**HERITAGE NEIGHBORHOOD ASSOCIATION BYLAWS**

ARTICLE 1 - ORGANIZATION NAME

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

ARTICLE 2 – PURPOSE

The Heritage Neighborhood Association is established by the residents, within the boundaries set by Clark County, in order to unite the common interests and promote the welfare of the neighborhood and its residents and businesses.

The purposes of this organization are:

1. To address community issues within our boundaries;
2. To form a greater sense of community among residents;
3. To generate a unified voice in local government regarding local issues;
4. To create a sense of neighborhood ownership for all persons residing within the boundaries;
5. To organize social and community enhancement events to bring the neighborhood residents together.

ARTICLE 3 – BOUNDARIES

Heritage Neighborhood Association's officially recognized boundaries as defined in consultation with Clark County are:

NORTH: NE 119th Street to NE 172nd Avenue to NE Ward Road to NE 182nd Avenue

EAST: NE 182nd Avenue to NE 99th Street, then north on NE 172nd Avenue

SOUTH: City boundary (Burnt Bridge Creek) Fourth Plain Boulevard

WEST: NE Ward Road, NE 152nd Avenue

ARTICLE 4 - MEMBERSHIP

The membership of this Association is open to all persons 18 years of age and older 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 Heritage Neighborhood Association 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 on the Association and its bylaws. The Heritage Neighborhood Association is affiliated with the Neighborhood Association of Clark County (NACCC).

ARTICLE 6 – DUES/FUNDING

Section 1. No dues will be charged to members. Voluntary contributions, contracts, grants, subscriptions, or fund-raising activities may be used by the Association as needed.

Section 2. The HNA Board have the authority to approve expenditure of funds by a majority vote. Anaccounting of all approved expenditures shall be recorded and reported by the Secretary/Treasurer. Any recurring funds needed to maintain the operation of the HNA~~,~~ shall be deemed approved.

Section 3. In the event that the Heritage Neighborhood Association becomes 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 at dissolution meeting.

ARTICLE 7 – ASSOCIATION MEETINGS

Section 1. Association meetings shall be scheduled by the HNA Board and at least one meeting shall be held per year. All General meetings with be held in a telecommunications forum, virtual or online. Events may be held in person at parks or County facilities but Association meetings and elections will be virtual only.

Section 2. Special Association meetings shall be called by the HNA Board as deemed necessary and members will be notified by email, social media posting or on Heritage NA page on the Clark County website.

Section 3. The HNA Board may authorize a general or special meeting of the Association to be conducted through the use of communication technology by which all members participating may simultaneously hear each other and participate in discussion and voting during the meeting.

Section ~~4~~. Motions made and seconded at Association meetings shall be voted on by members present. Voting shall be done by a show of hands or by voice 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.

Section 6 HNA can hold forums for local government employees and/or candidates but can not endorse any political candidate or party.

ARTICLE 8 – OFFICERS: BOARD

Section 1. The Heritage Neighborhood Association Board shall be known in these bylaws as the Board.

Section 2. The HNA Board shall consist of up to seven (7) members: Four officers: President, Vice-President, Secretary, and Treasurer, and up to three (3) Members-at-Large.
The HNA Board can function as a two-member board until vacant positions are filled.

Section 3. A Board member shall preside over all meetings, planning sessions and activities of the neighborhood association.

Section 4. Members of the Board will appoint the committee chairpersons as needed by majority approval vote of the current board.

1. Committee chairpersons/members are not board members.
2. Committee Chairpersons shall report to the HNA Board in a timely matter.

Section 5. Eligibility and Standards of Conduct:

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

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

Section 6. The Board shall meet at least one time per year to prepare for the Association meeting and may hold additional meetings as needed. Board meetings may be conducted through the use of communication technology by which all Board members participating may simultaneously hear each other and participate in discussion and voting during the meeting.

ARTICLE 9 – OFFICERS DUTIES

The officer descriptions below are for the separately defined duties of the Board based on best practices operational standards. In the event of a lack of volunteers to fill each position, any officer can hold two positions to continue operation of the neighborhood association.

