

BYLAWS
WOOTEN NEIGHBORHOOD ASSOCIATION
Austin, Texas

ARTICLE I - NAME

The name of this organization shall be the "Wooten Neighborhood Association."

ARTICLE II - OFFICE

The office of this Association shall be located at the residence of the current president. The location may be changed at the discretion of the Board of Directors.

ARTICLE III - OBJECTIVES

The purpose for which the Association is organized is the preservation, protection, and development of the Wooten Neighborhood by:

Extending opportunities to residents, landowners, or anyone doing business in the area, or any interested party, through education along lines of neighborhood and community affairs, and local topics of immediate interest;

Elevating and promoting the image of our neighborhood;

Encouraging the neighborhood to become involved in community affairs;

Bringing about a spirit of cooperation among the residents or any interested party of the Association;

Promoting a sense of pride and identity for the residents or any interested party of the Association;

Advising on available funding, loans, programs, etc., designated for the betterment and improvement of older neighborhoods;

Providing a forum for airing of grievances;

Establishing a direct line of communication with elected officials;

Familiarizing residents or any interested party of the Association with the responsibility of belonging to the Association, especially that of involvement.

In short, the Association shall be primarily organized to serve the purposes of a civic league, as same is defined in Section 501(c)(4), Internal Revenue Code, in promoting the common good and general welfare of the residents of the Wooten neighborhood area, and thereby enhancing the common good and general welfare of the people of Austin as a whole.

ARTICLE IV - POLICIES

This association shall be nonsectarian, nonpartisan, nonprofit, and will seek the active participation of all persons regardless of race, age, sex, national origin, color, religion, handicap, creed, or political belief or affiliation.

ARTICLE V - MEMBERSHIP

Membership in the Association may be held by a resident or landowner in the defined boundaries set out in these bylaws, or by anyone doing business or having an interest within such area. Memberships shall be divided among the following categories:

Section 1. Resident Membership: each person over the age of eighteen (18) residing within the boundaries of the Wooten neighborhood area, as set out herein, whether as homeowner or tenant, whose membership dues are current.

Section 2. Business Membership: any person, partnership, or corporation having a place of business or having a market which is substantially within the boundaries assigned herein whose

membership dues are current. Each such business shall be entitled to only one (1) voting membership in the Association.

Section 3. Associate Membership: any person, partnership, or corporation that maintains an interest in the Association, its purposes and objectives. Associate memberships do not have voting rights.

Sections 1 and 2 shall comprise the voting membership of the Association. Proxy voting will not be permitted.

Any resident or business, as described above, applying for membership may do so by paying the annual dues fee. The Board of Directors must review and approve or reject each application within thirty (30) days of receipt of a paid application for membership and supporting documentation of residency. Verification of eligibility may include, but is not limited to, a driver's license, a passport, a voter's certificate, a utility bill (within three months of the current date), or a property deed or copy of the TCAD assessment. The supporting documentation must be presented with the membership form. A photocopy is acceptable if submitted by mail. If membership form and documentation and payment are submitted by mail, the review period will be based on the postmark. If approved, an applicant becomes a member eligible to vote at the end of the above 30-day period. Renewing members may be asked to verify eligibility. An individual who is no longer eligible to be a Resident or Business Member may still retain Association membership as an Associate without voting privileges.

ARTICLE VI - BOUNDARIES

The defined boundaries as set up by the Association are as follows:

On the North	U.S. Highway 183
On the East	U.S. Highway 183
On the South	Anderson Lane
On the West	Burnet Road

ARTICLE VII - DUES

Annual membership dues shall be established by the Association. October 1 to September 30 shall be the membership year. Prorating will not be done.

ARTICLE VIII - OFFICERS

Section 1. The officers shall be a President, a Vice-President, a Secretary, and a Treasurer.

Section 2. All officers shall be members in good standing.

Section 3. A term of office shall be one year.

Section 4. Officers shall assume their duties the month following their election, and shall serve for one year and/or until their successors are duly elected.

ARTICLE IX - NOMINATIONS AND ELECTIONS

Section 1. Officers shall be elected at the September meeting by members present, by the following procedure:

A. At the August meeting, the President shall appoint a nominating committee of at least three members who are not officers;

B. The Nominating Committee shall present a slate of at least one nominee for each office at the September meeting.

Section 2. Vacancies in office shall be handled as follows:

A. In the event of death, resignation, or incapacity of the President, the Vice-President shall become the President for the unexpired term;

- B. Vacancies in office other than President shall be filled for the unexpired term by the Board of Directors;
 - C. Absences from three (3) consecutive meetings will constitute a vacancy of office.
- Section 3. No member shall hold the same office for more than two (2) consecutive years.

