

NE Tacoma Neighborhood Council 2009 Bylaws Review and Update

Committee: Dietrich Brunner, Victoria Doyle, John Thurlow

Process outline:

- To date:
 1. Confirmed as a priority in the 17 January 2009 Board planning workshop
 1. Analyze current Bylaws for consistency with enabling Tacoma Municipal Code (Chapter 1.45) (done)
 2. Adopt useful ideas from Central Tacoma Neighborhood Council
 3. Prepare review document and distribute to NETNC Board
 4. At 19 February 2009 Council meeting: Announce process and describe how to obtain copies (e-mail on request and on website) and to provide feedback (e-mail to John and Victoria)
 5. Discuss suggested changes at 5 March 2009 Exec Comm meeting
- At 19 March 09 Council meeting: Open discussion of the proposed updated Bylaws
- At 16 April 09 Council meeting: Council votes to approve

Feedback will be incorporated as appropriate along the way and updates issued for material input.

Significant changes:

All changes of more than typographical importance are marked (Rev. April 09). All the provisions that are grounded in requirements of the Tacoma Municipal Code (TMC) ordinance are highlighted in **bold-face type**.

- Relaxed the requirement that at least one area representative live in the area to “should” to ensure that we can elect an interested Board member to serve even if no one from the area steps forward
- Clarified the requirements for a Board resolution for taking an advocacy position with respect to other entities, and role of Chair in representing NETNC when such positions need to be communicated.
- Simplified the requirement to review area boundaries within the neighborhood (Exec Comm)
- Clarified restrictions on conflict of interest and requirement to resign from the Board if elected or named to a City office or if a candidate for public office
- Clarified elections process and made consistent with current practice
- Clarified requirements for election to officer positions and clarified roles of officers
- Changed check-signing requirement to be consistent with established practice (single signature) with requirement for written (e-mail) authorization from Chair or designated officer
- Clarified conditions and process for removing a Board member, especially for extended non-participation
- Clarified what a quorum is (10 Board members for our 19-member Board, based on the TMC requirements)
- Simplified Bylaws-required committee structure to allow Executive Committee to establish committees as needed to effectively advance the Council’s priorities
- Clarified expense re-imburement policy and established requirement for an Executive Committee resolution to open or close bank accounts
- Removed the officer bonding requirement (judged not affordable, given relatively small sums managed by NETNC)

DRAFT

Bylaws¹
of the
NORTHEAST TACOMA NEIGHBORHOOD COUNCIL

Initially Adopted November 10, 1993
Amended January 18, 2007 and proposed to be amended in April 2009

ARTICLE I
Purpose and Intent

Section 1. The Northeast Tacoma Neighborhood Council is an **independent non-profit corporation** formed to address issues and concerns at the neighborhood level and work cooperatively with neighborhood groups towards the attainment of neighborhood goals. The Neighborhood Council seeks to encourage the participation of all citizens in the governmental process and maximize their use of human resources through the concept of self-help, group organization, and available funding resources.

Section 2. This Neighborhood Council complies with Tacoma City Council Resolution 31888 and Ordinance 25188 which created Neighborhood Councils to increase and assure effective citizen participation in the decisions of government. This two-way communication and citizen review of those issues concerning the health, safety and welfare of their neighborhoods will aid in sound decision-making by the City Council and City Departments, thus promoting the general health, safety and welfare of citizens of Tacoma. **The Neighborhood Council will foster a partnership of open communication between the City and its neighborhoods to:**

- **Enhance the environment in which citizens are afforded an opportunity to participate in government decisions in and advisory role;**
- **Foster cooperation and consensus among diverse interests;**
- **Assist the City and neighborhoods in developing solutions to mutual problems;**
- **Develop in citizens a sense of personal pride and responsibility for their neighborhoods and their city.**

Section 3. This Neighborhood Council recognizes that the basic building blocks of citizen participation in City government are the various neighborhood groups, i.e., neighborhood improvement organizations, block watch groups, safe streets groups, advisory boards, etc. While these groups are independent, they have demonstrated an interest in their neighborhood communities and the City of Tacoma and it is expected they will take an active part in the Neighborhood Council.

Section 4. Citizens retain all duties and obligations to participate in existing process for legislative enactment, policy formulation, quasi-judicial decision-making, or administrative practices. Participation in the Neighborhood Council program does not limit such duties and obligations.

