

JOANNES PARK NEIGHBORHOOD ASSOCIATION BYLAWS

ARTICLE 1

NAME

The name shall be the Joannes Park Neighborhood Association.

ARTICLE 2

BOUNDARIES

The Association's boundaries are E. Mason Street to the South, the East River to the East and the North, and Roosevelt Street to the West.

ARTICLE 3

MISSION STATEMENT

The Joannes Park Neighborhood Association's mission is to preserve and enhance the pride in our urban neighborhood through community events and positive interaction with our neighbors. We will remain steadfast in our pursuit of prosperity and happiness of our neighbors, as well as the safety of our neighborhood. We will maintain a positive and productive partnership with the City of Green Bay, Community Police and other Emergency Services, local businesses, and the residents within our boundaries and in the Greater Green Bay area. We will serve as a forum for all residents and act in the best interests of the neighborhood and the City of Green Bay.

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 HONORARY MEMBER

Honorary membership shall be awarded to individuals located outside of the identified boundaries in recognition of their service or aid in achieving the goals of the Joannes Park Neighborhood Association. They would have no voting rights.

4.4 GENERAL MEETINGS

A general elections 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 vote carries by a simple majority of those present at the meeting.

A general meeting will be held as designated by the President and agreed upon by the simple majority of the Board of Directors. The general meeting will be scheduled, in advance, with a set time and date, unless cancelled due to holiday or other circumstances. Notification will be made as soon as possible and sent out via social media or any other form of communication to the general public and to all Board Members.

ARTICLE 5 **BOARD OF DIRECTORS**

5.1 NUMBER OF BOARD OF DIRECTORS

The board shall consist of 9 members who are elected by the members of the Association. The Board shall consist of a President, Vice President, Secretary, Treasurer, and most immediate past president. Board Members are expected to attend all General and Board Meetings. Any officer, who is unable to attend a meeting, should notify the President in advance of the meeting.

5.2 TERMS. All terms shall be for one year. 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 meets as designated by the President and as agreed upon by the simple majority of the Board of Directors.

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.

5.6 QUORUM. Simple majority of board members shall constitute a quorum at meetings. If a quorum is not present at a meeting, a majority of the members present may adjourn the meeting at any time. At any adjourned meeting at which a quorum is not present, no business may be transacted that requires a quorum. Withdrawal of members before a meeting's end shall not cause failure of a duly constituted quorum at that meeting. For elections, simple majority of the board members must be present and no less than an additional five residents from within the Association's boundaries.

ARTICLE 6 **DUTIES OF OFFICERS**

6.1 PRESIDENT. The President shall be the principal executive officer of the corporation. Subject to the direction and control of the board of directors, he/she shall:

1. Be in charge of the business and affairs of the corporation,

2. See that the resolutions and directives of the board of directors are carried out, (except in those instances in which that responsibility is assigned to another person by the board of directors),

3. Preside at all meetings of the members, and at all meetings of the board of directors,

4. Execute for the corporation any contracts, deeds, mortgages, bonds or other instruments which the board of directors has authorized to be executed, (except in those instances when that authority to execute is expressly delegated to another officer or agent of the corporation, or a different method is expressly stated by the board of directors), and either individually, with the secretary, or any other officer authorized by the board of directors according to the necessary requirements.

6.2 VICE PRESIDENT. The vice president shall assist the president in the discharge of his/her duties as the president may direct. He/she shall:

1. Perform such duties as may be assigned to him from the president or the board of directors,

2. In the absence of the president, (or in the event of the inability of the president or his refusal to act) perform the duties of the president. When so acting, the vice president shall have all the powers and be subject to all the restrictions upon the president,

3. Execute for the corporation any contracts, deeds, mortgages, bonds, etc., which the board has authorized (except when the authority to execute is delegated to another or a different method of execution is stated by the board of directors). He/she may accomplish such execution either individually or with another officer, as authorized by the board of directors, according to necessary requirements.