ARTICLE X- DUTIES OF OFFICERS

- Section 1. The President shall be the principal officer of the Association. He/she shall:
- A. Preside at all meetings of the Association;
 - B. Appoint standing and special committee chairpersons with the approval of the other officers, and shall be an ex-officio member of all committees;
 - C. Bring to the attention of the Association all pertinent information of interest to area residents and any other interested party;
 - D. Act as spokesperson for the Association through correspondence and presence, as appropriate.
 - E. Have signatory rights for financial transactions.
- Section 2. The Vice-President shall:
- A. Perform the duties of the President in the absence of the President;
 - B. Become President for the unexpired term in case of death, resignation, or incapacity of the President;
 - C. Be ex-officio member of all committees;
 - D. Serve in such capacities as assigned by the President.
- Section 3. The Secretary shall:
- A. Take and record accurate minutes of the proceedings of all meetings of the Association;
 - B. Preserve in file all records and letters of value to the Association;
 - C. Conduct the correspondence of the Association and supervise a telephone network to notify members of matters of interest;
 - D. Keep a roll of membership, indicating the name, address, and telephone number of each member, as well as his or her classification of membership.
- Section 4. The Treasurer shall:
- A. Have charge of all assets and liabilities of the Association, and shall report thereon at all meetings;
 - B. Keep an itemized record, in a permanent file, of all receipts and expenditures;
 - C. File Form 990 and all forms required by the Internal Revenue Service, and/or all forms required by the State Comptroller's office or other regulatory bodies.
 - D. Have signatory rights for financial transactions.
- Section 5. Each officer shall deliver to their successor within fifteen (15) days after retiring from office, all records, books, papers, and other property belonging to the Association.

ARTICLE XI - MEETINGS

- Section 1. Regular meetings shall be held quarterly, or as frequently as deemed necessary to carry out the business of the Association.
- Section 2. Special meetings may be called by the President or by the President and any five (5) voting members. Bylaws may not be amended at a special meeting.

ARTICLE XII - BOARD OF DIRECTORS

- Section 1. The elected officers shall constitute the Board of Directors of the Association.
- Section 2. The Board of Directors shall:
- A. Supervise the affairs of the Association;
 - B. Make recommendations for the Association's growth and prosperity;
 - C. Propose amendments to these bylaws as may be deemed necessary by a majority of the Board of Directors;
 - D. Transact any business between meetings of the Association and report thereon at the next general meeting of the Association;
 - E. Report at the annual meeting the business transacted by the Board of Directors during the Association's year.
- Section 3. Special meetings of the Board of Directors may be called by any member of the Board.
- Section 4. A simple majority of the members of the Board of Directors shall constitute a quorum at any meeting of the Board, whether regular or special.
- Section 5. No member of the Board shall have more than one vote, and in order to cast same, such member must be present at the meeting at which any vote is taken. No voting by proxy shall be allowed.
- Section 6. The Board of Directors shall fill vacancies in offices other than that of President for the unexpired portion of the term.

ARTICLE XIII - PARLIAMENTARY PROCEDURE

The rules of parliamentary practice comprised in Robert's *Rules of Order Newly Revised* shall govern all proceedings of the Association. The Vice-President shall act as parliamentarian and his/her decision on any procedure shall be final.

ARTICLE XIV - AMENDMENTS

A bylaw may be amended by resolution of the Board of Directors, which resolution shall be presented to the general membership at a regular meeting, and such amendments may be adopted by a majority vote of the membership present. Voting members may propose amendments to the bylaws to the Board of Directors.

ARTICLE XV - DISSOLUTION

In the event of dissolution of the Association, same shall be carried out in accordance with the requirements and the provisions of the Texas Non-profit Corporation Act then in existence.

Bylaws ratified by a majority of the Board of Directors at its regular meeting held on the 18th day of November, 1986.

Bylaws amended by resolution of the Board of Directors and adopted by a majority vote of the membership at a regular quarterly meeting on November 1, 1988.

Bylaws amended by resolution of the Board of Directors and adopted by a majority vote of the membership at a regular meeting on September 14, 1998.

Bylaws amended by resolution of the Board of Directors and adopted by a majority vote of the membership at a regular meeting on November 9, 2009.

Bylaws amended by resolution of the Board of Directors and adopted by a majority vote of the membership at a regular meeting on May 10, 2010.