



**West Meadowbrook Neighborhood Association Bylaws**  
Revised September 2021

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# **West Meadowbrook Neighborhood Association Bylaws**

(Revised September 2021)

### **Article 1: Name**

The Name of the organization shall be the West Meadowbrook Neighborhood Association, Inc. (hereinafter referred to as “WMNA” or “Association”). It shall be operated as a not-for-profit organization on a calendar year basis.

### **Article II: Purpose**

The purpose of this Association shall be to foster and promote the quality of life in the West Meadowbrook area; to assist and represent the members of this association in all pertinent matters regarding local, state, and federal government; to implement programs for the beautification and improvement of the physical and natural properties in the area; and to generate funds necessary to adequately finance these programs. The West Meadowbrook Neighborhood Association shall not directly or indirectly endorse any political candidate or party.

### **Article III: Geographical Area**

The area represented by WMNA is bounded by I-30 on the north, Union Pacific Railroad tracks on the south, Edgewood Terrace on the east, and Riverside Drive on the west.

### **Article IV: Membership**

#### **Section 1. Membership**

- **Regular Membership:** A member of the West Meadowbrook Neighborhood Association shall be any person over the age of eighteen that resides within the Association’s geographical area. To vote, a member must be current on annual dues. Each household has one (1) vote and the privilege of the floor and may also hold an office in the Association.
- **Business Membership:** A business member of the West Meadowbrook Neighborhood Association shall be any person over the age of 18, firm, or corporation operating a place of business within the Association’s geographical area. Non-residential property owners will be classified as a Business Member and shall have one (1) vote and the privilege of the floor and may also hold an office in the Association.
- **Honorary Membership:** An honorary member of the West Meadowbrook Neighborhood Association shall be any person, firm, or corporation who may or may not reside, own property, or operate a business within the Associations geographical area, but nevertheless, maintains an interest in the Association and its purposes. Honorary members shall have the privilege of the floor but have no voting privileges and cannot hold office.
- **A Member in Good Standing:** A member in good standing is defined as a member whose dues are current.

## **Article V: Office**

The principal office and the official mailing address of this Association shall be at such location within the City of Fort Worth as shall be determined by the Advisory Council.

## **Article VI: Officers**

### **Section 1. Officers**

Article VI: Officers

#### **Section 1. Officers**

The officers of this Association shall be President, Vice President, Secretary/Treasurer. In addition, there will be (3) elected as committee chairpersons. Two at large representatives shall serve as officers and be assigned to designated committees. The officers shall live in or own a business within the WMNA boundaries.

## **Article VIII: Advisory Council**

### **Section 1. Advisory Council Membership**

The Executive Committee plus (3) Committee Chairs and (2) at large members.

### **Section 2. Term of Office**

The officers of this Association shall be elected for a term of one (1) year. The term of office shall begin January 1<sup>st</sup> of the following year and end December 31<sup>st</sup> of the same year or until their successors are elected and/or installed. Any term served of greater than six (6) months shall constitute a full term for purposes of this section. No member may be elected or appointed for more than three (3) consecutive terms to serve in any one position. A person may serve their three (3) consecutive terms in one position and then serve three (3) consecutive terms in another position. This may continue indefinitely.

### **Section 3. Vacancies**

A vacancy in office for any reason shall be filled by the Advisory Council from the membership to serve for the remainder of the term of office and position which was vacated.

### **Section 4. Duties**

These officers shall perform the duties as prescribed by these by-laws.

## **Section 5. Elections**

Election of Officers shall be conducted during the November annual membership meeting. The election shall be by ballot unless there is only one candidate for any office, and then the vote may be taken by voice. A majority of the membership households or businesses in good standing, present and voting at the November annual meeting, shall elect all officers.

## **Section 6. Resignations**

Resignations may be tendered orally at any meeting of the Advisory Council or by written notice to the Secretary. The Secretary shall give written notice of resignation to the President who shall inform all other Officers.

## **Section 7. Removal from Office**

An officer of the Association shall be removed from office, for cause, by a (2/3) vote of the Advisory Council. Any member of the Advisory Council missing three (3) consecutive meetings or four in a calendar year, which are unexcused, shall consider their position vacant.

## **Section 8. Officer Position Descriptions**

### **President:**

The President shall: be the principal officer of the Association and shall be the sole spokesperson, unless otherwise designated by a majority of the Advisory Council, preside over all meetings of the Membership, Advisory Council and Executive Committee, appoint Annual and ad hoc Committee Chairpersons, announce the results of all elections and shall decide all parliamentary questions that arise, sign with the Secretary/Treasurer or any other officer designated by the Advisory Council any deed, authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated to another officer of the Association, perform other duties as prescribed by the Advisory Council, be an ex-officio member of all committees except the annual Nominating and Audit Committees,

### **Vice President:**

The Vice-President shall:

Act as special assistant to the President and represent the President and the Association whenever so designated, be empowered to sign any documents as authorized by the President and Advisory Council, be prepared to run any meeting that the President is unable to attend and responsible for reporting to President on activities of committees, be responsible along with Membership chair for programs.



