



## **ARTICLE I OBJECTIVES**

### **Section 1.1 Purpose**

1. Stimulate the interest of residents in the welfare of the community, and to actively support the improvement of the Neighborhood.
2. Create an awareness of the problems and challenges of the community through the study of the needs of the residents of the area, participation in projects, meetings, discussions, and presentations of speakers.
3. Actively encourage widespread participation of neighborhood residents into long-range thinking and planning for needs and goals of the community.
4. Represent the community for constructive development in the areas of neighborhood beautification, zoning and land use planning, traffic control, police and fire protection, mass-transit, community public relations, local ordinance enforcement, coordination of government services provided including schools, parks, and libraries.

### **Section 1.2 Policies**

This Association shall be non-commercial, non-sectarian, and nonpartisan. No commercial enterprise, religious organization, or political candidates or elected public officials shall be endorsed by it. The name of the Association and the names of its officers in their official capacities shall not be used in any connection with a commercial concern or with any purpose other than the regular work of the Association.

### **Section 1.3 Bancroft Neighborhood Area Defined**

The Bancroft Neighborhood Area, herein referred to in these bylaws as the Neighborhood, includes that area of South Minneapolis bounded on the north by 38<sup>th</sup>

Street, on the east by Cedar Avenue, on the south by 42<sup>nd</sup> Street, and on the west by Chicago Avenue.

## **ARTICLE II MEMBERSHIP**

### **Section 2.1 Eligibility for Regular Membership**

Persons 18 years of age or older who currently are residing in or conduct regular business in the Neighborhood are eligible for regular membership in the BNA. This includes all persons who are resident property owners, tenants, any business persons who operate a business in the Neighborhood (though not residing in the Neighborhood) and representatives from industries located in the Neighborhood.

### **Section 2.2 Terms of Membership**

Memberships shall be renewed annually based on the calendar year. Anyone who is eligible under Section 2.1 (above), and who attends one or more BNA functions, will be considered a member of the organization. Additional requirements for eligibility for regular membership may be adopted by the Council. No membership fee is required but donations are encouraged.

### **Section 2.3 Notice of Meetings; Voting**

Notice of the dates and places of all meetings shall be made public at least ten days prior to the meetings. In order to vote at a regular meeting, a person must be a member of the organization. A reasonable attempt will be made to contact every address in the neighborhood.

### **Section 2.4 Regular Meetings; Annual Meeting**

There shall be at least one regular meeting of the Association each year. One meeting shall be the Annual Meeting, at which an annual report of the organization will be made. The organization is able to hold a meeting of the Association at any time throughout the year, as deemed necessary by the Community Council.

## **Section 2.5 Special Meetings; Committee Meetings**

Special meetings may be called by the President, the Council, or by a petition signed by at least ten percent of the Association's members with a written notice of seven days. Committees formed by the Association meet on days determined by the committee.

## **ARTICLE III COMMUNITY COUNCIL**

### **Section 3.1 Number; Election of Community Council (revised 11/7/02)**

The Community Council shall consist of no less than eight (8) and no more than fifteen (15) members. A person may be nominated in advance by notifying the Community Council; nominations may also be made from the floor. The consent of the nominee must be obtained for nomination. Community Council members must be active members of the Association and shall be elected by the members at the Annual Meeting for a period of two years. Any vacancy occurring on the Council shall be filled by appointment of the Council until the next Annual Meeting.

A person shall be eligible for re-election up to a limit of ten (10) consecutive terms.

The general membership of BNA will try to choose a community council who will best reflect the ethnic, age, and socioeconomic composition of the neighborhood.

### **Section 3.2 Duties**

The duties of the Community Council shall be the following: to transact necessary business between Association meetings and conduct other business as may be referred to it by the Association; create standing committees; approve plans or work of the standing committees; and present reports of its activities at the regular meeting of the Association. All Community Council members shall serve on at least one of the standing committees of the Bancroft Neighborhood Association. The Council Members shall receive no compensation for their services and duties as members of the Council, but this shall not restrict the reimbursement, by resolution of the Council, for reasonable expenses incurred by a Council Member rendering administrative, professional or other bona-fide services in a capacity other than as a Council Member or member of the Neighborhood organization.

