

# CHILHOWEE PARK NEIGHBOOD ASSOCIATION

## Bylaws

### ***ARTICLE I - Purpose***

Section 1 - Name of Organization: The name of the organization shall be Chilhowee Park Neighborhood Association (CPNA), hereafter referred to as CPNA.

Section 2 - Purpose of CPNA: The purposes for which CPNA is organized are:

- a. **To enhance the livability of the area by establishing and maintaining an open line of communication and liaison between the neighborhood, the City of Knoxville, TN, other participating agencies, and other neighborhoods.**
- b. To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- c. To perform all of the activities related to said purposes.
- d. To be organized exclusively for educational, social and charitable purposes.
- e. Nothing in these bylaws shall preclude an association from forming as a non-profit organization.

### ***ARTICLE II - Membership***

Section 1 - **Membership Qualifications: Membership in CPNA shall be open to any person who lives on or owns any real property, or any legal entity who operates a place of business or institution, within the recognized boundaries of the CPNA, any person meeting this criteria shall be considered a member of the CPNA.**

Section 2 – **Definition of Active Membership: An active member is defined as one who has attended at least one general or special meeting within the last calendar year.**

Section 3 - Membership Voting: All residents, property owners, or businesses located with CPNA boundaries shall have one vote per member household, property, or business entity, each to be cast during attendance at any general or special meeting. One representative from each government agency or nonprofit organization located within CPNA boundaries shall have the same privilege as the residents listed above.

### ***ARTICLE III - Dues***

Section 1 – **Membership Fees: Charging of dues or membership fees shall be prohibited; however, voluntary contributions and fundraising activities are encouraged.**

### ***ARTICLE IV - Membership Meetings***

Section 1 - General Membership Meetings: **There shall be at least six general membership meetings yearly. The meetings shall be convened on the last Tuesday of the month decided by the majority vote of the neighborhood officers.** Notification for all general meetings shall require seven (7) days advance written, E-mail, or telephone notice to all active members of CPNA and public notice

Section 2 - Special Membership Meetings: the chairperson may call Special meetings of the membership or the vice chair in the chair's absence as deemed necessary. Reasonable attempt to notify all CPNA members through public notice or any other methods deemed reasonable by CPNA shall be made prior to meetings at least seven (7) days in advance.

Section 3 - Agenda: The chairperson shall prepare the agenda for general and special meetings of the membership. Any member of CPNA may make a motion to add an item to the general or special agendas

at those respective meetings. Adoption of that motion requires a second and majority vote. Any non-member may request to add an item to the agenda by submitting the item in writing to the CPNA officers at least seven (7) days in advance of the membership meetings.

The chairperson shall place an item on the agenda only if the majority of the officers agree to do so.

**Section 4 - Quorum: A quorum for any general or special meeting of CPNA shall be a minimum of ten percent (10%) members in attendance. Unless otherwise specified in these bylaws, decision of CPNA shall be made by a majority vote of those members present at any meeting.**

Section 5 - Participation: Any general, special, officer or committee meeting is open to any person to observe. However, only members may participate in discussion and are entitled to vote. Non-members may participate in discussion if an item from a non-member has been placed on the agenda per the requirements of Section 3, Article IV. The presiding officer may regulate the order and length of appearances and limit appearances to relevant points. All actions or recommendations of the general or special meetings shall be recorded in the minutes, including minority reports. The CPNA shall notify the City of any recommendations contained therein.

Section 6 - Procedures: The CPNA shall follow Robert's Rules of Order (Revised) in all areas not covered by the bylaws.

#### ***ARTICLE V - Neighborhood Officers***

Section 1 - **Number of Neighborhood Officers: The Neighborhood Officers shall determine the exact number of officer positions annually. There shall be at least three (3) officers and the CPNA may add additional officers as needed.**

Section 2 - **Terms of Office: Each officer shall hold office for a term of one (1) year for which he/she is elected or appointed and until his/her successor has been elected or appointed to take office. The association will identify the date for annual election of officers in Article V, Section 5.**

Section 3 - Eligibility for Officer Service: Only persons eligible for CPNA membership shall be qualified to hold an elected or appointed position.

