

Cross Reference
77-4804

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BYLAWS

OF

KNOLLWOOD NEIGHBORHOOD ASSOCIATION an unincorporated not-for-profit neighborhood association

This association shall be governed by the Covenants of Knollwood Subdivision, these bylaws, and *Roberts Rules of Order Newly Revised*.

ARTICLE I - NAME

The name of this association shall be **Knollwood Neighborhood Association (KNA)**.

ARTICLE II - OBJECT

The purpose of this association shall be to administer the Covenants and bylaws of the Knollwood Subdivision, to aid in the maintenance of the subdivision, and to encourage friendships among neighbors.

ARTICLE III - MEMBERSHIP

Section 1. Requirements. KNA membership shall be required of each of the owners of the 31 properties in the Knollwood Subdivision, and each of the representatives to KNA shall be an adult.

Section 2. Dues. The Executive Board (EB) shall propose the required annual dues to the Knollwood Neighborhood Association for approval by the KNA property owners.

Section 3. Dues Payment. Upon receipt of a dues notice from the Treasurer, dues shall be paid within 30 days to the Vice President (VP). The VP shall record the name, amount, and check number of received dues before submitting them to the Treasurer who then issues a receipt to the VP. The Treasurer deposits dues as received and does not hold them.

Section 4. Dues In Arrears. If a property owner's dues are in arrears at the end of the 30-day period, another dues notice shall be sent. If arrearage continues up to 60 days, the owner at that time shall lose "good standing" status and voting rights and any leadership position(s) shall be suspended until dues are paid. After 90 days, KNA may take legal action to collect the dues plus the court costs.

Section 5. Assessments. Property owners may be assessed additional funds aside from annual dues for the benefit of Knollwood Subdivision as proposed by the EB and approved by the KNA.

ARTICLE IV - MEETINGS

Section 1. Business Meetings/Quorum. The KNA shall schedule a minimum of two (2) business meetings each year that shall include but not be limited to an annual election meeting, and at least one other. Twelve (12) dues-paid representatives (one per property) shall constitute a quorum.

Section 2. Meeting Notice. Notice for KNA business meetings shall be in the Newsletter, and on fliers or mailed to property owners four weeks before the meeting, with follow-up notification four days before the

meeting. For the benefit of the host/hostess, the Meeting Committee shall phone or gather a written response from property owners to estimate the number of attendees coming.

Section 3. Agenda. KNA business meetings shall include but not be limited to time for fellowship and refreshments, officer/committee reports and general affairs, and neighborhood interests.

Section 4. Special Meetings. Special meetings of the KNA may be called by the President, EB, or forty percent (40%) of any of the KNA members (not necessarily only the representatives) by providing all members a written notice of the time, place, and reason for the called meeting.

Section 5. Officer Installation. After elections at the annual meeting, the new officers shall be installed at that meeting. Known appointed/volunteered Special or Standing Committee Directors and committee volunteers may be recognized at that time, and appointments or volunteers for these positions should be completed by the Executive Board Outgoing/Incoming Meeting.

Section 6. Informal Action. Any action required to be taken, or which may be taken, at a KNA meeting, may be taken without a meeting and without prior notice if a consent in writing, setting forth the action so taken, is signed by sixteen (16) of the representatives who own property in the Knollwood Subdivision.

ARTICLE V – VOTING

Section 1. Business Meeting Procedure. Votes at a business meeting shall be taken using the Roll-call method and recorded by the Secretary, or shall be taken by written ballot. There is one vote per household. The person to represent the property is determined by the property owner(s). The Secretary shall keep voting results on file.

Section 2. Representative Procedure. Anyone renting a home in Knollwood Subdivision is welcome to attend KNA meetings and to express their opinion on matters affecting the neighborhood. However, the right to vote is retained by the property owner, who by written consent to the KNA Secretary, may transfer rights to vote to the renter or to an appointed adult representative.

