

Duboce Triangle Neighborhood Association Bylaws Modifications

Replacing Distribution Manager Board Seat with a new Director Board Seat.

Recommended by the Board on September 14, 2020.

To be presented at the October 12, 2020, General Meeting for a membership vote.

Proposed Changes (noted in red with new in bold):

ARTICLE 5. OFFICERS.

Section 1. The elective officers shall be President, Vice President, Editor, Secretary, Treasurer, ~~Distribution Manager~~, and **four five** Directors. These ten Officers and Directors are to be nominated, after having been a member in good standing for at least three months, no earlier than the November regular meeting and elected no later than the ~~January~~ **February** regular meeting, and are to assume their offices on the day following their election. Each Officer and Director shall serve for one year or until such time as his/her successor is duly elected and installed. Officers and Directors will renew their memberships in February. If an Officer or Director does not renew their membership in February, the President shall have the option to remove the board member at his or her discretion.

ARTICLE 6. DUTIES OF THE OFFICERS.

~~Section 6.—The Distribution Manager shall be responsible for the distribution of the NEWS to the neighborhood and those on the mailing list. By a majority vote of the Board, the duties of the Distribution Manager may be assumed by a non-elected Member of the organization. In this event, an additional Director shall be elected or appointed to fill the seat which would otherwise be held by the Distribution Manager.~~

ARTICLE 7. APPOINTIVE MANAGERS.

Section 1. The DTNA Distribution Manager shall be a Member in good standing and shall be appointed by the President. The Distribution Manager shall be responsible for the distribution of the DTNA Newsletter to the neighborhood and those on the mailing list.

Section 2. Membership Manager shall be a Member in good standing and shall be appointed by the President. The Membership Manager shall be responsible for recruiting new members, renewing established members, and working with the Treasurer to keep the membership list up to date.

Section 3. Advertising Manager shall be a Member in good standing and shall be appointed by the President. The Advertising Manager shall be responsible for procuring Advertisements for the DTNA Newsletter including artwork and working with the Treasurer for the collection of Advertising fees.

ARTICLE ~~7-8~~. BOARD OF DIRECTORS.

Section 1. the Board of Directors shall consist of the Officers and Directors listed in Article 5, plus the immediate past president. The duty of the Board shall be to recommend to the

association policies, plans, and actions in the best interests of its members and the association. Six members of the ~~Board~~ **board** shall constitute a quorum.

Section 4. In the event of a vacancy on the Board arising for any reason other than the expiration of a regular term of office, the President may appoint any member of the association in good standing to fill that position until the next regular election of Officers and Directors. The President may declare a vacancy of any Officer or Board member upon three consecutive absences at regular meetings, or five absences within a period of twelve months, unless excused due to good cause.

Section 5. In the event of a President succeeding himself/herself, the immediate past President shall continue as an ex-officio member of the Board, unless he/she indicates a desire to step down, a ~~fifth~~ **sixth** Director shall be selected by the regular procedures provided in these By-laws, and shall serve a one year term of office. In the event of a President being elected as an Officer other than President, then a ~~fifth~~ **sixth** Director shall be selected by the regular procedures provided in these By-laws.

ARTICLE ~~8-9~~. Committees.

ARTICLE ~~9-10~~. MEETINGS. The regular and special meetings shall be held as determined by the Board of Directors. Special meetings will be called by the President upon joint request of nine members. The President may also call for an on-line meeting of the Board of Directors on the internet via email or some other electronic form, with 24 hours notice for the meeting and two days in which Officers and Directors may respond. Failure to respond would constitute an abstention. A quorum of the association for the transaction of business shall consist of six (6) members, whether in person or on-line. Roberts Rules of Order Newly Revised shall be used as a reference to govern the meeting and procedures.

ARTICLE ~~10-11~~. AMENDMENTS

ARTICLE ~~11-12~~. STANDING RULES.