

TILLES PARK NEIGHBORHOOD ASSOCIATION

BY-LAWS (re-issued 01/03)

ARTICLE 1

NAME

Section A. The organization shall be known as Tilles Park Neighborhood Association. It is organized pursuant to Chapter 355, RsMo, 1978, the Not-for-Profit Corporation Law.

ARTICLE 2

GEOGRAPHICAL AREA

Section A. The geographical area of the Association shall be bounded on the **North** by Scanlon to Jasper Park, Connecticut to Sublette, on the **East** by Sublette/Mackind to Chippewa, on the **South** by Chippewa to Watson, on the **West** by Watson to Scanlon.

ARTICLE 3

PURPOSES AND OBJECTIVES

Section A. The purposes of the Association shall be to create and maintain a strong, cohesive and viable residential and business neighborhood in and around the general area known as Tilles Park, to advocate and work for the improvement and betterment of the community and to preserve the traditions, architecture, and appearance of the Tilles Park community.

ARTICLE 4

MEMBERSHIP

Section A. Persons eligible for membership are those who are residents or property owners within the aforementioned boundaries, and others sharing in the interest of the Association. Members must be at least eighteen years of age.

Section B. Types of Membership

Membership of the Association shall consist of the following:

1. **Resident:** Any members of one household within the defined boundaries, or others sharing in the interests of the Association.
2. **Commercial:** Any organization, agency, Church or business within the aforementioned boundaries.
3. **Associate Member:** Any person living within the boundaries of any adjoining neighborhood association and sharing a common interest.

Section C. All applications for membership may be reviewed by the Board of Directors to ensure eligibility.

Section D. Dues shall be payable January 1 of each year or with an application for membership thereafter. Dues shall be established by the Board of Directors of the entire subsequent year. Residents, living within the designated boundaries, age 65 and over, shall be eligible for Resident membership at one-half the dues for those under 65.

Section E. Only those members whose dues are paid for the current year shall be entitled to vote. Voting rights are one vote per member.

Section F. Any member whose dues or assessments are unpaid for more than six (6) months after becoming due and payable shall forfeit their membership. Reinstatement may be obtained with approval by the Board of Directors.

ARTICLE 5

MEETINGS

Section A. The regular general membership meetings of this Association shall be held on the last Tuesday of January, March, May, July, September, and November. The January meeting shall be designated as the Annual Meeting. Notice of regular meetings shall be made at least one week before such meeting.

Section B. Special meetings of the members of this Association may be called by the President, majority of the Board of Directors, or by petition of fifteen (15) members of the Association. Notice of the special meetings shall be mailed to all members at least five (5) days prior thereto, stating the purpose of the meeting.

Section C. Fifteen (15) members shall constitute a quorum at any regular or special, general member meeting.

ARTICLE 6

OFFICERS, BOARD OF DIRECTORS

Section A. The officers shall consist of: President, Vice-President, Secretary, and Treasurer, each to be elected for a two (2) year term.

Section B. Only dues-paid members of the Association shall be eligible for election to any office. Election of officers shall be held at the Annual Meeting during Even numbered years. Election of officers shall be by majority ballot. Should any position not have a candidate receive a majority, a second ballot shall be held among the two candidates receiving the most votes.

Section C. The Board of Directors shall consist of the four (4) elected officers and nine (9) additional directors.

Section D. The term of office for Directors shall be two (2) years. Election of Directors, other than officers, shall have a ballot for all Director candidates of one year. Directors receiving a majority are elected. A second ballot shall be held for any unelected Director positions from among the remaining candidates. The second-ballot Director candidates number one more than the unelected positions and are the first ballot candidates receiving the largest plural vote.

Section E. Five Directors shall be elected during Even election years and four Directors shall be elected during Odd election years by the general membership at the Annual Meeting.

Section F. Any Board position may be declared vacant by the Board of Directors if the board member holding that office shall fail to attend three consecutive general and board meetings without reasonable excuse.

Section G. Vacancies on the Board may be filled at a Board Meeting when a quorum is present, by two-thirds majority vote of the board present.

ARTICLE 7

DUTIES OF OFFICERS – BOARD OF DIRECTORS

Section A. The President shall preside at meetings, appoint standing and special committees, decide all questions of order, cast deciding vote in the event of a tie, conduct all business of the Association to the best interest of its members, and act as Chairman of the Board of Directors.

Section B. The Vice-President shall act in the absence of the President, and when assuming such duty, shall have the same authority as the President, and shall also serve in such capacities as may be designated by the President.

Section C. The Secretary shall keep a record of all proceedings of all meetings and a roster of the names and addresses of the members, and shall notify all members of meetings.

Section D. The Treasurer shall collect all dues and assessments, receive securities and other assets obtained by the Association, keep a record of all funds and other assets in a book suitable for the purpose, maintain the books on a fiscal year beginning January 1 and ending December 31, maintain a record of all monies received and spent, report at all membership and Board meetings, and present said books for inspection when ordered by the President or Board of Directors. He/she shall pay all bills of \$100.00 or less, with the approval of the President, and all bills of more than \$100.00 with the approval of the Board of Directors.

Section E. The Board shall conduct the general business of the Association, shall be vested with authority to take up any petition, subject or problem for the best interests of the Association, and, may act for the Association according to its prudent judgment. All such actions shall be reported to the members at the next regular meeting. Board meetings shall meet monthly at a place and time designated by the President. A simple majority of members shall constitute a quorum.

Section F. At no time may any member of, or this organization as whole, endorse any ballot issue, candidate, fund raising effort or benevolent issue in the name of the Tilles Park Neighborhood Association without the approval of the Tilles Park Neighborhood Association Board.

ARTICLE 8

COMMITTEES

Section A. The president may appoint any special committee deemed necessary, and may remove any Chairperson.

Section B. The Chairperson of each committee may select their own members. The chairperson of all committees shall keep the officers informed of their activities on behalf of the Association and when called upon shall submit a report at each regular meeting.

Section C. A Finance Committee composed of the Treasurer and two other members shall be appointed by the President promptly after each annual meeting. It shall be the duty of this committee to prepare a budget for the fiscal year beginning the first day of April, and submit it to the Association at its regular meeting in March. The Finance Committee may from time to time submit supplements to the budget for the current fiscal year.

Section D. An Auditing Committee of four members shall be appointed by the President at the Association's March meeting, whose duty it shall be to audit the Treasurer's accounts at the close of the fiscal year and to report at the annual meeting.

ARTICLE 9

PARLIAMENTARY AUTHORITY

Section A. The rules contained in the current edition of "Robert's Rules of Order Newly Revised" shall govern the Association where applicable and where those rules are not inconsistent with these by-laws.

ARTICLE 10

AMENDMENTS

Section A. Amendments to the by-laws shall be submitted in writing and shall be presented at a regular meeting or a special meeting called for that purpose. Amendments shall be voted upon at the next regular meeting. Two-thirds of the members present shall be required for passage.

ARTICLE 11

MONETARY DISBURSEMENTS

Section A. No portion of the monies or other property of this Association shall be paid or distributed to any of its members, directors, or officers, except for reimbursement of expenses approved by the Board of Directors and incurred by authorized persons, which shall be deemed payable upon presentation of proper documentation.

ARTICLE 12

DISSOLUTION

Section A. The Association may be dissolved by a vote of three-fifths of the members present at any meeting of the members called for the purpose of dissolution.

Section B. Upon dissolution, if there be any assets of the Association remaining after payment of all debts and expenses, such assets shall be paid over to the United Way or a similar not-for-profit association or corporation, provided that no part of the assets shall be distributed to members of the Association, its Officers or Directors.