

# **Zilker Neighborhood Association Bylaws**

## **Article I. Name**

The name of this organization shall be Zilker Neighborhood Association. Inc., a nonprofit corporation, hereinafter referred to as the Association.

## **Article II. Purpose**

The purpose of the Association is to seek to improve the quality of life in the neighborhood in matters of land use, environmental protection, public services, consumer protection, preservation of the historic and unique character of the community; to provide support in other matters of neighborhood concern; and to promote and participate in the civic life of the city.

## **Article III. Objectives**

The objectives of this association are to:

1. Represent and advance the interests of residents in the neighborhood.
2. Keep all residents informed of issues vital to the neighborhood by appropriate communications and meetings.
3. Establish standing and ad hoc committees to investigate and make recommendations to the association on all matters of neighborhood concern.
4. Seek the improvement of single and multiple dwellings by residents and absentee owners.
5. Establish mutual protection and safety.
6. Improve safety of the streets through better traffic control.
7. Provide a greater emphasis on inclusion of apartment dwellers as integral members of the community.
8. Facilitate the education of residents regarding available options relating to home ownership, zoning, rights, etc.
9. Work toward development and preservation of natural green spaces, parks, trees, landscaping, and general land-use management.
10. Develop, adopt, and monitor a neighborhood plan, including an inventory of land uses and facilities.

## **Article IV. Membership**

### **Section 1. Eligibility**

- a. Membership in the Association shall be open to all persons 18 and over residing in the neighborhood.
- b. Membership shall be issued to individuals upon payment of annual dues (see also article V, section

3, regarding eligibility to vote).

## **Section 2. Dues**

a. Membership categories and dues for each category shall be determined by the executive committee. Changes in the basic annual dues shall be presented at the final quarterly meeting of the fiscal year for approval by a majority vote of the membership. The executive committee is empowered to waive or reduce dues for individual residents.

b. All memberships expire at the end of each fiscal year, if dues for the following fiscal year are unpaid. A person whose membership has expired enjoys a one-year grace period during which he/she may pay dues and reinstate membership at any time.

## **Article V. Voting**

### **Section 1.**

A quorum shall be necessary for the transaction of association business. A quorum is constituted with fifteen or more members in good standing.

### **Section 2.**

An affirmative vote of more than 50 percent of the members present and voting shall be binding on the Association.

### **Section 3.**

All members joining after 1 July 2004 will be registered upon receipt of dues and are not eligible to vote for 30 days. A person who reinstates membership during the grace period may vote at the same meeting at which he/she pays reinstatement dues.

## **Article VI. Officers**

### **Section 1. Executive Officers**

The officers of the Association shall be elected from the active membership and shall be a president, executive vice president, vice president in charge of communications, vice president in charge of social events, vice president in charge of zoning, vice president in charge of parks and the environment, secretary, treasurer, and Austin Neighborhoods Council delegate. These nine elected officers shall constitute the executive committee.

### **Section 2. Nominations**

Nominations for officers may come from the general membership and must be received by the executive committee no later than one week prior to the fall meeting at which the executive committee will present the slate of nominees for election.

### **Section 3. Elections**

Officers shall be elected for one-year terms by a simple majority vote of those members present and voting at the fall general meeting. If an office is contested, the election shall be by

secret written ballot. Such ballots shall be cast and counted as the first order of business at the fall meeting. Officers-elect shall be installed at the beginning of the fiscal year.

#### **Section 4. Duties of Officers**

The president shall preside at all meetings of the executive committee and the Association and shall be an ex officio member of all committees. The president shall be empowered to speak on behalf of the Association consistent with the objectives and prior resolutions of the Association. The president shall be empowered to sign checks.

The executive vice president shall assist the president as directed and shall fulfill the duties of the president in the president's absence.

The secretary shall be responsible for recording the minutes of each general meeting and executive committee meeting and shall conduct correspondence as directed by the executive committee.

The treasurer shall be responsible for maintaining the financial records of the Association, shall draw and sign checks as needed, and shall present quarterly financial reports.

The vice president in charge of communications shall be responsible for producing the newsletter, which shall give notice of regular meetings to area residents. The content of the newsletter shall be consistent with the purposes of the Association as set out in Article II and shall be subject to approval by the executive committee.

The Austin Neighborhoods Council delegate is authorized to represent the Association and vote at meetings of the Austin Neighborhoods Council and other umbrella groups as determined by the executive committee.

The vice president in charge of social events shall be responsible for organizing the quarterly meetings and other events as determined by the executive committee.

