

Northeast Neighbors, Incorporated Bylaws

Final Approved 04/20/2015 Amended February 19, 2018

Article I: Name

The name of this association shall be known as Northeast Neighbors Incorporated, hereafter referred to in this document as NEN.

Article II: Geographic Boundaries

The geographic boundaries of Northeast Neighbors Incorporated shall include the geographic area north to the Des Moines City Limits, East to the Des Moines City Limits, South to the Des Moines River and West to the Des Moines River.

Article III: Mission Statement

The purpose of NEN is to share information of common interest and value:

- A. To increase the knowledge of members neighborhood groups and associations located within the boundaries of NEN.
- B. To help neighborhood groups and associations, within the boundaries of NEN, improve their neighborhoods.
- C. To promote such community efforts as forums, conferences and joint projects.
- D. To advocate civic improvements and reforms for the benefit of the northeast area of Des Moines.
- E. The major purpose of NEN is to advocate on behalf of membership before governmental bodies for neighborhood improvement and receipt of a fair share of public benefits.

Article IV: Membership and Dues

There shall be three categories of membership in Northeast Neighbors: Neighborhood Association, Individual, Business.

- A. Neighborhood Association Memberships shall have up to three designated voting representatives and shall be allowed to have alternates for these representatives if that becomes necessary for voting purposes.

- B. Individual members shall be any dues paying person residing in or owning property within the NEN Boundaries.
- C. Business Members of NEN shall be any business or organization operating within the NEN Boundaries. A business entity shall be limited to one voting member in NEN.
- D. To be a qualified voting neighborhood, individual and/or voting business member for the purpose of electing officers, you must have had a paid NEN membership for at least sixty (60) days prior to an election.
- E. Membership Dues shall be reviewed and approved for each year at the NEN Regular Meeting held in January to cover a calendar year.

Article V: Officers and Duties

- A. The officers of NEN shall be a President, a Vice President, a Secretary and a Treasurer.
- B. Officers shall be elected annually by ballot by the qualified voting membership.
- C. All officers shall be elected to one-year terms of office except the President who shall be elected to a two-year term of office and may only be re-elected to a second consecutive term of office. This person must be out of office for at least one year before they can be elected to the office of President again. Serving a partial term to fill in for an elected president does not count as a year for purposes of this provision.
- D. The President shall be the principal officer and primary representative of NEN; and,
 - 1. Shall be the sole spokesperson for the organization, except when the President or Executive Committee, as necessary, designates another member to serve in this capacity.
 - 2. Shall appoint Chairpersons for all committees with the approval of the Executive Committee.
 - 3. Shall sign with the Secretary all contracts and other legal documents.
- E. The Vice President shall:
 - 1. Act as special assistant to the President and represent the President whenever so designated by the President or the Executive Committee.
 - 2. Be empowered to sign any documents as authorized by the Executive Committee. This power may be invoked in the event of an emergency during the absence of the President or due to the Presidents inability or refusal to act.
 - 3. Serve as the Chairperson of the Audit Committee.

4. Perform all such duties as requested by the President or Executive Committee.

F. The Secretary shall:

1. Keep minutes of the proceedings of all general membership and Executive Committee meetings of the organization.
2. Preserve in a file all records of value to NEN to include a chronological file of all minutes of all meetings.
3. Sign with the President all contracts and legal documents.
4. Maintain a current roster of membership including the name, address, telephone number, email address and membership category of each member.
5. Conduct the correspondence of the Association.
6. Serve as the Chairperson of the Nominating Committee.
7. Perform such other duties as requested by the President or Executive Committee.

G. The Treasurer shall:

1. Have charge of all NEN funds/banks accounts.
2. Sign for all withdrawals of funds. (If the Treasurer is not available the President or other approved executive member may sign for withdrawals.)
3. Shall have authority to spend discretionary funds up to \$250.00 prior to board approval between meetings.
4. Perform other duties as requested by the President or Executive Committee.
5. Present a complete account of NEN funds identifying the source of funding and disbursement, at monthly meetings.
6. Prepare an annual statement accounting for NEN funds.
7. Present all records to the Audit Committee prior to the annual meeting.

