

## Bylaws of the Heritage Neighborhood Association

### ARTICLE I. NAME

The name of the organization shall be the Heritage Neighborhood Association.

### ARTICLE II. PURPOSE

The Association shall be a nonprofit organization within which the residents of the Heritage Neighborhood can promote and protect the quality of life, safety and residential characteristics of the neighborhood primarily and all neighborhoods generally.

### ARTICLE III. TERRITORIAL BOUNDARIES

The boundaries of the Association shall be:

East side of Lamar Boulevard,  
West side of Guadalupe,  
North side of West 29<sup>th</sup> Street,  
South side of West 38<sup>th</sup> Street, within the City of Austin, Texas.

### ARTICLE IV. MEMBERSHIP

There shall be two classes of membership in the Association:

1. Regular membership shall be open to any person residing in the neighborhood.
  - a. Annual dues shall be fifteen dollars (\$15.00) per household or ten (\$10.00) per individual payable in January of each year.
  - b. Each adult in a member household present at any general meeting shall be entitled to one (1) vote, provided no household shall have more than two (2) votes (a household shall be a unit that contains sleeping accommodations, kitchen, a bath and separate access).
  - c. Anyone becoming a paid-up member for the first time must wait a month before being entitled to the privilege of voting.
  - d. A member household that has been delinquent in payment of dues may be reinstated to voting rights upon payment of current dues, with no waiting period.
2. Association membership shall be open to any person owning property but not residing in the neighborhood who is accepted by a majority vote of the Steering Committee.
  - a. Annual dues of associate members shall be ten dollars (\$10.00).
  - b. Each associate member who supports the purpose of the Association shall be entitled to one (1) vote (one who is a member and owns property in the neighborhood cannot also be an associate member.)

3. A quorum shall be necessary for the transaction of the Association's business. In no event shall a quorum be constituted with less than five percent (5%) of the member households.
4. The Association itself may be a member of the Austin Neighborhood Council and may designate a member to represent it at meetings of that body.

#### ARTICLE V. OFFICERS

There shall be three (3) officers of the Association. These shall be a President, Treasurer, and Secretary.

1. The duties of the officers in addition to those prescribed by the parliamentary authority shall include the following provisions:
  - a. The President shall with the advice and consent of the Steering Committee be the principal representative for the Association at public functions or shall appoint other representatives as necessary. The President shall be ex-officio member of all committees except the Bylaws and Nominations Committee. The President shall share all mail received relating to the neighborhood with the Steering Committee for their consideration and needed action.
  - b. The Secretary in the absence of the President shall take on the duties of the President.
  - c. The Secretary shall record information concerning the Association.
  - d. The Treasurer shall collect, disburse and safely keep all Association monies and shall maintain a membership roster of voting households.
2. Officers shall be elected by the general membership at the annual meeting.
  - a. The Steering Committee may submit a list of nominees for the officers.
  - b. Nominations may be made from the floor by members of the Association at the annual meeting provided they have consulted the persons they wish to nominate and that person has consented to serve if elected
3. The officers shall take office at the close of the meeting at which they are elected. The term shall extend for one year until the close of the next election meeting or until their successor is elected.
  - a. If a vacancy should occur in the office of the President, the Secretary shall serve for the remainder of the unexpired term.
  - b. Vacancies occurring in the other offices or in other Steering Committee positions shall be filled by the Steering Committee, which shall name persons to complete unexpired terms.
4. Election of an officer shall be by secret ballot if there is more than one candidate for the office.

#### ARTICLE VI. MEETINGS

1. General membership meetings shall be convened as determined by the Steering Committee but no fewer than three (3) times a year including an annual meeting.

2. The annual meeting shall be the first meetings of the calendar year and shall include election of members to the Steering Committee and annual reports by the existing committees to the membership. Date to be set by the Steering Committee.
3. Notice of special or general meetings shall be made to the membership no less than four (4) days in advance of the meeting.
4. A quorum shall consist of twenty (20) percent of the voting members.
5. A special meeting of the general membership must be called upon receipt by the Steering Committee of a petition requesting and stating the reason for such a meeting and bearing the signatures of no fewer than fifteen (15) voting members of the Association. Only business specified in the call may be transacted. The meeting shall be called within thirty (30) days unless a scheduled regular meeting shall intervene, in which case the business of the special meeting shall be considered at the general meeting. The petitioners shall deliver the meeting notices.

