

CHARTER AND BYLAWS

OF THE

HOUGHTON EAST NEIGHBORHOOD

ASSOCIATION

CHARTER

This neighborhood association is formed to provide the residents of the area described in Article I below a means to address situations which may affect the quality of life of the residents within the association boundary.

ARTICLE I NAME AND BOUNDARIES

The name of this association shall be the “Houghton East Neighborhood Association”, (hereafter referred to as the “association”). It shall encompass the area bounded on the west by Houghton Rd., on the south by Old Spanish Trail, on the east by Melpomene following the City limit Boundary going north to Speedway Blvd.

ARTICLE II. ORGANIZATION AND STRUCTURE

Membership qualifications, officers and committees of the Association and the selection and duties thereof shall be defined by the bylaws.

ARTICLE III. MEETINGS

There shall be an annual meeting and such other meetings as deemed necessary to conduct the business of the Association. Circumstances of these meetings shall be determined by the bylaws.

ARTICLE IV. TERM OF CHARTER

Upon approval, this charter shall remain in effect until revoked or amended by a 2/3 majority of members present at a meeting called for that purpose.

ARTICLE V. DISSOLUTION OF ASSOCIATION

This association may be dissolved by a 2/3 majority of the members present at a meeting called for that purpose. Any assets of the Association may be transferred to a successor organization or such other nonprofit organization as designated by the members at the time of the dissolution.

BYLAWS OF THE HOUGHTON EAST NEIGHBORHOOD ASSOCIATION

ARTICLE I. NAME AND BOUNDARIES

The name of this association shall be the “Houghton East Neighborhood Association”, (hereafter referred to as the “association”). It shall encompass the area bounded on the west by Houghton Rd., on the east by Melpomene, on the south by Old Spanish Trail and on the north by Speedway Blvd.

ARTICLE II. PURPOSE

The purposes for which the Association is established are to maintain the quality of life of the neighborhood, facilitate a sense of community, and provide a forum for addressing neighborhood concerns including land use patterns.

ARTICLE III. MEMBERSHIP

Section 3.1 **Eligibility.** Membership in the Association is open to any adult resident, owner of real property, or business proprietor living within the Neighborhood Association Boundaries. An adult member who provides their contact information is eligible to Vote.

Section 3.2 **Dues.** If in the opinion of the directors it becomes necessary to raise revenues, dues may be assessed with the approval of a 2/3 majority vote of the members attending a meeting for that purpose. In no case shall payment of dues be a condition of membership or voting privilege.

ARTICLE IV. MEMBERSHIP AND MEETINGS

Section 4.1 **Semi Annual Meeting.** The annual meeting of the Association membership shall be held during the months of January and September of each year, at such place and time within the city of Tucson, AZ, as is specified in the notice of meeting for the purpose of reporting to the membership on the Association’s activities for the previous year, electing directors, and transacting such other business as may come before a meeting. In the event the annual meeting cannot be held at the designated time, the meeting shall be held as soon thereafter as possible.

Section 4.2 **Special Meetings.** Special meetings of the membership may be called by the President, a majority of the Board of Directors or by the president and two other board members upon receipt of a petition signed by not less than 1/3rd of the members of the Association, and it shall thereupon be the duty of the secretary to cause a notice of such a meeting to put on the agenda with concerns of membership, including the purpose for which it is to be held, to be given in the manner provided in Section 4.3. The president shall designate the time and place of the meeting within the city of Tucson, AZ.

Section 4.3 **Notice of Meetings.** Written or electronic notice of the time, place and purpose of any meeting of the membership shall be forwarded to each member not less than 10 nor more than 25 days before the meeting.

Section 4.4 **Quorum.** A quorum must be present at any meeting of the membership in order to conduct business. 1/3rd of the current members of the association shall constitute a quorum.

