

ARTICLE I. NAME AND BOUNDARIES

1. The name of the Association shall be Jefferson Park Neighborhood Association (the Association).
2. The Association shall encompass the area defined as the Jefferson Park Neighborhood (the Neighborhood), and shall be bounded on the North by the south side of Grant Road, on the East by the west side of Campbell Avenue, on the South by the south side of Lester Avenue, and on the West by the east side of Euclid Avenue.

ARTICLE II. MEMBERSHIP

1. The Membership of the Association includes all natural persons who are 18 years or older and who either reside or own real property within the Neighborhood, and all businesses, agencies, organizations or other legal entities that either rent or own real property within the Neighborhood.
2. All Members shall be Voting Members for purposes of the Annual Meeting of election of officers and General meetings called for a specific purpose. You must be present to vote.
3. Each person who attends Association meetings as a Member, or as a representative of a business, agency or organization that is a Member, shall have no more than one vote whether he or she is a Member and/or represents one or more businesses, agencies, organizations or other legal entities that are Members. This applies to all elections as well as other matters voted upon by the Membership.
4. Dues are not required for membership but voluntary dues may be set by the Jefferson Park Neighborhood Association Board (the Board) for the calendar year.

ARTICLE III. OFFICERS AND OTHER BOARD MEMBERS

1. The Officers of this Association shall be the President, the Vice President, the Executive Vice President, the Secretary and the Treasurer. The Officers must be residents of the Neighborhood and hold office for a term of one year or until their successors are elected. The Officers shall be members of the Board. The duties of the Officers shall be as follows:
 - a. The President shall call and preside at all Board meetings, shall act for and on behalf of the membership of the Association, shall appoint any special committees necessary for the operation of the business of the Association, and shall act as the official spokesperson of the Association. The President shall implement the decisions of the Association
 - b. The Vice President shall, in the temporary absence of the President, assume all of the duties of that office.
 - c. The Executive Vice President shall assist the President.
 - d. The Secretary shall keep a permanent record of all the General Membership Meeting and Board Meeting minutes, and all legal documents and legal transactions of the Association. The Secretary shall transcribe the minutes of each meeting, and shall forward one copy to each member of the Board. Copies shall be forwarded as herein described at least five days before the next meeting date.
 - e. The Treasurer shall keep records of receipts, disbursements, and other financial business of the Association and shall keep the Board updated about the financial status of the Association. A financial report for the calendar year preceding the date of the Annual Meeting shall be submitted at the Annual Meeting.

2. The Board shall also include six Area Representatives representing the six areas of the Neighborhood (as defined in the map attached to these bylaws).
 - a. The Area Representatives shall have full voting rights on the Board.
 - b. The Area Representatives must be residents of Jefferson Park Neighborhood and shall be elected by the Membership for a one-year term.
 - c. In the election of Area Representatives, priority shall be given to residents of the specific area. However, if no resident of an area is willing to seek election as an Area Representative for that area, then nominations for an election to fill that seat will be made at large.
 - d. An Area Representative may appoint an assistant to help with Area Rep tasks, including to attend Board meetings in their absence. The appointment must be approved by the Board prior to the meeting to which the Assistant would attend. That Assistant representative may then vote in the absence of the primary Area Rep. Each Area has one vote on board issues.
 - e. The Area Representatives shall represent Members in their designated areas.
3. The Board may also appoint as many as eight individuals to be Members at Large at its own discretion.
 - a. These appointed Board members shall have full voting rights on the Board and shall be appointed because they:
 - (1) represent constituencies determined by the Board to not be adequately represented on the Board or
 - (2) possess desirable expertise or experience not otherwise existing on the Board.
 - b. These appointed Board members' terms shall expire at the next Annual Meeting, and in no event shall last more than twelve months unless reappointed.
 - c. The appointment of these Board members shall occur at the next Business Board Meeting following the Annual Meeting.
4. If no officer of Friends of Jefferson Park, Inc. (Friends) is otherwise a member of the Jefferson Park Neighborhood Association Board, the Friends Board will appoint an officer of Friends to be a member of the JPNA Board. This is in addition to any appointments under Article III, section 3 of these Bylaws.
 - a. The term of a Board member appointed under this section shall expire at the next Annual Meeting, and in no event shall last more than twelve months unless reappointed.
 - b. The appointment of this Board member shall occur at the next Business Board Meeting following the Annual Meeting.
5. The Officers shall not hold more than three consecutive terms in an office. This is in addition to any partial term member appointed under Article III, sections 3 and 4, can hold. No Member shall hold more than one position at a time. resulting from a mid-term appointment by the Board. There is no limit on the amount of terms that an Area Representative or a Board
 - a. In the event that the nominating committee is unable to find candidates for the position of president, that position will remain unfilled. The Board may, by a majority decision, appoint a temporary chair to chair the meetings, or rotate the duties of chairing the meetings amongst Board members. It is intended that either of these remedies be temporary not to exceed one year.
6. All records of the Officers are the property of the Association, and are open to inspection by any member of the Board. The Treasurer's report presented at the Annual Meeting and the minutes of the Annual Meeting

shall be made available to the public. Also, the Treasurer's reports presented at quarterly meetings shall be made available to the public.