¹ *The provisions of these bylaws in **bold print** are based directly on the requirements of Chapter 1.45 of the Municipal Code of the City of Tacoma and cannot be modified because the Bylaws of a Neighborhood Council must not conflict with Chapter 1.45. (rev. April 2009)*

**ARTICLE II
Offices**

Section 1. Office Location – The principal offices of the Neighborhood Council shall be located at such place as the Neighborhood Council Board shall designate. The organization may have such offices as the Board may designate from time to time.

Section 2. Mailing Address – **The Neighborhood Council shall provide the City of Tacoma Community Relations Division with the names and addresses of two individuals who will receive all notices and other mailings from the City. The Neighborhood Council shall notify the Community Relations Division of any change.** The Neighborhood Council may maintain additional addresses as required and will make them known through public communications. (Rev. April 2009)

**ARTICLE III
Membership and Organization**

Section 1. All residents, property owners, business owners, and employees within the Neighborhood Council boundaries are members of the Neighborhood Council, and constitute the Council, subject only to their willingness to participate. **However, members must be 18 years of age or older to vote.**

Section 2. The Neighborhood Council will elect a Neighborhood Council Board (Article VII) and Neighborhood Council officers. The officers designated in Article VIII shall constitute the Executive Committee.

Section 3. The Northeast Tacoma Neighborhood Council is composed of eight areas within the community. Each area is represented by two elected members on the Council Board; at least one member should reside in the area represented. Three members are elected in at-large positions. (Rev. April 2009)

Section 4. A majority of the Council Board shall be neighborhood residents. Residents of unincorporated Pierce County, specifically Browns Point and Dash Point, for each area may hold no more than one position on the Council in an at-large position. Unincorporated Pierce County residents will be associate members of the Council Board and will not have voting privileges.

**ARTICLE IV
Meetings and Notification**

Section 1. General – **All meetings of the Neighborhood Council and its Board, or of its Executive Committee, shall be open to the public.**

Section 2. Regular Meetings – **The Neighborhood Council and its Board, or its Executive Committee, may hold as many meetings as desired. The Neighborhood Council and its Board, however, shall hold at least four meetings each year, for which adequate public notice will be given to residents, property owners, and business owners.**

Section 3. Special Meetings – Special meetings of the Neighborhood Council and its Board or of the Executive Committee may be called by a majority of the Board or the Executive Committee members, respectively. In the case of a special meeting, telephone, e-mail, or a NET News notice, at least 24 hours in advance, will serve as adequate notice. These notice requirements will serve as notice in lieu of the notifications specified in Section 5. (Rev. April 2009)

Section 4. Annual Meeting – An annual meeting of the membership shall be held in the month of November each year. The annual meeting shall be for the purpose of nomination and election of the Neighborhood Council Board and for the transaction of such other business as may properly come before the meeting.

Section 5. Meeting Notification – Mail, delivered handbills, or posting of a number of prominent signs are examples of adequate notice. Such notice is required for the four meetings required by paragraph 2 above, and any meeting at which an election is held.

Article V Powers, Duties and Functions

Section 1. The Neighborhood Council will directly advise city government on matters concerning the general health, safety and welfare of the neighborhood. The actions of the Neighborhood Council should reflect the needs and wants of the neighborhood. The powers, duties, and functions of the Neighborhood Council shall include, but not be limited to the following:

- A. Develop an organization that will maintain itself, further the purpose and intent of this chapter, and meet the minimum standards set forth in Chapter 1.45.050 of the Municipal Code of the City of Tacoma;**
- B. Make a good faith effort to recruit a diverse and representative group of residents, property owners, business owners and employees to participate in the Neighborhood Council program;**
- C. Take the initiative in selecting activities and establishing priorities among them;**
- D. Set goals and objectives which reflect growth needs of the neighborhood and state its priorities;**
- E. Provide effective citizen participation in government by articulating, defining, and addressing neighborhood problems, by advising consulting with and cooperating with the various City offices, departments, commissions, boards, committees, and council on local matters affecting Northeast Tacoma, and by notifying and relaying information to residents, property owners, business owners and employees;**
- F. Provide citizen input on the efficiency and effectiveness of the government’s delivery of services;**
- G. Make recommendation concerning particular actions, policies, plans programs, projects, and other matters affecting the quality of life to the various offices, departments, commissions, boards, committees and councils. Matters affecting the quality of life include, but are not limited to, land use, housing, community facilities, human resources, social and recreational programs, traffic and transportation, environmental quality, and public safety. The Neighborhood Council should be encouraged to review and make recommendations on changes occurring city-wide which may affect the quality of live within its area;**
- H. Review items for inclusion in the City budget, make recommendations which reflect the needs of the neighborhood, and state the priorities thereof;**
- I. Advocate members’ collective interests to all departments of the city government; (Rev. April 2009)**
- J. Consider Board-adopted resolutions as the most representative measure of support for advocating interests of the Northeast Neighborhood Council members to other parties. (rev. April 2009)**

