

Proposed Bylaws

of the

West Town Neighbors Association

Article I. NAME

Section 1.01: NAME. The name of this organization shall be West Town Neighbors Association, hereafter referred to as THE ASSOCIATION. It shall be incorporated as a non-profit organization chartered by the State of Illinois.

Article II. AREA OF OPERATION

Section 2.01: AREA. THE ASSOCIATION shall limit its activities to the area within these boundaries: Western (East side), Damen (West side), Chicago (South side) and Grand (North and South sides) Avenues in Chicago, Illinois.

Article III. PURPOSE

Section 3.01. PURPOSE. The general purpose of THE ASSOCIATION shall be to engage and improve the community as well as preserve and enhance the quality of life of all residents and business owners within THE ASSOCIATION boundaries through:

- Sharing information with members, sponsors and friends of the association.
- Creation of a sense of community.
- Championing initiatives that foster a sense of pride in the neighborhood.

Such activities shall be carried on without reference to race, creed, color, sex, age, religion, disability, national origin, ancestry, marital status, sexual orientation, parental status, military discharge status or sources of income and shall be in cooperation with governmental, religious, charitable and other educational, civic or community organizations. THE ASSOCIATION itself shall not become involved in campaigns for political office.

Article IV. MEMBERSHIP

SECTION 4.01: ELIGIBILITY FOR MEMBERSHIP. Any current resident of, owner of property in or institution within the area of operation, as outlined above, is eligible for Membership in THE ASSOCIATION upon full payment of the annual dues and completion of an Application for Membership form. An institution is any religious organization, non-profit organization or business. Proof of address

such as photo ID or utility bill in voting person's name will be required to be eligible to become a voting member.

SECTION 4.02: ANNUAL DUES. The amount required for annual dues shall be as follows, unless changed by a majority vote of the members in attendance at an annual meeting of the full membership.

- Individual: \$15 annually
- Senior: \$10 annually
- Household: \$20 annually
- Institution: \$40 annually

Full payment of the annual dues will entitle the resident, property owner or institution to full membership privileges for one year from the date of payment. Household membership recognizes each adult resident as a member. An institution membership is recognized as one member.

Should a resident express financial hardship, the Board may waive, at its discretion, the membership dues and grant membership status to the resident.

SECTION 4.03: TERMINATION OF MEMBERSHP. Membership in the Association is automatically terminated when the member is in default of payment of the Annual Dues.

Article V. OFFICERS AND BOARD MEMBERS

SECTION 5.01: OFFICERS. THE ASSOCIATION shall have the following officers:

- 1) President
- 2) Vice President
- 3) Treasurer
- 4) Recording Secretary
- 5) Corresponding Secretary

SECTION 5.02: ELECTION OF OFFICERS. The Officers shall be elected by majority vote at the annual meeting.

SECTION 5.03: TERM OF OFFICE. The Officers shall serve a one-year term, with no limitations on future terms.

SECTION 5.04: DUTIES. The duties of the officers are as follows:

- 1) The PRESIDENT shall be the principal executive officer of THE ASSOCIATION and shall preside over all meetings, represent THE ASSOCIATION on public occasions, and make such committee appointments from the membership as shall be deemed advisable for the effective conduct of the work of THE ASSOCIATION. The President shall appoint such other non-Officer Board Members as the Board shall determine necessary for the purpose of heading committees, dividing responsibilities, or voting.

- 2) The VICE PRESIDENT shall assist the President as the President requests, and represent the Association on appropriate occasions. The Vice-President shall also, in the absence or disability of the President, perform the duties and exercise the powers of the President of THE ASSOCIATION. In case of resignation or death of the President, the Vice-President becomes President for the unexpired part of the former President's term.
- 3) The TREASURER shall collect, safeguard, disburse and make periodic reports of all funds collected in the name of THE ASSOCIATION.
- 4) The RECORDING SECRETARY shall keep an accurate up-to-date list of the officers, chairpersons and members, have available a copy of the BYLAWS, maintain attendance records and activities of THE ASSOCIATION as well as record the proceedings of all meetings and confirm member voting.
- 5) The CORRESPONDING SECRETARY shall provide notification of all meetings to the Officers, affiliated organizations and other interested persons, prepare and distribute official ASSOCIATION correspondence at chairperson's request and address correspondence received by THE ASSOCIATION.
- 6) The duties of The Board shall not be limited as enumerated above, but they may discharge in addition such duties as are assigned by THE ASSOCIATION membership.
- 7) Unless so authorized, no officer shall have any power or authority to bind THE ASSOCIATION by any contract or engagement, to pledge its credit, or to render it liable pecuniarily for any purpose or in any amount.

