BYLAWS OF THE BRIDLEMILE NEIGHBORHOOD ASSOCIATION

ARTICLE 1: NAME AND PURPOSE

Section 1 **Name:** The name of the organization shall be the Bridlemile Neighborhood Association (BNA).

Section 2 **Purpose:** The purposes for which BNA is organized are:

a. To enhance the livability of the area by establishing and maintaining a facility and resource for education, research, communication, and liaison between and among the residents of the neighborhood, government agencies, private entities, and other neighborhoods;

b. To provide an open process by which all residents of the neighborhood may involve themselves in the affairs of the neighborhood;

c. To do and perform all of the activities related to said purposes, to have and enjoy all of the powers granted and engage in any lawful activity for which corporations may be organized under ORS Chapter 65, as presently enacted and as may be amended in the future;

d. To be organized exclusively for educational, scientific and charitable purposes;

e. Notwithstanding any statement of purpose or powers aforesaid, this association shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its specific and primary purpose.

ARTICLE II: MEMBERSHIP AND DUES

Section 1 **Membership Qualification:** Membership in BNA shall be open to the following persons: Any person who lives or owns any real property within the boundaries of BNA; any business licensee or private nonprofit organization if the business activities take place within the boundaries of BNA.

Section 2 **Membership Voting:** All persons and entities meeting the membership qualifications and signing the attendance sheet at a membership meeting shall have one vote each to be cast during attendance at any general or special meeting.

Section 3 **Dues:** Charging of dues or membership fees shall not be made; however, voluntary contributions will be accepted. Activities to raise funds for BNA purposes and use may be held.

ARTICLE III: MEMBERSHIP MEETINGS

Section 1 **General meetings:** General meetings of the membership shall be convened monthly, unless decided otherwise by the majority vote of the Board of Directors. Notice of a general meeting shall be given by public notice. "Active member" is defined for the purposes of these bylaws as one who attended at least one of the last two general or special meetings of the membership.

Section 2 **Emergency Meetings:** Emergency meetings of the membership or the Board of Directors may be called by the Board of Directors as deemed necessary. Notification and the purpose(s) of the meeting shall require at least 24 hours notice. The agenda must describe the emergency. No other business may be discussed or acted on at an emergency meeting.

Section 3 **Agenda:** The Board of Directors shall approve the agenda for general and emergency meetings of the membership. Any member may add an item to the agenda by submitting the item to the Board of Directors at least two (2) days in advance of the meeting. Any member of BNA may make a motion at a meeting to add an item to the agenda. Adoption of that motion requires a second and majority vote.

Section 4 **Quorum:** A quorum for any membership meeting shall be half of the board plus one member if there is an even number of board members and half of the the board rounded up to the next highest number if there is an odd number of the board members.

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Section 5 **Participation:** Any general, emergency, board or committee meeting is open to any person and all who wish to be heard; provided, however, the presiding body at the meeting (the Board of Directors at general and emergency membership meetings and its own meetings, and the committee chair at committee meetings) may adopt by majority vote reasonable procedures to ensure the equal right of those persons in attendance to participate and the timely completion of business of the meeting. Only those eligible for membership and who have signed the attendance sheet shall be entitled to vote on any question.

Section 6 **Procedures:** The BNA shall follow *Robert's Rules of Order (Revised)* in all areas not covered by the bylaws; however, the presiding officer with the memberships approval may suspend *Robert's Rules* in the interest of facilitation of the business meeting, and the quorum at the meeting may vote at any time to reinstate *Robert's Rules.*

ARTICLE IV: BOARD OF DIRECTORS

Section 1 **Membership of the Board:** The membership of the board shall consist of the committee chairpersons. There shall be at least three members on the board. The association is administered by the Board of Directors.

a. **Committee Chairpersons**: Chairpersons of committees shall inform the board and the association of all activities of their respective committees, keeping minutes and/or reports of same.
b. **Meeting Chairs:** The responsibility of presiding over neighborhood association meetings shall be rotated among board members.

Section 2 **Terms of Office:** Each director/chairperson shall hold office for a term of one (1) year for which he/she is approved by a quorum of the board, and until his/her successor shall have been approved to take office. A director who is approved shall serve the remainder of the unexpired term and until his/her successor shall have been appointed to take office.

