA meetings.
3. Makes presentations approved by the membership to the City on behalf of TBNA.

f) Neighborhood Liaison:

1. Attends and reports on other city neighborhood association activities and provides information to other neighborhood groups information regarding TBNA.

g) Publications:

1. Prepares and distributes TBNA newsletters to inform all members of business that transpired at TBNA meetings and activities of TBNA.
2. Prepares and distributes notices of TBNA meetings.
3. The Secretary shall be on the committee and shall appoint a chair and committee members. The Secretary may appoint himself or herself as chair.

h) Social:

1. Responsible for planning and coordinating TBNA social functions.

Section 2: Special Committees

Special committees will assist TBNA and the City in developing and reviewing issues and problems of mutual concern. Special committees may be used to broaden the participation of TBNA in advisory roles to the City relating to policy matters and decisions that may come before the City Council, administration or City boards and commissions.

a) Safety:

1. Make recommendations to increase the safety of homes and businesses of TBNA.

b) Parks and Recreation:

1. Promote and make recommendations relating to the location of parks and recreation facilities.

c) Public Works:

1. Make recommendations relating to traffic management, street maintenance, storm and sewer facilities, sidewalks and bicycle paths.

d) Land Development:

1. Recommend land uses for housing, businesses, streets and other facilities requiring construction or alteration of the existing landscape.
2. Review planning goals and guidelines.

e) Schools and Education: Make recommendations on public school activities, educational needs, school board issues, and related concerns.

Section 3: Ad Hoc Committees

The President, Board of Directors and/or membership may establish ad hoc committees to provide recommendations on specific issues, concerns, events or activities.