SECTION 5.05: VACANCIES AND REMOVAL FROM OFFICE. Any Officer may be removed for nonfeasance or misfeasance by a 2/3 vote of the members of THE ASSOCIATION (excluding the Officer to be removed) with a minimum 25% of all eligible members participating in the vote. Upon the death, removal, resignation, or incapacity of an Officer of THE ASSOCIATION, a majority of THE ASSOCIATION shall elect a successor in accordance to Article VII.

SECTION 5.06: MANAGEMENT. The Association shall be managed by the Board members so elected or appointed, with powers consistent with the BYLAWS of THE ASSOCIATION.

SECTION 5.07: BOARD MEETINGS. The Board shall meet no less frequently than monthly with 2/3 of the Board members constituting a quorum.

Article VI. MEMBER MEETINGS

SECTION 6.01: PLACE OF MEETINGS. Meetings of the Members shall be held at any place The Board or a majority of the Members select.

SECTION 6.02: REGULAR MEETINGS. Regular meetings of the Association shall be held at least four times a year on a quarterly basis at a time and place designated by The Board or a majority of the Members. One of the regular meetings includes the annual meeting in June.

SECTION 6.03: ANNUAL MEETING. The annual meeting of the Membership shall be held in June on a date as designated by the Board. At such meeting, the Members shall elect the Officers of THE

ASSOCIATION, receive reports on the affairs of THE ASSOCIATION, and transact any other business which is within the power of the Members. Meetings are open to all and participation in these meetings is strongly encouraged. Annual dues for any new Members eligible to vote at the annual meeting must have been paid in full at or prior to the date of the annual meeting.

SECTION 6.04: SPECIAL MEETINGS. Special meetings of the Members may be called by the President, by a majority of the Board of THE ASSOCIATION, or by five percent (5%) or more of the Members who have signed a petition stating the purpose, time and place of the special meeting.

SECTION 6.05: NOTICE OF MEETINGS. A written or printed and electronic mail notice of each meeting, stating the place, day, and hour of the meeting, shall be given by the Secretary of THE ASSOCIATION, or by the person authorized to call the meeting, to each Member of record entitled to vote at the meeting. Such notice shall be communicated by physical posting of the notice and electronic communication (email and social media). This notice shall be given at least seven (7) days before the date named for the meeting.

SECTION 6.06: QUORUM. The Members present at any properly announced meeting, representing a minimum 15 Members, shall constitute a quorum at such meeting.

Article VII. VOTING

SECTION 7.01: VOTING. All issues shall be decided by a majority vote, except where otherwise specified in these BYLAWS, of dues paying Members present at the meetings. All Members shall have one vote each to be cast during attendance at any general or special meeting or when voting as described in section 7.02.

SECTION 7.02: VOTING METHODS. Where Officers are to be elected by Members, or any changes in the BYLAWS are to be voted on, or any other election is to be made whereby a count of the votes of all members may be desired, such election may be conducted in person or by distribution ballot in such manner as the officers of THE ASSOCIATION shall determine advisable.

SECTION 7.03: VOTING BY PROXY. There shall be no proxies. At any meeting of the membership, a member entitled to vote will vote in person OR by voting as described in section 7.02.

Article VIII. COMMITTEES

Section 8.01: AUTHORIZATION TO ESTABLISH COMMITTEES. THE ASSOCIATION may establish committees as deemed necessary to pursue its stated objectives. Committee chairpersons shall be appointed by The Board and committee members shall be designated by the chairperson.