ARTICLE V. BOARD OF DIRECTORS

Section 5.1 **General Powers, Number.** The business and affairs of the Association shall be Managed by the board of not less than 5 nor more than 15 directors which shall exercise all powers of the Association. Directors shall receive no compensation for their services.

Section 5.2 **Election and Tenure.** The initial directors shall be elected at the organizational meeting at which these bylaws are approved and shall serve terms ending on the dates of the first and second meetings. Thereafter, directors shall be elected at the annual meetings as their terms expire. Directors may serve two successive terms. For the purpose of future continuity of experience within the Board of Directors, terms of service will be staggered in one and two year terms for the Board of Directors. Members willing to serve shall have their names placed on a list of candidates by informing the secretary before the annual meeting. Members may also have their names added to the slate by announcing at the annual meeting before voting starts. If the number of candidates is less than the 15, the members on the list shall be elected individually by a majority vote or, on a motion from the floor, the entire list may be adopted, also by a majority vote. If the number of candidates exceeds the allowable number of Directors, the presiding officer shall solicit withdrawals. This will be done after first obtaining information as to the location of each candidate's residence, so as to encourage even geographic distribution. If this process fails to adequately reduce the list, the membership shall select the directors by voting for candidates from the list. Location of residence will be reviewed prior to the voting process. Each member shall vote for not more than 15 candidates and not more than 1 vote per candidate, by marking an X next to names on the prepared ballot or by writing in candidates who have announced their willingness to serve at the meeting.

Section 5.3 **Vacancies.** A vacancy on the Board of Directors shall exist in the event of any of the following:

- Death of any director.
- Upon receipt of a letter of resignation from any director.
- Any director no longer qualifies as a member of the Association according to the criteria specified in Section 3.1.
- Any director has three consecutive unexcused absences from meeting of the board.

In the event a vacancy occurs, the Board of Directors may fill the vacancy from the membership by appointing a new director to serve until the next annual meeting.

Section 5.4 **Annual Meeting of the Board of Directors.** The annual meeting of the Board of Directors shall be held following, but not more than 20 days after the annual meeting of the Association of the membership. Notice of the meeting shall specify the time, place within the city of Tucson, AZ and the purpose of the meeting. The purpose shall include, passing upon reports from the previous year, and transacting such business as shall be deemed appropriate by the outgoing officers. A report on the results of this meeting shall be provided to the membership. This shall include names, addresses and phone numbers of the board and of the newly elected officers as well as the results of any actions taken.

Section 5.5 **Regular Meetings.** Regular meetings of the Board of Directors shall be held at such times as determined by the board but not less often than semi-annually.

Section 5.6 **Special Meetings.** The special meetings of the Board of Directors may be called by the president, Vice president, or by a majority of the directors and it shall then be the duty of the secretary to cause notice of such meeting to be given as provided in section 5.7.

Section 5.7 **Notice of Directors Meeting.** Written notice of the time, place and purpose of each annual or regular meeting of the Board of Directors shall be given to each director at least 10 days before such meeting either personally, electronically, or by mail by the secretary, president, vice president or at the direction of any of them. Written notices of the time, place and purpose of any special meeting of the Board of Directors shall be given to each director at least twenty-four (24) hours before such meeting either personally, electronically, or by mail by the secretary, president, vice president or at the direction of any of them.

Section 5.8 **Quorum.** A majority of the then members of the Board of Directors shall constitute a quorum, provided that if less than such a majority is present at said meeting, a majority of directors present may adjourn the meeting to another time. In such event, the secretary shall notify the absent members of the time and place of adjournment.

Section 5.9 **Action without Meeting.** Unless otherwise restricted by these bylaws, any action required to be taken at any meeting of the Board of Directors or of any committee thereof may be taken without a meeting if a majority of members of the board or committee consent thereto by phone, electronics, or in writing. These consents shall be filed with the minutes of proceedings of the board or committee.

Section 5.10 **Liability of Directors for Debts.** The private property of the directors shall be exempt from execution or other liability for any debts of the Association and no director shall be liable or responsible for any debts or liabilities of the Association.

