Northwest Keizer Neighborhood Association Bylaws

1. **Name**

   a. The name of this organization shall be the Northwest Keizer Neighborhood Association (NWKNA), referred to as the Association in this document.

2. **Area**

   a. The area represented by the Association is bounded by:
   The center of Chemawa Road from Keizer Rapids Park to River Road on the south. Keizer City limits to the west. North to the city limits on Windsor Island Road. East following the City Limits to the center of McClure Street to Lockhaven, including Keizer Elementary. Further east on the center of Lockhaven to River Road and the center line of River Road south to Chemawa Road.

3. **Purpose**

   a. The purpose of the Association shall be to study and act on issues affecting neighborhood and city-wide livability and government operations, and also actively solicit broad involvement by all residents within the Association's boundary.

   b. The Association shall strive for maximum citizen participation in promotion of the improvement of the livability and the environment of the neighborhood and of the community as a whole.

   c. The Association shall provide a local forum in which residents may deliberate on issues which are important to them, and will provide a vehicle for communicating residents' views on these issues to the City of Keizer.

   d. The Association shall encourage citizen involvement in local governmental issues and the civic responsibilities of individuals in our neighborhood.

4. **Membership**

   a. The Association shall be non-partisan, non-commercial and non-sectarian.

   b. The Association shall not discriminate against or limit membership based on race, religion, ethnicity, age, gender, or any other factor.

   c. Any person who resides, operates a business, or owns property within the boundaries shall be a member with the right to participate and vote. Any business or private institution within the boundaries may elect to appoint a representative to participate and vote on their behalf.

   d. There shall be no dues, but voluntary contributions may be solicited.

   e. The voting age of member shall be 18 years of age. Members under the age of 18 are encouraged to participate in and contribute to Association meetings and activities.

   f. Each member present shall be entitled to one vote per voting opportunity.

5. **The Association Board**

   a. The Association Board, referred to as the Board in this document, shall consist of seven members elected at large. All positions will be for a term of one year. The Board will name three of these members as Officers of the Board in the positions of President, Vice President, and Secretary. The remaining four positions are Board Members at large.

   b. The Board shall be members of the Association and shall reside, own property, or operate a business within the boundaries of the Association.

   c. The roster of the names and addresses of all Board members shall be filed with City of Keizer Recorder.

   d. Board members will be elected by the majority of all members present at the annual general meeting.

   e. Nominations for all seven positions may be submitted by the general membership from the floor at the annual meeting.

f. It shall be prohibited for two members from an immediate family or of the same household to simultaneously serve as directors on the Board.

g. Any individual who may receive direct financial profit from work of the Association is prohibited from holding office in the Association.

h. If the President resigns, the Vice President shall become President.

i. A vacancy in any Officer of the Board will be filled for the unexpired term by a majority vote by the third General meeting after vacancy. The Board may, by majority vote at a Board Meeting, declare a Board position vacant if the member is absent from four consecutive meetings, regular or specially called.

j. Board members at large, outside of the Officers of the Board, may remain vacant indefinitely. Outreach and solicitation for new Board members at large will happen at each General Meeting where this is a vacancy.

k. In the event of a temporary absence of a Board member due to health or other reasons, the President shall assign the duties to other Board members or any general member designated until the Board member returns.

l. The Board will hold at least one general meeting per year.

m. The Board will always strive to accurately represent the best interests of its members when expressing neighborhood opinion, recommendations, and concerns before any public body.

n. The Board shall participate in the City of Keizer government through input and recommendations on issues brought to it by the City of Keizer or initiated by the neighborhood itself.

o. The Board must solicit the participation of all members through newsletter, website, media coverage, personal contact, flyer distribution, or any other means available to it.

6. **Duties of Association Board Officers**

a. The President shall be responsible for the general supervision and direction of the Board and the Association; shall provide a mailing address to the City of Keizer for all Association business; shall review all mailings received and take appropriate action; shall preside at all meetings of the Board and at all general membership meetings; shall be responsible for the annual report to the City of

Keizer Council.

b. The Vice President shall preform all duties of the President in his or her absence and shall perform other duties as assigned by the Board.

c. The Secretary shall record the minutes of all general membership meetings and the Board meetings and provide the Board members with copies of said minutes, retain a copy for the Association files and file one with the City of Keizer Recorder; shall keep all records for the Association; and shall be responsible for notification of the date, time and place of all meetings to the media, general membership, and in the event of a special Board meeting, to the Board members.

d. All official websites and social media accounts shall maintain at least three administrators from members of the Board having access to the site and its contents.

7. **Meetings**

a. The Board shall pick a date each year for the annual meeting and publish at least 30 days prior to the date of this meeting. General meetings may be called for special issues any other time of the year as the need arises. Notification of general meetings shall be at least seven days and no more than fourteen days prior to the meeting and will be posted on the association's website, social media and the City of Keizer website.

b. The Board will, at a minimum, hold three board meetings per year to conduct Association business. Notification will be given to the general Association at least seven days prior whenever possible.

c. Special meeting of the Board, for any purpose, may be called by any member of the Board. Seven days' prior notice of the time and place of any special Board meeting shall be given to each Board member.

d. All regular Board meetings shall be open to the public.

e. Minutes shall be taken of all Board and general meetings and a copy of the minutes be filed with the City of Keizer Recorder and posted on the Association's website.

f. A minimum of three Board members will constitute a quorum. Once formed, a quorum shall remain if one or more members abstain from voting.

g. No director/officer of the Board shall take part in any vote where there may be conflict of interest.

8. **Committees**

a. Committees may be formed in order to carry out Association work on specific issues or projects.

b. The Board will appoint a chairperson for the committee and each committee will elect its own secretary.

c. A charge will be given to the committee defining the committee goals and area of responsibility. This will be included in the meeting minutes.

d. The committee will examine issues, make recommendations to the Board, and carry out actions as directed by the Board.

e. The committee shall consist of Association members only.

f. The secretary of each committee shall submit a written copy of the minutes of the committee meetings to be included with the minutes of the Board meeting.

g. The committee chairperson may recruit additional members at any time to serve on the committee as needed.

9. **Amendments**

a. These bylaws may be repealed or amended or new bylaws may be adopted (subject to City of Keizer ordinance) by two thirds majority vote at any general membership meeting. Public notice of the date, time and place of the meeting and the proposed bylaw change shall be made at least seven days and no more than fourteen days prior to the meeting.

b. The bylaws shall be reviewed by the Board or by a special committee once each year prior to the annual general meeting.