**Crestwood Neighborhood Association, Inc.**

**Bylaws**

**Article I: Name and Purpose**

The name of the Association shall be Crestwood Neighborhood Association, Inc., hereafter referred to in this document as the Association.

The Association is organized and shall be operated exclusively for the charitable purpose of improving and beautifying the neighborhood, educating the members of the Association in the prevention of residential crime and vandalism, and improving neighborhood and community relationships.

**Article II: Boundaries**

The area included in the Association shall be bounded by NW 23rd Street on the north, NW 16th Street on the south, May Avenue on the west and Villa Avenue on the east.

**Article III: Membership**

**Section 1: Membership Composition.** There shall be one class of membership. This membership shall be voting. All residents who are 18 years or older or heads of a household, property owners, and businesses operating within the borders of the Neighborhood Association may be members.

Dues are $15.00 annually, due March 1, per address. Membership in good standing is defined as current dues paying members.

**Section 2: Annual Meeting.** The annual meeting shall be held in September for the election of officers.

**Section 3: General Membership Meetings.** Meetings shall be held monthly. At the beginning of each meeting each attendee will sign a roster indicating whether he/she is a member in good standing.

**Section 4: Special Meetings.** Special meetings may be called by the President, a majority vote of the board, or by a petition, presented to a current officer, signed by 25 percent of the voting members of the Association in good standing.

**Section 5: Location of All meetings.** Association meetings shall be held within the neighborhood or within a reasonable traveling distance of the neighborhood.

**Section 6: Notice of Meetings.** Notice of meetings will appear in the newsletter, which shall be distributed throughout the neighborhood, by flyer, or another public notice.

**Article IV: Board of Directors**

**Section 1: General Powers.** The affairs of the Association shall be managed by its Board of Directors; however, any expenditures/events over $300shall require the approval of the majority of voting members present at a regular or special meeting.

**Section 2: Composition.** The Board of Directors shall consist of five to 15 interested members who will be actively involved in the ongoing activities of the Association.

**Section 3: Terms and Qualifications.**

1. The Board shall be elected by the voting members at the annual meeting. Terms of office shall be for one (1) year commencing immediately following the Annual Meeting in September.
2. To remain a Board Member in good standing, one must have attended one of the previous three board meetings. A member of the Board may vote by proxy because of absence; proxy votes are limited to once every six months.
3. Vacancies or additions up to the maximum allowable may be filled by the Board of Directors.

**Section 4: Regular Meetings.** Regular meetings of the Board shall be held monthly.

**Section 5: Special Meetings.** Special meetings of the Board may be called by or at the request of the President or any two Board members.

**Section 6: Location of Meetings.** Board meetings shall be held within the neighborhood or within a reasonable traveling distance of the neighborhood.

**Section 7: Notice.** Reasonable advance notice of time and place for Board meetings will be given to all Board members.

**Section 8: Quorum.** 60 percent of the Board of Directors shall constitute a quorum for the transaction of business at any Board meeting.

**Section 9: Manner of Action.** The action of the majority of the Board present at a meeting at which a quorum is present shall be the action of the Board.

**Section 10: Compensation.** The Board members shall not receive any payment for their services.

**Section 11: Attendance.** All Board meetings shall be open to any resident of the area bounded by the Association; however, only Board members in good standing shall vote.

**Section 12: Removal of a Board member.** A regular or special meeting of the general membership shall be called within one month of the presentation to the Board of a petition signed by 25 percent of the Association members in good standing. A vote of over 50 percent of the Association members in good standing who are in attendance at the meeting is required for the removal of a Board member. Notice of the Association meeting is required for removal of a Board member. Notice of the Association meeting must indicate that removal of a member of the Board is to be determined at this meeting.

**Article V: Officers**

**Section 1: Number.** The officers of the Association shall be President, Vice President, Secretary, and Treasurer, each of who shall be elected from the Board by the voting membership.

