

Barton Hills Neighborhood Association Bylaws

2018 REVISIONS - DRAFT

I. NAME

The name of this organization shall be the Barton Hills Neighborhood Association, hereafter referred to as the Association, a self-declared 501(c)(4) non-profit organization incorporated in the state of Texas. [Revised 2018]

Commented [SO1]: Added details about type of organization.

II. PURPOSE

The purpose of the Association is to seek to improve the quality of life in the neighborhood in matters such as land use, traffic control, environmental protection, public services, consumer protection, the protection and enhancement of Barton Creek, and other matters of neighborhood concern. [Revised 1995]

III. OBJECTIVES

The objectives of the Association are to:

1. Represent and advance the interest 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.

IV. MEMBERSHIP

1. Eligibility

- a. Membership in the Association shall be open to all adult (age 18 or above) residents or owners of property beginning at the corner of Barton Springs Road and Azie Morton Road; thence southerly on Azie Morton Road to Rabb Road; continuing along Rabb Road which changes to Rae Dell to Barton Skyway; thence easterly along Barton Skyway to South Lamar Blvd; thence in a southerly direction on South Lamar Boulevard, past Westrock drive approximately 500 feet; thence in a westerly direction to the center line of Barton Creek; thence following the center line of Barton Creek to Barton Springs Road; thence along Barton Springs Road to the place of the beginning. [Revised 2018]

Commented [SO2]: Changed unit of membership from households to individual adults.

Commented [SO3]: Updated to reflect road name change.

- b. Membership in the Association shall be issued based on residency or property ownership and payment of annual dues for each individual member. Each non-resident property owner shall be limited to one membership. [Revised 2018]

Commented [SO4]: Changed unit of membership from households to individual adults.

2. Dues

Annual dues shall be established by the Executive Committee and presented to the membership for approval. An eligible person may establish membership by paying dues any time during the calendar year. This fee shall remain applicable to those seeking membership throughout the year. [Revised 2018]

Commented [SO5]: Changed to allow the executive committee to set the amount for annual dues (subject to membership approval) without having to update the bylaws.

3. Honorary Membership

Honorary membership may be awarded to persons who have performed services which tend to further the purpose of the Association. The election of honorary members shall be by majority vote of the quorum. Honorary members shall have no vote.

V. VOTING

- 1. Members of the Association present at any meeting shall be entitled to vote. [Revised 2018]
- 2. A quorum shall be necessary for the transaction of Association business. A quorum shall be constituted by the attendance at the meeting of at least five percent of the total membership of the Association. [Revised 2004]
- 3. The Vice President will determine the number of members necessary to constitute a quorum at meetings. [Revised 2018]
- 4. An affirmative vote of more than fifty (50) percent of members present at the regular or special called meeting when the vote is taken shall be binding on the Association. [Revised 2004]
- 5. The privilege of introducing motions and voting shall be limited to members who are current in their dues and who have joined the Association by paying dues at least ten days prior to any regularly scheduled or special called meeting. Renewing members in good standing as of December 31 who pay their dues for

Commented [SO6]: Removed redundant age requirement.

Commented [SO7]: Moved membership duties from treasurer to VP to better balance workload between officers and match current practices. Removed requirement that quorum number be established at the first meeting of the year.

the following year at or before the first General Meeting of the year are eligible to vote at that meeting. [Revised 2018]

Commented [SO8]: Reworded for clarity.

VI. OFFICERS

1. The officers of the Association shall be elected from the active membership and shall be: President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Community Partnerships Coordinator, and Delegate to the Austin Neighborhood Council. These seven elected officers shall comprise the Executive Committee. [Revised 2004]

2. Officers shall be elected for one-year terms at the last quarterly meeting of the year and shall assume office at the beginning of the next year. The officers shall not serve more than three consecutive terms in the same elective office. [Revised 2018]

Commented [SO9]: Changed from two to three to allow willing officers to serve a little longer.

3. Nomination of officers shall be the responsibility of a three-member Nominating Committee appointed by the President from the active membership prior to the last quarterly meeting of the year. Nominations may also arise from the floor at the meeting. [Revised 2004]

4. Duties of Officers:

a. The President shall preside at all meetings of the Association and of the Executive Committee and shall prepare and submit an agenda for these meetings in advance. This officer shall be an ex-officio member of all Standing and Special Committees. [Revised 2018]

Commented [SO10]: Added requirement to prepare agendas in advance of all meetings and removed requirement to co-sign checks.

b. The Vice President shall fulfill the duties of the President in his absence, shall chair the Membership Committee, and shall serve as Parliamentarian of the Association. This officer shall maintain current the roster of the Association membership and the subscription list to its electronic mail service and shall serve as network administrator to the electronic mail service. [Revised 2018]

Commented [SO11]: Moved membership duties from treasurer to VP to better balance workload between officers and match current practices.

c. The Community Partnerships Coordinator (CPC) shall be responsible for the development and growth of community partnerships with businesses, organizations, individuals, and other stakeholders consistent with the

purposes and objectives of the Association, as specified in Articles II and III. The CPC is expected to exercise initiative and creativity in fulfilling the duties of this office. Specific responsibilities include newsletter advertising or sponsorships, business sponsorship of other BHNA activities, and development and growth of special stakeholder and community-based partnerships, subject to the approval of the Executive Committee. [Revised 2018]

Commented [SO12]: Changing from newsletter advertising to sponsorships will simplify tax liability by eliminating unrelated business income (UBIT).

