

BYLAWS
EAU CLAIRE NORTHSIDE HILL NEIGHBORHOOD ASSOCIATION
Adopted 8/24/2024

ARTICLE I

Vision Statement:

In its activities the Northside Hill Neighborhood Association will

- Respect the rights and dignity of all neighborhood residents
- Promote social cohesion, and foster a sense of community
- Promote peaceful enjoyment of the neighborhood and its facilities
- Preserve/protect the natural resources & natural beauty of the neighborhood
- Develop modes of open communication with our neighbors and our governing bodies

ARTICLE II

Boundaries:

To the North – Simon Ct near Mt Simon neighborhood, to Omaha St, and Northside Lutheran Cemetery/Seymour Rd

To the East --The Chippewa River State Trail near Evergreen St, down to Wagner St near Brickhouse Pub

To the South – Bellevue Ave and Ball St, to Madison St near Sacred Heart of Jesus Church

To the West – To the tracks near Sacred Heart that run up near Sheridan Rd, to Cascade plant and Mt. Simon peninsula

Boundaries are set as indicated in the maps attached to these bylaws.

ARTICLE III

MEMBERS

All resident property owners, resident renters, and absentee residential property owners within the boundaries of the Northside Hill Neighborhood Association qualify as voting members of the Association. All businesses, schools and churches within the boundaries qualify as non-voting associate members of the Association. Voting members must be at least 18 years of age.

ARTICLE IV

Steering Committee and Officers

Section 1: General Powers: The daily affairs of the Association will be managed and voted on by an elected Steering Committee which shall have authority concerning the activities of the Association. This Committee will represent the geographic areas of the Association as much as possible and continually review its representation of the gender and racial diversity of the neighborhood. The Steering Committee will carefully listen to its neighbors, weigh their input, and do their best to make decisions that align with the majority of its constituents.

Section 2: Number, Tenure, and Qualifications of the Steering Committee

- 1) The Steering Committee shall consist of seven (7) voting members of the Association. Of these seven (7) members, two (2) are members-at-large and five (5) are officers. Steering Committee members will be elected by the Association's members at its annual meeting.

- 2) At each annual meeting, half of the members of the Steering Committee (3 or 4) will be elected or reelected to their two (2) year term resulting in a rolling election of Steering Committee members.
- 3) Any member of the Steering Committee may resign at any time by giving written notice to the Steering Committee.
- 4) There are no term limits for the Steering Committee, other than no Steering Committee member may hold office more than 5 consecutive terms (10 years). After 5 consecutive terms, a Steering Committee member must take at least a 1-year break before running for election again.
- 5) Only voting members of the Northside Hill Neighborhood Association may be elected to the Steering Committee.

Section 3: Officers -- At the Annual Meeting, the officers shall be nominated and elected by the Association members. The officers must be voting members of the Association at the time they are nominated and will consist of President, Vice-President, Secretary, Treasurer, and Information Officer. Each officer will be elected to a term of two (2) years with no term limits for officers. The officers will be elected on a rolling basis with the President, Treasurer, and Information Officer elected in even numbered years and the Vice-President and Secretary elected in odd numbered years. The officers are members of the Steering Committee.

- 1) President Duties: The President shall be the official spokesperson of the organization. The President shall have the responsibility to call meetings, preside over general meetings of the Association and the meetings of other committees. The President does not vote at meetings of the other committees unless his/her vote is needed to break a tie vote. However, the President does vote in an action to remove or replace a committee officer.
- 2) Vice-President Duties: The Vice-President shall act as the temporary chairperson in the absence of the President at meetings of the Committees or the Association. The Vice-President can also act as the official representative of the Association if the President is not able to do so.
- 3) Secretary Duties: The Secretary shall take the minutes of the meetings of the Association and the committees, they shall keep the general records of the Association, and shall assist in publishing or transmitting the notices and communications of the Association and the committees thereof.
- 4) Treasurer Duties: The Treasurer shall be responsible for the deposit and safekeeping of any funds received by the Association or its Committees, shall be responsible for the payment of bills or other obligations of the Association, shall furnish assistance to fundraising committees, and shall be responsible for the preparation and filing of any returns or reports to regulatory agencies, and shall maintain up to date financial records. To protect the Treasurer, he/she shall be required to have another co-signer on all checks.
- 5) Information Officer Duties: The Information Officer will be responsible for communicating with residents of the Neighborhood Association. This would include being an administrator in social media platforms in use by the Neighborhood Association, posting current information and events.