### **Section 3.3 Meetings; Quorum**

Dates and times of Council meetings shall be set by the Council at its first regular meeting following the Annual Meeting. Additionally, meetings of the Council may be called by the President or by a petition signed by a majority of the Council Members and sent in writing to all Council members seven days prior to the meeting. One-third of the Council shall constitute a quorum for the purpose of accepting the Secretary's report, Treasurer's report, and to hear the Committee reports at a Council meeting. To conduct all other business, a majority of the Council shall constitute a quorum.

### **Section 3.4 Absences and Removal of a Community Council Member**

Any Council Member absent three consecutive meetings without notice to the President prior to the scheduled meeting shall cause his/her chair to be declared vacant. Any Council Member may be removed from office, with due cause, by a two-thirds (2/3) vote of the entire Community Council at a regular or special meeting of the Council called for that purpose, but with due notification of such action and the right to be heard thereon. Appeals may be made to the general membership and the dismissal overturned by a two-thirds (2/3) vote of the general membership.

### **Section 3.5 Resignation of a Community Council Member**

Any Council Member may resign at any time by giving notice to the Council or to the President. The resignation takes effect when it is delivered unless the written notice states otherwise.

### **Section 3.6 Minutes**

Minutes of all meetings will be kept in the Association's office, in accordance with the Document Retention Policy, and be made available upon request.

### **Section 3.7 Vacancies**

Any position on the Council left vacant due to the lack of a candidate at the annual election shall be filled by appointment of the Community Council. The Council shall seek a candidate for the vacant positions(s) who meet the qualifications for membership in the Neighborhood organization. The selected candidate will become an interim Council Member by receiving a majority vote of the Council. The interim Member will serve until elections at the next annual meeting.

It is the responsibility of the Community Council to seek out individuals in the neighborhood who are representative of the neighborhood when appointing positions on the Community Council not filled in the election.

## **ARTICLE IV COMMITTEES**

### **Section 4.1 Executive Committee**

The Executive Committee shall be comprised of the four officers of the Association. The duties of the Committee shall be to call meetings of the Council and the Associations, and to transact any necessary business between Council meetings or as referred to it by the Council. Meetings may be called by the President or upon request of two members of the Executive Committee, upon at least seven days' notice to all members of the Committee. A majority of the members of the Executive Committee shall constitute a quorum.

### **Section 4.2 Finance Committee**

The Finance Committee is a standing committee of the Community Council that works with staff to monitor the finances of the organization. It is chaired by the board Treasurer, and may consist of board members only, or may include some people who aren't on the board, but who support the organization and have specific skills that are valuable to the committee. Committee members, whether board members or not, should also have no financial interest in the organization, except for their fiduciary responsibility.

The Finance Committee is charged with overseeing the financial dealings of the organization. This includes being familiar with, approving, and periodically reviewing the organization's annual budget (prior to reporting to the board), and overseeing cash flow and other money management issues.

Other duties of the Finance Committee include:

- Recommending/participating in an audit;
- Evaluating the organization's fiscal operation, and those in charge of it;
- Ensuring that the financial elements of the organization are in accord with its vision, mission, and strategic plan;
- And reporting to the board about the financial condition of the organization, and any financial irregularities or inefficiencies.

### **Section 4.3 Standing and Special Committees**

There shall be such standing and special committees created by the Council as may be required to promote the objectives and interests of the BNA. The President shall name a convener for each standing committee subject to a majority approval of the Council; the Committees will, upon meeting, elect a Committee Chairperson to lead that committee, except for the Personnel Committee which shall be chaired by the Vice-President. Further the Personnel Committee must include at least one other officer and two members of the Council. The committee chairperson elections shall be held annually. The term of office of members of standing committees shall be for the fiscal year or part thereof in which they are chosen. Chairpersons of all committees, both standing and special, shall present plans of work to the Council and report on their progress and activities. No expenditure of funds or debt shall be incurred by a Committee without prior approval of the Council.