**Section 2: Election and Term of Officers.** The officers of the Association shall be elected annually from the newly-elected Board of Directors at the Annual Meeting. Term of office shall be for the one year commencing immediately following the annual meeting in September.

**Section 3: Removal of Officers.** A regular or special meeting of the general membership shall be called within one month of the presentation to the Board of a petition signed by 25 percent of the Association members in good standing. A vote of over 50 percent of the Association members in good standing who are in attendance at the meeting is required for the removal of a board Member. Notice of the Association meeting is required for removal of a Board member. Notice of the Association meeting must indicate that removal of a member of the Board is to be determined at this meeting. Any officer involved in fraudulent activities involving the Crestwood Neighborhood Association business will be removed from office and the criminal act will be reported for prosecution to the full extent of the law.

**Section 4: Vacancies.** A vacancy in any office because of death, resignation, removal or otherwise may be filled by the Board of Directors for the unexpired portion of the term.

**Section 5: President.** The President shall be the principal executive officer of the Association and shall, in general, supervise and control all of the business and affairs of the Association. The President shall preside at all meetings of the membership and of the Board of Directors and shall execute any deeds, mortgages, bonds, contracts or other instruments which the Board of Directors of Association members have authorized to be executed. The President shall vote in case of a tie.

**Section 6: Vice President.** In the absence of the President, the Vice president shall perform the duties of the President and when so acting shall have all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time are assigned by the president of the Board.

**Section 7: Secretary.** The Secretary shall keep the minutes of the meetings of the General Membership and of the Board of Directors, write and see that all notices are duly given in accordance with the provisions of these bylaws, be custodian of the Association records and in general perform all duties incident to the office and such other duties as from time to time may be assigned by the President or board of Directors.

**Section 8: Treasurer.** The Treasurer shall have the charge, custody of, and be responsible for , all funds and securities of the Association; shall receive and give receipts for monies due and payable to the Association from any source whatsoever; shall deposit all such monies in the name of the Association in such banks, trust companies, or other depositories as shall be selected in accordance with the provision of Article VI of these bylaws; and shall, in general, perform all the duties as from time to time may be assigned by the President of the Board. The Treasurer shall submit a monthly treasurer report at each Board meeting. The Treasurer shall be responsible for safekeeping of all negotiable instruments and financial records. The Treasurer shall be responsible for the Seal of Crestwood.

**Article VI: Checks, Deposits and Funds**

**Section 1: Contracts.** Any representative of the Crestwood Neighborhood Association must have approval from the Board before entering into any agreement or contract with outside organizations or individuals.

**Section 2: Check, Drafts, Etc.** All checks, drafts, or other orders for the payment of money, notes or other evidence indebtedness issued in the name of the Association shall be signed by the Treasurer and one officer designated by the Board.

**Section 3: Deposits.** Timely deposits of all funds of the Association shall be made to the credit of the Association in such banks, trust companies, or depositories as the Board may select.

**Section 4: Gifts.** The Board of Directors may accept on behalf of the Association any contributions, gifts, or bequests for the general purposes or for any special purposes of the Association.

**Article VII: Books, Records, and Newsletter**

**Section 1: Books and Records.** The Association shall keep correct and complete books and records of the account and shall also keep minutes of the proceedings of its Board of Directors and General Meetings and shall keep a record giving the names and addresses of the Directors.

**Section 2: Newsletter.** The newsletter editor shall be responsible for editing, printing, and distributing a newsletter prior to each scheduled meeting and to prepare the special news or information flyers. Each newsletter or flyer should contain a Crestwood Association membership form stapled to it.

**Article VIII: Amendments to Bylaws**

**Section 1: Amendment.** These bylaws may be altered, amended, or repealed and new bylaws may be adopted by the voting membership at any regular or special meeting of the membership as long as the meeting notice contains an explanation of the proposed change or changes.

Adopted, as amended, by the general membership of the Crestwood Neighborhood Association, Inc., April 10, 2012.