West Boulevard Neighborhood Association

Bylaws

as Amended March 31, 2008*

ARTICLE I
Name

Section 1. The name of this organization shall be the West Boulevard Neighborhood Association, which has been incorporated under the South Dakota Nonprofit Corporation Act.

ARTICLE II
Purposes

Section 1. The purposes of this organization are to protect our neighborhood from commercial encroachment, to preserve and promote its integrity as a residential neighborhood, and to maintain the designated Historical District.

ARTICLE III
Membership

Section 1. Membership shall be open to all persons living within the West Boulevard area and shall also include any household or individual interested in the purposes of this organization.

Section 2. Membership dues are $10.00 a year or $25.00 for three years per household, in advance. Any senior citizen, age 65 or over, is an honorary member who need not pay dues but must renew membership each year.

ARTICLE IV
Officers

Section 1. The officers of this organization shall be a President, a Vice-President, a Secretary, and a Treasurer, to be elected during the month of March of each year by the general membership. All terms of office shall be one year commencing at the end of the annual meeting. All adult members of a household in good standing shall be eligible to vote.

Section 2. The President shall preside at all meetings of the organization and at all meetings of the Board of Directors. The President may, in the absence or disability of the Treasurer, sign or endorse checks or drafts. The President shall be, ex officio, a member of all committees except the Nominating Committee. The President shall have such usual

*Incorporated amendments are presented in **boldface.**

powers of supervision and management as may pertain to the office of the President and perform such other duties as may be designated by the Board.

Section 3. The Vice-President shall, in the absence, disability, resignation, or death of the President, possess all the powers and perform all of the duties of that office, until such time as the Board of Directors shall select one of its members to fill the vacancy. The Vice-President shall perform such others duties as the President and Board may designate.

Section 4. The Secretary shall keep minutes of all meetings of the general membership and of all meetings of the Board of Directors. The Secretary shall notify all officers and directors of their election. The Secretary shall sign, with the President, all contracts and other instrument when so authorized by the general membership and shall perform such other functions as may be incident to the office.

Section 5. The Treasurer shall collect and receive all moneys due. The Treasurer shall be the custodian of these moneys, shall deposit them in a bank designated by the Board of Directors, and shall disburse the same only upon the order of the Board or the general membership. The Treasurer shall present statements to the Board and general membership at their regular meetings.

ARTICLE V
Directors and Committees

Section 1. The Board of Directors shall consist of the four elected officers, **plus between three and five directors elected from the general membership**. The Board of Directors shall have full charge of the property and business of the organization, with full power and authority to manage and conduct the same, subject to the instructions of the general membership. The Board of Directors shall plan and direct the work necessary to carry out the programs as adopted by the general membership.

Section 2. There shall be two meetings of the Board of Directors each year, one to be held in February and one to be held in August. Special meetings of the Board of directors may be called as necessary.

Section 3. A majority of the members of the Board of Directors shall constitute a quorum.

Section 4. Any vacancy occurring in the Board of Directors by reason of resignation, death, or disqualification of any officer or elected member shall be filled by a majority vote of the remaining members of the Board of Directors subject to the approval of the general membership.

Section 5. The Board of Directors shall prepare an adequate operating budget for the year subject to the approval of the general membership.

Section 6. There shall be a Membership Committee appointed by the Board of Directors.

Section 7. The Board of Directors shall also create and designate such other committees as it may deem necessary.

ARTICLE VI
Meetings

Section 1. There shall be an annual meeting of the general membership during the month of March for the purpose of conducting an election of officers and members of the Board of Directors and conducting such other business as needed.

Section 2. The time, place and frequency of other meetings of the general membership shall be determined by the general membership.

ARTICLE VII
Nominations and Elections

Section 1. A Nominating Committee shall be appointed by the general membership in January of each year for the nomination of officers and members of the Board of Directors to be elected in March. The committee shall consist of five members, two from the Board of Directors who are not sitting officers and three from the general membership. Committee members shall not be from the same family and must be members in good standing.

Section 2. The report of the Nominating Committee of its nominations for officers and members of the Board of Directors shall be sent to all members 20 days before the date of the election. At the March meeting, the Nominating Committee shall present its report to the general membership and immediately thereafter nominations may be made from the floor by any voting member provided the consent of the nominee shall have been secured.

Section 3. A majority vote of those members in good standing present at the meeting of the general membership shall constitute an election of the Officers and Members of the Board of Directors.

ARTICLE VIII
Amendments

Section 1. These Bylaws may be amended by a two-thirds vote of the members present at a meeting of the general membership provided that the proposed amendments have been submitted in writing to the membership one month in advance.