

**Skyline Ridge Neighborhood Association**  
**West Linn, Oregon**  
**Bylaws**  
*Adopted Month Day, 2023*

**Article I: Name of Organization**

The name of the organization is the Skyline Ridge Neighborhood Association, recognized by the City of West Linn by Resolution 94-31 on August 8, 1994.

**Article II: Boundaries**

The boundaries of SRNA are established on the attached map.

**Article III: Statement of Purpose**

The purpose of SRNA is to maintain and improve quality of life of residents of the Skyline Ridge Neighborhood by:

- (a) Providing Skyline Ridge Neighborhood residents with information and resources of interest to the community, a forum for discussion, and for speaking for the neighborhood before local governing and advisory bodies;
- (b) Encouraging and facilitating communication and cooperation among the residents of the Skyline Ridge Neighborhood, and between neighborhood residents and local governing bodies;
- (c) And organizing and supporting neighborhood and local activities that promote community and quality of life in Skyline Ridge Neighborhood and the City of West Linn.

SRNA serves individuals and families in our neighborhood with diverse needs, interests, and backgrounds, and respects all neighborhood residents.

**Article III: Membership**

- (a) SRNA membership is not limited by race, creed, color, sex, age, heritage, national origin, or income. Any resident, business owner or owner's representative, nonprofit organization's official representative, or property owner who resides, owns property, or maintains a business within the recognized boundary of the SRNA and is at least of voting age as recognized by the City of West Linn is automatically a member of SRNA.
- (b) SRNA membership does not limit the right of any person or group to participate directly in the decision-making process of the City Council or other City bodies through the normal channels open to any citizen of West Linn.

**Article IV: Funding**

SRNA will charge no dues or membership fees. However, the SRNA accepts voluntary contributions, and may hold fundraising activities. No money may be spent without SRNA authorization.

**Article V: SRNA Property**

Designated SRNA officers will maintain and control SRNA property such as written and electronic records, websites or accounts, and signs, and transfer this property to newly elected designated officers at the beginning of their terms.

## **Article VI: Voting**

- (a) Each SRNA member is entitled to one vote during physical or virtual attendance at any SRNA meeting. Proxy voting is not allowed.
- (b) SRNA must provide members notice of a vote, on the meeting agenda or as otherwise provided in these bylaws.
- (c) The President or other presiding officer will decide the manner of voting.
- (d) A simple majority of members present at the meeting may pass motions and resolutions.
- (e) The President or other presiding officer will state the tally of all votes yea, nay, or abstaining, and whether a motion or resolution has passed, and the Secretary will enter each member's vote by name, and the result of the vote, into the minutes.
- (f) A member or group of members may appeal a resolution by requesting that the President notice their appeal as part of a meeting agenda. If the issue is urgent, a group of 10 or more members may electronically or by written notice petition the Executive Committee to hold a special or emergency meeting. The President may call for a second vote on the issue at the meeting.

## **Article VII: Quorums**

- (a) 5 members present at any meeting of the members constitutes a quorum.
- (b) 10 members present at any meeting requiring action on a land use appeal constitutes a quorum.

## **Article VIII: Meetings**

- (a) SRNA will hold quarterly general meetings, and the President in consultation with the Executive Committee may call special or emergency meetings. General meetings require 3 weeks notice including posting of the agenda. Special meetings are held at times other than a general meeting when SRNA must take action sooner than the next quarterly general meeting, and require 2 weeks notice including posting of the agenda. Emergency meetings may be called when the SRNA must take imminent action, such as when addressing land use rulings, and require 2 days notice including posting the agenda. Notice must include electronic or written notice to members and signage.
- (b) All SRNA meetings are open to all members and to the general public.
- (c) SRNA meetings will be conducted in conformance with public meetings law.
- (d) The President or designated officer will determine the place and time of meetings, and call meetings to order and adjournment. SRNA will provide a remote attendance option.
- (e) The President or designated officer may cancel or postpone a meeting by electronic notice to members, and signage if possible, and by notice to the City, with at least 5 days notice unless during a time of emergency.
- (e) The President and Executive Committee may adopt additional procedures to conduct meetings.
- (f) The Secretary or designated officer will keep written minutes, and the minutes must record minority opinions and a voting record, as required in these bylaws. Draft minutes must be appended to the agenda of the next meeting, and submitted for approval during the meeting. The Secretary or designated officer must submit approved minutes and the attendance register to the City so they are available for public review.

