

PROEBSTEL NEIGHBORHOOD ASSOCIATION BYLAWS

ARTICLE 1 - ORGANIZATION NAME

The name of this association shall be Proebstel Neighborhood Association (PNA), and may also be referred to as the Proebstel Neighborhood Association of Clark County, Washington.

ARTICLE 2 – PURPOSE

The Proebstel Neighborhood Association is established by the residents in order to unite the common interests and promote the welfare of the neighborhood and its residents.

The purposes of this organization are:

- a) To address community issues within our boundaries;
- b) To form a greater sense of community among residents;
- c) To generate a unified voice in local government issues;
- d) To create a sense of neighborhood ownership for all persons residing within the boundaries;
- e) To organize social and community enhancement events to bring the neighborhood together.

ARTICLE 3 - BOUNDARIES

NORTH: 164th Street to Skamania County Line
EAST: Skamania County Line
SOUTH: NE Goodwin, 242nd Avenue, 44th Street to 292nd Avenue, 28th Street (including both sides of Stauffer Road) to Skamania County Line
WEST: Fribert Strunk Street, 28th Street, Lacamas Creek, Fourth Plain, 182nd Avenue, 95th Street, 212th Avenue

ARTICLE 4 - MEMBERSHIP

The membership of this Association is open to all persons that reside or operate businesses within the boundaries.

This includes home and property owners, residents that rent/lease their homes or apartments, managers of multiple-family dwellings, and one representative of non-profit and profit organizations within the boundaries of this neighborhood association.

ARTICLE 5 – OFFICIAL RECOGNITION

The Proebstel Neighborhood Association (PNA) is recognized by Clark County’s government, but is not affiliated with, or a department within, Clark County government. The Clark County Neighborhood Outreach Office entitles the association to specific benefits and thus places certain requirements, limitations, and restrictions on the association and its bylaws. Because neighborhood associations are recognized by and receive limited taxpayer funded services from Clark County, neighborhood associations are subject to Washington state laws and regulations concerning lobbying.

The Proebstel Neighborhood Association (PNA) is affiliated with the Neighborhood Association of Clark County (NACCC).

ARTICLE 6 – DUES/FUNDING

In compliance with Clark County rules, no dues will be charged to members. Voluntary contributions, contracts, grants, subscriptions, or fund-raising activities may be used by the association as needed.

The association Officers have the authority to approve expenditure of funds by a majority vote, and accounting and reporting of all funds shall be recorded and reported by the Secretary/Treasurer. Any recurring funds needed to maintain the operation of the association, such as but not limited to: fees to the Secretary of State, printing of election or meeting materials, or maintenance of records, shall be deemed approved.

In the event that the association goes inactive, any remaining funds in the treasury shall be donated to a local non-profit agency to be determined by majority vote of the membership.

ARTICLE 7 - MEETINGS

- Section 1. Association meetings shall be scheduled by the Board at least two times per year. The association must meet at least once per year to remain active and to be officially recognized in Clark County's neighborhood outreach program. Regular meetings require at least a five (5) day notice by email to those members who have provided it.
- Section 2. Special association meetings shall be called by the Board as deemed necessary and members will be notified. Special meetings require at least a 24-hour email notice.
- Section 3. Association meeting agendas will include:
- Call to Order
 - Officers' Reports
 - Guest Speakers (or other relevant neighborhood information of interest)
 - Old Business/New Business
 - Good of the Order
 - Motion to Adjourn
- Section 4. Motions made and seconded at association meetings shall be voted on by members present (in-person or online). Voting shall be done by a show of hands and approval shall be by a majority vote.
- Section 5. The Quorum for an association meeting shall be those members present, so long as notice has been duly given.

ARTICLE 8 – OFFICERS: BOARD

- Section 1. The Board shall consist of at least three officers, but not more than 7 members total: President, Vice President and Secretary/Treasurer.
- Section 2. The above officers shall preside over all meetings, planning sessions and activities of the neighborhood association.
- Section 3. The officers may choose to appoint more members as needed to lead large or special volunteer projects.

Section 4. Members of the Board will include the officers and the committee chairpersons.

Section 5. Eligibility and Standards of Conduct:

1) All officers must reside within the boundaries of the neighborhood as defined in Article 3.

2) The Association's Board actively volunteers and hosts neighborhood events throughout Clark County and will abide by all applicable laws and regulations while representing the Association.

ARTICLE 9 – OFFICERS DUTIES

Section 1. President:

1) The President shall generally supervise the business and affairs of the association. They shall preside over all association and board meetings.

2) Should the board consist of an even number of members, the President shall be a non-voting board member.

3) They may represent the association at other meetings in the community as needed.

4) They shall act as the contact person for members via mail, email at proebstel.na2@gmail.com, phone or direct personal contact.

5) The President shall maintain all original and copies of official paperwork/documents pertaining to the business and affairs of the association with copies provided to the Secretary/Treasurer for association records.