- d. The Recording Secretary shall keep an accurate record of all business of the Association, including regularly scheduled and special called meetings of the Association and the Executive Committee. This officer shall also be responsible for the accumulation and maintenance of the central permanent file of such records. [Revised 1995]
- e. The Corresponding Secretary shall be responsible for communication both within and outside of the Association, including notice of all meetings to area residents and members. This notice is to be in the form of a quarterly newsletter to members, the content of which being consistent with the purposes of the Association as stipulated in Article II of these Bylaws and is subject to the approval of the Executive Committee. Notice to area residents may be in the form of an announcement on the BHNA listserv and Nextdoor (or other similar social media) and signs posted at the most highly visible locations throughout the neighborhood. [Revised 2018]
- f. The Treasurer shall be responsible for the collection and disbursement of Association monies, shall keep an accurate record of all receipts and expenditures, and shall approve all payments drawn on the accounts of the Association. This officer shall also prepare quarterly financial reports to be presented at each general meeting and be responsible for the filing of all tax returns and periodic reports required by the IRS. [Revised 2018]
- g. The Delegate to the Austin Neighborhood Council shall attend all meetings thereof or arrange for a substitute representative, and shall on a regular basis, either through the quarterly newsletter or at the next regularly scheduled meeting of the Association, or both, report any significant activities or action taken by the Council. [Revised 1995]

Commented [SO13]: Updated to current communication methods.

Commented [SO14]: Changed annual financial report to quarterly reports, added responsibility for IRS filings.

5. Removal from Office

Any officer may be removed from office for cause at any meeting by a majority vote of the members present providing that notice has been furnished to the membership at least two weeks prior to said meeting. [Revised 2004]

6. Replacement of Officers

When necessary, vacant offices may be filled by the Executive Committee for their unexpired portion of the term or as directed in Robert's Rules of Order.

7. Resignation by Officers

Elected officers are requested to give a timely written notice resignation to the President. [Revised 1995]

VII. MEETING AND ORGANIZATION

1. Meetings of the general membership of the Association shall be held quarterly beginning in January or February. The Executive Committee shall set the specific time, place, and agenda of each meeting. [Revised 2004]

2. Special meetings may be called by the Executive Committee upon determination that they are justified as a means of disseminating information and discussion of issues of neighborhood concern before the next regularly scheduled meeting.

3. The fiscal year of the Association shall be from January 1 – December 31. [Revised 1995]

4. The Association may publish a quarterly newsletter and maintain an electronic mail service. The newsletter is distributed quarterly to Association members at the Executive Committee's discretion, may be distributed to all neighborhood residents. Subscription to the electronic mail service shall be voluntary and limited to Association members. The Executive Committee may adopt protocols necessary to administer the orderly use of the electronic mail service. [Revised 2004]

VIII. COMMITTEES

1. The Executive Committee shall transact all business necessary to further the purpose and objectives of the Association, as specified in Articles II and III, in the

intervals between regular quarterly meetings, as well as such other business which may be proposed by the membership. A majority of the Executive Committee shall constitute a quorum for the conduct of business. [Revised 1995]

2. Standing and Special Committees shall be appointed by the President, with their reports and recommendations to be submitted to the Executive Committee for review and approval prior to publication in the newsletter or presentation at any meetings. [Revised 1995]

IX. PARLIAMENTARY AUTHORITY

When consistent 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 two-third's vote of the quorum present. [Revised 1995]

X. PROHIBITIONS

1. The Association shall not endorse any candidate for political office nor shall discussions extend to matters outside the purpose of the Association as set out in Article II.
2. The Membership roster and the subscription list to the electronic mail service shall be confidential and may not be released to non-members without the permission of the Executive Committee after careful review of requests made therefore. [Revised 2001]
3. No member may act as spokesperson or represent the Association without the permission of the Executive Committee or a majority of the quorum at a duly called regular or special meeting.
4. With the exception of the executive committee, votes on Association business shall not be cast electronically. [Revised 2018]

XI. AMENDMENT OF BYLAWS

These Bylaws may be amended at any regular or special meeting by a two-thirds vote of the members present provided that the amendment(s) have been submitted in writing to the membership prior to the vote. [Revised 2004]

Commented [S015]: Reworded for clarity and to allow the executive committee to vote via email.

XII. DISSOLUTION

Upon the dissolution of the Barton Hills Neighborhood Association, no class of member shall have any right nor shall receive any assets of the Association. The assets of the Association are permanently dedicated to a tax-exempt purpose. In the event of dissolution, the Association's assets, after payment of debts, will be distributed to an organization which itself is tax-exempt under the provisions of Section 501(c) of the Internal Revenue Code.
[Revised 2018]

Commented [SO16]: Changed to allow disbursement of funds to any qualified non-profit organization.