

**Amended March 8, 2016**

## **ARTICLE I – NAME**

The name of this organization is the Meadowbrook Community Council (herein also referred to as “the Council”)

## **ARTICLE II – BOUNDARIES**

The boundaries of the Meadowbrook Community Council area lie within the corporate limits of the City of Seattle, Washington, and are:

NORTH: ~~South Side of~~ NE 115th Street

SOUTH: ~~North Side of~~ NE 95th Street

EAST: ~~West Side of~~ Sand Point Way NE

WEST: ~~East Side of~~ Lake City Way NE

## **ARTICLE III – PURPOSES**

The purposes of the Meadowbrook Community Council are to:

**Section 1.** Promote, and provide a forum for, increased community spirit and unity.

**Section 2.** Define appropriate action on matters of concern to the community by providing a public forum for discussion of rights, stability, land use, development, transportation, capital improvements, public safety, social concern, and other timely issues.

**Section 3.** Enhance communication within the community and governmental bodies and agencies.

**Section 4.** Publicize, support, propose, or oppose any action, governmental or otherwise, that affects the community or its members, and inform appropriate entities of community concerns and preferences.

**Section 5.** Serve as the official voice for the community and cooperate with other community organizations to study and influence issues of mutual concern.

## **ARTICLE IV – MEMBERSHIP**

**Section 1.** **Initial** membership shall be open to:

- A licensed business having a physical presence within, or persons ~~over~~ the age 18 **or over** residing within, the Council boundaries.

- No person may vote in more than one capacity and businesses having one or more common owners are limited to one vote. Any member must be current on dues to be eligible to vote.
- New members can vote on published agenda items only, until the second meeting after they become members. There shall be no voting by proxy or absentee vote.

**Section 1a.** Continuing membership will be allowed for those who meet membership requirements in Section 1, but later move outside the Council boundaries after the time they have been members of the Council. Should there be a break in membership (when dues are not current), the Board of Directors may determine whether the member shall be authorized to continue (renew) their membership by majority approval by the Board.

**Section 2.** Voting membership shall also be open to one representative for each business, private or public organization, institution, or agency established within the Community Council area which is current on its dues.

**Section 3.** All interested persons are welcome to attend the Council's meetings.

**Section 4.** Neither ~~dues~~ donations or financial contributions of any kind to the Council shall be a prerequisite to general participation in meetings, other than the prerequisite of dues for voting, on the Council.

**Section 5.** Members shall be considered current in their dues if they have paid them within 12 months prior to any action upon which a vote of the membership of the Council is taken.

**Section 6.** Except for the limitations of Sections 1 through 5, Article IV, membership shall be unrestricted.

**Section 7.** The amount, rate and nature of dues shall be determined by a vote of the Council membership as needed from time to time.

## **Article V – BOARD OF DIRECTORS**

**Section 1.** The Council shall have a Board of Directors (herein also referred to as “the Board”) consisting of seven (7) members of the Council in good standing, including the four officers described in Article VI.

**Section 2.** The Council shall elect, by simple majority of a quorum (defined *infra*, Formatted Article VII), all members of the Board.

**Section 3.** The Board shall meet as often as it determines necessary to discuss the business of the Council, including the authorization of correspondence and the authorization [of] representation with public officials and private parties and at public meetings and other meetings of public bodies. The Board may include any guest or guests at its meetings.

**Section 4.** The Board shall keep minutes of its meetings and make such minutes available for inspection by all members of the Council. The Board shall report on its activities at each regular meeting of the Council.

**Section 5. OTHER AUTHORITY:** The Board may:

1. establish special committees to study and report on issues of concern for public discussion and action by the Board or the Council; and
2. authorize various surveys and questionnaires for the community to determine needs and issues.

**Section 6. BOARD ADDITION(S)/VACANCY:** The Board shall have the authority to appoint persons to be added to the board or to fill vacancies among members of the Board. The appointee shall be approved by the Board and shall serve until the next regular election.

## **ARTICLE VI – OFFICERS**

**Section 1.** The officers of the Meadowbrook Community Council shall be a President, a Vice-President, a Secretary, and a Treasurer. The Board, at its discretion may designate two persons to share the duties and obligations of a single office, which persons will be designated Co-Presidents, etc. The Board may also, at its discretion, designate a person to share the duties of a single office, such as Secretary, Treasurer, etc.

**Section 2. ELECTIONS:** The Council shall elect, by simple majority of a quorum (defined, infra, Article VI), the officers to serve until the election of their successor(s). Elections shall be called within the first quarter of the calendar year.

**Section 3. ELIGIBILITY:** Any Council member who is current on dues shall be eligible for office.

**Section 4. DUTIES OF THE OFFICERS:**

A. The President shall:

1. preside at all Council and Board meetings.

