

**BYLAWS
THE MCVEY-SOUTH SHORE NEIGHBORHOOD
ASSOCIATION**

ARTICLE I NAME

The name of this association is the McVey-South Shore Neighborhood Association.

ARTICLE II PURPOSE

The purpose of the Association is to provide a forum for the membership to discuss matters of common concern and to represent the views of the members before public bodies. Matters of common concern include, but are not limited to, the livability of the neighborhood, city and region; participation in all phases of government processes with special emphasis on planning and land use, e.g., land use, zoning, housing, community facilities, human resources, social and recreational programs, traffic and transportation, and environmental quality; and ongoing communication with Governments.

The Association may also undertake such activities as authorized for neighborhood associations pursuant to the City of Lake Oswego's Citizen Involvement Guidelines

ARTICLE III MEMBERSHIP AND BOUNDARIES

Section 1. Membership shall include the following persons residing or owning property or businesses within the neighborhood association boundaries:

- A. Residents who are eighteen years of age or older;
- B. Owners of property;
- C. Representatives of nonprofit organizations;
- D. Representatives of each public school; and
- E. Owners or managing agents for businesses.

(Only one representative is allowed per nonprofit organization, public school, or business.)

Section 2. Each member is entitled to vote on issues submitted to the membership and at the annual meeting.

CIG App C, Sec. 1(a) merely requires a name for the association; the actual name is up to the association.

This is a general statement of the purpose of the Association. See CIG, p. 11-12; CIG App. C, Sec. 2. If re-writing the purpose, it is important to leave the "land use" and "general civic improvement" purposes in the description in order to support the City assistance (staff time and \$\$ support) given to the Association.

CIG, p. 10 requires membership open to residents, property owners, businesses, and nonprofit organizations. A NA may establish a minimum age; 18 is only a suggestion – a different age could be required, or no age limit. CIG App. C, Sec. 3(c). There is no requirement for school representative, although many NAs have so provided.

This is not required under the CIG; many NAs have so provided.

Required by CIG App. C, Sec. 3(d).

Section 3. There are no dues or fees for membership. The Association may seek voluntary contributions from members and may conduct fund-raising functions when the Board directs.

Fees and dues are not permitted. CIG, p. 10; CIG App. Sec. 3(c).

Section 4. The boundaries of the Association at the time of formation are as depicted on the attached map, marked Exhibit A. The boundaries of the Association may be amended from time to time by the City Council of the City of Lake Oswego.

City Council determines the boundary. CIG, p. 10; CIG APP. C, Sec. 3(a). This determination is made at the time of recognition and as parcels are annexed, when they are assigned to the NAs.

ARTICLE IV BOARD OF DIRECTORS

Section 1. The Board of Directors consists of general Association members and all officers.

Board of Directors is required to have all officers and "some number" of general members. CIG App. C, Sec. 5(a).

Section 2. Any vacancy on the Board is filled by a majority vote of the remaining members of the Board. The member so elected fills the position until the next annual meeting of the Association.

CIG App. C, Sec. 5(b) requires a description of how vacancies are filled; method is up to the NA.

Section 3. A. Meetings of the Board of Directors may be convened by any three members of the Board. Board meetings will be held at times and places fixed by the Board. The Board of Directors will meet at least semi-annually.

Board meetings must be at least semi-annually. CIG, p. 12, Accountability, Sec. 2(c); CIG App., Sec. 5(d). Bylaws must establish a procedure to convene a board meeting; method is up to the NA.

B. On all matters upon which the Board of Directors will deliberate and make a recommendation to a City public hearing body, the meetings of the Board of Directors shall be open to the public, except executive sessions as provided by the Oregon Public Meetings Law, ORS 192.660. For all other matters, meetings shall be open to the public unless a majority of the attending Board members vote to close part or all of the Board meeting to the public.

The first sentence is required by CIG App., Sec. 5(c); CIG, p. 12, Accountability, Sec. 2(h). The second sentence is up to the NA.

For other than an Emergency Board Meeting, as provided in Section 3C, notice of Board of Directors' meetings, with its agenda, will be given as follows:

1. Notice to Board Members. Notice to Board Members of any regular or Special Board Meeting will be given

CIG App, Sec. 5(d) requires a procedure be established to call a

to each Director, at least 10 days prior to the day of such meeting and such notice shall state the time, place and agenda items of the meeting.