- K. Make every effort to communicate with diverse groups of people;**
- L. Sponsor studies, hold informational meetings, and conduct forums and educational programs;**
- M. Provide a forum for consideration of the conservation, improvement, or development of property within the Neighborhood Council area;**
- N. Conduct educational programs for the general public regarding the aspect of government's decision-making processes important to Neighborhood Council activities and functions;**
- O. Undertake projects to benefit their neighborhood as may be deemed appropriate by the Neighborhood Council;**
- P. Administer contractual funds, develop a budget, and as appropriate, operate and staff a neighborhood office;
- Q. Cooperate with other Neighborhood Councils in developing and operating resource centers to be located at sites within the Neighborhood. Such centers shall be for the use of all citizens;
- R. Develop a biennial plan and supporting budget which covers services to the City of Tacoma and forward a contract of proposed services, in appropriate form, to the City Council for its consideration.**

ARTICLE VI Neighborhood Council Boundaries

Section 1. The City Council determines the boundaries of Neighborhood Councils and sets those boundaries by resolution.

Section 2. The boundaries of the Neighborhood Councils are delineated on official Neighborhood Boundary Maps maintained, up to date, by the General Services Department, Community Relations Division.

Section 3. The boundaries of the Neighborhood Councils may be amended. Such amendments must be proposed by the Neighborhood Councils and reviewed and approved by the City Council.

Section 4. The boundaries of the Neighborhood Council, as a whole, and the boundaries of the areas within the Neighborhood Council will be reviewed as needed by the Executive Committee. (Rev. April 2009)

ARTICLE VII Neighborhood Council Board (Board)

Section 1. General Duties and Responsibilities – The Board shall:

- A. Establish a democratic decision-making process to direct the business of the organization through an elected Board which shall be responsible for directing the business of the organization. (Rev. April 2009)**
- B. Set policy to assure the goals of the Neighborhood Council are met, as set forth in Articles I and V.
- C. Encourage neighborhood residents to take a leadership role in serving as Board members and officers of the Neighborhood Council.**

Section 2. Organization – The Board shall be comprised of a minimum of seven members, and a maximum of 19 members, all at least 18 eighteen years of age, and elected by majority vote of members.

Section 3. Qualifications and Tenure

- A. A majority of the Board shall be neighborhood residents. Specific provisions for nonresident Council members may be included in these bylaws.**
- B. In no case shall any person serve on more than one Neighborhood Council at the same time.**
- C. The term of office for Board members shall be two years, and shall be staggered such that no more than 60 percent of the Council is elected in anyone year.**
- D. Board members may succeed themselves indefinitely if the voters so desire.

Section 4. Compensation – The Neighborhood Council Board shall serve as volunteers without compensation.

Section 5. Conflict of Interest – Neither Board members, Officers, employees nor any member of the Neighborhood Council may personally or financially derive direct or indirect benefit from use of information, material, or services of the Neighborhood Council. Board members may not participate in any decision that would benefit, directly or indirectly, any organization or individual with whom the Board member has an employment or contractual relationship. (Rev. Aprch 2009)

Section 6. Election – Rules, procedures and methods of elections shall be as follows:

- A. Elections shall be nonpartisan;
- B. Candidates shall be nominated and announced at least 20 days prior to the election. This provision does not preclude nominations from the floor at the time of the election; (Rev. April 2009)**
- C. Election of Board members shall be held during the Annual Meeting;
- D. Election of Officers shall be at the next scheduled meeting of the Council for which adequate notice is possible; (Rev. April 2009)**
- E. Election of three Community Council of Tacoma representatives shall be included in the annual elections;
- F. All votes shall be by secret ballot except in cases where only single candidates have been nominated, in which case the election can be by acclamation;**
- G. The City of Tacoma liaison to the Northeast Tacoma Neighborhood Council, a member of the Community Relations Division, or a designee of either, will attend the election meetings to assist in the counting of ballots. (Rev. April 2009)
- H. In the event of a tie for a Board position, and after a recount has been conducted, the winner shall be decided by lot in the presence of candidates and witnesses.**