Section 4 - Duties of Officers: the officers shall manage the affairs of CPNA in the interim between general meetings. The officers shall

- a. be accountable to the membership;
- b. shall seek the views of all affected by any proposed policies or actions before adopting any recommendation on behalf of CPNA;
- c. and shall strictly comply with these bylaws.

Section 5 - **Election of Officers: Officer members shall be elected annually by a vote of the membership at its October meeting. The names of all candidates for the officer slate shall be placed in nomination. Secret written ballots shall be used for voting for officers. Election requires a majority vote of the membership present.**

Section 6 - Officer Vacancies: The officers may fill any vacancy on the CPNA or committee by majority vote of the officers in cases involving absences by an officer or committee member from three (3) consecutive meetings, or if a position is vacated for any reason. A member appointed to fill a vacancy shall serve the remainder of the unexpired term and until his/her successor is elected or appointed.

Section 7 - Duties of Officers:

a. **Chairperson:** The chairperson shall prepare the agenda and preside at all meetings of the officers and membership; shall appoint members of committees, who are not elected, with a majority approval of the officers, except for members of the Grievance Committee.

The Chairperson shall make all necessary reports to the Neighborhood & Community Services Department or delegate this task to the Secretary/Treasurer. Upon leaving office, the Chairperson shall serve in an advisory capacity to the current officers for a period of one year.

b. **Vice Chairperson:** The first alternate shall assist the Chairperson; in the Chairperson's absence shall function as Acting Chairperson.

c. **Secretary/Treasurer:** The Secretary/Treasurer shall keep minutes and written records of majority and minority opinions expressed at all meetings; shall be responsible for all correspondence of CPNA; shall make records of CPNA available for inspection at any reasonable time. The Secretary/Treasurer shall also be held accountable for all funds and shall give an accounting at each general meeting; shall receive, keep safe and disburse CPNA funds, but such disbursement shall require the signature of the Chairperson. This position may be divided into separate Secretary and Treasurer functions if the CPNA so desires.

d. **Committee Chairpersons:** The CPNA may establish additional committee chairpersons to serve with the officers as necessary.

**Section 8 - Officer Meetings:** The officers shall meet at least fourteen (14) days prior to any general or meeting and at any other time the chairperson may designate. These meetings shall be open session; however, only officers shall be entitled to vote. A majority of the officers shall constitute a quorum for officer meetings; decisions shall be made by majority vote. The officers shall be notified of said meetings in writing, by E-mail or by telephone in advance. A majority of officers, by signed petition, may call an officer, general or special meeting.

**Section 9 - Emergency Powers of the Officers:** In such cases where the officers are required to provide neighborhood response before a question can be presented to the membership, the officers must indicate to the questioner that this is the case. They shall then present the action taken at a special or general meeting within seven (7) days, or within a lesser time for ratification by the membership where circumstances dictate.

**Section 10 - Resignation and Removal:** Any Officer member may be removed from office by an affirmative vote of two thirds of the members of the association present at a meeting, the notice of which shall have specified the proposed removal. In addition, Officer members failing to attend three (3) consecutive meetings shall be automatically deemed to have resigned.

#### ***ARTICLE VI - Committees:***

**Section 1 – Definition of Committee:** The officers shall establish both standing and ad hoc committees, as they deem necessary. Committees shall make recommendations to the officers for officer actions. Committees shall not have the power to act on behalf of the organization without specific authorization from the officers.

**Section 2 – Grievance Committee:** The Grievance Committee is a special case, outlined in Article VIII.

#### ***ARTICLE VII - Conflict of Interest***

**Section 1 - Definition:** A conflict of interest exists for an officer whenever the officer holds a personal financial interest which will be impacted by the action or inaction by CPNA on a proposal before the

**membership or officers. A personal financial interest shall include a financial interest held by the officer and/or by members of their immediate family. A personal financial interest includes an ownership interest above 5% of a business, which will be impacted by the decision of CPNA. Examples of personal financial interest would include but not be limited to:**

1. Employment by CPNA;
2. Ownership of property the use or control of which is being considered by CPNA;
3. Plans to purchase property the use or control of which is under discussion by CPNA,

Section 2 - Declaring the Conflict of Interest: Whenever an officer determines that they have a conflict of interest relating to an item under discussion, they must inform the body (membership or officers) hearing the proposal that the conflict of interest exists.