2. Notice to Association Members and Other Persons. Notice stating the time, place and agenda items of any regular or special meeting shall be given at least 24 hours prior to the day of such meeting as follows:

- a. meeting notice signs posted at two prominent places in the neighborhood, as the Board of Directors shall determine from time to time, and a meeting notice or announcement published in a local newspaper;
- b. to all members of the neighborhood by mail and/or email; and
- c. to members of the Lake Oswego Planning Commission.

d. On all matters upon which the Board of Directors will deliberate and make a recommendation to a City public hearing body, in addition to notices required under the subsections of Section 3.B.2 above:

- (i). to such news media which have requested notice of the meeting;

board meeting. The manner of notifying the board members is up to the NA.

CIG App, Sec. 5(d) requires a procedure be established to call a board meeting. Notice of Board meetings must be posted in two prominent places, and a meeting notice or announcement published in a local newspaper. CIG, p. 12, Accountability, Sec. 2(e). Public meeting law, for matters which will result in a recommendation to a city public hearing body, require agenda in the notice. ORS 192.640(1). Notice must be more than 24 hours [ORS 192.640(3)]; amount of notice greater than 24 hours is up to the NA.

Two posted meeting notices and a meeting notice or announcement published in a local newspaper required by CIG, p. 12, Sec. 2(e).

CIG App, Sec. 5(d) requires a procedure be established to call a board meeting. Whether notice of Board meetings should be given to the neighborhood membership generally by methods in addition to posting two signs and notice in newspaper, and whether to notify the Planning Commission is up to the NA; the CIG does not require additional notice to these two groups.

Oregon Public Meetings Law requires notice to news media that have requested notice. ORS 192.640(1).

(ii).. to such persons who requested notice of the meeting;

3. Written notice to persons listed in subsections (1) and (2) above may be given personally or by mail, fax, or e-mail as such addresses or other contact information on file with the Association or as obtained from the latest mailing list prepared by the Association.

C. In an emergency or in extraordinary circumstances requiring prompt action, an Emergency Board Meeting may be conducted. Emergency Board Meetings may be held upon less than 24 hours notice, by such notice as is appropriate under the circumstances to members of the Board and to such news media that have requested notice of Board meetings. The reason for the emergency or the extraordinary circumstances shall be stated in the minutes of the meeting. Any Emergency Board Meeting may be conducted by telephone.

Business conducted at an Emergency Board Meeting will be reported at the next regular Board meeting and minutes of the Emergency Board Meeting shall be distributed in the same manner as minutes of regular Board meetings.

D. A quorum consists of the majority of the Board of Directors.

E. The Board of Directors shall take such action as necessary to comply with the Oregon Public Meetings and Records Law (ORS 192.610 et seq.) for those items that the Association gives advice or recommendations to any governmental body, Commission, or committee.

Section 4. The duties of the Board of Directors are:

Oregon Public Meetings Law requires notice “reasonably calculated to give actual notice to interested persons.” ORS 192.640(1). If a person requests notice of a meeting, actual notice to the person is suggested.

CIG App, Sec. 5(d) requires a procedure be established to call a board meeting. The manner “reasonably calculated” to give personal notice is up to the NA. ORS 192.640(1).

Oregon Public Records Law provides for emergency meetings on less than 24 hours notice to the Board of Directors, media, and general public. This is only applicable to matters involving recommendations to a city public hearing body. ORS 192.640(3). An alternative process could be established for non-City public hearing body matters.

CIG App., Sec. 5(a) requires quorum stated; amount of what constitutes a quorum is up to the NA.

CIG, p. 12, Accountability, Sec. 2(h) and CIG App., Sec. 5(c) require compliance with the Oregon Public Meetings Law on matters where a recommendation will be made to a city public hearing body. This requires minutes, accessibility to meeting location. ORS 192.630, 192.640, 192.650.