Article IX. AMENDMENTS

Section 9.01: PROCEDURE. These BYLAWS may be amended, altered or repealed by a two-thirds majority vote of those present at any regular member meeting, provided seven days written notice of the proposed amendment and of the meeting is given.

Section 9.02: NOTICE: Amendments to the Bylaws shall be proposed at a regular Member meeting, and may not be voted on at the same meeting, consistent with the requirement of seven days of written notice. A digital copy of the proposed Amendment and a summary of the supporting and dissenting rationale of the amendment shall be circulated to all Members at least seven days prior to the meeting at which voting is to occur. A written copy and a brief summary of the supporting and dissenting rationale of the proposed amendment shall be provided to all Members in attendance at the meeting where voting is to occur. The summary should be drafted by the Member proposing the amendment, with the assistance of a designee of the President if necessary.

Article X. NON-COMPLIANCE WITH BYLAWS

Section 10.01: NON-COMPLIANCE PENALTIES. Under no circumstances will noncompliance with any section of the BYLAWS constitute the forfeiture of the rights of THE ASSOCIATION to exist or the rights of THE ASSOCIATION to enforce the BYLAWS of THE ASSOCIATION.

Article XI. FINANCES

Section 11.01: EXPENDITURES. Expenditures of funds amounting to over five hundred dollars (\$500) for a single expense must be approved by majority vote of the Membership present at any properly-announced meeting of the Membership.

Printing of the Neighborhood Newsletter, Neighborhood Informational Notices and the Neighborhood Directory and other such administrative or operating expenses may be exempted from this rule on an ongoing basis by a majority vote of the Membership.

THE ASSOCIATION may but shall not be obligated to purchase and maintain insurance with limits to be established from time to time by the Board on behalf of any person who is or was a Director, Officer, or agent of THE ASSOCIATION or who is or was serving at the request of THE ASSOCIATION as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against any liability asserted against such person and incurred by such person in such a capacity, or arising out of such person's status as such, whether or not THE ASSOCIATION would have the power to indemnify such person against such liability under the provisions of this Article.

Section 11.02: FINANCIAL REPORTS. Quarterly and Annual Financial Reports shall be prepared by the Treasurer and presented to the Members at the quarterly and annual meetings.

Article XII. FORMATION

Section 12.01: INTERIM BOARD. After a review period of the proposed bylaws, three members of the existing operations committee will file articles of incorporation with the State of Illinois with the

understanding that members can join and Officers can be elected after adoption of the proposed bylaws.

Section 12.02: CHANGES TO PROPOSED BYLAWS. Feedback to these PROPOSED BYLAWS shall be considered during a 30 day period prior to the Bylaws Acceptance meeting. A final draft of the PROPOSED BYLAWS with a summary of feedback incorporated will be made available at the Bylaws Acceptance meeting prior to voting. Feedback proposed within 72 hours of the Bylaws Acceptance meeting will be incorporated at the drafters' discretion.

Section 12.03: ACCEPTANCE OF PROPOSED BYLAWS. Acceptance of these PROPOSED BYLAWS shall be by a two-thirds majority vote of those present at the Bylaws Acceptance meeting. A digital copy of the proposed bylaws shall be circulated to all interested residents or property owners at least seven days prior to a meeting at which the PROPOSED BYLAWS will be brought for a vote.

Section 12.04: INAUGURAL TERM. For the foundational election, the President and Vice President will serve until the annual meeting following the foundational election whereas Treasurer, Recording Secretary and Corresponding Secretary will serve until one year beyond the annual meeting following the foundational election, resulting in annual elections for each office.

Section 12.05: INITIAL BUDGETING. All funds raised shall be divided evenly into two funds after adoption of these PROPOSED BYLAWS, one Reserve Fund and one Discretionary Fund. The Reserve Fund shall not be used until a budget has been duly voted on and approved in accordance with the BYLAWS. The Discretionary Fund shall be used at the discretion of the Board in accordance with normal Board voting procedure. Once a budget is approved, all funds will be combined into a single operating budget. If a budget is not been approved within six months of BYLAWS adoption, the Board may vote to reallocate funds from the Reserve Fund to the Discretionary Fund.