
Hoover Neighborhood Association Bylaws

October 2018 Revision

Incorporated in Tulsa, OK

The name of the association shall be Hoover Neighborhood Association

ARTICLE I - PURPOSE

The purpose for which the association is organized are:

- (a): Promote a better neighborhood and community through group action.
- (b): To inform residents of events or plans affecting the neighborhood.
- (c): Provide an open process by which all members may involve themselves in the affairs of the neighborhood.
- (d): For such other purposes as are approved by the Board or membership.

ARTICLE II - PHYSICAL BOUNDARIES

The area including the association shall be 21st Street on the north, 31st Street on the south, Yale Avenue on the west and Sheridan Avenue on the east.

ARTICLE III - MEMBERSHIP

Section 1. Membership Composition. There shall be two classes of membership, Resident Membership and Associate Membership. Resident membership shall be voting. Resident membership is open to any resident of legal age or business interested in the purposes and goals of the association and is limited to those who reside or who have their sites of business within the boundaries (Article II) of the Hoover Neighborhood Association. The Board reserves the right to exclude anyone or business they deem inappropriate.

Associate Memberships shall be open to persons who are interested in the objectives of the Association in the neighborhood upon approval from The Board. Associate Members shall have all the privileges of "Resident Membership" with the exception of voting or holding office.

Any person who discriminates against race, creed or religion by speech or behavior will be removed and membership revoked.

Section 2. Dues. Annual dues may not be charged to members, however, voluntary contributions will be accepted.

Section 3. Annual Meeting. There shall be an annual meeting of members during the month of October.

Section 4. Regular Meetings. Regular association meetings shall be scheduled by the Board at least quarterly.

Section 5. Special Meetings. Special meetings may be called by any board member or any five members in good standing with no less than 72 hours written notice as specified in Article III, Section VII.

Section 6. Location of Meetings. Member meetings shall be held either within the neighborhood or if no adequate facility is available, within a reasonable distance of the neighborhood.

Section 7. Notice of Meetings. Notices of all meetings shall be written stating the place, day, hour and subject of the meeting. This notice shall be delivered or posted in three conspicuous places not less than three (3) days or more than ten (10) days before the date of the meeting either personally, by phone, ground, or electronic mail.

Section 8. Meeting agenda. The agenda of all meetings will be determined by the President in consultation with other board members. Any member may request an item to be put on the association meeting agenda, however, agenda items will be submitted to the Board before being placed on the next regularly scheduled meeting agenda. All written material or telephone contact which represents Hoover Neighborhood Association must be approved by the board of directors. Persons representing the Association in contractual or financial matters must be members of the Board of Directors.

ARTICLE IV - BOARD OF DIRECTORS

Section 1. General Power. The affairs of the Association shall be generally managed by its Board of Directors who are members of the Association. However, approval of any expenditure of five hundred (\$500) or more shall require the approval of the majority of the Board members at a regular or special meeting.

Section 2. Composition. The elected Board shall be members of the Association. The Board shall be elected by the membership at the Annual Meeting (Article III, Section III). Five

additional representatives of the Hoover Neighborhood Association may serve on the Board if approved by the board.

Section 3. Number, Term and Qualifications. The number of members of the Board of Hoover Neighborhood Association shall be **five (5) to thirteen (13)** and may increase or decrease to not fewer than three (3) by amendment of this section; but one shall have the effect of shortening the term of any incumbent. Terms shall commence at the Annual Meeting of the membership and shall be for **one (1) year** or until the successors are elected. Vacancies on the Board shall be filled by the President and approved by the membership at the scheduled meeting after the vacancy occurs **or could be filled by the general members in a special meeting. Officers may be re-elected for additional terms.**

Section 4. Quorum. **Two-thirds (%) or a majority** of the Board of Directors shall constitute a quorum for transaction of business at any meeting of the Board.

Section 5. Compensation. The Board shall not receive any payments for their services.

ARTICLE V - OFFICERS

Section 1. Number. The officers of the Association shall be a President, a Vice President, **Recording** Secretary, **Communications Officer**, and a Treasurer, each of whom shall be elected **at the annual meeting**. The membership may elect such other officers or assistant officers as it shall deem desirable, such officers have the authority and perform the duties prescribed from time to time by the Board. No two or more offices may be held by the same person, except the offices of President and Vice President.