<p>A. To transact the business of the Association between general membership meetings, the Board may order the expenditure of funds of the Association for operating expenses.</p>	
<p>B. To appoint committees and assign tasks to those committees.</p>	
<p>C. To present a report of its activities and policy positions at general membership meetings.</p>	
<p>D. To establish agendas and assign priorities for all meetings of the general membership.</p>	
<p>E. To consider proposals as provided in ARTICLE VII, Section 4.</p>	
<p>F. To establish and maintain a continuing liaison between the Association and officials and departments of the City of Lake Oswego, other governmental bodies, other neighborhood associations, or groups.</p>	<p>Required by CIG App. C, Sec. 5(e)(ii)/</p>
<p>G. To discuss at each Board Meeting materials the City of Lake Oswego has provided.</p>	<p>Required by CIG, p. 13, Accountability, Sec. 4.</p>
<p>H. To inform the membership and to solicit their opinions on any issue which, in the opinion of the Board, significantly affects the neighborhood.</p>	<p>Required by CIG App, Sec. 5(e)(iii); CIG App. C, Sec. 5(e)(iii).</p>
<p>I. After seeking views of people affected by proposed policies or actions, to adopt positions or stands for the Association and present majority and minority reports before public and governmental bodies. Positions adopted by the Board may be revised by the membership at general Association meetings.</p>	<p>Determine and communicate majority and minority neighborhood views. CIG, p.6, "Neighborhood Association", Sec. F(2). Dissenting views to be conveyed to the City through minutes and minority reports. CIG, p. 13, Accountability, Sec. 3.</p>
<p>J. To inform the City of Lake Oswego of the date, place and time of each Board meeting, and of the issues addressed at such meetings.</p>	<p>CIG, p. 12, Accountability, Sec. 2(g).</p>
<p>K. To recommend action, policy or comprehensive plan amendments to the City of Lake Oswego, or its agencies, on any matter affecting the livability of the neighborhood.</p>	<p>CIG App. C, Sec. 2(b).</p>
<p>L. To elect annually, by majority vote from among the Board members, Officers of the Association.</p>	<p>CIG, p. 12, Accountability, Sec. 2(b); CIG App. C., Sec. 6(a).</p>

<p>M. Review proposed City of Lake Oswego budget items and make recommendations relating to neighborhood improvements.</p>	<p>CIG App. C, Sec. 2(b); CIG, p. 12, "Functions", Sec. 3</p>
<p>N. To cause a list of mailing addresses of members and potential members within the geographic boundaries of the Association to be maintained, together with such additional property owners not residing within the Association boundaries as request to be placed on the Association mailing list.</p>	<p>CIG, p. 12, Accountability, Sec. 2(f).</p>
<p>O. To help other new neighborhood associations trying to develop or be recognized.</p>	<p>CIG, p. 13, Mutual Responsibility, Sec. 3.</p>
<p>P. To communicate with other neighborhood associations regarding mutual concerns.</p>	<p>CIG, p. 13, Mutual Responsibility, Sec. 5.</p>
<p>ARTICLE V OFFICERS</p>	
<p>Section 1. The Officers of the Association consist of a Chair, a Vice-Chair, and a Secretary, and such other officers as established from time to time by resolution of the membership at an Annual meeting.</p>	<p>Chair, Vice-Chair and Secretary required Officers. CIG App. C, Sec. 4(a).</p>
<p>Section 2. The Officers are elected for one-year terms, between annual general membership meetings of the Association.</p>	<p>Annual terms for Officers. CIG, p. 12, Accountability, Sec. 2(b).</p>
<p>Section 3. The duties of the officers are:</p>	
<p>A. The Chair presides at all meetings of the Association and of the Board of Directors; serves as the official contact for all written/oral communications with the Association; performs all the duties of supervision and management as pertains to the office of the Chair; and performs such other duties as may be designated by the Board.</p>	<p>The duties of the Chair are required to be described, but they are not defined by the Guidelines. CIG App. C, Sec. 4(b).</p>
<p>B. The Vice-Chair serves in the absence of the Chair; serves as chair of the nominating committee; serves as treasurer; and performs such other duties as the Board may designate. As treasurer, the Vice-Chair collects and receives all money contributed to the Association; deposits it in a bank account designated by the Board; disburses the same only upon order of the Board; presents statements to the Board at 3 meetings and presents a report at the annual general membership meeting.</p>	<p>The duties of the Vice-Chair are required to be described, but they are not defined by the Guidelines. CIG App. C, Sec. 4(b).</p>
<p>C. The Secretary keeps minutes of the annual and general meetings of the Association, and of all meetings of the Board; notifies</p>	<p>The duties of the Secretary are required to be described, but they</p>

all Officers and Directors of their elections: signs, with the Chair, all contracts when so authorized by the Board and performs such other functions as may be incident to the office. A copy of the minutes of any meeting shall be provided to the Lake Oswego Planning Commission members and City staff. The names, addresses and phone numbers of officers and board members must be annually filed with the City.

ARTICLE VI ELECTIONS

Section 1. Members of the Board of Directors are elected at the annual general membership meeting of the Association on a date selected by the Board.

