

BYLAWS OF REGENT NEIGHBORHOOD ASSOCIATION, INC.

Revised and Effective April, 1993

Revised March, 1998

Revised May, 2000

Revised April, 2007

Revised November, 2011

Revised November, 2014

Revised May, 2017

Revised November, 2020

I. NAME

This Association shall be known as the Regent Neighborhood Association. The neighborhood boundaries shall be generally defined by the following: Campus Drive on the North, Breese Terrace on the east, the Southwest Bike Path on the south, and North Franklin Avenue, Speedway Road, the boundary between Forest Hill Cemetery, and the Glenway Golf Course on the west.

II. PURPOSE

The purpose of the Neighborhood Association shall be, to the extent practicable, to maintain and improve neighborhood civic-mindedness, to improve and maintain the family and residential qualities of the community, to maintain appropriate relations with local businesses, landlords, and renters, and to improve the quality of schools, green spaces, transportation, and other municipal services to the neighborhood. In pursuit of the forenamed objectives, the Neighborhood Association shall seek to establish and maintain a broad-based, inclusive, and credible organization to welcome and celebrate diversity, to engage as many neighborhood residents as practicable in civic functions, social hospitality, neighborhood improvement projects, pursuit of governmental issues or actions affecting the neighborhood, and any other activities that may enhance the livability of the neighborhood and the welfare of its residents. The Neighborhood Association recognizes that the articulation of common interests, strong communication links with residents and the constant pursuit of broad-based participation in Association activities are critical to the success of the Association, and shall be fundamental considerations guiding Association action.

III. MEMBERSHIP

- A. Membership is open to all persons residing in the Association area who are 18 years of age or older.

There shall be two types of membership: family/household and individual. In addition, there shall be a non-voting associate business membership for organizations in the Association area or vicinity choosing to pay annual dues as set forth hereinafter.

- B. Any member having paid his/her dues before a meeting shall be a member in good standing.
- C. Voting at all meetings shall be limited to members in good standing. A family/household membership entitles two adult residents of the household to vote, but no other member of the family or household, unless that member has an individual membership. There shall be no proxy voting.
- D. Amount of dues for each category of membership will be established annually by the Board no later than at its March meeting.

IV. GOVERNANCE OF ASSOCIATION

- A. The Association shall be subject to the policy direction set by the membership at general meetings.
- B. Administration of the Association shall be by the Board of Directors, hereinafter called "the Board."
- C. The Board shall:
 - 1. Execute the housekeeping and administrative duties of the Association, and conduct its business in meetings held on a schedule decided at the June meeting each year. Board resolution may alter the meeting dates, as required for the convenience of Board members.
 - 2. Coordinate the activities and projects of all Association Committees. As deemed necessary, the Board may form ad hoc committees.
 - 3. Call the general meetings of the Association.
 - 4. Establish the agendas of general meetings, but agenda items requested by three-fourths of the members of a standing committee or requested by twenty-five members shall be placed on the agenda by the Board.
 - 5. By a two-thirds vote, order reconsideration at the next general meeting of any item voted by the membership. No item can be scheduled more than once by the Board for such reconsideration.

6. Shall publish an Association newsletter and provide for other Association communications.
7. Prepare an annual budget with a fiscal year running from July 1 through June 30; approve all expenditures; review and approve the accounts of the treasurer quarterly; and establish accounting procedures as it may deem necessary.
8. By a simple majority of those present, the RNA Board may vote to approve financial support for special projects or initiatives outside the RNA's ongoing programs, provided that:
 - a. The request meets the stated purposes of the RNA as found in section II of these bylaws, with priority given to equity.
 - b. The request is made in writing and includes the purpose(s) of the program or initiative, the timeline, and a detailed budget.
 - c. The recipient agrees that granted funds will be used only for the purpose(s) approved by the Board.
 - d. The recipient agrees to submit a final report to the Board describing how RNA funds were used with itemized expenditures.

The Treasurer may disburse these funds by (i) direct payment of project bills; (ii) reimbursement of project expenses upon submission of receipts; or (iii) direct donation to a nonprofit organization.

- D. The Board shall be composed of the officers of the Association, and at up to 10 at-large members. The foregoing shall each hold office for a term of one year commencing at the Annual Meeting of the membership in May of each calendar year. The President shall have the option to serve for one additional year with approval of the board. The Treasurer may not serve more than 5 consecutive years. There are no term limits for other board members. A majority of the number of Board members fixed by these bylaws shall constitute a quorum for a Board meeting except that if two officers are present, one-third of the number of Board members shall constitute a quorum. In the event of resignation or incapacity of the president, the immediate past president shall become president until the next election.
- E. Officers shall be elected from a slate of candidates presented to the Annual Meeting of the membership by a nominating committee. The nominating committee shall consist of the President of the Association, and two other members of the Associa-

tion. Members of the nominating committee other than the President are subject to approval of the Board.

- F. A board member may be removed from office for cause by a two-thirds vote of the board on an agenda item at a regularly noticed board meeting.