### **Section 4.4 Meeting Notice**

There shall be at least a seven day's notice to all committee members for a legally called meeting. A two-month calendar shall be maintained on the office bulletin board with all meetings placed on that calendar. The Executive Committee may call a meeting to handle an emergency situation with less than seven day's notice.

## **ARTICLE V OFFICERS**

### **Section 5.1 Number; Term**

The officers of the Community Council shall be President, Vice-President, Secretary and Treasurer. They shall be elected by the newly elected Community Council at their first meeting. Elected officers shall serve for one year and until new officers are elected. Officers shall be eligible for re-election up to a limit of six (6) consecutive terms in the same role.

### **Section 5.2 Vacancies**

A vacancy occurring in an elective office shall be filled by a vote of the majority of the Council present at any regular or special meeting.

## **Section 5.3 Duties**

The duties of the officers are as follows:

### **Section 5.3.1 Duties of the President**

The President shall:

- Oversee Community Council and Executive Committee meetings
- Work in partnership with staff to make sure board resolutions are carried out
- Call special meetings, as necessary
- Assist Executive Committee in preparing agenda for board meetings
- Assist staff in conducting new board member orientation
- Act as a spokesperson for the organization

### **Section 5.3.2 Duties of the Vice-President**

The Vice-President shall:

- Carry out special assignments as requested by the board president
- Understand the responsibilities of the board president and is able to perform these duties in the president's absence
- Chair the Personnel Committee
- Serve on the Executive Committee
- Coordinate annual performance evaluations for staff

### **Section 5.3.3 Duties of the Secretary**

The Secretary shall:

- Serve on the Executive Committee
- Ensure the safety and accuracy of all board records
- Review board minutes at each board meeting
- Assume responsibility of the chair in the absence of the board president and vice president
- Provide notice of meetings of the board and/or of a committee when such notice is required

### **Section 5.3.4 Duties of the Treasurer**

The Treasurer shall:

- Understand financial accounting for nonprofit organizations
- Serve on the Executive Committee
- Serve as the chair of the Finance Committee

- Manage, with the Finance Committee, the board's review of and action related to the board's financial responsibilities
- Work with staff to ensure that appropriate financial reports are made available to the board on a timely basis
- Present the annual budget to the board for approval
- Review audits, as needed, and answer board members' questions about the audit

## **ARTICLE VI MISCELLANEOUS PROVISIONS**

### **Section 6.1 Fiscal Year**

The fiscal year and the membership year of the Association shall be the same as the calendar year.

### **Section 6.2 Parliamentary Authority**

To promote the democratic process at meetings, the rules contained in Robert's Rules of Order Revised shall govern the meetings of this Association in all cases where they are applicable and consistent with these bylaws.

### **Section 6.3 Amendments to Bylaws**

The Bylaws may be amended, repealed or new Bylaws added at any regular meeting of the Association by a vote of two-thirds (2/3) of the regular members present and voting. Any proposed Bylaw changes must be submitted in written form to the Community Council at least ten days prior to the next meeting of the Association to be included in the agenda.

### **Section 6.4 Statement of Inclusivity**

The Bancroft Neighborhood Association is committed to diversity and the full participation of all persons regardless of age, race, ethnic or cultural background, gender, affectional preference, status with regard to public assistance, religious belief, political affiliation, or any particular disability. Therefore, recruitment of members of the Board, Officers, staff, volunteers, and participants in programs administered and activities sponsored by BNA shall be in accordance with equal opportunity guidelines outlined in BNA's Policies and Procedures and defined by federal, state, and local laws.



## **Section 6.5 Approval**

Bylaws were approved on January 28, 1992, amended on November 28, 1995, amended on November 16, 1999, amended on November 15, 2000, amended on November 7, 2002, and updated on March 13, 2014.