Section 2. Members of the Board of Directors are elected by a simple majority of those Association members present and voting at the annual general membership meeting.

ARTICLE VII MEETINGS

Section 1. General membership meetings are held at least once a year. Additional meetings may be called by the Board. The Board will call a general membership meeting within fifteen days if such a meeting is requested in writing by at least twenty members of the Association.

Section 2. Written notice of the annual general membership meeting and election of members of the Board of Directors shall be distributed to all members of the neighborhood association, City Planning Commission and City Staff. Written notice may be given personally or by mail, fax, or e-mail. Notice of general membership meetings, other than the annual general membership meeting, shall be given in the same manner as set forth in Article IV.B, Subsections 1, 2 and 3.

Section 3. A quorum for general membership meetings consists of those members in attendance. Except as provided in ARTICLE IX, a determination of any question or issue at a general membership meeting is a majority of those present and voting on the question or issue. All motions made and voting is recorded in the minutes.

Section 4 Any member may present proposals for action at any general membership meeting or Board meeting or to any Director.

are not defined by the Guidelines. CIG App. C, Sec. 4(b). Meeting minutes are required to be given to the Planning Commission and City Staff. CIG, p. 12, Accountability, Sec. 2(g). Annual officer and Board member contact information must be filed with the City. CIG, p. 11, NA Criteria, Sec. 3(b).

Annual elections of officers required. CIG, p. 12, Accountability, Sec. 2(b)

The election process is required to be described, but is not defined. CIG App. C, Sec. 6(b).

General membership meetings are required at least annually. CIG App. C, Sec. 7(a).

CIG, p. 12, Accountability, Sec. 2(d) requires written notification of annual general membership meeting and election of board members.

A quorum amount is required, but not defined. CIG App. C, Sec. 7(b). Each member is entitled to vote on issues at the general membership meeting. CIG App. C., Sec. 3(d). Oregon Public Meeting Law requires minutes to reflect motions and voting. CIG, p. 12, Accountability, Sec. 2(h); ORS 192.650.

ARTICLE VIII COMMITTEES

Section 1. Committees are established by the Board as needed and the Board shall designate term lengths for the committee members and the duration of the committee. The members of various committees are appointed by the Board.

Procedures for creating committees must be specified, but are not defined. CIG App. C, Sec. 8(a).

Section 2. Nominating Committee. Suggestions for Directors may be given to the nominating committee by any member of the Association, and the nominating committee will actively seek qualified and available members to stand for election to the Board.

ARTICLE IX AMENDMENTS

These Bylaws may be amended through a general membership meeting of the Association by a two-thirds favorable vote of the members present. Before a membership vote can be taken, the text of the amendment must be read in full, a copy of the text must be reasonably available to the membership and notice of the proposed amendment must be given in accordance with ARTICLE VII, Section 2. No provision of the Bylaws required by the City of Lake Oswego's Citizen Involvement Guidelines may be amended without the written consent of the City of Lake Oswego.

Any procedure to amend the bylaws must require City review and approval of any bylaw required by the CIG. CIG App. C, Sec. 9(a).

ARTICLE X PARLIAMENTARY GOVERNMENT

Robert's Rules of Order govern the procedures of the Association and the Board when not covered by the Bylaws, provided, however, that fairness and common sense prevail over the technicalities of Robert's Rules in each instance. The Chair is the Parliamentarian at general meetings and the meetings of the Board. The Parliamentarian's decision may be overruled by a majority at either meeting.

The overall method of running the neighborhood association is required, but the specific method is not specified. CIG App. C, Sec. 10(a).

ARTICLE XI COMPENSATION

The Officers and Directors of the Association are not entitled to receive any compensation, except for reimbursement for expenses. The Board may authorize reimbursement for actual authorized expenses incurred by any member of the Association.

No compensation is permitted for officers and employees. CIG App. C, Sec. 11(a).

ARTICLE XII AUTHORITY

These Bylaws implement the Citizen Involvement Guidelines of the City of Lake Oswego and Statewide Planning Goal One, Citizen

Authority of bylaws as relating to matters involving the City are pursuant to the Citizen Involvement Guidelines, and

Involvement.

Version: 040308

Statewide Planning Goal 1, Citizen
Involvement. CIG App. C, Sec.
12(a).

These Bylaws of the McVey-South Shore Neighborhood Association were duly adopted by the members of the Association at a General Meeting of the membership on the _____ day of _____, 20____.

