

RIVERSIDE-NORMAL CITY NEIGHBORHOOD ASSOCIATION, INCORPORATED

The following By-Laws shall govern the Riverside-Normal City Neighborhood Association, Inc. in the conduct of its business.

ARTICLE I Meetings of Members:

- A. At least two (2) meetings of the members, including the annual meeting, shall be held each year, at times and places designated by the Board of Directors.
1. Annual Meeting: The annual meeting of members, for the purpose of electing directors and officers, shall be held in the month of November of each year. In 1976, when the meeting shall be held in November, the officers so elected shall take office following their election. Thereafter, officers shall take office on January 1 following their election.
 2. Special Meetings: Either the Board of Directors, the President or any ten (10) members may call a special meeting of the members by fixing a time and place for such meeting, requesting the Secretary give notice thereof in the manner provided for in Section B.
- B. Notice of Meetings:
A written notice, stating the place, day and hour of the meeting, and including any special business to be transacted at such meeting (including any proposed amendment to the Articles of Incorporation to be voted upon) shall be delivered or mailed or transmitted electronically or digitally by the Secretary to each member of the corporation at least ten (10) days before the date of the meeting.
- C. Election of Officers and Directors:
The president shall appoint a Nominating Committee of not less than four (4) active members for the purpose of nominating Directors and Officers to be elected at the Annual Meeting. The Nominating Committee shall submit its nominees to the Secretary ten (10) days before the Annual Meeting in each year. Additional nominations may also be submitted from the floor by any three (3) members.
- D. Voting and Quorum:
Every active member of the Corporation shall be entitled to one vote for each household member attending, but in no case shall be entitled to more than two (2) votes per household at the annual meeting or any special meeting upon any matter which may require a decision through voting. A quorum shall consist of those members of the Corporation present at any such meeting. Matters of proper procedure at such meetings shall be referred to the decision of a parliamentarian appointed by the President for such purpose.

ARTICLE II. Board of Directors

- A. Composition:
The Board of Directors shall consist of nine (9) members and shall include, in addition to the Officers of the Corporation, at least five (5) other members. In addition to owner occupants, the Association should strive to have at least one board member who is a renter and one who is the owner of rental property.
- B. Length of Office:
Officer Directors shall serve for terms of one (1) year or until their successors are elected. The other Directors shall be elected for staggered terms of two (2) years. At the November, 1976 meeting, four (4) Directors will be elected for one (1) year terms and four (4) Directors for two (2) year terms. At the

November, 2016 meeting, two (2) Directors will be elected for one (1) year terms and three (3) Directors for two (2) year terms.

C. Meetings:

The Board shall hold regular meetings at least quarterly at such times as it may designate and upon the call of the President or any three (3) Directors. Special meetings may be held as necessary. Notice of all meetings shall be given by mail or telephone or electronically/digitally at least three (3) days prior to the time designated.

D. Vacancy and Removal:

A majority of the Board shall have the power to fill the vacancy created by the resignation or inability to serve of any Director by appointment to serve until the next Annual Meeting. In the event of willful misconduct adversely reflecting upon the Corporation, any Director may be removed by vote of three-fourths of the total Board of Directors.

E. Duties:

The Board of Directors shall manage the affairs of the Corporation, carrying out to the best of their ability any policies adopted by the members and shall be authorized to undertake any action consistent both with the general purposes of the Corporation and within its financial ability which has not been specifically disapproved by the members. All major activities of Directors shall be reported to the next regular meeting of the Corporation.

F. Quorum:

At any meeting of the Board of Directors, quorum shall be one more than half the number serving on the board. Members must be present in person and proxy votes are not permitted.

ARTICLE III. Officers

The Officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer, to be elected annually by the membership at its Annual Meeting. The Board of Directors may establish and designate such assistants to any of the above officers or to the Directors as may be required from time to time.

A. Qualifications:

Each elected officer shall be an active member of the Corporation.

B. Vacancies and Removal:

An officer may be removed by a two-thirds majority vote of the active members present and voting at any membership meeting duly called for such purpose or, in the case of willful misconduct adversely reflecting upon the Corporation, by vote of two-thirds of the total membership of the Board of Directors. Whenever any vacancy shall occur, it shall be filled by the Board of Directors until the next meeting of members of the Corporation, when a successor shall be elected for the unexpired term of such office.

C. President:

The President shall preside at all meetings of the Corporation and its Board of Directors. He or she shall be an ex-officio member of all committees and perform such duties as usually pertain to said office or as may be prescribed from time to time by the Board of Directors of the Corporation.

D. Vice President:

The Vice President shall perform all duties of the President and shall have all the powers of that office in the absence of the President. Such Vice President shall have additional duties as may be prescribed from time to time by the Board of Directors of the Corporation or by the President.

E. Treasurer:

The Treasurer shall keep the funds of the Corporation; shall collect the dues; shall, together with another officer, sign all checks of the Corporation; shall report at the regular meetings of the Board of Directors and shall deliver an accounting of the Corporation's financial status at the Annual Meeting.

F. Secretary:

The Secretary shall maintain the records of the Corporation; shall keep minutes of all meetings of the members and of the Board of Directors and shall prepare and deliver notices.

G. Executive Committee:

The Executive Committee shall consist of the aforementioned officers. The Executive Committee will meet at the call of the President or of two other members of the Committee; the Executive Committee shall be vested with the powers of the Board of Directors during the intervals when the Board is not in session. All actions of the Executive Committee shall be reported to the Board of Directors.

ARTICLE IV. Duties of Active Members

Active members shall pay dues for each calendar year. Dues for the various classes of membership are as follows:

- A. Regular membership \$10.00 (Individual household membership)

ARTICLE V. Amendment

These By-Laws may be amended by two thirds majority vote of the Board of Directors present at any meeting of the Board of Directors. Proposed changes must be presented in writing to all members of the Board of Directors at least ten days prior to such meeting.