ARTICLE VIII
Officers

Section 1. The Council shall elect, at a minimum, a chair, vice-chair, recording secretary, treasurer, and corresponding secretary. Additional officers may be elected. Collectively, these officers constitute the Executive Committee. (Rev. April 2009)

- A. The duties of each officer shall be those customarily attributed to them under usual Council practices, and as set forth below.
- B. The Officers of the Neighborhood Council will be elected by the members of the Neighborhood Council Board by nomination to, and plurality vote of, the sitting Board in an election to be held each year. The offices of Chair and Vice Chair may be filled only by Board members with at least one year of active participation on the Northeast Tacoma Neighborhood Council Board. The offices of Recording Secretary, Corresponding Secretary, and Treasurer may be filled only by Board members with one year of prior service on the Board. The Board may waive, by majority vote of those Board members present, the one-year Board requirement for Recording Secretary, Corresponding Secretary, or Treasurer if the Board determines that a new Board member is exceptionally well-qualified for one of these offices. (Rev. April 2009)
- C. Members of the Board may be nominated from the floor for officer positions. Any member of the Council may recommend candidates for officer positions to the Nominations subcommittee. (Rev. April 2009)

Section 2. The term of office is one year.

Section 3. Officers may succeed themselves indefinitely, if the voters so desire.

Section 4. Vacancies – In the event of a vacancy of an officer of the Council, the Council shall appoint a new member of the Council to serve in the position for the duration of the term. Any vacancy occurring, other than by the expiration of a term of office, shall be filled within sixty (60) calendar days after its occurrence. The remaining members of the Board shall appoint a successor of requisite qualifications to fill the vacancy for the un-expired term. The vacancy shall be filled only at a regular meeting of the Board after reasonable notice of intent has been given to all remaining members of the Board.

Section 5. Chair – the Chair shall be the presiding officer of the Neighborhood Council. In the absence of the Chair, the Vice-Chair shall act as Chair. In the absence of both the Chair and the Vice-chair, Recording Secretary, Corresponding Secretary, and Treasurer in turn shall act as Chair. In the absence of all officers, the Council shall designate the presiding officer as required to conduct business for that meeting. The Chair shall:

- A. Serve as the spokesperson and representative of the Council and the Executive Committee; (Rev. April 2009)
- B. Open all meetings of the Council at the appointed hour by taking the Chair and calling the Council to order;
- C. Call for approval of the minutes of the previous meeting;
- D. Maintain order and decorum;
- E. Receive and submit all matters properly brought before the Council in the order prescribed by the rules;
- F. Receive all communications and present them promptly to the Council;
- G. Authenticate by signature all advisory action of the Council;
- H. Make known all rules of the Neighborhood Council when so requested and to decide all questions of order;
- I. Promptly make the proper referral of matters brought before the Council to the appropriate committee(s);

- J. Perform such other duties as may be required by law or such as may properly pertain to such office;
- K. Take part in Council meetings and exercise the power to vote;
- L. Appoint a temporary recording Secretary in the absence of the Recording Secretary;
- M. Authorize an excused absence of any Council member who has given prior notice of an inability to attend a properly noticed meeting of the Council, whether it is a regular, special, or rescheduled meeting.
- N. Perform such other duties as may be prescribed by the Council;
- O. Serve on the Executive Committee; and
- P. After the Chair's term has expired, preside at the meetings of the Council until the new Chair has been seated.

Section 6. Vice Chair – the Vice-Chair shall:

- A. Perform the duties of the Chair in the absence of the Chair or in the event that the Chair is unable to, or refuse to perform. The Vice-Chair shall have when so acting, have the powers of and be subject to all restrictions placed upon the Chair;
- B. Serve with the Chair as the spokesperson and representative of the Neighborhood Council;
- C. Assist the chair with formulating Neighborhood Council objectives and programs for consideration by committees;
- D. Assist the Chair to anticipate issues and problems deserving or in need of special meetings;
- E. Serve as Parliamentarian for the Council; (Rev. April 2009)
- F. Chair the Bylaws Committee; (Rev. April 2009)
- G. Perform such other duties as assigned by the Chair or the Council;
- H. Serve on the Executive Committee.