Chair of the Association

Secretary of the Association

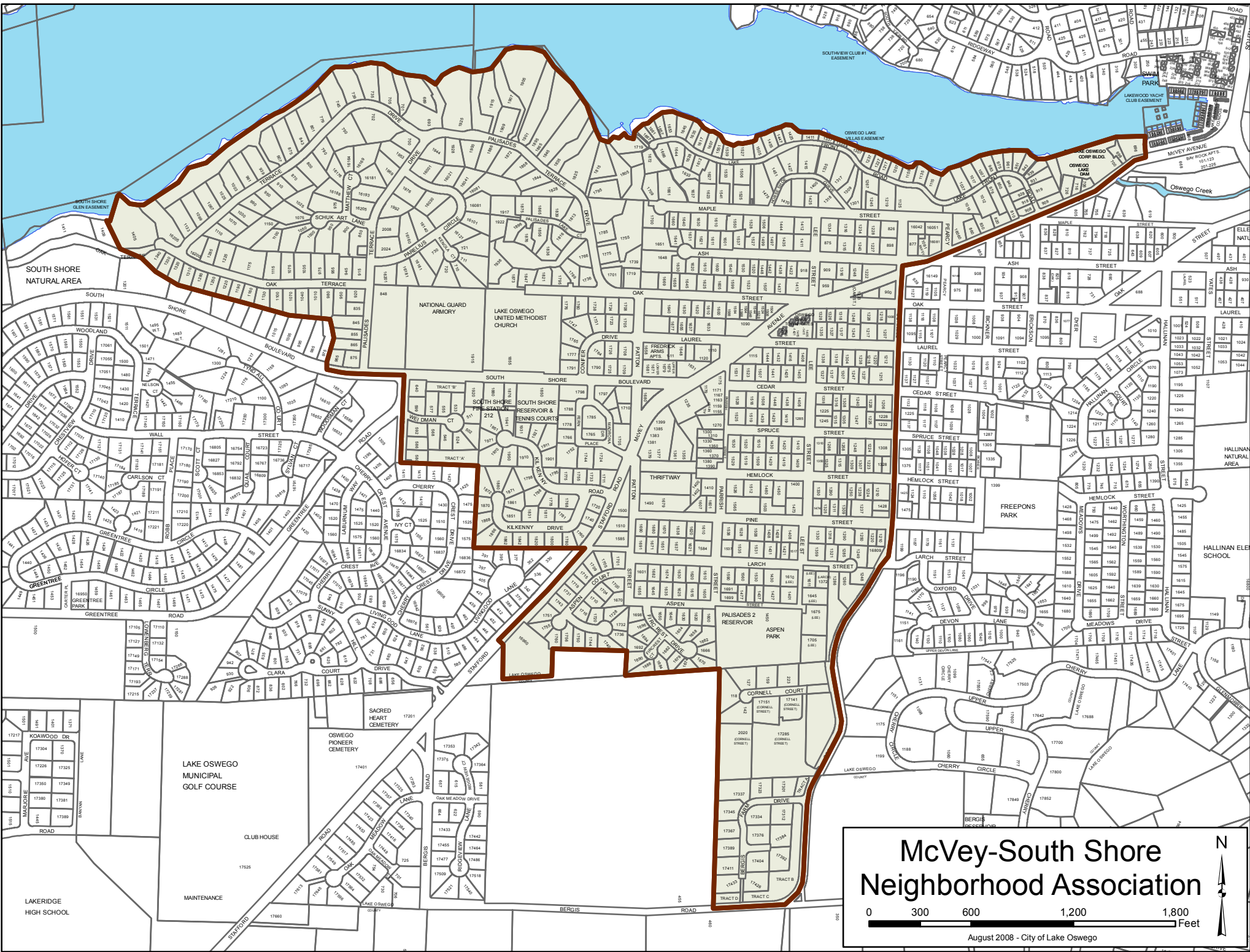
The City of Lake Oswego, finding that the above bylaws were duly adopted by the membership of the McVey-South Shore Neighborhood Association, following a well-publicized, general neighborhood meeting held for the purpose of information, organization, adoption of minimum by-laws, establishment of boundaries and election of officers, do hereby declare the McVey-South Shore Neighborhood Association to be a Recognized Neighborhood Association for purposes of participating in the public meetings of the City of Lake Oswego.

Dated: _____

City of Lake Oswego

By: _____

Title: _____



McVey-South Shore Neighborhood Association

0 300 600 1,200 1,800 Feet

August 2008 - City of Lake Oswego