6.3 TREASURER. The treasurer shall be the principal accounting and financial officer of the corporation. He/she shall:

1. Have charge of and be responsible for the maintenance of adequate books of account for the corporation,

2. Have charge and custody of all funds and securities of the corporation, and be responsible for them, and for the receipt and disbursement of them

3. Perform all duties incident to the office of treasurer, and such other duties as may be assigned to him/her by the president or the board of directors.

6.4 SECRETARY. The secretary is the principal recording officer of the corporation. The secretary shall:

1. Record and keep the minutes of the meetings of the members and the board of directors,

2. See that all notices are duly given in accordance with the provisions of the bylaws, or as required by law,

3. be custodian of the corporate records,

4. Keep a register of the post office address of each board member (furnished to the secretary by such member),

5. Perform all duties incident to the office of secretary, and such duties as may assigned to him/her by an officer of the board of directors.

ARTICLE 7
COMMITTEES

7.1 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 chairperson, who shall submit all recommendations to the Board for review and approval.

7.2 BUDGETS

Any use of funds must be approved by the Committee by majority vote and also a majority vote of the Board members. Committees shall draft a budget proposal annually and present it to the Board of Directors.

7.3 CHAIRPERSON

The elected Chairperson will be the spokesperson for the committee at the general meeting. Decisions cannot be made solely by the Chairperson but must come from a simple majority vote from the committee members. Final decision of funds, activities, etc of the committees rest on the voting authority of the Board of Directors.

ARTICLE 8
Financial Responsibility

8.1 CHECKS, DRAFTS, AND ASSETS

Check, 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.

8.2 DEBTS

No debt or obligation whatsoever for the payment of money or other things of value shall be created or incurred by any officer, or employee, or agent of the corporation, or other person, and no money shall be appropriated or paid out of funds of the corporation, and no contract or other act whatsoever of any officer or employee of agent of this corporation resulting in any debt or obligation shall in any manner be binding upon the corporation unless the same is authorized by provision in the budget of the corporation, or unless the same be authorized and directed or ratified by the Board of Directors. In order to allow reasonable flexibility in the operations of the corporation, the Board of Directors shall, from time to time, establish borrowing limits and shall have the authority to borrow funds on behalf of the corporation within such authorization outstanding from time to time.

8.3 BUDGET

The Board of Directors shall review and approve/disapprove all Committee annual budgets for the corporation and administer the financial affairs according to that budget thereafter. The board may amend or alter the annual budget as it deems necessary and proper from time to time.

8.4 DISSOLUTION CLAUSE

The Joannes Park Neighborhood Association may be dissolved only with authorization by its Board of Directors given at a special meeting called for that purpose and with subsequent approval by a simple majority vote of the voting members.

Upon dissolution or other termination of the Joannes Park Neighborhood Association, all remaining assets of the Association, after payment in full of all its debts, obligations, and necessary final expenses, or after making the adequate provision therefore, shall be distributed to the City of Green Bay's Neighborhood Services Division.

The Joannes Park Neighborhood Association will collect all on-hand cash and banking account balances and submit a check to the Neighborhood Services Division, 100 N. Jefferson Street, Room 608, Green Bay, Wisconsin 54301. All subsequent account(s) will be terminated.

All physical inventory (banners, tables, equipment, etc) will be inventoried and given to the Neighborhood Services Division and they can decide on the overall disposition of all physical inventory.

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 of 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. Such action shall be taken at a general meeting by a simple majority vote. The bylaws may contain any provision for regulation and management of the affairs of the Association consistent with the law. Two weeks' notice for any proposed change to the bylaws.

ARTICLE 12
PRIVACY POLICY

The Joannes Park Neighborhood Association respects the privacy of personally identifiable information and is committed to protecting the distribution of it. The Association uses personally identifiable information to better understand Member needs, interest, and to provide better service. Personal information is only used to support Member relationships within the Association. Personal information is not shared with other Members or outside vendors.

However, the Association may employ other companies and people to perform tasks on its behalf and may need to share personal information with them in order to provide newsletter correspondence, etc. These outside vendors will not have any right to use personal information the Association shares with them beyond what is necessary to assist the Association. The Joannes Park Neighborhood Association will not sell, rent, or lease personal information to third parties.