Section 7. Recording Secretary – The Recording Secretary shall:

- A. Exercise all the duties and powers of the Chair in the absence of the Chair and Vice-Chair;
- B. Keep accurate minutes of proceedings and assure that all Council actions are recorded and published appropriately; (Rev. April 2009)
- C. Prepare and publish agendas for upcoming meetings of the Council; (Rev. April 2009)
- D. Sign with the Chair, and keep a copy, of any document the Council has authorized the issuance of by resolution;
- E. Assist the Chair to anticipate issues and problems deserving or in need of special meetings;
- F. See that all notices are duly given in accordance with the provisions of these bylaws and as required by law;
- G. Perform all duties relating to the office of Recording Secretary and such other duties as may be assigned by the Chair or the Board;
- H. File the annual report as required with the office of the Secretary of State and with the City of Tacoma Neighborhood Council Office; (Rev. April 2009)
- I. Serve on the Executive Committee.

Section 8. Treasurer – The Treasurer shall:

- A. Be accountable for funds belonging to the Neighborhood Council;
- B. Maintain current financial records;
- C. Assure a full and proper report of the financial standing of the Neighborhood Council is given at each Council meeting.
- D. Sign checks drawn on the Neighborhood Council account with the written authorization of the Chair or a majority of the Executive Committee; (Rev. April 2009)
- E. Exercise all the duties and powers of the Chair in the absence of the Chair, Vice-Chair, Recording Secretary, and Corresponding Secretary;
- F. Chair and schedule meetings of the Finance Committee;
- G. Prepare and present an annual budget proposal during the Annual Meeting;
- H. Serve on the Executive Committee.

Section 9. Corresponding Secretary – The Corresponding Secretary shall:

- A. Assist the Chair in reviewing incoming correspondence for the Neighborhood Council, and in advising the Executive Committee of correspondence which must be addressed with respect to the upcoming meetings;
- B. Assist the Council by preparing drafts of outgoing correspondence for approval by the Chair and, as appropriate, by the Executive Committee or by the Board.
- C. Assist the Chair to anticipate issues and problems deserving or in need of special or emergency meetings; (Rev. April 2009)
- D. Perform all duties relating to the office of Corresponding Secretary and such other duties as may be assigned by the Chair or Board; (Rev. April 2009)
- E. Serve on the Executive Committee.

ARTICLE IX
Board Vacancies

Section 1. Resignation

- A. **If a Board member or officer is appointed or elected to any City political office, he or she must immediately resign from the Neighborhood Council.** If any Officer of the Neighborhood Council Board declares her or his intent to run for public office, she or he shall resign from the Board office held as soon as she or he makes her or his public announcement of candidacy. Any Neighborhood Council Board member running for public office shall not utilize her or his Neighborhood Council role to advance her or his candidacy in any way. A Neighborhood Council Board member may, at the request or authorization of the Board, take a leave of absence from the Board while a candidate for public office. (Rev. April 2009)
- B. **If a Board member moves out of his or her area of representation, or is convicted of a felony as defined by law, the Council position becomes vacant.** (Rev. Apr 2009)
- C. Any Board member may resign by submitting a written resignation with the Recording Secretary of the Neighborhood Council

Section 2. Removal

- A. Any Board member or officer may be removed by the Council whenever in its judgment the best interests of the Neighborhood Council would be served thereby, including without limitation, for malfeasance, nonfeasance, or any other acts deemed detrimental to the good name of the Council.
- B. When a Board member has an unexcused absence for two (2) consecutive, properly-noticed regular meetings of the Council, the Board member shall be contacted by a member of the Executive Committee and advised of the removal procedure. After a third (3) consecutive unexcused absence, the Council shall have the option to declare the seat vacant, and shall send written notice to the involved Council member that she or he has been removed from their position. A Board member's notice of inability to participate in a meeting shall be sent to the Recording Secretary and the Chair. (Rev. April 2009)
- C. A two-thirds (2/3) majority vote of Board members at a meeting called for this purpose and at which a quorum is present is required to carry out this action. The Executive Committee must place, during its regular agenda-setting process, any proposal to declare a seat vacant on the agenda of the meeting where the action is to be taken. Such action shall be effective immediately upon the Council's vote to remove. (Rev. April 2009)

Section 3. Filling Vacancies – Any vacancy occurring, other than by the expiration of a term of office, shall be filled within sixty (60) calendar days after its occurrence. The remaining members of the Board, at either a Council meeting or a Board meeting, scheduled with reasonable notice, shall appoint a successor of requisite qualifications to fill the vacancy for the unexpired term. (Rev. April 2009)

ARTICLE X
Termination of the Board

Section 1. The termination of the Board may be initiated by the members of the Neighborhood Council.