Section 3 - Abstention from Voting: Officers shall not vote on matters in which they have a conflict of interest.

#### ***ARTICLE VIII - Grievance Procedures***

Section 1 - Eligibility: A person or group adversely affected by a decision or policy of CPNA may submit in writing a complaint to any member of the Grievance Committee.

Section 2 - Complaint Receipt: Within seven (7) days of receipt of the complaint, the committee shall arrange with the petitioner a mutually acceptable place, day and hour for a review of the complaint, and will, in writing, within thirty (30) days, recommend a resolution of the grievance to the officers.

Section 3 - Final Resolution: The committee shall attempt to resolve the complaint and shall submit a report of their recommendation and/or action to the complainant, officers and membership within fourteen (14) days. If the committee, officers and petitioner cannot reach agreement, attempts shall be made to resolve the complaint through mediation. If these attempts are not successful, final resolution of the complaint shall be by vote of a majority of the membership at a general or special meeting.

#### ***ARTICLE IX – Indemnification:***

Section 1 – Indemnification of officers in the course of their duties: CPNA shall indemnify an officer who may be party to a proceeding, as a result of the individual being or having been an officer, to the fullest extent provided by the laws of the State of Tennessee now in effect or later amended.

#### ***ARTICLE X - Procedure for Consideration of Proposals***

Section 1 - Submission of Proposals: Any person, group, which is not a member of the CPNA, may propose in writing items for consideration and/or recommendation to the CPNA chair. The officers shall decide whether the proposed items shall be heard by the CPNA and, if so, which meeting is most appropriate for the item to be heard.

Section 2 – Procedure: Any CPNA member or City Department may notify in writing items for consideration and/or recommendation to the CPNA chair. The CPNA chair shall then schedule the item at a meeting that is mutually acceptable to the officers and the proposer.

Section 3 - Notification: The proposer and members directly affected by such proposals shall be notified in writing of the place, day and hour the proposal shall be reviewed not less than seven (7) days in advance by telephone, E-mail, or mail and also by public notice.

Section 4 - Attendance: The proposer may attend this meeting to make a presentation and answer questions concerning the proposal.

Section 5 – Obtaining CPNA Meeting Minutes: CPNA minutes shall be available to the public and a copy of the CPNA minutes may be requested from the Secretary/Treasurer in writing with ten (10) days advance notice by the proposer or members directly affected by such proposals.

***ARTICLE XI - Boundaries***

Section 1 – CPNA Boundaries: Boundaries of CPNA shall be defined as:

**Bounded to the north by I-40**

**Bounded to the west by N. Cherry Street**

**Bounded to the south by Magnolia Avenue**

**Bounded to the east by N. Beaman Street**

Section 2 - Boundary Amendments: Boundaries of the CPNA shall be reviewed if the CPNA membership and can be amended by a 2/3 majority of the active members

***ARTICLE XII - Public Meetings / Public Records Requirement:***

CPNA shall abide by Tennessee statutes relative to public meetings and public records. Official action(s) taken by CPNA must be on record or part of the minutes of each meeting. The minutes shall include a record of attendance and the results of any vote(s) taken.

***ARTICLE XIII - Non-Discrimination***

Section 1 – Statement of Intent: CPNA shall afford equal opportunities for participation in the Neighborhood Association to all persons who meet the membership qualifications regardless of race, color, religion, sex, age, handicap, familial status, or national origin.

***ARTICLE XIV - Adoption and Amendment of Bylaws:***

Section 1 – Amendments: All amendments to these bylaws must be proposed in writing and submitted to the CPNA chair, who will then distribute copies of the proposed amendment(s) to active members at least thirty (30) days before voting on their adoption. Reasonable attempts to notify all CPNA members of the proposed amendment(s) through public notice or any other methods deemed reasonable by the CPNA shall be made at least ten (10) days prior to voting.

This notice shall specify the date, time, and place for the meeting to consider of the proposed amendment(s).

Section 2 – **Ratification: Ratification these bylaws and amendments to these bylaws shall require a two-thirds (2/3) vote by the members present at a general meeting or meeting called for that**

**purpose.** Bylaws shall be submitted to the City of Knoxville Office of Neighborhoods. Any changes to these bylaws shall be reported to City of Knoxville Office of Neighborhoods along with an updated copy of the newly valid set of bylaws.