Section 3. Ballot Procedure. Coded (marked by address or lot Number) written ballots shall be distributed to each dues-paid property owner for election voting as well as for issues which come up between meetings and which the EB consider timely for KNA.

Section 4. Other Procedure. Any such other voting procedure as prescribed by the parliamentary authority adopted by the KNA shall be applied when needed.

ARTICLE VI - OFFICERS

Section 1. Officers. The officers of KNA shall be elected and may include but not be limited to: PRESIDENT, VICE-PRESIDENT (VP), SECRETARY, TREASURER, and MEMBER-AT-LARGE. These officers shall perform the duties prescribed by the Covenants, these bylaws and by the parliamentary authority adopted by KNA.

Section 2. Nominations/Elections. A Nominating Committee of no more than three members shall be elected or appointed by the EB. It shall be the duty of this committee to nominate a slate of candidates from KNA members and prepare the ballots for officer elections at the annual meeting. Members of the committee may be nominated; more than one candidate for an office may be nominated; a member may be nominated for more than one office; and additional nominations from mail-in Nominating Ballots shall be permitted. The Nominating Ballot is to be mailed or hand delivered to each property owner at least 60 days before the annual meeting, and it shall include space for write-in nominations. The ballot must be returned within two weeks to the Teller, (who is a member of and is selected by the Nominating Committee). Next, the committee prepares an Election Slate which is to be mailed or hand-delivered at least 30 days before the

annual meeting and which may be returned before the annual meeting to the Teller as an absentee ballot or which shall be brought to the meeting to be cast. Additional nominations from the floor will be accepted from any member who did not nominate a candidate on the Election Ballot. After nominations are closed and the vote is taken, the Teller shall read the results and give the ballots to the Secretary to keep on file. In case of a tie, a vote shall be taken again to break the tie. Other election procedures may be followed as described in Robert's Rules of Order Newly Revised.

Section 3. Election and Term of Office. The officers elected at the KNA annual meeting shall begin to serve their term of office upon installation at that meeting. Each officer shall serve a one-year term or until his/her successor is qualified and elected.

Section 4. Removal/Vacancies. An officer shall be subject to removal, with or without cause, by power of the Executive Board (EB) or at a meeting of the KNA called for that purpose. Any vacancy that occurs by an officer, whether by death, resignation, removal, moving, or any other cause, shall be filled by election of the EB. An officer elected to fill a vacancy shall serve the remaining term of his or her predecessor, or until a successor has been qualified and elected.

ARTICLE VII - DUTIES OF OFFICERS

Section 1. Meetings/Quorum. The officers shall meet as needed during the year's term, and the quorum at an officer's meeting shall be three (3) members. They shall also be expected to attend EB and KNA business meetings and events. The President or three other officers may call an officer's meeting to address questions/events requiring immediate attention in the interim of KNA business meetings or EB meetings, and shall have the power to call special EB and KNA meetings and to postpone scheduled ones.

Section 2. Informal Action. Any action required to be taken at a meeting of officers, or any action which may be taken at a meeting of officers, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by majority consent of the officers.

Section 3. Contract Authority. All contracts executed on behalf of KNA shall be executed by the President's signature AND the signature of any other officer. Notwithstanding the preceding provision of this section, any written contract may be executed by any officer(s) specifically designated by the KNA at their annual meeting or by resolution of the EB.

Section 4. Adverse or Favorable Interest. In voting, the adverse or favorable interest of an officer shall be disclosed and shall not disqualify the officer or invalidate his or her vote.

Section 5. Officer Overseeing Standing Committee. Officers shall be responsible to oversee specific Standing Committees. Overseers are: 1)**President:** Development Affairs; 2)**Vice-President:** Hospitality; 3)**Secretary:** Newsletter; 4)**Member-At-Large:** Building & Grounds.

Section 6. Responsibility for Success of KNA. The officers shall have authority to delegate an officer's, Standing Committee Director's, committee's volunteered or appointed person's duties, and each respective officer retains final responsibility for the completion of those duties. The officers shall share responsibility for KNA's success, including but not limited to input for meetings, programs/events, member participation, and recruiting qualified Directors and committee volunteers. Each officer shall perform his or her duties faithfully.