### **Secretary/Treasurer**

The Secretary/Treasurer shall:

Keep minutes of all meetings, preserve in file all records of value. (Incorporation, 501c3, Franchise Tax Reports, etc.). Maintain a file of all sign-in sheets from each meeting. Keep copies of all newsletters. Keep copies of all grants applied for. Sign, along with the President, all contracts, and legal documents. In concert with the Membership Logistics Chair, maintain a current roster of membership with name, address, phone, and email. Maintain all correspondence. Pay all bills and distribute funds as authorized by the President and Advisory Council. Sign all checks with approval from executive committee and notification of advisory council. Keep itemized and complete records of all receipts (checks) and expenditures (bills) in a permanent file. Reconcile bank accounts; prepare a financial report of all income and expenses. Complete the Franchise tax report. Make deposits for organization. Perform other duties as requested by the President and Advisory Council.

### **Membership Logistics Chair**

Membership Logistics shall: maintain, in concert with the Secretary/Treasurer a current list of membership with address, phone numbers and email addresses, work at a sign-in desk during meetings, collect membership dues, record the payment and give to the Secretary/Treasurer for deposit, promote growth through new membership, receive new applications and any other work that may be necessary to continue the growth of the Association, act as hostess or host and welcome members, make sure new members are made welcome and the person holding the meeting knows who to introduce. May assign or select a Membership and Hospitality Committee for assistance. Give a monthly written report to the Advisory Council. Shall be responsible for membership programs, communications, and social media in cooperation with advisory council and committee members. This Committee chair position may recruit assistance from membership and advisory council as needed.

### **Neighborhood Engagement and Beautification Chair**

Neighborhood Engagement and Beautification shall: be responsible for monitoring other neighborhood associations, business group and Fort Worth League of Neighborhood meetings or any meetings that may be of interest to WMNA, social activities and/or special events or recognition (YOM, Sidewalk Celebration, National Night Out) the Members wish to have, and report each month to advisory council on activities. This committee chair position may recruit assistance from the membership or Advisory Council as needed.

### **City Affairs Committee Chair:**

City Affairs Chair shall: be responsible for monitoring what happens at City Council, Zoning, and Planning, the Board of Adjustment, and other City Boards and or commissions concerning the West Meadowbrook area and the eastside in general. Turn in a report to the Advisory Council each month. This committee chair position may recruit assistance from the membership or Advisory Council as needed.

### **At Large Members**

At Large Members shall serve as committee members and support the association by performing duties as assigned by advisory council. Two At Large members serve on the council.

## **Article VII: Executive Committee**

### **Section 1. Executive Committee Membership**

The President, Vice President, Secretary/ Treasurer shall constitute the Executive Committee of the Association.

### **Section 2. Duties**

The Executive Committee shall:

- Supervise the affairs of the Association in accordance with its stated purposes and policies.
- Shall prepare the agenda(s) for general, special and Advisory Council meetings. Any member in good standing may add an item to any agenda by submitting the item in writing to the Executive Committee at least seven (7) days in advance of any meeting indicating the purpose for the agenda item.
- Make recommendations to the general membership, Advisory Council, and committees, on matters before the Association.

## **Article VIII: Advisory Council**

### **Section 1. Advisory Council Membership**

The Executive Committee, plus the six (3) committee chairs shall constitute the Advisory Council. At large members will serve on committees and may attend board meetings.

### **Section 2. Immediate Past President**

The immediate Past President may remain a member of the Advisory Council with floor privileges and a vote, provided the past president is not elected to another position on the Advisory Council. The term of office for the immediate Past President shall be one year in this position.

### **Section 3. Management**

Affairs of this Association shall be managed by the Advisory Council.

### **Section 4. General Meetings of the Advisory Council**

Meetings may be called by the President or any three (3) members of the Advisory Council and shall be open to all members of the Association. Location of such meetings shall be designated by the President. Notification shall follow Article IX, Section 4 which requires seven (7) days advance notice to all members in good standing. Meetings shall be at a time and place reasonably convenient to a majority of the Advisory Council Members.

### **Section 5. Quorum**

A majority of the Advisory Council's number shall constitute a quorum for transaction of official business that comes before it.

