

**STARLITE NEIGHBORHOOD ASSOCIATION
BYLAWS**

**ARTICLE 1
NAME**

The name shall be the Starlite Neighborhood Association (the "Association").

**ARTICLE 2
BOUNDARIES**

The Association's boundaries are the East River, East Mason Street, Lilm Kiln Road and the south City limits.

**ARTICLE 3
MISSION STATEMENT**

The Association's mission is to preserve, protect and enhance the quality of the neighborhood and its housing stock by addressing safety and traffic issues, providing social activities, communicating important issues to residents and local government, promoting beautification projects and fostering cooperative efforts with businesses and industries.

**ARTICLE 4
MEMBERSHIP**

4.1 Membership. Membership in the Association is open to all persons, 18 years of age and older, residing in or owning property or a business within the Association's boundaries.

4.2 Voting. Members may vote at Association general meetings and must be present to do so. Each member may cast one ballot per election.

4.3 General Meetings. A general meeting shall be held at least annually between June and August. These meetings are for the election of the Board and the transaction of any other business. The Board shall determine the date, time and place of the meetings and may call additional meetings as necessary. A quorum at any general meeting of the Association shall consist of a majority of the Board and at least 25 other voting members. A vote carries by a simple majority of those present at the meeting.

ARTICLE 5
BOARD OF DIRECTORS

5.1 Number of Board of Directors. The Board shall consist of 11 members who are elected by the members of the Association. The Board shall consist of a president, vice president, secretary, treasurer and parliamentarian.

5.2 Terms. During the initial year of the Association, six Board members shall serve one-year terms and five Board members shall serve two-year terms. All terms shall be for two years thereafter. There shall be no limit on the number of terms a member may serve on the Board. Whenever there is a vacancy on the Board, the Board shall appoint a replacement until the next annual meeting by a simple majority vote of the remaining Board members. All officers shall be elected annually.

5.3 Board Meetings. The Board currently meets on the second Tuesday of every month at 6:30 p.m. at the Brown County Extension Office, 1150 Bellevue Street, Green Bay, Wisconsin.

5.4 Special Meetings. Special meetings of the Board may be necessary on occasion. Any Board member may call a special meeting of the Board by giving two days' advance notice to the Board. Notice shall be by an e-mail or telephone call to all Board members.

5.5 Removal. A Board member may be removed by a two-thirds vote of the Board. Any Board member who has three consecutive unexcused absences from board meetings shall be automatically removed from the Board.

ARTICLE 6
DUTIES OF OFFICERS

6.1 President. The president shall be the principal officer of the Association. Subject to the direction and control of the Board, the president shall be in charge of the business and affairs of the Association; see that resolutions and directives of the Board are carried out; preside at all general meetings of the members and all meetings of the Board; and execute for the Association any contracts, deeds, mortgages, bonds or other instruments which the Board has authorized to be executed.

6.2 Vice President. The vice president shall assist the president in the discharge of his/her duties as the president may direct. The vice president shall perform such duties as may be assigned to him/her by the president or the Board. In the absence of the president or in the event the president is unable or refuses to perform his/her duties, the vice president shall have all the powers and be subject to all the restrictions upon the president.

6.3 Secretary. The secretary shall prepare the minutes of the general meetings and Board meetings, ensure that all notices are given in accordance with the provisions of the

Bylaws, be custodian of the Association's records, maintain a current list of contact information for all Board members, and perform related duties as may be assigned to the secretary by the Board.

6.4 Treasurer. The treasurer shall be responsible for and maintenance of the Association's financial records, bank accounts and payment of expenses. The treasurer shall perform an annual audit to be presented to the Association's members at its annual meeting.

6.5 Parliamentarian. The parliamentarian shall ensure that parliamentary procedures are followed at all meetings.

ARTICLE 7 **COMMITTEES**

The Board may designate the committees it believes necessary to carry out the purposes of the Association. Committee members may consist of officers, Board members and members at large. Each committee shall nominate a chairperson, who shall submit all recommendations to the Board for review and approval.

ARTICLE 8 **CHECKS, DRAFTS, ETC.**

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed by the president and treasurer and be approved by the entire Board.

ARTICLE 9 **BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of accounts and minutes of the proceedings of its members, Board and committees having any authority of the Board. The Association shall keep a record giving the names and addresses of the Board members. All books and records of the Association may be inspected by any member or his/her agent or attorney for any proper purpose at any reasonable time.

ARTICLE 10 **PARLIAMENTARY AUTHORITY**

All issues will be resolved by general consensus of the Board or membership. To resolve procedural conflicts, Robert's Rules of Order will be utilized.

ARTICLE 11
AMENDMENTS TO BYLAWS

The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the members and/or the Board of Directors. Such action shall be taken at a meeting of either body by a simple majority vote. The Bylaws may contain any provisions for regulation and management of the affairs of the Association consistent with the law.

These Bylaws were adopted at an annual meeting of the Starlite Neighborhood Association on August 12, 2008.