Item A: President.

- 1) Shall be ex-officio member of all committees (except Nominating) and shall not serve as a Standing Committee Director while President.
- 2) Shall appoint Special Committees.
- 3) Shall call the Executive Board (EB) Outgoing/Incoming Meeting to transfer files, reports, recommendations, materials, etc. by members.
- 4) Shall be custodian of KNA Covenants, plat drawing, Bylaws and any official files.
- 5) Shall prepare, before each meeting, an order of business, and distribute it to the attendees at the beginning of the meeting.

- 6) Shall promptly review meeting minutes submitted from the Secretary and return them with any suggestions, etc.
- 7) Shall oversee the Development Affairs Committee, and receive its Director's reports.
- 8) Shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the KNA.

Item B: Vice-President.

- 1) Shall preside at meetings in the absence of the President.
- 2) Shall receive the annual KNA dues and any other assessed payments from property owners, and after recording the names, amounts received and check numbers, shall then submit the funds to the Treasurer, who then gives a receipt to the VP, noting the total funds received.
- 3) Shall oversee the Hospitality Committee, and receive its Director's reports.
- 4) Shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the KNA.

Item C: Secretary.

- 1) Shall preside at meetings in the absence of the President and Vice-President.
- 2) Shall keep attendance and an accurate record of officer, EB, and KNA meetings.
- 3) Shall keep KNA's official membership roll and distribute it to each Knollwood property, and promptly issue an updated list whenever a change has occurred.
- 4) Shall keep on file all committee reports and records, and make them available to members upon request.
- 5) Shall send a reminder notification at least four days before all meetings.
- 6) Shall send within one week after a meeting a copy of the minutes to the President to review, who then promptly returns them with any suggestions, etc. After final review, promptly distributes copies to each household.
- 7) Shall prepare any correspondence when requested, including the Treasurer's dues notice.
- 8) Shall oversee the Newsletter Committee, and receive its Director's reports.
- 9) Shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the KNA.

Item D: Treasurer.

- 1) Shall report the state of the Treasury at the call of the President.
- 2) Shall issue a receipt to the Vice-President for funds received, and shall make record of them and deposit them into the KNA checking account as they are received and shall not hold them. KNA dues-paid property owners shall be reported to the EB.
- 3) Shall prepare an annual KNA budget and serve on the Finance Committee if it is appointed by the EB; is custodian of the checkbook and financial books; and shall pay bills, as directed, etc.; and shall promptly send to the President a copy of the monthly bank statement, noting the account's current reconciled balance.
- 4) Shall be one of two signatures required for signing checks, and the President or the Member-At-Large shall be the other.
- 5) Shall submit the Treasurer's books to the President along with an annual report at the end of the one-year term for review by the Audit Committee.
- 6) Shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the KNA.

Item E: Member-At-Large.

- 1) Shall organize, with EB input, the recruiting of Directors of Standing Committees and the committee volunteers for executing the affairs of KNA.
- 2) Shall direct the year-end EB evaluation of Committee reports to determine any continued activities, etc.
- 3) Shall oversee the Building & Grounds Committee, and receive its Directors reports.
- 4) Shall perform such other duties applicable to the office as prescribed by the parliamentary authority adopted by the KNA.

ARTICLE VIII - EXECUTIVE BOARD (EB)

Section 1. Members. The Executive Board shall include but not be limited to: Officers, Past President (who most recently served as President), Standing Committee Directors, and any other Special Committee Director appointed by the President.

Section 2. Actions. The EB shall have but not be limited to general supervision of the affairs of the KNA between business meetings, fix the hour and place of meetings, and make their recommendations to the KNA. The EB shall be subject to the orders of the KNA, and none of its acts shall conflict with action taken by the KNA.

