



## OFFICE OF VICE MAYOR CHAPPIE JONES

### District 1, City of San José

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#### SAMPLE – WORKING DRAFT BYLAWS

Bylaws are the rules to be followed by members of an organization. They describe your community purpose. They also specify when meetings are held, how they are called, and how the officers are elected. Bylaws clarify such issues as who is a voting member of the organization and the process for taking a vote.

Many neighborhood associations are able to quickly adapt the bylaws of another similar organization to meet the needs of their own organization. Following is an example of bylaws currently used by a local neighborhood organization. If your group seeks advice regarding how to write bylaws or whether they are even necessary, consult with one of the more established neighborhood groups or visit the Nonprofit Development Center.

Following is an example of bylaws:  
XYZ NEIGHBORHOOD ASSOCIATION

#### **Bylaws**

##### **Article 1 - Name**

The name of this Association shall be XYZ Neighborhood Association, which is located in the City of San Jose, County of Santa Clara, State of California.

##### **Article 2 - Purpose**

The purpose of this Association shall be to provide a vehicle for the desires of the people within the XYZ neighborhood including: schools, traffic, zoning, recreation, and environment reservation. The Association shall serve as a based for communication within this community.

##### **Article 3 – Goals**

Each neighborhood should determine the goals as per the needs reflective of their neighborhood. Some sample ideas:

1. Promote community involvement and participation in services, function, and meetings.
2. To establish and maintain an adequate line of communication between the City of San José and the residents of the community.

##### **Article 3 – Goals – continued**



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3. To provide a community voice to advise City officials, staff, school personnel, and the community at large about implementation of serviced, community needs, events, and concerns, AND to help determine viable solutions.
4. To recruit volunteers and sponsors to aid in the enhancement of services provided.
5. To provide a vehicle for the generation of revenues through fundraising activities for the purpose of supporting the enhancement of the quality of life in the area.

#### **Article 4 – Membership**

Section 1. – Eligibility: Any person who subscribes to the goals and aims of the Association and resides in the XYZ neighborhood shall be eligible for membership.

Section 2. - Voting: Each member shall have the right to cast one vote. In the case of family members, both husband and wife are entitled to one vote each.

Section 3. - Voting Member: A voting member must attend at least two (2) consecutive meetings and not miss two (2) consecutive unexcused meetings to remain eligible to vote.

Section 4. - Association Meetings: The Association shall meet at least once a month on the second Tuesday of each month. The December meeting shall be held for the election of officers. Minutes must be taken at each Association meeting. Copies of the pervious minutes are to be provided at the following meeting. A record of how every Board member votes at the Association meeting must be kept.

Section 5. - Special Meetings: Special Meetings may be called by the order of the Board of Officers or the President. Seven (7) days' notice shall be given for such meetings.

Section 6. - Voting Method: Voting may be done through a show of hands or verbal forum for regular agenda items. However, when voting for officers or other action items, members may use secret ballot. Voting on such items may also be conducted by mail in any manner that the board shall determine.

#### **Article 5 - Board of Officers**

Section 1. Composition: The Board of Officers shall consist of four (4) members of the Association. Officers of this Association shall be: President, Vice President, Secretary, and Treasurer.



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Section 2. - Term of Office: The term of office shall be for one (1) year. No officer may hold the same position for more than two (2) consecutive terms.

Section 3. - Vacancies: A vacancy on the Board of Officers shall be filled by a substitute for the remaining period until the next annual election. The substitute should be voted in as soon as the Association knows a vacancy.

Section 4. - Powers and Duties: The Board of Officers shall:

- a. Be responsible for conduct and management of the Association;
- b. Supervise preparation and maintenance of the procedures and guidelines for the Association and its activities;
- c. Appoint ad hoc committees as needed; and
- d. Budget and approve all expenditures.

Section 5. - Meetings: The Board shall meet at least four (4) times annually at times designated by the board. The President may call special meetings at any time and shall call a Special meeting upon telephone request of three (3) members. In either case, three (3) days' notice shall be given.

Section 6. - Quorum: Roll call must be taken at each Association meeting in order to establish a quorum. The quorum for Board meetings shall be a simple majority of its members. OR The quorum for the Association meetings shall be fifty (50) percent of the Board vote plus a majority of the Association vote.

Section 7 – Minutes: Minutes must be kept at each meeting. Copies of the previous minutes are to be provided at the following meeting. A record of how every Board member votes must be kept.

#### **Article 5 - Board of Officers – continued**

Section 8. - Future Projects: A project is submitted at the Association meeting. If the Board and members of the Association approve the project, then a chairperson is selected to organize the project. This chairperson is not to be an existing Board member. At the next Association meeting, the chairperson will be carried out and the date or dates of the project said. The board and the Association members will vote on the project as proposed by the chairperson. If approved, then said project to proceed as proposed by chairperson (process takes two to three months).

Once the Association starts functioning smoothly and projects are proposed, then the process of the approval may be speeded up.



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If all Board members vote “no” on a proposed project, then said project goes into a dead file. Board members do not want to be responsible for projects they have voted “no” on because of the “deep pocket laws”.

Section 9. Forum Meetings: The Forum meeting is comprised of non-members, Association members, and Board Officers. Meetings are held quarterly at times designated by the Board. The Board is responsible for the Quarterly Forum meetings and a Quarterly Newsletter.

#### **Article 6 - Officers’ Duties** (These are basic duties; can be expanded)

Section 1. - President: The president shall coordinate all Association activities, preside at meetings of the Association and the Board, and shall have the general powers of supervision and management of the Association as pertain to the office and such duties as may be designated by the Board.

Section 2. - Vice President: The vice president shall assume the duties of the President in the officer’s absence and shall be responsible for editing the newsletter and shall be in chair of maintaining up-to-date records of members.

Section 3. – Secretary: The secretary shall keep minutes of the Association meetings and Board meetings and Forum meetings. Shall be responsible for notification of Association meetings and Board meeting and Forum meetings. The Secretary has the responsibility of correspondence at the direction of the President.

Section 4. - Treasurer: The Treasurer shall be custodian of the Association funds and shall supervise the handling of funds of any enterprises of the Association. The Treasurer shall assure the keeping of proper financial records and report regularly to the members and the Board; pay budgeted requests as directed by the board.

#### **Article 7 - Dissolution of Assets**

The property of this association is irrevocably dedicated to community education, prevention, intervention, preservation, maintenance, and enhancement. No part of the Association income shall ever inure to the benefit of any Director, officer, or member. Upon dissolution or winding up of the Association, it’s assets remaining after payment of its debts and liabilities, shall be distributed to a nonprofit fund, a foundation, community group, or a corporation organized exclusively for the purposes and goals established by the Association. Assets may also become property of the City of San Jose should the organization be dissolved.