Section 1. President:
a.) Shall generally supervise the business and affairs of the Association
 over all Association and Board meetings.
b.) Should the Board consist of an even number of members, the President shall be a non-voting Board member.
c.) May represent the Association at other meetings in the community as needed.
d.) Shall act as the contact person for members via mail,
e.) 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 for Association records.
f.) Shall assign the duty and oversee the publication of the Association’s newsletter and maintain copies of them.
g.) May be a signer on the Association’s checking account.

Section 2. Vice-President:
a.) Shall assist the President, when necessary, by attending meetings or other community events on behalf of the association.
b.) Shall perform~~s~~ the duties of the President in the event the President is unable to fulfill his/her responsibilities.
c.) May be a signer on the Association’s checking account.

Section 3. Secretary:
a.) 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. b.) Shall be responsible for keeping accurate records of all Association business. In the event of dissolution, documents are to be turned over to Neighborhood Coordinator for Clark County’

Section 4. Treasurer:
a.) The Treasurer position’s responsibilities may be combined with the Vice-President or Secretary position in the event that there is difficulty in filling all four positions on the board.
b.) Shall be the custodian of all funds of the Association’s checking account or funds in lockbox until EIN number is processed and there is a need for checking account.
c.) Shall 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.
d.) Shall submit all account information to an Audit Committee each year prior to Board elections.
e.) Shall keep accurate accounts of all income and expenditures of the association and provide a monthly bank statement to the President.
f.) Shall prepare each Association check which shall require two signatures.
g.) Shall be a signer on the Association’s checking account.
h.) Three authorized signatures shall be maintained on the Association's checking account. The authorized signers can be designated as any combination of three of the four officers.

Section 5. Board as a whole:
a.) Shall execute a duty of loyalty to safeguard the privacy of the HNA membership;
b.) Shall conduct meetings in a manner where guest speakers, County employees, and participating members are acknowledged and treated civilly. Anyone violating this policy will be removed from meeting by the Board moderating the meeting.
c.) Shall ~~a~~ppoint members and establish committees to perform necessary functions and represent the association;
d.) Shall appointment(s) to fill any vacancy on the Board until the next association meeting where members will vote on the appointee;
e.) 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.
f.) All Board meetings shall have a quorum of half the Board members plus one.

Section 6. As the President, Vice-President, Secretary, Treasurer leave their position, all official paperwork/documents shall be passed on to their successors. This includes the HNA gmail accounts, Mailchimp, and any other accounts that are associated with HNA.

Section 7. The operating officers and names of the officers will be reported to the county’s Neighborhood Outreach Program Coordinator for the county records after each change in officers.

ARTICLE 10 – ELECTIONS

Section 1. Nominations and Elections for Board members shall take place at the first Association meeting of the calendar year. Inaugural Board will be elected for a one year term and following elections will be every two years beginning December 2024.

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 for election to the Board shall be published in the Association’s newsletter. Nominations can be taken at the elections meeting for positions that did not receive any advance candidates.

Section 3. Candidate eligibility: Candidates must have attended at least two previous association meetings within the prior 24 months, not including the election meeting. Verification of attendance is per attendance at each Association meeting.

Section 4. One vote shall be allowed for each member. Proxy votes are not allowed at this time.

Section 5. Voting shall be by raised hand, electronic vote or by voice affirmation, via the use of communication technology used in meeting. An affirmative vote cast by a majority of those members in attendance at an 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.

Section 7. The new Board member(s) 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 from the existing Board members and the appointed officer will serve until the election at the next annual meeting.

ARTICLE 12 - AMENDMENTS TO THE BYLAWS

Section 1 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.

Section 2. The Board has the authority to correct any scrivener’s errors that do not change the intent of the bylaws.

Section 3. These bylaws and our past practices are the standard by which the Heritage Neighborhood Association conducts itself and its business.

These bylaws were adopted at the Association meeting by a majority vote of members on December 6, 2023.