V. OFFICERS

- A. The officers shall be: President, Immediate Past President, Vice President/President-Elect, Secretary, and Treasurer and shall compromise the Executive Committee. A quorum of the Executive Committee consists of three officers and is empowered to exercise the powers of the Board on behalf of the Association, when resort to formal Board action is unfeasible or impractical.
- B. Any member in good standing shall be eligible to hold office except elected officials of city, county, or state government.
- C. The term of office shall be one year. In case of resignations or unfilled positions, the President may appoint a successor to be confirmed by the RNA board for the balance of the year.
- D. The President shall be responsible for calling Board meetings and such appointments as described in these bylaws. In case of the absence or disability of the President, such duties shall be performed by the President Elect/Vice-President. In the absence of the President and President Elect/Vice-President, the Secretary shall serve.
- E. The Secretary shall be responsible for maintaining the RNA archives including the minutes of all Board and general membership meetings and shall prepare and maintain an ongoing record-file of said minutes. The secretary shall make note of any suggested bylaw amendments for the Bylaws committee. In the event the Secretary is unable to attend any meeting, the President will delegate an RNA Board member to perform the functions of the Secretary. The Secretary shall assure filing, as necessary, of any documents required by the state.
- F. The Treasurer shall maintain the accounts of the Association subject to such review as set forth in Article IV, section C. 7. The Treasurer shall maintain the checking and savings accounts of the Association, and shall present to the Board those matters on which any banking institution requires Board or Association action.

VI. COMMITTEES

- A. For the purposes of establishing priority issues, the Board shall identify the standing committees for the upcoming year by July of each year. The President shall appoint from active RNA board members the chair of each standing committee with approval by a majority vote of the Board. There are no limits on the number of terms a chair can serve. All committees shall be composed of as many RNA members as desire to be on the committee.
- B. Ad hoc committees can be established on an as needed basis by majority vote of the Board. Ad hoc committee members may include non-board members.
- C. Standing committees may include but are not necessarily limited to or inclusive of the following:
 1. Streets and Transportation (streets and curbs, sidewalks, parking, traffic, snow removal, cleaning, lighting, trash, general movement safety, etc.);
 2. Membership (membership roll maintenance);
 3. Development and Preservation;
 4. School Relations;
 5. Communications (production of association newsletters/meeting notices, and other publications);
 6. University Relations;
 7. Sustainability (parks, playgrounds, green space, gardens);
 8. Festival (event such as July 4th Celebration; Garden Tour; and Neighborhood Garage Sale);
 9. Bylaws The bylaws committee shall suggest or receive proposed bylaws amendments. The committee shall prepare amendment(s) for presentation to the board of directors and Association membership. The bylaws committee shall annually review Association bylaws for needed revision. The immediate past president shall serve as chair;
 10. Nominations The president shall convene the committee to nominate a slate or individuals to fill vacancies on the board, in addition to table officers annually.

- D. All chairs of standing and ad hoc committees shall report on an as needed basis as determined by the committee or at the request of the President.

VII. MEETINGS

- A. The Board shall meet at least six times annually and shall set a schedule of meetings at the June meeting each year. The meeting schedule will be printed in newsletters, posted on the RNA website, and distributed via the RNA listserv.
- B. General meetings of the membership shall be held at least two times per year. One meeting shall be held in May and shall be known as the Annual Meeting and shall include the election of officers to the Board of Directors and at-large members. A quorum shall consist of not less than fifteen members.
- C. General meetings shall be called by the Board or by petition to the Board from twenty-five percent of the membership. Such a petition shall be presented to the secretary and, upon receipt and check of signatures, shall constitute a valid petition for call of a general meeting of the membership. Call of the meeting shall be mandatory.
- D. All general meetings of the membership must be announced at least seven days in advance by distribution of the newsletter or email to the RNA listserv of the Association containing a notice of said meeting therein. Substantial distribution to all parts of the neighborhood shall constitute due notice regardless of minor failures in distribution.
- E. The tentative agenda for the general meeting shall be part of the notice to members. Substantial matters of excessive length may be noticed by general summaries which shall include information stating where and how complete information may be obtained.
- F. Meetings of the RNA Board of Directors and general meetings of the membership may be conducted physically face-to-face, in a password protected (or otherwise private) chat room, teleconference, videoconference or other electronic technology. At the request of the presiding official (president or authored substitute), a vote may be taken by mail, email or through other electronic technology. Such vote shall have the force and effect of a vote taken at a face-to-face meeting. The secretary's records shall contain an accurate record of all such votes. No member shall have more than one vote, and no voting by proxy shall be allowed.

VIII. PUBLIC ACTION AND REPRESENTATION

No committee shall take public action, nor any member represent himself or herself as speaking in the name of the Association unless so authorized by the Board pursuant to majority vote on an appropriate resolution, or by direct authorization by a resolution passed at a general meeting of the membership. Where time does not permit the convening of the Board, the Executive Committee of the Board may authorize a person to represent the Association before a public body.

IX. PARLIAMENTARY AUTHORITY

The rules of parliamentary practice in Roberts Rules of Order Revised (latest edition) shall govern the Association in all proceedings of the RNA, the board of directors, and of the executive committee subject to special rules as have been or maybe adopted.

X. AMENDMENT

- A. These bylaws may be amended by the members either at the Annual Meeting or at any general meeting, provided the proposed amendment or amendments are submitted in writing to the membership at least seven days in advance via notice in the newsletter of the Association.
- B. An affirmative vote of two-thirds of the members present and voting is required to amend these bylaws.

XI. ENACTMENT

These bylaws shall be effective immediately upon approval.

XII. INCORPORATION

The Board is authorized to make technical changes in these bylaws, upon unanimous vote of the Board, as may be required by Ch. 181, Non-stock Corporation Wis. Stats., as amended from time to time.