Section 4: Vacancies: Any vacancy in the Steering Committee or officers occurring during the year may be filled until the next annual meeting by a simple majority vote of the remaining Steering Committee members. At the next annual meeting, the Association members shall elect someone to finish the original term.

Section 5: Meetings of the Steering Committee and the Association

- 1) The annual meeting of the Northside Hill Neighborhood Association shall be held for the purpose of electing Steering Committee members and officers, reporting work of the Steering Committee and any other committees. The annual meeting shall be held in the Spring of the year at a date and time to be determined by the Steering Committee.
- 2) The Northside Hill Neighborhood Association will meet quarterly at times established at the annual meeting. Special meetings may be called from time to time by the President or upon the written request of a majority of the Steering Committee. Whenever possible, seven (7) days' notice will be given to the membership. Special meetings may also be called after submission of a written request to the President by ten (10) members of the Association.
- 3) The Steering Committee will meet quarterly at dates and times to be announced at the Annual Meeting. Meetings of the Steering Committee may be called by the President or upon a written request of four (4) members of the Steering Committee.
- 4) All Steering Committee meetings will be open to all members of the Association. It will be the responsibility of the Steering Committee to inform the Association's members as to the time and place of its meeting if it is reasonable to do so. The method of announcing meetings will be determined at the Annual Meeting.

Section 6: Quorum

- 1) Association Meetings: Seven (7) voting members of the Association shall constitute a quorum for the transaction of business at any General Meeting of the Association.
- 2) Steering Committee Meetings: For the transaction of business at any meeting (General or Steering Committee) a quorum will consist of one half plus one of the Steering Committee members. When the Steering Committee has all seven (7) positions filled, four (4) members represent a quorum. If a quorum is not present, discussion may take place but no business can be transacted. In the absence of a quorum the meeting may be adjourned by a simple majority of those present.

Section 7: Voting

- 1) Nominating Committee: At least one month (30 days) prior to the Annual Meeting, the Steering Committee shall choose up to three (3) voting members to serve as a nominating committee to gather names for the election of Steering Committee members and officers. Any member of the Association may nominate someone to serve as a Steering Committee member or officer. The slate of nominations will be presented by the nominating committee at the Annual Meeting. Further nominations may be made from the floor. Nominations from the floor must be made with the approval of the person being nominated.
- 2) Election: Steering Committee members and officers may be elected by ballot or voice vote. If there are more members running than there are open seats, the election will be by ballot. If there are no contested seats, the election may be by unanimous acceptance of the nominations. For contested seats on the Steering Committee, the Association voting members at the meeting will select the number of names for the number of open seats. The top vote getters will receive the seats on the Steering Committee. Any seats that were filled from unexpired terms will be filled in the way described above. Votes and ballots will be counted by the Secretary and one other person, or by any two persons designated by the President.

- 3) All other voting shall be decided by a simple majority of the members present. This may be by ballot, show of hands, or voice vote. Email voting may be accepted if agreed upon by a majority of the Association members.

Section 8: Removal:

- 1) If a Steering Committee member misses more than three (3) meetings in a six (6) month period, that member will be contacted by a representative of the Association and may be removed by a majority vote of the Steering Committee.
- 2) An officer may only be removed by a 2/3 majority vote of the Steering Committee.
- 3) If a Steering Committee member or officer of the Northside Hill Neighborhood Association makes commitments on behalf of the Association without authorization by the President or the Steering Committee, that member or officer may be removed by a 2/3 majority of the Steering Committee.