Section 3. Informal Action. Any action required to be taken at a meeting of the EB, or any action which may be taken at a meeting of the EB, may be taken without a meeting if a consent in writing setting forth the action so taken, is signed by two-thirds consent of the EB.

Section 4. Meetings/Quorum. The President Elect shall call within 30 days after the annual meeting, an EB meeting for all outgoing/incoming members to exchange recommendations, files, etc. The EB shall meet as needed or at the special call of the President or by written request from five of the EB members, and the quorum shall be forty percent of the serving board members. The members will be expected to also attend KNA meetings and events. The President may call committee coordinators to attend EB meetings when their input would be helpful to the EB.

Section 5. Director/Committee Appointments. To the extent permitted by law, the serving EB, with recommendation from the Member-At-Large, may appoint Standing Committee Directors and committee volunteers, temporary or permanent and designate duties, powers and authorities as presented in the KNA Bylaws, Covenants, and KNA parliamentary authority. The Director of a Special or Standing Committee may be an officer, excepting the President, and, he/she may not be a Director for more than one Special or Standing Committee during the year's term.

Section 6. Finance Committee. If it is determined to be helpful, the EB may appoint a Finance Committee of no more than five members, one of whom shall be the Treasurer, to prepare a budget and submit it to the EB for Approval.

Section 7. Adverse or Favorable Interest. In voting, the adverse or favorable interest of any EB member shall be disclosed and shall not disqualify the member or invalidate his or her vote.

ARTICLE IX - COMMITTEES

Section 1. Members. Standing Committees may include but not be limited to: Hospitality, Newsletter, Development Affairs, and Building & Grounds. From time to time, the need may arise for the President to appoint a Special Committee.

Section 2. Meeting Notification By Director. Each Special or Standing Committee Director shall notify their overseeing Officer and ex-officio member, President, (except Nominating) of committee meetings, as well as notify the committee members at least four days before the meeting. KNA members may volunteer to serve on these committees.

Section 6. Committee Director Duties. Duties of the Special or Standing Committee Director include but are not limited to:

Item A: Hospitality:

- 1) Shall report to overseeing officer: Vice-President.
- 2) Shall oversee committees of:
 - a) Neighbor Gifts – promptly sends or delivers gifts from the KNA for, but not limited to such events as births, deaths, new neighbor welcome, etc.

Proposals and the budget must be approved by the EB. The new neighbors shall also be given a gift notebook with KNA information such as the Covenants, Bylaws, meeting minutes, etc.

- b) Meetings – confirms the place and time five weeks before a KNA meeting, and three days before the meeting gives the estimated attendance to the Refreshments Crew and Host/Hostess Crew, (who greet and distribute permanent nametags to attendees).
- c) Program/Events – may include but not be limited to proposing ideas for EB approval for upcoming year’s meeting/event dates no later than 30 days after the annual meeting, and oversees plans and activities including but not limited to these committees and coordinators:
 - 1) Spring Clean-up – may plan and coordinate teams to clean-up and beautify Knollwood, and encourage property owners to spruce up yards, etc. This shall be coordinated with the Building & Grounds Committee Director.
 - 2) Summer Party – may establish a KNA committee to plan this.
 - 3) Fall/Winter Party – may establish a KNA committee to plan this.
 - 4) Guest Speakers – may investigate, plan and invite guest speakers for KNA meetings or other events.
- 3) Shall perform such other duties applicable to the committee as prescribed by the parliamentary authority adopted by the KNA.
- 4) Shall submit a year-end written evaluation to the Member-At-Large for EB evaluation of the Hospitality Committee and its goals.

Item B: Newsletter: Shall report to overseeing officer: Secretary.

- 1) Shall oversee committees of:
 - a) Reporters – may recruit members to help research, report, prepare and edit copy for a KNA Newsletter.
 - b) Distribution – may recruit members to print and distribute the newsletter.
- 2) Shall receive the roster of neighborhood property owners and the program/events calendar from the Secretary to publish in the Newsletter.
- 3) May solicit articles from neighbors to publish in the Newsletter to help KNA neighbors to get to know one another better.
- 4) Shall perform such other duties applicable to the committee as prescribed by the parliamentary authority adopted by the KNA.
- 5) Shall submit a year-end written evaluation to the Member-At-Large for EB evaluation of the Newsletter Committee and its goals.

