

VanChaMasShe Neighborhood Association CHARTER

ARTICLE 1 – ESTABLISHMENT

VanChaMasShe Neighborhood Association was established as a civic, non-profit association on November 16, 2006.

ARTICLE 2 – PURPOSES

VanChaMasShe Neighborhood Association's purposes are enhancement of the neighborhood's attributes and character and the promotion of camaraderie among its residents.

ARTICLE 3 – BOUNDARIES

SECTION 1. Current Boundaries. VanChaMasShe Neighborhood Association includes the area bounded by the eastern boundary of Hoyt Park, Regent Street, Franklin Avenue, and Bluff Street. This includes the easement connecting Hoyt Park to the steps leading to Shepard Terrace along the north end of the current Hoyt School lot and the steps connecting Shepard Terrace and the Hoyt School lot.

SECTION 2. Expanding the Boundaries of VanChaMasShe Neighborhood Association. Adjoining residents who wish to join VanChaMasShe Neighborhood Association must submit a written request to the President of VanChaMasShe Neighborhood Association. If such a request is approved by the Executive Council, at least two open forums must be held for the general membership of VanChaMasShe Neighborhood Association and the adjoining residents for input. A majority vote of the general membership of VanChaMasShe Neighborhood Association at its Annual Meeting is required for the inclusion of a new district.

ARTICLE 4 – MEMBERSHIP

SECTION 1. Regular membership. A regular member is an individual aged 18 years or older who resides within the boundaries of VanChaMasShe Neighborhood Association, or at an address which fronts on VanChaMasShe Neighborhood Association boundaries, and who is current in any dues that have been established by the Executive Council. Residents may opt out of membership at any time by informing any member of the Executive Council.

SECTION 2. Business membership. A business member is an individual representing a business establishment located within the boundaries of VanChaMasShe Neighborhood Association and who is current in their dues, if any. Business members shall have all of the privileges of regular membership except they may not vote at general meetings or become members of the Executive Council.

SECTION 3. Associate Membership. An associate member is an individual who does not live within the boundaries of the Neighborhoods but who is current in their dues, if any. Associate members have all of the privileges of regular membership except they may not vote at general meetings.

ARTICLE 5 – GENERAL MEMBERSHIP MEETINGS

SECTION 1. General Authority. General Membership meetings will have ultimate decision-making authority in VanChaMasShe Neighborhood Association.

SECTION 2. Time and Place. The Executive Council shall set general membership meetings as frequently as merited in addition to one meeting to be designated as the Annual Meeting during the month of June. General membership meetings shall also be called in response to a written request to the Executive Committee signed by at least three members of the VanChaMasShe Neighborhood Association. The meetings will be open to all persons.

SECTION 3. Quorum. At least one-half of the members of the Executive Council, or 25% of the members of VanChaMasShe Neighborhood Association, must be present for general meetings of VanChaMasShe Neighborhood Association to transact business.

SECTION 4. Voting. Each regular member will be allowed one vote. A member must be present to vote. Decisions will be made by simple majority.

SECTION 5. Meeting Procedures. Meetings will be conducted according to procedures established by the Chair, unless either the Chair or a majority of either the Executive Committee or those members in attendance wish to use the latest generally available edition of *Robert's Rules of Order*. However, in no case can meeting procedures conflict with those set forth in this Charter.

ARTICLE 6 – THE EXECUTIVE COUNCIL

SECTION 1. General Authority. The Executive Council will implement decisions made by the general membership at its annual and other meetings. Where clear direction from the general membership is lacking, the Executive Council will have the authority to undertake any act to advance the purposes identified under Article 2 of this Charter.

SECTION 2. Membership on the Executive Council. The voting members of the Executive Council will include the five officers and all chairs of standing committees. All Executive Council members must be members in good standing of VanChaMasShe Neighborhood Association.

SECTION 3. Election of Officers. Officers shall be elected by simple majority vote of those present from a list of nominees circulated in writing to members at least two weeks prior to the annual general membership meeting.

SECTION 4. Term of Office for Officers and Standing Committee Chairs.

ITEM 1. Length of Term. Officers shall serve for a term of two years beginning after the adjournment of the annual general membership meeting at which they are elected. Standing committee chairs shall serve at the pleasure of the officers.

ITEM 2. Term Limits. There is no term limit for standing committee chairs. Officers may serve more than two terms but never more than two terms in succession.

ITEM 3. Vacancies. An individual ceases to be an officer if s/he has submitted a written resignation or is declared by a majority of the other members of the Executive Council to have effectively ceased participating in the Executive Council's activities. Should a vacancy occur the President may, with the concurrence of the remaining Executive Council members, and in accord

with the qualifications under Article 6, Section 2, appoint a new member to the position until the adjournment of the next annual meeting.