Section 2. The termination of the Neighborhood Council Board by Neighborhood Council members shall be by initiative petition signed by 100 of the members of the Neighborhood Council.

- A. The petition shall be filed with the Community Council of Tacoma.

- B. Within thirty (30) calendar days of the receipt of the petition, the remaining Neighborhood Councils, as the Community Council, shall provide adequate notice and hold a public meeting within the neighborhood as to whether or not the Neighborhood Board should be terminated.
- C. The Neighborhood Council Board shall be terminated upon an affirmative vote equal to two-thirds (2/3) of the members of the Neighborhood Council present at a public meeting.

ARTICLE XI
Conduct of Business

Section 1. The Neighborhood Council will conduct its business and shall operate pursuant to these bylaws, the Rules and Procedures adopted by the Board, and as follows:

- A. The vote of a majority of the Board members present at a meeting, at which a quorum of Board members is present, shall be the act of the Council;
- B. No voting by proxy shall be allowed;
- C. All questions of parliamentary procedure, if not provided for in these bylaws, shall be resolved by reference to Robert's Rules of Order, Newly Revised Edition.

Section 2. Quorum – Meetings of the Council Board shall require the presence of a quorum of Board members to reach binding decisions. A quorum requires the presence of a majority of the total number of members to which the Board is entitled. An exception is the annual meeting, specifically for electing new Board members to fill a portion of the Board positions. (Rev. April 2009)

Section 3. Voting – A majority vote of the Board members present is required to take any action. There shall be three (3) methods of ascertaining the decision of the Neighborhood Council Board upon any matter: by show of hands; by the call of roll of the members; and by unanimous consent. The vote of individual members shall be recorded and reflected in the minutes of the meeting if a roll call vote is called. Only Board members shall vote on regular business.

ARTICLE XII
Committees

Section 1. Committees – The Board shall be entitled to form committees as necessary to carry out its function. The function of such committees shall be to report its findings and to propose recommendations to the Neighborhood Council Board for appropriate action. No committee may speak for the Board. All committee members shall be appointed by the Executive Committee. Committee members shall serve a one year term.

Section 2. Executive Committee:

- A. Shall consist of the Chair, Vice-Chair, Secretary, Treasurer, and Corresponding Secretary.
- B. Shall meet or communicate as necessary, and be responsible for proposing an agenda and other functions as set by the Board.
- C. Shall act on behalf of the Board between meetings, as needed, and report decisions and actions to the Board at its next meeting.

Section 3. Bylaws Committee

- A. Shall consist of a Chairperson and two members appointed by the Board with a term of office of one year.
- B. Shall review amendments submitted by members for adoption and make recommendations to the Board.
- C. Shall review the Bylaws at least annually and make recommendations to the Board.

Section 4. Finance Committee

- A. Shall, at least annually, audit the books of the Council. The Treasurer shall recuse her- or himself from the reporting of results, but shall aid the process. (Rev. April 2009)
- B. Shall report to the Council any discrepancies in the books or the bookkeeping methods being used.
- C. Shall prepare a draft annual budget, presented to the Neighborhood Council Board in December, and voted on at the regular January meeting.

Section 5. Other Committees – The Executive Committee shall establish other committees from time to time as it deem necessary for the effective conduct of Council activities. (Rev. April 2009)

ARTICLE XIII

Funding, Contracts, Checks and Deposits

Section 1. Contracts – No contracts shall be entered into on behalf of the Neighborhood Council and no evidence of indebtedness shall be issued on its name unless recommended by the Board and authorized by resolution. (Rev. April 2009)

Section 2. Checks, Drafts, Etc. – All checks, drafts, or other orders for payment to money, notes, or other evidences of indebtedness issued in the name of the Neighborhood Council shall require signature by the Treasurer with the written authorization of the Chair or in the absence of the Chair, the Vice-Chair. In the absence of one or both, the Vice-Chair and/or the Recording Secretary may be designated to sign authorized checks. (Rev. April 2009)