The vice president in charge of zoning shall chair the Zoning Committee and shall present a quarterly report of the committee to the Association.

The vice president in charge of parks and the environment shall chair the Parks and Environment Committee and shall present a quarterly report of the committee to the Association.

#### **Section 5. Removal from Office**

Any officer may be removed from office for cause at any meeting by two-thirds of the membership present and voting, providing that notice has been furnished to the membership at least two weeks prior to said meeting. Any officer may be removed from office for cause by two-thirds of the executive committee.

#### **Section 6. Replacement of Officers**

When necessary, vacant offices may be filled at any meeting by the executive committee for the unexpired portion of the term.

## **Article VII. Meetings and Organization**

### **Section 1. Regular Meetings**

Meetings of the general membership of the Association shall be held once each quarter as set by the executive committee.

### **Section 2. Special Meetings**

Special meetings may be called by the executive committee. A special meeting may also be called by a petition signed by 25 members. The agenda of a meeting called by petition shall be limited to the specific items listed in the petition.

### **Section 3. Fiscal Year**

The fiscal year of the Association shall run from January 1 to December 31.

## **Article VIII. Committees**

### **Section 1. Executive Powers**

The executive committee shall transact necessary business in the intervals between regular meetings and such other business as may be referred to it by the Association, and shall appoint all committees and approve the work of such committees.

### **Section 2. Executive Committee**

The executive committee shall consist of the nine officers. The president serves as presiding officer. This committee shall conduct all business of the Association as required and shall meet upon the call of the president or upon the call of three committee members. Meetings of the executive committee shall be open to interested members of the Association.

### **Section 3. Standing Committees**

The following standing committees shall be established:

- a. Zoning Committee – The vice president in charge of zoning shall preside as chairperson. Members of the Committee shall be appointed by the Executive Committee. This committee shall review zoning, code enforcement, and other land use cases and issues with respect to the purposes and objectives of the Association, and make recommendations to the executive committee.
- b. Parks and Environment Committee – The vice president in charge of parks and the environment shall preside as chairperson. Members of the Committee shall be appointed by the Executive Committee. This committee shall review planning for parklands, management of events in City parks, and policies regarding tree protection and other environmental matters with respect to the purposes and objectives of the Association, and make recommendations to the executive committee.

### **Section 4. Ad Hoc Committees**

Ad hoc committees may be created by the President as necessary. The President shall define the purpose and duties of each committee and appoint the chairperson and members.

## **Article IX. Parliamentary Authority**

When not inconsistent with these bylaws, Robert's Rules of Order Newly Revised shall be the parliamentary authority for all matters of procedure. These rules may be suspended at any meeting by a majority vote.

## **Article X. Prohibition**

The identity of Association members shall be confidential and may not be released without permission of the members concerned.

## **Article XI. Special Provisions**

### **Section 1.**

These amended bylaws shall become effective immediately upon approval provided that they are approved in accordance with Article XII.

### **Section 2.**

Other provisions of these bylaws notwithstanding: upon approval of these amended bylaws and until the next election of officers, the existing officers and committee chairpersons shall retain their current positions except that the first vice president shall become the executive vice president, the second vice president shall become the ANC representative, the newsletter editor shall become the vice president in charge of communications, the social chair shall become the vice president in charge of social events, the zoning chair shall become the vice president in charge of zoning, and the parks and environment chair shall become the vice president in charge of parks and the environment.

## **Article XII. Amendment of Bylaws**

These bylaws may be amended at any regular meeting by a two-thirds vote of the members constituting a quorum provided that the amendment has been submitted in writing to the membership at the previous meeting.

## **Article XIII. Neighborhood Boundaries**

### **Section 1.**

The neighborhood shall include the property within the boundaries as shown in the map at Exhibit A. Residents on both sides of boundary streets are eligible for membership. [Note: Exhibit A is a new digital version of the previous Exhibit A but the boundaries have not changed.]

### **Section 2.**

The executive committee shall negotiate boundary disputes with neighboring associations.

## **Article XIV. Dissolution**

### **Section 1.**

Only the Membership may dissolve the Association. This Association may be dissolved by a three-fourths (3/4) vote of the Membership present at a duly called meeting of the Association at which a quorum is present and the notice of which has been provided at least 30 days prior to the meeting accompanied by the text of the resolution to dissolve.

### **Section 2.**

In the event of dissolution of the corporation, the property and assets thereof, after providing for all obligations and liabilities of the corporation, shall be distributed to the Zilker Elementary School Library, or in the event that the Zilker Elementary School Library no longer exists, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.