H. If a vacancy in any of these offices should occur during any given year the vacancy shall be filled in the following manner:

1. Should the President be unable to fulfill his/her duties the Vice President shall assume this position until the next regular election.
2. If the Vice President, Secretary or Treasurer should be unable to fulfill the duties of their respective offices the Executive Committee shall have the authority to appoint a member to fulfill that office until the next regularly scheduled election.

- I. All officers shall be members of NEN and shall exercise the powers provided in these bylaws and vested by the general membership.
- J. Each officer shall deliver to his or her successor within fifteen (15) days after retiring from office, all records, papers, and other property belonging to NEN.

Article VI: The Executive Committee

- A. The Executive Committee shall include the Past-President (the most recent President willing to serve), the President, the Vice President, the Secretary, the Treasurer and up to three members elected at large.
- B. The Executive Committee shall prepare and maintain a budget and the Treasurer shall present the budget for general membership approval at first meeting following the Annual Meeting or as necessary.
- C. The Executive Committee shall establish an agenda for each meeting of NEN.

Article VII: Meetings of the Organization

- A. Meetings of NEN shall be held the third Monday of each month except there will be no meeting during August and December.
- B. Special meetings may be called by the President or a majority of the Executive Committee.
- C. Notification for all regular meetings shall be given at least seven (7) days prior to any official meeting by, mail, official publication, electronic notification, website or telephone contact with Executive Committee meetings granted three (3) days' notice. Special meetings shall be announced as soon as practical after determination of need.
- D. A quorum shall be a simple majority of the voting membership present.

Article VIII: Annual Meeting

- A. An annual meeting of NEN shall be held on the third Monday in October.
- B. The agenda for this meeting shall include but not be limited to:
 - 1. Annual reports from all officers and committees.

2. The election of officers.
3. And, Presentation of the annual audit report

IX: Standing Committees

- A. Standing committees of NEN shall include Nominating, Audit, Membership and Bylaws.
- B. A Nominating Committee of two people to include the Secretary of NEN shall be recommended by the Executive Committee and approved by the voting membership at a meeting at least two (2) months prior to the annual meeting.
 1. The Secretary shall be the Chairperson of this committee.
 2. The Chair of the Nominating Committee shall be responsible for calling the first meeting of the committee.
 3. The nominating committee shall present a qualified slate of candidates for elected office to the general membership at least 30 days prior to the annual meeting.
- C. An Audit Committee of three or more people to include the Vice President of NEN shall be recommended by the Executive Committee and Approved by the voting membership at a meeting at least two (2) months prior to the annual meeting.
 1. The Vice President shall act as Chairperson of this committee.
 2. The Chair of the Committee shall be responsible for calling the first meeting of the committee.
 3. The Audit Committee shall review the Treasurers books and present a written audit report at the annual meeting.
- D. A Bylaws Committee of not less than two voting members may be recommended annually by the Executive Committee and approved by the general membership at the next general meeting following the annual meeting.
- E. A Membership Committee shall exist of all Executive Committee members and convene as necessary at Executive Committee meetings.
- F. Ad Hoc Committees may be created as needed by the Executive Committee and shall dissolve once their final report is presented to the members at a regular meeting of NEN.

Article X: Parliamentary Authority

Roberts Rules of Order, latest edition shall be the guide to parliamentary authority of this organization.

Article XI: Bylaws and Amendments

- A. NEN shall operate in accordance with its Bylaws as adopted by its qualified membership.
- B. These bylaws may be amended by two thirds (2/3s) affirmative vote of the regular and qualified voting members present and voting at a regular meeting, provided the notice of such an amendment has been given to the membership at a previous regular meeting. A full text of such an amendment shall be made available one month prior to the date of voting.
- C. A Bylaws Committee of not less than two voting members, shall be appointed each year by the Executive Committee and approved by the general membership, to review and make recommendations for changes to the bylaws, or such review and recommendations may be made at regular and Executive Committee meetings.
- D. Any qualified member may propose an amendment(s) to these bylaws.

Article XII: Dissolution of Organization

Should it become necessary to dissolve NEN, its financial assets, as legally allowed, shall be evenly divided among the officially recognized neighborhood organizations that are qualified members of NEN or a qualified non-profit at the time of dissolution.

These bylaws were approved by a majority vote of the membership of Northeast Neighbors Incorporated on the 4th month 20th day of 2015.

Signature of President _____

Signature of Vice President _____