#### ARTICLE VII. STEERING COMMITTEE

The Steering Committee shall be the principal governing body of the Association.

1. It shall consist of at least nine (9) members in good standing, including the three (3) officers.
2. Members of the Steering Committee shall be elected for one-year terms at an annual meeting. As in the case of the election for the officers, Art. V, 2a. and 2b., the Steering Committee shall submit nominees and members may nominate from the floor people who have consented to serve if elected.
3. Should there be more than one (1) person for each position on the Steering Committee, a secret ballot will be in order.
4. The Steering Committee shall meet as called by the President or by any four (4) of its members. There shall be at least two (2) days' notice of any special meeting.
5. A quorum at Steering Committee meetings shall be five (5) members of the entire committee.
6. The Steering Committee may designate a member of the organization to represent the Association at meetings of the Austin Neighborhood Council.
7. The Steering Committee shall be empowered to conduct the business of the Association between membership meetings. It shall make recommendations for action and policy to the general membership. In case of necessity it shall be empowered to determine policy positions by a two-thirds (2/3) vote.
8. The Steering Committee shall approve expenditures at its discretion. All expenditures shall be reported by the Steering Committee to the membership at the next general meeting.

9. In addition to the regular members of the Steering Committee the chairpersons of special committees may vote on matters that relate to the business of their committee, as determined by the Steering Committee. The chairpersons of special committees shall not be counted in determining a quorum of the Steering Committee.
10. A member of the Steering Committee with three (3) unexcused absences in a term may be removed from the committee by a majority vote of the Steering Committee. Members are vested with the responsibility for preserving and enhancing the good name and reputation of the Association and for achieving the purpose stated in Article II. Members may be removed for unbecoming conduct by a two-thirds (2/3) vote of the entire Steering Committee.

#### ARTICLE VIII. COMMITTEES

There may be two (2) classes of committees within the Association, Standing Committees and Special Committees.

1. Members of the Standing Committees shall be elected by the Steering Committee from the general membership and members of the Steering Committee except where otherwise provided in the Bylaws. The President, with the advice and consent of the Steering Committee, shall appoint the committee chairpersons. Standing committees may be formed upon recommendation of the Steering Committee and approved by the general membership
2. Special Committees may be formed as necessary by the Steering Committee or by motion from the floor at a general membership meeting.
3. Chairpersons of the Special Committees shall be appointed by the President with Steering Committee member suggestions. Such Committees shall be dissolved upon completion of their respective tasks, or after one year, whichever comes first. They may be reinstated by majority vote of the Steering Committee, which shall periodically review the need for such Committee.

#### ARTICLE IX. POLITICAL ACTIVITIES

Neither the Association nor any member purporting to speak for the Association shall endorse any candidate for public office or any political party. Membership rosters of the Association shall not be used for political, commercial, or other activity not directly related to the Association.

#### ARTICLE X. POLICY DETERMINATION

Policy positions for the Association shall be determined by simple majority vote of the membership present and voting at a meeting of the general membership or in case of necessity, between membership meetings, by two-thirds (2/3) vote of the Steering Committee. Failure by the Steering Committee members to represent this majority view shall be considered unbecoming conduct.

ARTICLE XI. PARLIAMENTARY AUTHORITY

Rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order the Association may adopt.

ARTICLE XII. AMENDMENT

These Bylaws may be amended by a two-thirds (2/3) vote at any meeting of the general membership, provided that written notice has been given to all members at least four (4) days in advance or announced at the preceding general meeting.

ARTICLE XIII. DISSOLUTION

Upon the dissolution of the Heritage Neighborhood Association no class of member shall have any right nor shall receive any assets of the Association. The assets of the Association shall be permanently dedicated to a tax-exempt purpose, as determined by the Steering Committee. In the event of dissolution, the Association's assets after payment of debts shall be distributed to an organization that is tax-exempt under the provisions of Section 501 c (3) of the Internal Revenue Code.