ARTICLE V

Amendment to the Bylaws:

These bylaws may be altered, amended, or repealed, and new bylaws adopted by an affirmative vote of two thirds majority of the quorum present at the meeting. The written notice of the amendment must be posted on the Facebook page thirty (30) days prior to the meeting.

ARTICLE VI

Dissolution

1. Initiation of Dissolution: The dissolution of the Northside Hill Neighborhood Association (hereinafter referred to as "the Association") may be initiated upon a vote by a super-majority, defined as two-thirds plus one ($2/3 + 1$), of the steering committee or the membership of the Association at a duly convened meeting with quorum present, specifically called for the purpose of considering such dissolution.
2. Closure of Accounts: Upon the approval of dissolution by the required super-majority, the Treasurer of the Association shall immediately take all necessary actions to close any bank accounts held by the Association. This includes settling any outstanding debts, obligations, or financial commitments of the Association in accordance with state and federal law.
3. Disposition of Assets: Any remaining funds after the closure of accounts and settlement of debts shall be remitted to the Eau Claire Neighborhoods Association (ECNA) to be held in trust for our neighborhood for up to 5 years. The Treasurer shall ensure that such remittance is completed in a timely and documented manner.
4. Alternate Beneficiary: In the event that the Eau Claire Neighborhoods Association is found to be ineligible to receive the remaining funds or no longer exists, the funds shall instead be remitted to the City of Eau Claire government. The decision regarding the eligibility of ECNA shall be made by the steering committee, based on the information available at the time of dissolution.

5. Record Keeping: The Secretary of the Association shall ensure that all documents, minutes, and records relating to the dissolution process are properly archived and, where applicable, submitted to the appropriate local government agency for historical preservation.
6. Final Report: A final report detailing the dissolution process, including financial settlements and the distribution of assets, shall be prepared by the Treasurer and approved by the steering committee. This report shall be made available to all members of the Association and submitted to the relevant authorities as required by law.
7. Legal Compliance: The dissolution of the Association shall be conducted in accordance with all applicable local, state, and federal laws to ensure compliance and minimize liability for its members and officers.
8. Effective Date of Dissolution: The dissolution of the Association shall become effective upon the completion of all required actions as outlined above, including the distribution of assets and submission of the final report.

ARTICLE VII

Financial Responsibility

1. Voluntary Roles: All Steering Committee roles within the NHNA are entirely voluntary. No officer or committee member shall receive compensation for their services. However, officers and committee members are eligible for reimbursement for legitimate expenses incurred on behalf of the association, provided these expenses are pre-approved by the Steering Committee.
2. Prohibition on Personal Use: NHNA accounts, including checks, debit cards, and cash, shall never be used for personal purposes. All financial instruments and funds of the association must be used exclusively for NHNA business.
3. Approval of Expenditures: All expenditures of NHNA funds, including reimbursements for preapproved expenses, must be authorized by the Steering Committee. Detailed records of all approvals and expenditures shall be maintained and made available to members upon request.
4. Grant Management: Any grants received by the NHNA for specific purposes must be deposited into a new, segregated savings account. These funds shall not be commingled with the general funds of the association. Adherence to all grant requirements and obligations is paramount, and detailed records of grant expenditures shall be maintained.
5. Financial Transparency: The treasurer shall keep a detailed financial report available for any meeting. Additionally, the treasurer shall prepare an annual financial report to be presented or made available at the annual general meeting for all members.
6. Conflict of Interest: Any officer or Steering Committee member with a potential conflict of interest in any financial matter must disclose this conflict and recuse themselves from any

related decision-making processes.

7. Succession Planning: To ensure continuity and safeguard against financial mismanagement, the outgoing treasurer shall conduct a thorough handover process with the incoming treasurer, including a review of financial records and practices.

8. Financial Training: New Steering Committee members, particularly the treasurer, shall receive training on NHNA's financial policies and procedures to ensure proper management of association funds