Section 2. Election and Term of Office. The officers of the Association shall be elected annually by the membership at the Annual Meeting. If the election of officers shall not be held at that meeting, the election of officers shall be held as soon thereafter as convenient. New offices may be created and filled at any meeting of the neighborhood association members. Each officer shall hold office, unless removed, until his / her successor shall have been duly elected. **Any candidate for board of directors must be able to validate their status as a neighborhood resident (driver's license, utility bill, etc.).**

Section 3. Removal. Any officer may be removed by a majority vote of the Board **or membership** at any regular or special meeting.

Section 4. Vacancies. A vacancy in any office because of death, resignation, removal, or otherwise may be filled by the Board for the unexpired portion of the term. A vacancy shall be defined as a Board Member who is unable or unwilling to discharge their duties. **In the event of a vacancy, any Board Member may call a special meeting to elect new officers.**

Unexcused absences as determined by the Board of Directors from three consecutive meetings shall constitute a vacancy of office.

Section 5. President. The President shall be the principal executive officer of the Association and shall in general supervise and control all of the business and affairs of the corporation. This person shall preside at all meetings for the membership and of the Board of Directors and is authorized to pay any deeds, mortgages, bonds, contracts, or other instrument which the Board or association members have authorized to be executed. It is preferable that the President has been an officer for 1 year prior, but any members of the Association can be considered when determined by the Board.

Section 6. Vice President. In the absence of the President or in the event the President is disabled or refuses to act, the Vice President shall perform the duties of the President and so acting shall have all powers of and be subject to all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to them by the President of the Board. The Vice President elected for one (1) year should be prepared to assume the Presidency the next year.

Section 7. Recording Secretary. The Secretary shall keep the minutes of the meetings of the members of the Board of Directors in one or more books provided for that purpose, see that all notices are duly given in accordance with the provisions of these bylaws, be custodian of the Association records and shall make those records available for inspection at any reasonable time, and in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned by the President or the Board of Directors, including word processing.

Section 8. Communications Officer. The Communications Officer shall conduct the correspondence of the Association, assuming responsibility for all matters of notices to the membership and, in general, perform all duties incident to the office and such other duties as, from time to time, may be assigned by the President or the Executive Committee.

Section 9. Treasurer. If required by the Board, the Treasurer shall give a bond for the faithful discharge of his or her duties with such surety or sureties as the Board of Directors shall determine. The Treasurer shall have charge and custody of and be responsible for all funds and securities of the Association, from any source whatsoever and deposit all such monies in the name of the Association in such banks, trust companies or other depositories as shall be selected in accordance with the provisions of Article VII of these bylaws; and in general perform all the duties incident to the office of Treasurer and such other duties as from time to time may be assigned by the President or the Board of Directors.

ARTICLE VI - COMMITTEES

Section 1. The Board shall establish both standing and ad hoc committees as her or she may, from time to time, deem necessary. Committees shall make recommendations to the Board, but shall not have power to act on behalf of the Association without specific authorization from the President and Board of Directors. Board members shall be non-chairperson members of all committees.

ARTICLE VII - CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. Contracts. The Board may authorize any officer or officers, agents or agents of the Association, in addition to the officers so authorized by these bylaws, to enter into any contract or execute and deliver any instruments in the name of and on behalf of the Association and such authority may be general or confined to specific instances.

Section 2. Checks, Drafts, Etc. All checks, drafts, and other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association, shall be signed by such designated officer or officers, and in such manner as shall from time to time be determined by resolution of the Board.

Section 3. Deposits. All funds of the Association shall be deposited **no less than monthly** to the credit of the Association in such banks, trust companies, or other depositories as the Board may select.

Section 4. Gifts. The Board may accept on behalf of the Association any contribution, gift, bequest, **or device** for the general purpose or for any special purpose of the Association, provided a full disclosure of such gift is made to the Association at the next regular and / or special meeting.

Section 5. Donations. The Board may accept on behalf of the Association any donation for the general purpose or for any special purpose of the Association.

ARTICLE VIII - AMENDMENTS

Section 1. The articles may be amended by a $\frac{2}{3}$ vote of the members present at any general meeting, provided that a notice has been given to the membership at a previous meeting.