

# **BYLAWS OF KNOLLWOOD NEIGHBORS**

Adopted March 22, 2006  
Amended March 31, 2008  
Amended March 24, 2009  
Amended March 23, 2010  
Accepted without amendment March 22, 2011

Amended April 24, 2012  
Amended April 30, 2013  
Amended March 18, 2014  
Amended March 16, 2015

## **ARTICLE I: NAME**

The name of this organization shall be Knollwood Neighbors.

## **ARTICLE II: PURPOSE**

Knollwood Neighbors is a 501c(3) charitable civic organization founded to encourage communication and cooperation among residents of Knollwood. This purpose is accomplished by creating and maintaining channels of communication; providing factual information about issues that affect Knollwood; and promoting friendly interaction between Knollwood residents. All of the organization's activities are intended to promote the founding vision of Knollwood as a friendly community in which residents are proud to live and raise their families.

Knollwood Neighbors will take action on issues affecting Knollwood as deemed appropriate by consensus of its members and the Board.

Because, in the past, the issue of annexation of Knollwood to surrounding communities has been extremely divisive, Knollwood Neighbors will not take a position on such an issue if it should ever arise. In that event, the organization will function solely as a conduit of information.

## **ARTICLE III: FISCAL YEAR**

The organization's fiscal year is January 1 through December 31.

## **ARTICLE IV: MEMBERSHIP**

Membership in Knollwood Neighbors shall be available to any household in Knollwood on registration through the organization's website or by other communication to the Board. Membership is by household. The membership year is January 1 through December 31.

Member households will be contacted each year by email or other communication to ascertain their intention to remain a member. The Board may perform periodic audits to remove inactive members.

Members may act in the name of Knollwood Neighbors only when authorized to do so by the Board of Directors.

## **ARTICLE V: BOARD OF DIRECTORS**

1. The Board of Directors shall consist of three Officers: President, Secretary, and Treasurer. Officers are elected by the membership of the organization. Officers must reside in Knollwood, be at least 18 years old, and be a member of Knollwood Neighbors at the time of election.

2. Officers serve one-year terms, from April 1 through March 31, and may serve any number of consecutive or non-consecutive terms. Each person elected shall serve in only one office at a time.
3. Officers may be removed, with or without cause, by a vote of the Board, or by a vote of the members at a special meeting as outlined in Section VII.5. Any Officer vacancy may be filled by appointment by the other Officers.
4. The Board of Directors may form committees and designate Committee Chairs as needed. Committee Chairs are not members of the Board of Directors.

#### **ARTICLE VI: DUTIES OF OFFICERS**

1. The PRESIDENT shall conduct all meetings of the organization; supervise the Board members and Committee Chairs; be ex-officio member of all committees; and confer with each Committee Chair on the format of his or her committee. The President shall be a signatory to the Knollwood Neighbors bank account.
2. The SECRETARY shall keep a record of all Knollwood Neighbors board meetings and distribute minutes of the meeting to all Board members and Committee Chairs as soon as possible after each meeting. The minutes are to be approved by the Board, with modifications if needed, at the subsequent Board meeting. The Secretary shall handle correspondence and official business as directed by the Board. The Secretary shall conduct the meetings in the absence of the President.
3. The TREASURER shall have custody of the organization's funds; make deposits as necessary in the Knollwood Neighbors bank account; and have custody of the Knollwood Neighbors checkbook. The Treasurer shall be a signatory to the Knollwood Neighbors bank account. The Treasurer shall keep a full and accurate account of all receipts and disbursements; prepare statements for each meeting showing funds, receipts, and disbursements to date; work with the President to prepare and submit the annual budget within the first quarter of the new fiscal year to be reviewed and approved by the Board; and file all necessary statements with the Secretary of State's Office, the Attorney General's Office, the Internal Revenue Service, and any other regulatory entity.

#### **ARTICLE VII: MEETINGS**

1. Meetings of the Board of Directors take place at a frequency determined by the Board. Meetings may be called by the President or by two Board members as needed.
2. The Annual Meeting, at which Officers are elected, is held in March of each year. All members are encouraged to attend this meeting.
3. Meetings must be announced to the Board of Directors at least 2 days before the date of the meeting.
4. A quorum of the Board members must be present to transact business at a meeting. A quorum for this purpose is defined as at least 2/3 of the Board members.
5. Knollwood Neighbors members may call a special meeting by submitting a request from at least five member households to the Secretary. The Secretary shall arrange a date, time, and place for the meeting and notify members by email. The President shall preside over the meeting as usual.

For purposes of a special meeting, a quorum shall consist of 50% +1 of member households, and action may be taken by a vote of a 2/3 majority of the member households present. No action or vote will be entertained that is inconsistent with the purpose of the organization or the rights and duties of members or the Board as outlined in these Bylaws.

#### **ARTICLE VIII: ANNUAL MEETING AND ELECTION OF OFFICERS**

1. The Annual Meeting shall be held in March of each year. The date for the meeting shall be set at least 30 days in advance.
2. The Board shall appoint a Nominating Committee and a Bylaws Committee at least two weeks before the Annual Meeting.
3. The Nominating Committee shall encourage and accept nominations from Knollwood Neighbors members in advance of the Annual Meeting via an email to members. The Committee shall develop a slate of nominees for the three Officer positions.
4. The Bylaws Committee shall review the existing bylaws and prepare a revised version.
5. At the Annual Meeting, members present who have been registered as members for at least 30 days may vote on the Officers and any bylaws amendments or revisions presented. Each member household gets one vote. A quorum of the membership is required to conduct the business of the meeting, of whom the vote of a majority is required for an action to be accepted. A quorum for this purpose is defined as 10% of the current member households. If bylaws revisions or amendments are not accepted, the previous bylaws remain in effect.
6. Election results shall be announced via email. Names of the directors and the bylaws shall be published on the organization's website.
7. New Directors assume their positions on April 1.