ARTICLE VI. OFFICERS

Section 6.1 **Officers.** The officers of the Association shall be a president, vice president, secretary, and treasurer, such other officers as the Board of Directors shall appoint.

Section 6.2 **Election.** The general membership shall elect all officers of the Association for terms of (1) year or until their successors are elected and qualified.

Section 6.3 **Vacancies.** A vacancy in any office because of death, resignation, disqualification or otherwise shall be filled by the Board of Directors. Any officer may be removed from office by a majority vote of the Board of Directors at a meeting called for that purpose.

Section 6.4 **President.** Subject to the advice & council of the Board of Directors, the president shall have general supervision, direction and control of the business and affairs of the Association. S/he shall preside at all meetings of the membership, the directors and the executive committee and shall have such other powers and duties as may be prescribed by the Board of Directors.

Section 6.5 **Vice President.** In the absence or disability of the president, the vice president shall perform all the duties of the president and in so acting shall have all the powers of the president. The vice president shall have such other powers and perform such other duties as may be prescribed by the Board of Directors.

Section 6.6 **Secretary.** The secretary shall keep a full and complete record of the proceedings of the Board of Directors, maintain the current record of membership, shall make service of notice of meetings and any other notices as may be necessary and proper, shall supervise the keeping of all the books and records of the Association except the books of account, and shall discharge such other duties as pertain to the office or as prescribed by the Board of Directors.

Section 6.7 **Treasurer.** The treasurer shall receive all funds of the Association and deposit such funds in the checking or savings account of the Association. The treasurer shall disperse out all moneys authorized by the Board of Directors. The treasurer shall maintain accurate records of all financial business of the Association and shall report to the Board of Directors at each regular meeting. At the end of the fiscal year, the treasurer shall have in order and present all records, receipts and reports to the membership. The Treasurer shall not live in the same household with another officer of the Association nor with another signer on the bank account.

ARTICLE VII. COMMITTEES

Section 7.1 **Standing Committees.** Standing committees shall include the executive committee, and such other standing committees as shall be designated by the Board of Directors.

Section 7.2 **Executive Committee.** The executive committee shall consist of the officers of the Association. The executive committee may act for the Board of Directors when authorized by the Board of Directors. This committee is empowered to study all recommendations of other standing or special committees and submit proposals for board action.

Section 7.3 **Special Committees.** The president may appoint special committees from the Association membership as required.

ARTICLE VIII. FINANCIAL TRANSACTIONS

Section 8.1 **Contracts.** Except as otherwise provided in these bylaws, the Board of Directors may authorize any officer, agent or agents to enter into any contract or execute and deliver any instrument in the name and on behalf of the Association and such authority may be general or confined to specific instances.

Section 8.2 **Disbursements of Funds.** All checks, drafts or other orders for the payment of moneys and all notes, bonds or other evidence of indebtedness issued in the name of the Association shall be signed by no less than two officers as shall be determined by resolution of the Board of Directors. No less than three signatures are to remain on file with the financial institution in the event an alternative signature is needed.

Section 8.3 **Deposits.** All funds of the Association shall be deposited to the credit of the Association in such financial institution as the Board of Directors may select.

Section 8.4 **Fiscal Year.** The fiscal year of the Association shall be January 1st to December 31st of each year.

Section 8.5 **Audits.** All financial records and funds of the Association shall be audited at least once a year by a committee of at least two members of the Board not living in the same household or related to another Board member & appointed by the president.

ARTICLE IX. AMENDMENT OF BYLAWS

These bylaws may be amended by a 2/3 majority vote of members present at a meeting called for that purpose. Proposed amendments shall be included as part of the statement of purpose of the meeting as specified in section 4.3.

President:


10723
E. Avenida Hacienda 85748

Date:

01/21/17

Secretary:


1337 S. Avenida Conata
85748

Date:

1/21/17