

BY-LAWS OF THE SUNSET HILL COMMUNITY ASSOCIATION

ARTICLE I - NAME

The name of this organization shall be SUNSET HILL COMMUNITY ASSOCIATION; hereinafter referred to as SHCA.

ARTICLE II - PURPOSE

The purpose of this organization shall be to promote the general welfare of the residents of the Sunset Hill neighborhood, and to make the neighborhood a desirable place to live, and to promote the welfare of the city and the larger community of which Sunset Hill neighborhood is a part.

SHCA will seek to accomplish its purpose in the following ways:

- A. By facilitating enjoyable, healthy and productive social, educational and civic activities for its members, and their community;
- B. By initiating and maintaining communication with local government and other community groups;
- C. By promoting and implementing planning to enhance the physical surroundings and environment of the neighborhood; and
- D. By informing the membership, and advocating on its behalf, and on behalf of the community at large, regarding issues of importance which affect the neighborhood and the community.

SHCA will welcome any efforts of any of its members which are designed to achieve these purposes.

ARTICLE III - MEMBERSHIP

- A. There will be the following categories of membership:
 1. Individual voting member.
 2. Family voting member.
 3. Honorary non-voting member.

Any adult individual who resides in, has a business located in, or owns real property located in the Sunset Hill neighborhood is eligible to be a voting member of the SHCA.

Honorary non-voting membership is open to any interested individual who does not qualify to be a voting member.

Family Voting Membership is available to any married couple, or any two adults living together in a shared household, if the marital or shared household is located in the Sunset Hill neighborhood.

Family membership is entitled to two votes, and to a special dues.

- B. Membership in good standing is obtained when an eligible individual, or family unit, applies for membership and pays the applicable dues as set at the date of the application.

ARTICLE IV - GEOGRAPHICAL AREA

The Sunset Hill neighborhood is defined as follows:

- A. The eastern boundary is 24th Avenue Northwest.

- B. The western boundary is Puget Sound.
- C. The northern boundary is Northwest 85th Street.
- D. .The southern boundary is Northwest Market Street.

ARTICLE V - OFFICERS

- A. The officers of SHCA shall be a president, a vice president, a secretary and a treasurer.
- B. All officers must be voting members in good standing of SHCA.
- C. Once elected, officers shall serve for a one-year term. Any officer may be elected for successive terms. Officers shall be installed at the general membership meeting in January of each and every year.

ARTICLE VI - ELECTIONS

A. Prior to each and every annual election, there shall be organized a nominating committee of two voting members, appointed by the president, plus such additional members as the Board of Trustees shall deem appropriate; provided that, in no event, will the nominating committee have in excess of five voting members.

B. The nominating committee shall present to the membership a slate of nominees at the November General Membership Meeting. At this meeting, any voting member may offer the name of any other voting member in good standing as an additional nominee.

C. After the slate of nominees has been completed, officers shall be elected by majority vote of a quorum of voting members present at the meeting. The vote shall be held by secret ballot. Separate votes shall be held for each officer, in the following order: president, vice-president, secretary, treasurer.

D. Election of the four additional trustees as set forth in Article IX subsection A-3 (the non-officer trustees) shall follow election of the officers. The vote shall be held by secret ballot. The nominees receiving the greatest numbers of votes of a quorum of voting members present at the meeting shall fill the four non-officer trustee positions.

E. Only voting members in good standing will be eligible to cast a ballot for the election of members of the Board of Trustees.

ARTICLE VII – VACANCIES

A. A vacancy in any office, prior to the expiration of the one-year term, shall be filled by an appointment by the president. A vacancy in any of the non-officer trustee positions on the Board of Trustees, prior to the expiration of the one-year term, may be filled by an appointment by the president.

B. In the event that any member of the Board of Trustees is absent from three consecutive regularly scheduled board meetings, without being excused, and without good cause, the trustee may have his or her office be declared a vacancy, and a successor trustee may be provided as set forth just above in Section A.

ARTICLE VIII - DUTIES OF OFFICERS

A. The president shall preside at all meetings, and shall be an ex-officio member of all committees. In addition, the president shall serve as the chief executive of the organization. The president shall coordinate all of the organizations programs and all business of the organization. The president has the authority, with the approval of the Board of Trustees, to sign any contract or instrument which has been authorized by the Board. The president may delegate this signatory authority to any other officer of the organization, in the president's sole discretion.

B. The vice-president shall preside in the absence of the president and when so acting have all power and authority of the president, including the powers of chief executive. In addition, the duties of vice-president shall include serving as the liaison of the Ballard District Counsel and other community groups with which SHCA may have reason to interact or correspond.