Item C: Development Affairs:

- 1) Shall report to overseeing officer: President.
- 2) Shall oversee committees of:
 - a) Covenants and Corporate Charter - studies and presents proposals to the EB and KNA for these two documents.
 - b) Bylaws Committee - studies, prepares, and presents bylaws, amendments, etc. to the KNA, and shall oversee:
 - 1) Parliamentarian - is familiar with and enforces the parliamentary procedures of KNA. May present brief informative “tidbits” at business meetings of the KNA to help members become more familiar with *Robert’s Rules of Order Newly Revised*.
 - 2) Nominating Committee - shall conduct the elections of the officers of KNA. (See Article VI, Sections 2 and 3).
 - c) Audit Committee - no more than three KNA members appointed by the President shall audit the Treasurer’s books and annual report at the close of his/her term of office and report state of the books to the EB.
- 3) Shall perform such other duties applicable to the committee as prescribed by the parliamentary authority adopted by the KNA.
- 4) Shall submit a year-end written evaluation to the Member-At-Large for EB evaluation of the Development Affairs Committee and its goals.

Item D: Building & Grounds:

- 1) Shall report to overseeing officer: Member-At-Large.
- 2) Shall oversee committees of:
 - a) Buildings – approves building and property proposals with regard to the Covenants and Bylaws of KNA.
 - b) Grounds – investigates, plans, proposes, coordinates, and contracts services which may include but not be limited to mowing, mulching, leaf removal, landscaping, watering, signs, lighting, streets, and etc.
 - c) Snow Removal - investigates services and contracts for snow removal, monitors the service, receives the billings and forwards them to the Treasurer for payment. Keeps residents aware of their cooperative assistance for snow removal.
 - d) Decorations - proposes ideas and budget for EB approval to decorate mailboxes, entrance, etc. Decorations shall be alike for all mailboxes and shall be put up and taken down as planned by the committee.
- 3) Shall perform such other duties applicable to the committee as prescribed by the parliamentary authority adopted by the KNA.
- 4) Shall submit a year-end written evaluation to the Member-At-Large for EB evaluation of the Building & Grounds Committee and its goals.

ARTICLE XI – INDEMNIFICATION

Any officer, or officer who is involved in litigation by reason of his or her position as an officer of this association, shall be indemnified and held harmless by the association to the fullest extent authorized by law as it now exists or may subsequently be amended.

ARTICLE XII – PARLIAMENTARY AUTHORITY

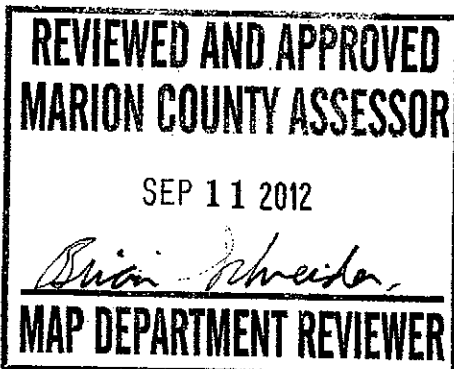
The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the Knollwood Neighborhood Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order that the KNA may adopt.

ARTICLE XIII – AMENDMENT OF BYLAWS

Amendments to these bylaws may be adopted by issuing KNA representatives hand-delivered or mailed written amendments with coded ballots and when returned have been approved by a two-thirds (21) vote (one vote per property), of the KNA's 31 representatives.

Certification

I certify that the foregoing is a true and correct ten (10) page copy of the bylaws of the above-named association, duly adopted by the property owners on April 30, 2000.



Sharon G. Costlow
 President
Debra Kahlenbeck
 Secretary