ARTICLE IV. COMMITTEES

1. Standing committees shall be: Nominating Committee, Communications Committee, and Programs Committee.
 - a. The Nominating Committee shall recruit candidates to run for office at the Annual Meeting, and shall identify candidates for appointments under Article III, sections 3 and 4. When a vacancy occurs during the year, the Nominating Committee will present the Board with a list of interested candidates for the position.
 - b. The Communications Committee will work with the President to communicate effectively about the Neighborhood.
 - c. The Programs Committee will develop programs for the Quarterly General Membership Meetings, as well as other neighborhood functions.
2. Standing Committee Chairpersons shall be appointed by the President of the Association at the next Regular Board Meeting following the Annual Meeting. The President shall also appoint chairpersons for any special committees necessary for the operation of the Association. The President shall also approve all other members of committees.
3. The President and the Vice President shall be ex officio members of all committees.

ARTICLE V. MEETINGS

1. The Association shall hold Quarterly General Membership Meetings which shall be open to the public and shall be held in January, April, July and October at a time and place designated by the Board. An agenda shall be published in advance for these meetings.
2. The January General Membership Meeting shall be the Annual Meeting. At least ten (10) days notice shall be provided in advance of the Annual Meeting. The Voting Members present at the Annual Meeting shall constitute a quorum. The purpose of this meeting shall be (a) the presentation of the annual reports by the President and the Treasurer, (b) the election of Officers, and (c) the installation of elected Officers.
3. The other Quarterly General Membership Meetings shall include regular business conducted by the Board, general updates of the Membership concerning Board activities, open discussion of issues, and other activities of interest to the Membership.
4. The Board may hold Business Board Meetings in the months when there is no Quarterly General Membership Meeting. These meetings shall be open to the public and an agenda shall be published in advance for these meetings.
5. The President shall call other meetings of the Board (Special Board Meetings) at a time and place designated by the President, as often as necessary. The President shall decide whether a Special Board Meeting will be open to the public.

6. Upon the petition to the Board by at least 5 members of the Board, a closed Special Board Meeting will be called with timely notice to all Board members.

7. For Quarterly General Membership Meetings (except the Annual Meeting), Business Board Meetings, Special Board Meetings and actions pursuant to section 8 of this article, a majority of Board members constitutes a quorum.

8. Unless otherwise restricted by these Bylaws, in special circumstances the President may call for action by the Board without a meeting. Such action is permitted if the decision to act without a meeting has the approval of three-quarters (3/4) of the Board members. The process will include a presentation by the Board member requesting the action with a proposed motion, an opportunity for discussion, and a vote.

9. In the event that over an extended period of time the Officers of the Association cannot or will not call a meeting, the Membership shall be able to do so by submitting a petition to the President bearing the signatures of at least twenty-five (25) Members and calling a General Membership Meeting.

ARTICLE VI. ANNUAL REPORTS, NOMINATIONS, ELECTIONS, AND INSTALLATION OF OFFICERS

1. Nominations of Officers and Area Representatives shall be made by the Nominating Committee at the Annual Meeting and/or made by nominations from the floor at the Annual Meeting.

2. The election of Officers and Area Representatives shall be held at the Annual Meeting after the nominations. If only one candidate is nominated for a position, the vote will be a "yes or no" vote for that candidate. If the nominee does not get a majority of "yes" votes, the nominee will not be elected and the position will be filled by the Board at the next Board meeting as provided in section 4 of this Article.

3. The officers' and area representatives' terms begin at the close of the Annual Meeting.

4. Any vacancies occurring during the year of any Officer or Area Representative shall be filled by appointment by the Board at the next regularly scheduled meeting.

5. In the case of a leave of absence of an Officer, all documents pertaining to the Officer's various Association functions shall be transferred to the person appointed to fill the office for the duration of the absence. The transfer shall occur within ten (10) calendar days of the Officer's leave of absence being approved.

6. Any member of the Board who is absent for three (3) consecutive meetings without a reasonable excuse shall be removed from the Board. An Area Representative is subject to this rule regardless of whether an Alternate attends any of the meetings.

ARTICLE VII. FISCAL RESPONSIBILITY

1. Withdrawal of funds of the Association may not be made without the signatures of either the President or the Treasurer, and only in compliance with the Jefferson Park Neighborhood Association Funds Expenditure Policy.

2. Financial records and funds of the Association shall be reviewed at least once a year by a committee of at least two Members of the Association, appointed by the President.

3. If it becomes necessary for the Treasurer to relinquish that office, the records and funds of the Association shall be reviewed by a committee of at least two Members of the Association, appointed by the President.

ARTICLE VI. ANNUAL REPORTS, NOMINATIONS, ELECTIONS, AND INSTALLATION OF OFFICERS ARTICLE VIII. ROBERT'S RULES OF ORDER

1. The current edition of the Robert's Rules of Order shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with the Charter and Bylaws and any special rules of order the Association may adopt.

ARTICLE IX. AMENDMENT OF THE BYLAWS

1. Upon the recommendation of the Board, these Bylaws may be amended by a two-thirds (2/3) majority of the Members present at a General Membership meeting called for that purpose.

Revisions

2013, July 27, 2016, 1/2018, 2021