Section 3 **Eligibility for Board Service:** Only persons eligible for BNA membership shall be qualified to hold appointed positions on the Board of Directors.

Section 4 **Duties:** The affairs of BNA shall be managed by the board in the interim between general meetings. The board shall be accountable to the membership; shall seek the views of those affected by any proposed policies or reactions before adopting any recommendations on the behalf of BNA; and shall comply with these bylaws.

Section 5 **Committees:** The board may establish both standing and ad hoc committees as it deems necessary. Committees shall make recommendations to the board for board action, and shall have the power to act on behalf of BNA without specific authorization from the board for matters under their jurisdiction and are subject to the authority of the board.

Section 6 **Approval/Removal:** A quorum of the board must interview and approve any new chairperson before that chairperson can act as chairperson of the committee or member of the board. If a chairperson has violated the letter or the spirit of these bylaws a quorum of the board members may remove that person from their position of chairperson and by definition from the board. If no volunteer replacement on that committee is available to become chairperson a quorum of the board will be required to act on any matter that the chairperson might have normally acted upon on his/her own (per Section 5 above).

ARTICLE V: GRIEVANCE PROCEDURES

Section 1 **Grievances:** Violations of the Bylaws or ONI Standards can be brought before the Board as grievances.

Section 2 **Complaint Receipt**: The grievant has 45 days from the date of the alleged violation to submit the grievance to the board.

Section 3 **Final Resolution:** No later than 60 days after the meeting with the grievant, the board shall take final action on the complaint. A written report shall be made of the action taken.

ARTICLE VI: BOUNDARIES

Section 1 **Boundaries:** Boundaries of BNA shall be defined as follows:

That portion of Southwest section of Portland, Oregon, beginning at the intersection of SW Dosch Road and SW Patton Road; the south along SW Dosch Road to Beaverton-Hillsdale Hwy., excluding, however, all properties on SW Dosch Road and on SW Flower terrace, those residents would belong to Hillsdale NA) then west along Beaverton-Hillsdale Hwy. To the county boundary; then clockwise around the property within the city limits of Portland that is just to the west of the county line and just north of Beaverton-Hillsdale Hwy., and back to the county line; then north on the county line to SW Hamilton Street; then west on SW Hamilton Street to SW Scholls Ferry Road; then north on SW Scholls Ferry Road to SW Patton Road; then east on Patton to SW 48th Ave., then north on SW 48th Ave. and along the south and east line of tax lot 33 (a 1.61 acre tract) to SW Hewitt Blvd.; then east on SW Hewitt Blvd. to SW Patton Road; then east on SW Patton Road to the point of beginning.

ARTICLE VII: PUBLIC MEETINGS/PUBLIC RECORDS

Section 1 **Compliance:** BNA shall abide by the ONI Standard regarding public records. Official action(s) taken by BNA must be on record or part of the minutes of each meeting. The minutes shall include a record of attendance, all actions including motions, proposals and resolutions and their dispositions and results of all votes taken, and a summary of all minority opinions on which a vote is taken.

ARTICLE VIII: NON-DISCRIMINATION

Section 1 **Nondiscrimination:** BNA shall not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, legal citizenship, national origin, income, or political affiliation in any of its policies, recommendations or actions.

Section 2 **Amendment of bylaws:** All amendments to these bylaws must be proposed in writing. Written, telephonic and public notice of proposal to amend the bylaws, including a summary of the proposal and specifying the date, time, and place for consideration, must be provided at least seven (7) days before voting in the manner provided in these bylaws for notice of a general membership meeting. Prior to the meeting, copies of the proposed amendment shall be made available upon request. Adoption and amendments to these bylaws are available upon request. Adoption and amendments to these bylaws shall be by a two-thirds (2/3) vote by the members present at a membership meeting.

It is hereby certified that the above and foregoing bylaws of the Bridlemile Neighborhood Association were duly adopted by membership at the meeting of the membership held on the __12th____ day of ___April___, 2006.

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The Board of Directors of the Bridlemile Neighborhood Association