

By-Laws
of the
Old West Durham Neighborhood Association

ARTICLE I: NAME AND PURPOSE

Section 1. The name of this Association shall be "Old West Durham Neighborhood Association."

Section 2. This Association recognizes and affirms the engagement of our neighborhood as the foundation of a healthy, vital, and dynamic community. The purposes of this Association shall be:

- 1) To promote and foster participation in the neighborhood by providing a forum for discussion of neighborhood concerns;
- 2) To enhance and strengthen the community through neighborhood social activities, workshops, and other programs which serve the needs and interests of Association members and neighborhood residents;
- 3) To encourage and facilitate informed citizen participation in issues affecting our neighborhood, including commercial development, land use, housing standards, zoning issues, traffic patterns, and street modifications;
- 4) To be a voice for our common neighborhood interests by acting as a liaison with governmental bodies and with institutions, schools and businesses in and around our neighborhood, and by working with other neighborhood associations on common concerns;
- 5) To advocate for maintenance and improvement of institutions and facilities serving our neighborhood, including parks, schools and public safety services; and
- 6) To provide for the community welfare generally and to conduct other lawful business not inconsistent with these By-laws.

Section 3. This association is and shall remain a non-profit organization and no part of the net earnings thereof shall inure to any individual member.

Section 4. This association shall not endorse or align itself with any political party or candidate for public office.

ARTICLE II: Geographic Boundaries

The Old West Durham Neighborhood shall include all the lots, streets and other properties which lie within the following boundaries:

- Bounded on the north by the back property line of properties facing Englewood Avenue, from Hillandale Road to Broad Street;
- Bounded on the south by the southern boundary of the railroad track right-of-way south of Main Street, from Broad Street to the intersection of Main Street and Hillsborough Road
- Bounded on the east by the center line of Broad Street, including all properties on the west side of Broad Street; and
- Bounded on the west by the back property line of properties on the east side of Hillandale Road.
- Residents living within these boundaries and/or owners of property within these boundaries shall constitute the neighborhood.

ARTICLE III: GOVERNMENT

Section 1. The Old West Durham Neighborhood Association shall be governed by a Board of Directors, which may take action in the name of the Association.

Section 2. The desired number of Board members shall be between 5 and 11. The Board shall include two officers. The officers are President and Treasurer.

Section 3. The neighborhood will elect Board members at an Annual Membership Meeting. Potential new Board members will be invited to participate in the activities of the Board on an ongoing basis. Proposed members will be added to an election roster that will be voted on at the Annual Membership Meeting. The Annual Membership Meeting will be held in the fall on the particular day, hour, and place determined and designated by the Board. Notice of the annual Membership Meeting shall be given at least thirty (30) days prior to the meeting. The Board will elect its President and Treasurer in the first Board meeting following elections.

Section 4. A simple majority of the Board shall constitute a quorum for doing business. Each member of the Board shall be entitled to one vote.

Section 5. To be eligible for Board membership a person must be a resident of the neighborhood. Given that half of Old west Durham's residents are renting, the Board shall prioritize retaining a composition of at least 1/3 renters.

Section 6. Board members shall serve without compensation.

Section 7. The powers and duties of the Board shall include:

- a) The establishment and execution of policy for the Association;
- b) The appointment of all standing and other committees or chairpersons thereof. This power may be delegated to the President. Committees shall derive their direction from the Board;
- c) The appointment or employment of all persons or organizations to serve the Association;
- d) The filling of vacancies on the Board of Directors;
- e) Interpretation of the By-Laws;
- f) The approval of expenditures of Association funds; and
- g) The dissolution of all committees. This power may be delegated to the President.

Section 8. The President or a delegated Board member shall preside at all Board meetings and shall perform such duties as directed by the Board.

Section 9. Minutes shall be taken at every meeting by a member of the Board and archived in a location selected by the Board. Updates will be shared with the neighborhood electronically after each meeting.

Section 10. The Board has the right to raise funds to cover expenses of the Board consistent with the purposes in Article 1. The Treasurer shall keep and be responsible for all funds of the Association. All funds shall be deposited in an account in the name of Old West Durham Neighborhood Association, and shall be withdrawn only by the Treasurer or the President. All monies received shall be immediately delivered to the Treasurer, for which she or he shall give a receipt, and all bills shall be paid by the Treasurer. The Treasurer shall provide regular reports of all transactions and prepare financial statements as directed by the Board.

Section 11. A member who misses three (3) regularly scheduled consecutive meetings may be dismissed from Board membership at the discretion of the Board by a simple majority vote.

Section 12. In cases where a member accused of conduct hurtful to the Association, or conduct inconsistent with the By-Laws or purposes for which the Association was organized, the member may be removed from office by the affirmative vote of a majority of the Board. The accused member shall not have a vote in such an instance.

Section 13. No Board member shall communicate on behalf of the Board without approval of a majority of the Board.

ARTICLE IV: COMMITTEES

The committees of the Association shall be determined by the Board of Directors. The Board may appoint the chairman and some or all of the members of any committee or the Board may appoint the chairman and delegate the appointment of the other members. The Board shall charge every committee and every committee shall report on its activities as it is directed to do by the Board.

ARTICLE V: MEETINGS

Full Board meetings shall be held at least four (4) times per year. Committee meetings may occur on an ongoing basis throughout the year.

ARTICLE VI: FISCAL YEAR

The fiscal year of the association shall end on the 30th day of April.

ARTICLE VII: PROCEDURE

The Board shall determine rules of procedure on an ad hoc basis.

ARTICLE VIII: AMENDMENTS

Proposed amendments to the By-Laws shall be presented to the Board. A two-thirds majority of the Board is required to pass amendments.

ARTICLE IX: DISSOLUTION

In the event that the Old West Durham Neighborhood Association dissolves, all monies in the general fund shall be distributed as described in the Articles of Incorporation for the Association.