2. serve as chief executive, coordinating all programs and business of the ~~organization~~-Council.
  3. prepare and disseminate an agenda for each Council and Board meeting.
  4. unless otherwise directed by the Board, represent the Council before governmental entities as necessary, and make or direct communication of official Council positions on any issue. The President may assign the representation responsibility to the Vice-President or other members of the Board or other Council members as appropriate.
  5. call special meetings of the Council or the Board; and
  6. vote only in the case of a tie.
  7. vote on behalf of the Council in meetings of any organization of which the Council is a member.
- B. The Vice-President shall:
1. assume the duties of the President during the absence or disability of the President, and carry out such other duties as the President or majority of the Council direct; and
  2. serve as representative from the Meadowbrook Community Council to Lake City Neighborhood Alliance, Thornton Creek Alliance, and any other designated community organizations.
- C. The Secretary shall:
1. record the **draft** minutes of each meeting and **make** them available **to the President** one week prior to the next bi-monthly Council meeting.
  2. **promptly forward the approved minutes for posting on the Council's website.**
  3. **retain all authorized correspondence sent on behalf of the Council, which is not posted on the Council's website, but is received by the Secretary.**
- D. The Treasurer shall:
1. collect and maintain custody of all dues and any contributions to the Council;
  2. disburse Council funds as directed by the President or the Board;
  3. maintain an accurate record of the Council's finances and present a report at least annually to the Council;
  4. maintain a current record of voting membership and have same available at each meeting of the Council.

**Section 5. RECALL:** The Council may recall, for cause and only after five days written notification before the proposed action, any member of the Board or any elected or appointed officer by a two-thirds (2/3) majority vote of a quorum (as defined in Article VII, *infra*). Unexcused absences from three consecutive Council meetings shall constitute cause for purposes of this action.

**Section 6. OTHER AUTHORITY:** The officers may

1. establish special committees to study and report on issues of concern for public discussion and action by the council; and
2. authorize various surveys and questionnaires for the community to determine needs and issues.

**Section 7. VACANCY:** The Board shall have the authority to appoint persons to fill vacancies among the members of the Board or Officers. The appointee shall be **a Council member in good standing**, approved by a majority of the ~~officers~~ **Board**, and shall serve until the next regular election.

## ARTICLE VII – MEETINGS

**Section 1.** The Meadowbrook Community Council shall meet bi-monthly on the second Tuesday of the months of January, March, May, July, September and November, or more or less often as the Board or the Officers may determine to be necessary. If necessary, the President **with the consent of two (2) of** ~~the one of other three officers~~ Board of Directors may cancel a meeting of the Council or of the Board.

**Section 2.** The President may call special meetings of the Council, as needed, with the concurrence of **two (2) other members of** ~~other officers~~ the Board. Duly diligent efforts shall be made to timely notify all Council members of any such meeting.

**Section 3. QUORUM:** **Seven (7)** Council members eligible to vote shall constitute a quorum at any duly convened meeting. It shall take a simple majority vote of a quorum to pass a motion or to take a position to support, proposed, or opposed any action, unless otherwise stated in these bylaws (see Article VII, Section 6, *infra*). ~~Four (4) members of the Board of Directors shall constitute a quorum at any duly convened Board meeting.~~

**Section 4. OPEN MEETINGS:** All meetings of the Council shall be open to the public. Notice of Council meetings will be by announcements placed on

the Meadowbrook Community Council website and by group e-mail to all members that have provided an e-mail address, at least 5 days prior to the next meeting.

**Section 5. RULES OF ORDER:** The President of the meeting shall conduct it informally unless a majority votes to impose the rules contained in Robert's Rules of Order, Newly Revised, to the extent that they are not inconsistent with these bylaws.

**Section 6. WILL OF THE COUNCIL:** A motion for the purpose of representing the will of the Meadowbrook Community Council to any public or private agency or organization must be presented to the Council at least 5 days prior to the scheduled vote. All voting members of the council must be notified of the motion, including the full text of the motion. The motion may then be passed by a majority vote of all voting members present if a quorum is present. No prior notice of a motion need be given if a quorum is present and the motion passes by unanimous consent.

## **ARTICLE VIII – DISSOLUTION**

In the event the Meadowbrook Community Council can no longer operate due to lack of interest or active participation of the community, or if it can no longer fulfill its objectives, the Council shall have the authority, by vote of two-thirds majority vote, to dissolve. Any remaining assets shall be donated to charity nonprofit organizations selected by majority vote of the Council, except for special funds. Special funds are those given for specific purposes and the restriction must be passed to the recipient.

## **ARTICLE IX – BYLAW AMENDMENTS**

The bylaws may be amended after proposed amendments have been made available to voting members of the Council twenty (20) days before the scheduled meeting when such amendments are to be read. The bylaws may then be amended at the next meeting of the Council by two-thirds vote of the members present and voting if a quorum is present.

Adopted November 13, 1990

Amended January 12, 1993

Amended January 9, 1996

Amended February 10, 1998  
Amended, October 9, 2001  
Amended/Approved, 3/8/2016

DRAFT