C. The secretary shall make an accurate record of all business transacted at both general membership and special meetings of the organization. The secretary shall incorporate into said record of each meeting, a report of the financial position of the club, including a statement of all funds received and all bills paid, according to a report provided to the secretary by the treasurer.

D. The treasurer shall have custody of all organization funds, and shall maintain a true and accurate accounting of the financial transactions of the organization, and shall report on such transactions to the Board of Trustees, at the board's monthly meetings. In addition, the treasurer shall serve as the chairman of the Finance Committee.

ARTICLE IX – BOARD OF TRUSTEES

A. The management of the organization shall be vested in the Board of Trustees, which shall be comprised of the following persons:

1. The duly elected officers of the organization; and
2. The past president of the organization; and
3. Four non-officer trustees, elected by the voting members of SHCA.

B. The four non-officer trustees as set out in subsection A-3 above must be voting members in good standing of SHCA.

C. The four non-officer trustees, once elected, shall each serve for a one-year term. Any of the non-officer trustees may be elected for successive terms.

D. The trustees may serve as chairman or members of the standing committees, but each standing committee shall have at least one trustee as a chairman or member.

ARTICLE X - COMMITTEES

A. The following shall be the standing committees:

- a. Building Management.
- b. Membership/Development.
- c. Programs/Social.
- d. Finance.
- e. Neighborhood planning/land use.

B. Either the Board of Trustees, or the president, may create special committees as they shall, from time to time, deem necessary.

C. The president shall, with the advice and consent of the Board of Trustees, appoint all members of all standing and special committees, and shall designate the chair of such committees, unless the chair is otherwise designated by the terms of these By-Laws. Any special committees created by the president or the Board of Trustees shall be given written notice, of not less than 10 days of the intent of the president or the Board to dissolve the committee.

D. Committees shall make recommendations to the Board of Trustees. No committee has authority to take action on behalf of SHCA without prior approval from the Board of Trustees.

ARTICLE XI - QUORUM

A. A quorum of the Association, for the transaction of business, shall consist of not less than 20 voting members in good standing.

B. A quorum of the Board of Trustees, for the transaction of business, shall consist of five members of the Board, or at least one-third of the total membership of the current Board, whichever is greater.

ARTICLE XII - MEETINGS

A. General meetings of the membership shall be held monthly, except for the months of June, July, August, and December. The day and time of the meetings shall be determined by the Board of Trustees, and shall be published to the voting membership not less than three weeks prior to the date and time selected.

B. Meetings of the Board of Trustees shall be held monthly, on a day and time determined by a quorum of the membership of the Board.

C. The president may call special membership meetings, pursuant to publication to the general membership of the day and time of the meeting. Such publication shall occur not more than 30 days and not less than 10 days in advance of the meeting date. The president may call special meetings of the Board of Trustees by providing not less than three days' notice of the time and place of the meeting to each and every member of the then current Board.

ARTICLE XIII - DUES

The Board of Trustees shall set the dues for the corporation, and shall approve the dues structure annually. There shall be at least three categories of dues, to include dues for Individual Voting Memberships, for Family Voting Memberships, and for Honorary Non-Voting Memberships.

ARTICLE XIV - ASSOCIATION DEBTS

All customary and usual debts and expenses of the association shall be paid by the treasurer in the ordinary course of business. Any extraordinary debt owed by the association shall not be paid until the treasurer has first obtained the approval of the Board of Trustees.

ARTICLE XV - REAL PROPERTY

A. A vote of not less than two-thirds of the total voting membership of the SHCA shall be required prior to the sale of any real property owned by the organization. A notice shall be published in a local paper, for three consecutive weeks, advising all members of the SHCA, of the action to be taken prior to any vote of the members regarding a sale of the association's real property.

ARTICLE XVI – AMENDMENTS

These By-Laws may be amended by a majority vote of the voting members present at any general membership meeting at which the amendment is properly before the association. Amendments will be considered as properly before the association if the text of the amendments has been distributed to all voting members not less than two weeks, nor more than six weeks, in advance of the vote.

ARTICLE XVII - RULES OF ORDER

Roberts Rules of Order, Revised, shall be the guide for any parliamentary practice not otherwise specifically provided for in these By-Laws.

ARTICLE XVIII - FISCAL YEAR

The Fiscal Year of the Association shall be the calendar year.

These By-Laws were adopted by a majority vote of the voting members present at the November 2000 General Membership meeting.