

# By-Laws of the Juanita Neighborhood Association

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## ARTICLE I PURPOSE

Section 1 Name of Organization: The name of the organization shall be the Juanita Neighborhood Association (JNA).

Section 2 Purpose of JNA: The purpose for which JNA is organized is:

- A To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the neighborhood, government agencies, and other neighborhoods.
- B To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- C To do and perform all of the activities related to said purposes, to have and enjoy all of the powers granted and engage in any lawful activity for which corporations may be organized.
- D Notwithstanding any statement of purposes or powers aforesaid, this association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purpose.

Section 3 Membership: Membership in JNA shall be open to all residents, property owners, business licensees and nonprofit organizations located within JNA boundaries, and up to 5 blocks of the boundary within City limits, -18 years of age or older, shall have one vote each to be cast during attendance at any general or special meeting. Note: post office boxes shall not constitute sufficient evidence of location within the Juanita boundaries.

## ARTICLE II FUNDING

Section 1 Dues: Charging of dues or membership fees shall not be made however, voluntary contributions will be accepted. Activities to raise funds for JNA use may be held if appropriate.

## ARTICLE III MEETINGS

Section 1 General Meetings: The normal, general membership meeting schedule will begin with a meeting in September and occur every-other month through May of the following year. If practical, meetings will occur on the second Monday of each month in the months of September, November, January, March, and May. The general meeting in May shall be known as the annual meeting and shall be for the purpose of electing officers, receiving reports of officers and committees, and for any other business that may arise. This schedule is open to amendment by majority vote of those present at a meeting of the board of directors as necessary for the orderly operation of the Association. In no case, shall there be less than one general membership meeting yearly. Notification for general meetings shall require seven (7) calendar days advance written or telephone notice. Meeting notification signs will be posted on major arterials in, or

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bordering, the neighborhood. The normal, e-mail distribution list of the JNA will be used as part of the written notification.

## ARTICLE III MEETINGS (continued)

Section 2 Board meetings: Board meetings shall occur every month and shall be for the purpose of committee planning, updates, and for any other business that may arise. Notification for board meetings shall require seven (7) calendar days advance written notice and will include a meeting agenda. The normal, e-mail distribution list of the Board will be used as part of the written notification.

Section 3 Quorum: A quorum for any general meeting of JNA shall be 12 members in attendance plus 3 board members. Quorum for board meetings shall require that a majority of existing board members are in attendance. Unless otherwise specified in these by-laws, decisions of JNA shall be made by a majority vote of those members present at any meeting.

## ~~ARTICLE III MEETINGS (continued)~~

Section 4 Participation: Any general, special, board or committee meeting is open to any person and all who wish may be heard. However, only those eligible for membership are entitled to vote. All actions or recommendations of the general or special meetings shall be communicated to all affected parties, including minority reports.

Section 5 Procedures: The JNA shall follow Robert's Rules of Order (Revised) in all areas not covered by the by-laws.

## ARTICLE IV BOARD OF DIRECTORS

Section 1 Composition of the board: The Executive Board, hereinafter referred to as the board, shall be composed of a chairperson(s), vice chair(s), secretary, treasurer, four(4) members-at-large and standing committee chairpersons. (Standing committees may be chaired by board members-at-large or by interested members of the neighborhood association.) Each board member shall hold office for a term of one (1) year for which he/she is elected and until his/her successor shall have been elected to take office.

Section 2 Organizational terms of Office: In order to facilitate the organization of JNA, board members will serve a one (1) year term of office which will expire ~~at the next election on the last day of the one year term~~. For the same purpose, the initial standing committee chairpersons shall be appointed from volunteers and will serve a one (1) year term of office which will expire on the last day of the one (1) year term. From that time forward, all terms and elections shall be as described in these by-laws.

Section 3 Duties of Board Members

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- a. Chairperson (s): the chairperson shall prepare the agenda and preside at all meetings of the board and membership; shall appoint members of committees not elected, with a majority approval of the board, except for members of the Grievance Committee.
- b. Vice Chairperson (s): The vice chairperson shall assist the chairperson; in the chairperson's absence shall function as chairperson.
- c. Secretary: The secretary shall keep minutes and written records of majority and minority opinions expressed at all meetings; shall be responsible for all correspondence of JNA; shall make records of JNA available for inspection for any proper purpose at any reasonable time.
- d. Treasurer: The treasurer shall be held accountable for all funds and shall give an accounting at each general meeting; shall receive, safe-keep, and disburse JNA funds, but such disbursement shall require the signature of one other board member.
- e. Board Members at Large and Standing committee chairpersons: Board Members at Large and Chairpersons of standing committees will support the Board activities, projects and community outreach efforts. Members at Large may serve on or chair one of the standing committees and shall report back to the Board. They will serve as JNA representatives to the larger Kirkland community.