SECTION 5. Executive Council Responsibilities.

ITEM 1. Meetings. The Executive Council will meet at least quarterly at an hour and place convenient to its members at the call of the President or three other members of the Executive Council. A quorum will consist of 50% of Executive Council members. Non-voting persons may be invited to attend Executive Council meetings by any member of the Council.

ITEM 2. Naming standing committees and chairs. The President, with the concurrence of The Executive Council, will name standing and ad hoc committees and the chairs of such committees.

ITEM 3. Delegation of authority. The council may enter into contracts to further the VanChaMasShe Neighborhood Association's purposes and may delegate any of its responsibilities to one or more of its members.

ITEM 4. Finances.

SUBITEM 1. The Executive Council may establish reasonable annual dues for members. The period of membership shall be for one year following the date of original membership payment or renewal of membership payment. However, if a renewal payment is not made within one month after the renewal date, a new membership will be established based on the actual date of payment of dues.

SUBITEM 2. The Executive Council may charge fees for specific services or events sponsored by VanChaMasShe Neighborhood Association.

SUBITEM 3. Dues and donations will cover all general costs not otherwise specified by the Executive Council.

ITEM 7. Notice of the Annual General Membership Meeting. A written notice of the Annual General Membership Meeting will appear in the Newsletter and/or by other means to all members at least 14 days prior to the meeting. It will include a slate of candidates for open positions on the Executive Council, a request for further nominations for those positions, time and place of the meeting, and an agenda for the meeting.

ITEM 8. Notice of Other General Membership Meetings. A written notice of other general membership meetings will appear in the Newsletter and/or by other means to all members at least 14 days prior to the meeting. It will include the time and place of the meeting and the agenda for the meeting.

ITEM 9. Gifts and Grants. The Executive Council may accept gifts, grants or other donations to further VanChaMasShe Neighborhood Association's purposes.

ARTICLE 7 – OFFICERS

SECTION 1. President. The President shall preside at Executive Council meetings and at general membership meetings. When delay will result in substantial detriment to the purposes of VanChaMasShe Neighborhood Association, the President, after consultation with as many Executive Council members as practicable, may act for VanChaMasShe Neighborhood Association subject to

subsequent ratification, modification, or rescision by the Executive Council and/or the General Membership at the next meeting of each body.

SECTION 2. Vice-President. The primary duties of the Vice-President will be to preside over meetings of the Executive Council and the general membership in the event the President is unable to do so and, should the President's position become vacant, to assume the position of interim-President until a new President is elected. The Vice-president will also assume other duties as assigned.

SECTION 3. Secretary. The primary duties of the Secretary will be to record meeting minutes and maintain the VanChaMasShe Neighborhood Association's mailing lists.

SECTION 4. Treasurer. The primary duties of the Treasurer will be to collect funds, maintain bank accounts, and provide regular financial reports both to the Executive Council and the general membership.

SECTION 5. Communications Director. The Communications Director will be responsible for the VanChaMasShe Neighborhood Association's internal and external communication. Internal communication includes notices of upcoming meetings and events likely to have a significant impact on the neighborhood; external communication includes ensuring that the Association acts as an effective conduit for information flows between neighborhood residents and municipal agencies and other local civic groups and interested parties.

ARTICLE 8 – AVAILABILITY OF MEMBERSHIP LIST

SECTION 1. Association Use of Membership List. The membership mailing list (or labels) will be made available to VanChaMasShe Neighborhood Association's committee chairs for notifying members of VanChaMasShe Neighborhood Association events.

SECTION 2. Outside Use of Membership List. In the event that other groups or organizations request the mailing list (or labels), the person responsible for the mailing list will contact a majority of members of the Executive Council for approval and charge a reasonable fee.

SECTION 3. Opt-out Provision. Members may opt out of having their names on lists relative to Section 2 at any time.

ARTICLE 9 – AMENDMENT OF CHARTER

SECTION 1. Amendments. This Charter may be amended with the approval of the Executive Council, followed by a majority vote of the members present at two consecutive general membership meetings.

SECTION 2. Notice of proposed amendments. No amendment to this Charter may be made unless a notice reasonably likely to apprise all regular members of the specific nature of the proposal has been given at least 14 days prior to the meeting at which the proposal is to be acted upon.

ARTICLE 10 – DISSOLUTION

The Executive Council may dissolve VanChaMasShe Neighborhood Association and, after paying or providing for the payment of all of VanChaMasShe Neighborhood Association's liabilities, transfer its assets to any successor entity that is a non-profit entity and whose purposes are consistent with VanChaMasShe Neighborhood Association's purposes.

Adopted: November 16, 2006