

Parkside Neighborhood Association

By-Laws

Adopted _____

Revised 11/98, 3/4/12, 4/11/18

1. **Name.** The name of this organization shall be the Parkside Neighborhood Association, hereinafter referred to as "PNA."
2. **Purpose.** The purpose of the PNA is to foster a sense of community and neighborhood among its members and fellow citizens; to work for the safety, cleanliness, and livability of its streets and its homes; and to help promote the use and appreciation of its public spaces.
3. **Boundaries.** The Parkside Neighborhood is defined as encompassing all the following areas: Deering Oaks Park including the railroad tracks, the north side of Deering Oaks Park including King Middle School, Fitzpatrick Stadium and the Ice Arena, Park Avenue up to and including the north (downhill) side of Congress Street, and the west side of Forest Avenue to the east side of Weymouth Street.
4. **Membership.** Membership in the PNA shall be open to all legal residents of the Parkside Neighborhood (as defined in Sec. III), and non-resident Parkside Neighborhood property or business owners. A member shall be entitled to equal say and equal vote at Annual and Special Meetings.
5. **Meetings.**
 - a. **Annual Meeting.** The PNA shall hold an Annual Meeting at a time, place, and date set and well-publicized by the Board of Directors. The Annual Meeting shall be open to all PNA members and to the public. Meeting agendas shall be made publicly available beforehand.
 - b. **Neighborhood Association Meetings.** Neighborhood Association Meetings will be held monthly on a consistent day, as determined by the Board of Directors. Members and guests will be welcome.
 - c. **Special Meetings.** By a request of any Board Member, Special Meetings of the PNA Board may be called at any time on whatever topic(s) deemed necessary.
 - d. **Conduct.** All attendees are expected to behave in a civil manner and respect the PNA Code of Conduct, which is available on the PNA website. The presiding officer shall have the power to eject offenders.
6. **Power and Authority.** The full power and authority of the PNA shall reside in the voting membership of the PNA, and in the Board of Directors of the PNA, as their representative, at such times as the PNA is not gathered in an Annual Meeting.
7. **Board of Directors.** The PNA Board of Directors shall not exceed nine (9) members. Up to two (2) Board Members may be non-resident Parkside Neighborhood property or business owners, and the remaining Board Members must be legal residents of the Parkside Neighborhood. All Board Members shall serve two (2) year terms so the terms remain staggered. All Board Members shall serve until their successors are duly elected.
 - a. **Nomination and Election.** Any eligible member of the PNA may notify the PNA Secretary of their intention to run for Board membership in writing at least seven (7) days before the Annual Meeting or be nominated from the floor by any member of the PNA with a second by any other member. Up to nine (9) members receiving the majority of the vote shall become Board Members. Nominated candidates shall have an opportunity to

address the membership before the voting process; the presiding chair person may limit the duration of the addresses. Election shall be by paper ballot.

- b. **Vacancies.** Vacancies occurring in the Board of Directors shall be appointed by the President for the un-expired remainder of the term, subject to a two-thirds vote of the Board at the next monthly meeting.
 - c. **Agenda Requests.** Prior to a scheduled monthly meeting, anyone may submit an item for the agenda to the President or Secretary, at least seven (7) days in advance.
 - d. **Executive Session.** At any meeting, the Board of Directors may vote to enter executive session.
 - e. **Attendance.** The Board of Directors will meet to discuss the continued service of any member of the Board of Directors missing three (3) or more meetings in a twelve (12) month period. Said Board Member may be asked to vacate their position, and a new Board Member will be appointed by the President, subject to a two-thirds vote by the Board of Directors.
8. **Officers.** The Officers of the PNA shall consist of a President, Vice President, Treasurer, Secretary, and such other officers as the PNA shall from time to time deem necessary. All officers shall serve without pay except for reimbursement of expenses as approved by the majority of the Board of Directors. All officers shall serve a one (1) year term.
 - a. **Nomination and Election.** The PNA members shall elect a President from the Board of Directors at the Annual Meeting by majority vote. The Board of Directors shall elect from its own number a Vice President, Treasurer, and Secretary by the next monthly meeting, and can elect such other officers as the PNA shall from time to time deem necessary.
 - b. **Duties of Officers.** The President or designee shall preside at all meetings of the PNA and Board of Directors. The President or designee shall serve as spokesperson for the PNA. The Vice President shall assist the President in all PNA matters deemed necessary. The Secretary shall keep accurate minutes of all meetings, which shall be a matter of public record. The Secretary shall keep a file of all materials regarding the PNA. The Treasurer shall keep clear and accurate accounts of all PNA financial transactions including deposits, withdrawals, and expenses incurred, and such accounts shall be a matter of public record.
9. **Removal from Office and Vacancies.**
 - a. **Vacancy.** Should a vacancy occur in the office of President, the Vice President shall serve as Acting President until the next meeting, at which time the vacancy shall be filled by the method outlined in Sec. VIIA above. Should a vacancy occur in any other Officer's position, the Board shall designate an acting Officer for that position from within the Board until the position is filled by election at the next meeting, by the method described in Sec. VIIA above.
 - b. **Removal from Office.** Any elected Officer or member of the Board of Directors may be removed from office for just cause as determined by a two-thirds vote of the Board of Directors, if they deem the just cause to be pressing and immediate. In addition, any elected Officer may be removed from office for just cause as determined by paper ballot of two-thirds of the PNA membership present and voting at a meeting called for that purpose, with both sides being given ample opportunity to present their case.
10. **Amendments.** Amendments to these by-laws may be made upon a vote of two-thirds of the PNA members present and voting at any meeting. Amendments may be proposed by a majority vote of the Board of Directors, a subcommittee empowered by them to do the same, or by petition signed by twenty five (25) members of the PNA. Amendments shall be available on

paper or electronically, in full with all changes clearly and completely presented at least ten (10) days before the scheduled vote.