### Section 4 Duties of the Board

- a. Management: The affairs of JNA shall be managed by the board in the interim between general meetings. The board shall be accountable to the membership; shall seek the views of those affected by any proposed policies or reactions before adopting any recommendation on behalf of JNA; and shall strictly comply with these by-laws.
- b. Succession of Appointment: To assist the transition from exiting board or committee officers' to newly elected officers' all physical and electronic property including but not limited to manuals, documents, banners, emails, passwords etc. are to be returned to Board of Directors as property of the JNA within seven (7) days of the new appointment. The new officers positions becomes effectively immediately upon acceptance. The exiting officers' may extend their presence at the board meetings in a purely advisory or training role.
- c. Resignation: An officer may resign at any time by giving written notice to the Board of Directors, the Chairperson, the Co-Chairperson or the Secretaries. Such resignations shall take effect on the date of receipt of the written notice or at a later time specified therein. The acceptance of resignation shall not be necessary to make it effective. A member appointed to fill a vacancy shall serve the remainder of the unexpired term until his/her successor is elected or appointed. The board may fill any vacancy on the board by majority vote.

### ARTICLE IV BOARD OF DIRECTORS (continued)

- d. Board Meetings: The board shall meet at least ~~seven fourteen (14)~~ (7) days prior to any general or special membership meeting and at any other time the chairperson may designate. These meetings shall be open session; however, only board members shall be entitled to vote. Board members shall be notified of board meetings in writing, email or by telephone in advance. A majority of board members, by signed petition, may call a board, general or special meeting.
- e. Emergency Powers: In such cases where the board is required to provide neighborhood response before the question is presented to the membership, the board must indicate to the

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questioner that this is the case, and shall present the action taken at a special or general meeting within 30 days, or within a reasonable time for ratification by the membership where circumstances dictate.

## ARTICLE V COMMITTEES

### Section 1 Standing Committees:

- a. **Publicity Committee:** The PC shall be responsible for notifying the membership of meetings, elections, and events, and shall maintain and update the membership and mailing lists, community social media and websites, etc...
- b. **Neighborhood Emergency Preparedness Committee:** The NEPC shall be responsible for organizing and attending educational meeting such as MYN-Preparing Neighborhoods to care for each other when disaster strikes.
- c. **Neighborhood Beautification Committee:** The NBC shall be responsible for organizing and participating in neighborhood projects such as playground and minor park improvements, tree planting, landscape beautification, signage, banners and public art displays around the Juanita Neighborhood.
- d. **Volunteer Committee:** The VC shall be responsible for recruiting and organizing volunteers to assist with the association's various philanthropic functions (e.g., picnics, park clean-ups, etc.).

Section 2 **Special Committees:** Such other special committees shall be appointed by the chairperson as JNA or the board shall from time to time deem necessary to carry on the work of JNA.

## ARTICLE VI ELECTIONS

Section 1 **Eligibility:** Only persons eligible for JNA membership shall be qualified to hold an elected or appointed position.

Section 2 **Board Members:** Members of the board shall be elected to serve for one (1) year until the appropriate general meeting. The election at the meeting shall be by volunteer and/or nomination from the floor, and requires a majority vote of the membership present. The board membership elections will be held at the annual general membership meeting.

Section 3 **Standing committees:** Standing committees shall have elected committee chairpersons with volunteers and/or nomination being taken from the floor and shall require a majority vote of the membership present. The chairperson shall then call for volunteers to fill committee memberships. In case of insufficient volunteers, the board will fill the vacancies.

Section 4 **Impeachment:** A majority of the board may submit a written request for the chairperson's resignation at a board meeting. If the chairperson chooses not to resign, then any holder of an

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elected position may be removed and replaced by a two-thirds (2/3) vote of a general or special meeting.

### ARTICLE VII GRIEVANCE PROCEDURE

- Section 1      Committee members: The board will act as the Grievance Committee until such time as a special grievance committee shall be deemed necessary.
- Section 2      Person or Group Adversely Affected: A person or group adversely affected by a decision or policy of JNA may submit in writing a complaint to any member of the Grievance Committee.
- Section 3      Receipt of Complaint: within seven (7) days of receipt of the complaint, the committee shall arrange with the petitioner a mutually acceptable place, day and hour for a review of the complaint, and will in writing, within thirty (30) days, recommend a resolution of the grievance to the board.
- Section 4      Final Resolution: The committee shall attempt to resolve the complaint and shall submit a report of their recommendation and/or action to the complainant, board and membership. If the committee, board and petitioner cannot reach agreement, final resolution of the complaint shall be by vote of a majority of the membership at a general or special meeting.

### ARTICLE VIII PROCEDURE FOR CONSIDERATION OF PROPOSALS

- Section 1      Execution: The board shall be responsible for execution of this article.
- Section 2      Submission of Proposals: Any person or group, inside or outside the boundaries of JNA and any city department may propose in writing items for consideration and/or recommendation to the board. The board shall decide whether proposed items will appear on the agenda of the board, standing, or special committees or general or special meetings.
- Section 3      Notification: The proponent and members directly affected by such proposals shall be notified in writing of the place, day and hour the proposal shall be reviewed not less than seven (7) days in advance.
- Section 4      Attendance: The proponent may attend this meeting to make a presentation and answer questions concerning the proposal.
- Section 5      Dissemination: The JNA shall submit recommendations and dissenting views as recorded from the meeting to the proponent and other appropriate parties.

### ARTICLE IX ADOPTION AND AMENDMENTS:

- Section 1      All amendments to these by-laws must be published to the neighborhood general membership, in writing, at least ten (10) days prior to general meeting. Adoption of an amendment to these by-

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laws shall require a two- thirds (2/3) majority vote of those present at a general membership meeting of the Association in which notice of the meeting included notice that by-laws amendments would be considered. The Associations normal, e-mail list may be used as a means of notification.