- A. The Neighborhood Council policy shall be to reimburse individuals and organizations for properly recorded expenditures; (Rev. April 2009)
- B. An individual or organization may only receive a disbursement of Neighborhood Council funds prior to receipt of receipted expenditures only with approval of two members of the Executive Committee. (Rev. April 2009)

Section 3. Banking Accounts and Deposits – All funds of the corporation, whether acquired by gifts, contracts, or any legitimate means, shall be deposited to the credit of the Neighborhood Council in such banks, trust companies, or other depositories as the Council Executive Committee may select. Accounts in such depositories may be opened or closed only by resolution of the Executive Committee. (Rev. April 2009)

Section 4. Fiscal Year – The fiscal year for the Neighborhood Council shall correspond with the fiscal year for the City of Tacoma.

Section 5. Books and Records

- A. The Neighborhood Council shall keep correct and complete books and records of accounts.
- B. The records shall include the minutes of the proceedings of the Board of the Neighborhood Council, the Executive Committee, and committees having any of the authority of the Council.
- C. **The Neighborhood Council shall maintain all records for funding and shall review each disbursement of funds to assure the expenditures are consistent with requirements of law and any guidelines set forth by the Tacoma City Council** or other funding source.
- D. A record giving the names and addresses of the Council members entitled to vote must be maintained for at least three fiscal years.
- E. All books and records of the Neighborhood Council may be inspected by any member of the Council their agent or attorney for any proper process at any reasonable time or place.
- F. All records shall be maintained and preserved at the Tacoma Police Department's Northeast Tacoma substation.

Section 6. Audit of Books -- The books and financial records of the Neighborhood Council shall be maintained in such a fashion that they can be audited, shall be open for inspection, and are subject to audit by the City of Tacoma's Director of Finance (or other funding source) and the office of the State Auditor.

Section 7. Bonding [Removed April 2009]

Section 7. Financial Reports – A Treasurer's report on the financial status of the Neighborhood Council shall be provided at each regular Council meeting.

**ARTICLE XIV
Bylaws Review and Amendments**

Section 1. Review – These Bylaws shall be reviewed at least annually.

Section 2. Amendments – Upon 30 days notice to Board members, amendments to these Bylaws may be proposed for adoption at the next scheduled meeting of the Neighborhood Council.

Section 3. Conflict in Bylaws – These Bylaws and each and every provision thereof shall be consistent with the Neighborhood Council's Articles of Incorporation; the general purpose and mission of the Neighborhood Council; and Chapter 1.45 of the Code of the City of Tacoma. In the event any provision or portion of these Bylaws shall be determined to be inconsistent with same, then:

- A. such provision or portion shall be deemed void;
- B. the rest of the Bylaws shall remain in full force and effect;
- C. as soon as reasonably practicable, the Neighborhood Council Board shall modify the affected portion or section of the Bylaws to make it consistent with the Articles of Incorporation and the purpose and mission of the United Neighborhoods of Tacoma.

Section 4. Effective Date – These Bylaws will become effective as of the date of the initial adoption by the Neighborhood Council Board and the date of due amendment. (Rev. April 2009)

ARTICLE XV
Reports

Section 1. Annual Reports – The Neighborhood Council shall prepare a written report of its activities annually. Such report shall be submitted to the City Council and filed with the Community Relations Division.

Section 2. Periodic Reports – Additional periodic reports regarding issues concerning the Neighborhood Council's purpose and responsibilities may be submitted to the City Council and filed with the Community Relations Division.

Section 3. A copy of each such report shall be filed with the City Clerk's office and the Community Council.

ARTICLE XVI
Indemnification

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer the Corporation shall be indemnified by the Corporation. Indemnifications shall be against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or such heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right or indemnification shall not be deemed exclusive of any other right to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart for this Article.

ARTICLE XVII
Dissolution or Termination

Section 1. Dissolution – The Neighborhood Council may be dissolved by a two-thirds (2/3) majority vote of the Board at a special meeting called for that purpose.

Section 2. Disposition of assets – In the event of dissolution or termination of the Neighborhood Council, all unobligated assets shall be transferred to the Community Council of Tacoma or other non-profit organization filed with the Internal Revenue Service under section 501-(c3) of the Internal Revenue Service.