6) The President shall assign the duty and oversee the publication of the association's newsletter and maintain copies of them.

7) The President, along with the board-at-large shall safeguard the privacy of the membership.

8) The President shall be a signer on the association's checking account.

Section 2. Vice-President:

1) The Vice-President shall assist the President when necessary, by attending meetings or other community events on behalf of the association.

2) The Vice-President performs the duties of the President in the event the President is unable to fulfill his/her responsibilities.

3) The Vice-President shall be a signer on the association's checking account.

Section 3. Secretary/Treasurer: These duties may be combined and assigned to one person, or split between two individuals.

a. Secretary:

1) The Secretary shall take notes of all association and board meetings.

Association meeting notes dating back 6 months or older shall be made available upon written request to the association Secretary. Notes from the last association meeting shall be available for viewing at the next association meeting with copies available upon written request.

2) The Secretary shall be responsible for keeping accurate records of all Association business, including but not limited to, all meeting notes, meeting notices, correspondence, copies of financial report, copies of up-to-date bylaws, articles of incorporation paperwork, copies of all newsletter, and any other historical documents pertaining to the ongoing business of the association.

b. Treasurer:

1) The Treasurer shall be the custodian of all funds of the association checking account.

- 2) The Treasurer will prepare accurate and timely financial reports to be presented at every association meeting and provide a copy to the Secretary for inclusion in the meeting notes.
- 3) The Treasurer shall submit all account information to an Audit Committee each year prior to Board elections.
- 4) The Treasurer shall keep accurate accounts of all income and expenditures of the association and provide a monthly bank statement to the President. The Treasurer shall prepare each check of the association which shall require two signatures. The Treasurer shall be a signer on the checking account. Three authorized signatures shall be maintained on the association's checking account.

Section 4.

Board as a whole shall:

- 1) execute a duty of loyalty to safeguard the privacy of the membership;
- 2) appoint members and establish committees to perform necessary functions and represent the association;
- 3) make appointment(s) to fill any vacancy on the Board until the next association meeting where members will vote on the appointee;
- 4) shall make informed decisions regarding association issues and/or events for the good of the association when impractical to present such information to the membership in a timely manner. All such actions shall be reported to members at the next Association meeting; and
- 5) all Board meetings shall have a quorum of half the Board members plus one.

Section 5.

As the President, Vice-President, Secretary, Treasurer leave their position, all official paperwork/documents shall be passed on to their successors. Changes to the bank account should be made as soon as possible after the new officer(s) are elected and reinstated.

ARTICLE 10 – ELECTIONS

Section 1. Nominations and Elections for Board members shall take place at the first Association meeting of the calendar year.

Section 2. Candidates interested in an elected Board position should submit in writing their name and brief candidate statement to the President by December 1st to be included in the slate of candidates presented to membership. Announcement of the slate of candidates to appear on the ballot for election to the Board shall be published in the Association newsletter, mailed prior to the first calendar year Association meeting. Nominations will also be accepted from the floor at the elections meeting.

Section 3. Candidate eligibility: Candidates must have attended at least two previous association meetings within the prior 18 months, not including the election meeting. Verification of attendance is per attendance sign-in sheets passed at each Association meeting.

Section 4. Voting Privileges: One vote shall be allowed for each member. Proxy votes are not allowed.

Section 5. Voting: To be by written ballot in person only. An affirmative vote on ballots cast by a majority of those members in attendance at a general Association meeting shall be required for election.

Section 6. Terms of Office: Board members shall serve for two years or until he/she resigns or is removed by a vote of the officers or the membership in accordance with Article 11. There is no limitation on the number of terms of office any person may serve.

Section 7. The new Board members shall assume office at the close of the Association election meeting.

ARTICLE 11 – REMOVALS AND VACANCIES

Section 1. Any Board member may resign their office at any time. Such resignation shall be declared in writing and will take effect upon acceptance by the Board, President or Vice-President.

Section 2. The Board may declare the seat of any elected or selected Board member vacant if that member is absent from three consecutive Board meetings without cause deemed sufficient by the Board.

Section 3. Noncompliance of Article 8, Section 5 (Eligibility) is cause for immediate removal from the Board. Board member will be notified by mail that they are no longer a member of the Board. Board shall then fill vacancy in accordance with Article 9, Section 5.

Section 4. In the event of a vacancy, the Board shall fill the vacancy by appointment and the appointed officer will serve until the election at the next annual meeting.

ARTICLE 12 - PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised will guide the PNA in cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the PNA may adopt.

ARTICLE 13 - AMENDMENTS TO THE BYLAWS

These bylaws may be amended or revised by an affirmative vote by a majority of members in attendance at an Association meeting, so long as notice of proposed changes are published with the call to meeting. The Board has the authority to correct any scrivener's errors that do not change the intent of the bylaws.

These bylaws are the standard by which the Association conducts itself and its business and were adopted by the Association Board after a majority vote of acceptance by the Association membership on May 3, 2023.