### **Section 6: Contracts**

The Advisory Council may authorize any officer of this Association or any other agent by written authorization, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association.

### **Section 7: Checks, Drafts, Etc.**

Checks, Drafts, Etc. All checks, drafts, or orders for the payment of money, notes, or other indebtedness issued in the name of this Association shall be signed by the President and/or Secretary Treasurer of the Association with approval of the Executive Committee. Advisory Council note: Requires two advisory council member signatures on checks over \$500.

### **Section 8: Investments**

Any funds of this Association may be invested as permitted by law at the discretion of the Advisory Council.

### **Section 9: Gifts**

The Advisory Council may accept or refuse on behalf of this Association, any contribution, gift, bequest, or devise.

### **Section 10: Financial Obligations**

No financial obligations shall be incurred in the name of or on behalf of the Association except by means expressed in these bylaws or vote of the membership of the Association.

## **Article IX: Meetings**

### **Section 1. General Membership Meetings:**

The regular meeting(s) of this Association shall be held four times annually in January, May, August and October or as set by the Advisory Council. Advisory Council will meet monthly on the second Monday or as scheduled by governing council. The President of the Association, at his or her sole discretion, may cancel or postpone a regularly scheduled meeting because of inclement weather or any other condition which may pose danger to the Association's membership. The President may consult with members of the Advisory Council in making this decision.

### **Section 2. Annual Membership Meetings:**

The November "General" meeting shall be the annual meeting for the purpose of electing officers for the following year, and for submitting of annual reports for the current year to the membership.

### **Section 3. Special Meetings:**

Special meetings may be called by the President or any three (3) members of the Advisory Council stating the purpose for which the special meeting is being called. Notification in compliance with Section 4 of this Article and shall include an agenda for the special meeting. No business may be conducted at any special meeting that is not on said agenda, except as may be authorized by executing Article XIII of these bylaws.

### **Section 4. Notification**

Notice of any General, Special, Advisory Council or committee meeting of this Association shall be made to each Association member in good standing by the Advisory Council stating the time, date, place, and purpose of the meeting. Notification of General and Advisory Council meetings shall require seven (7) days advance notice to all members, and Special meetings shall require three (3) day notice. The notice shall be by mail, posted notices, telephone calls, electronic mail, yard signs or any other appropriate means of communication apt to reach a majority of the members.

### **Section 5. Participation:**

Any general, special, Executive Committee, Advisory Council, or committee meeting is open to any person who may wish to be heard regarding any item on the agenda. All actions and/or recommendations during the general, special or committee meetings shall be communicated to all affected parties.

**Section 6. Quorum:**

A quorum for any general or special meetings of the neighborhood association membership shall be the number of members in good standing who attend such meeting.

**Section 7. Proxy:**

The use of proxies shall not be permitted by the Association for any purpose.

**Article X: Annual Committees****Nominating Committee:**

A Nominating Committee composed of three Association members in good standing shall be appointed by the President no later than the September general meeting of the Association. The Nominating Committee shall place in nomination the names of candidates for office; other nominations may be made from the floor during the October general Membership meeting. A list of all nominations shall be furnished to the membership at least 14 days prior to the November annual meeting.

**Auditing Committee:**

An Auditing Committee composed of two (2) dues-paying members shall be appointed by the President at the November regular meeting. It shall be the duty of this committee to audit the Treasurer's accounts at the close of the year and to present a written report at the February meeting of the Association.

**Other Committees:**

Ad hoc and such other special committees may be appointed by the President, or the Advisory Council as deemed necessary to carry on the work of this Association.

**Article XI: Dues**

The annual dues, per year per household and/or per member of any status, shall be determined by the membership at the January general meeting. Any changes in dues shall become effective for the current year. Dues are payable each year in **January. New members joining after June 30 will be charged one-half the annual dues.** Annual dues for business members shall be an amount established by the Advisory Council.

## **Article XII: Rules of Procedure**

The rules contained in Roberts Rules of Order, Newly Revised, shall govern the WMNA in all cases to which they are applicable and in which they are not inconsistent with these by-laws and any special rules or order the Association may adopt.

## **Article XIII: Suspension of Rules**

Any article or section of these bylaws, by unanimous consent of the membership present at a General or Special meeting of the Association, may be suspended for not more than that one such meeting, except this Article, which may not be suspended.

## **Article XIV: Additional By-Laws and Amendments**

These bylaws may be amended by a majority vote of the membership present at a General meeting of the Neighborhood Association, provided at least a seven (7) day prior notice, stating the purpose and text of the proposed change(s) or addition(s) has been given to the membership in writing. These bylaws may not be amended or changed more often than once per calendar year. Members may also vote electronically if they cannot attend the meeting.