## **Article IX: Officers**

- (a) The Executive Committee consists of the President, Vice President, Treasurer, and Secretary, serving for a term of one year, limited to three terms, all of whom must be SRNA members as provided for in these bylaws. SRNA will accept Executive Committee nominations at the third quarter meeting, and officers are elected at the fourth quarter general meeting by majority vote. Board vacancies must be noticed as part of a meeting agenda, and at the meeting members may both nominate replacement candidates and elect a candidate by majority vote.

Executive Committee members elected to fill a vacancy will serve the unexpired portion of the one-year term. In any election, if no nominee receives a majority of votes, a runoff is held during the meeting in progress. Additional runoff elections must be held at the next meeting, noticed as part of the meeting agenda.

- (b) One individual may hold two offices, but the President and Treasurer may not be held concurrently by one individual.
- (c) Members may remove an officer by a  $\frac{2}{3}$  majority vote of members present at a meeting called specially for that purpose, or at a general meeting provided the vote was noticed as part of the agenda.
- (d) Only SRNA officers may sign contracts on behalf of SRNA, and the Executive Committee may impose additional restraints.
- (e) Officers
  - (1) **President.** The President calls meetings, sets agendas for meetings after consultation with the Executive Committee, presides at meetings, and generally oversees and coordinates the functions of the association.
  - (2) **Vice President.** The Vice President assists the President with all duties of the office and presides at meetings in the President's absence.
  - (3) **Secretary.** The Secretary keeps SRNA's permanent records, including meeting agendas, minutes, correspondence, important documentation, and a list of current officers. The Secretary takes minutes at SRNA meetings, submits draft minutes to the President, and submits approved SRNA meeting minutes to the City.
  - (4) **Treasurer.** The Treasurer keeps and reports on SRNAs financial records to the membership and to governmental authorities.

#### **Article X: Committees**

- (a) The President, in consultation with the Executive Committee and the membership, may establish committees to investigate specific concerns and issues, and to make recommendations and reports, or to plan events and activities.
- (b) Committee membership is open to all SRNA members. The Executive Committee may impose an appointment process.
- (c) Committee must report their findings at a SRNA meeting, and members must approve committee recommendations and reports. Committee reports and votes on committee recommendations must be included on the meeting agenda, and in the meeting minutes.
- (d) Committees may not convey a position to a governmental body, an advisory body, or any other individual or group unless that position has been endorsed by SRNA, and SRNA has explicitly given permission.

#### **Article XI: Planning Liaison and Land Use Appeals**

- (a) The President, in consultation with the Executive Committee may unanimously appoint a Planning Liaison to coordinate communications between SRNA members and development applicants. The President will inform the Planning Director that the Planning Liaison is the designee described in WLCC Chapter 99.038.
- (b) If members find any land use decision adverse to the quality of life of the Skyline Ridge Neighborhood, members may bring a motion to appeal that decision before the membership at any meeting, provided the SRNA gave notice of the meeting and placed the matter on the agenda as provided in these bylaws. Quorum for decisions on land use appeals is 10 members. If the motion carries, during the meeting the President or presiding officer will lead the member attendees in creating comments, to be adopted unanimously by the members present at the meeting. The President will designate a member who must establish standing to appeal according to WLCC Chapter 99.140, and follow procedures set out in WLCC Chapter 2.100 6(a), and WLCC

Chapter 99.240 through 99.300. The designated member is responsible for representing SRNA during the appeals process, and for reporting back to the Executive Committee and membership. The designated member is authorized to speak for SRNA members only on positions established by vote, as provided in these bylaws.

**Article XII: Bylaws**

- (a) The President or presiding officer must present these proposed bylaws one meeting prior to the meeting at which members will vote on their adoption. These proposed bylaws must be noticed as part of the agenda, and they must be appended to the agenda. The bylaws are adopted when approved by a majority of members present at the second meeting.
- (b) The President or presiding officer must present proposed bylaws amendments one meeting prior to the meeting at which members will vote on their adoption. These proposed bylaw amendments must be noticed as part of the agenda, and they must be appended to the agenda. The amendments are adopted when approved by a majority of members present at the second meeting.
- (c) SRNA must submit approved bylaws and bylaws amendments to the City.