

DRAFT Bylaws of the Cliff Cannon Neighborhood
Council Adoption July 8, 2025

Section 1: Name

- A. This organization shall be known as the Cliff Cannon Neighborhood Council (“**CCNC**”). Neighborhood Councils exist as a result of the City of Spokane Charter in order to “foster communications between the citizens of Spokane and all facets of City government.”

<https://my.spokanecity.org/opendata/charter/article-08/>

Section 2: Statement of Purpose

- A. The purpose of the CCNC is to sustain and create opportunities to support all residents of the Cliff Cannon Neighborhood through means prescribed in [Spokane City Charter, Article VII, Section 74](#).

Section 3: Definitions

- A. All words in this document carry their commonly understood definition unless otherwise defined.
- B. For these Bylaws, the following terms shall have the meanings set forth below:
- a. **CCNC** – Cliff Cannon Neighborhood Council.
 - b. **Neighborhood** – The geographic area defined in Section 4, subject to updates as described therein.
 - c. **City** – The City of Spokane, Washington.
 - d. **Non-Voting Member** – A non-voting participant as described in Section 5.
 - e. **Voting Member** – A person who meets the membership criteria in Section 6.
 - f. **Executive Council** – The five elected Officers of the CCNC as defined in Section 11.
 - g. **Officer(s)** – Individual(s) elected to the Executive Council. All Officer positions are defined in Section 11.
 - h. **Committee Chair** – A member (or Non-Voting Member, if no voting member is available) appointed to lead a committee.
 - i. **Community Assembly** – A body established by the City of Spokane, composed of representatives from Neighborhood Councils, as referenced throughout.
 - j. **ONS** – Office of Neighborhood Services (City of Spokane).

Section 4: Neighborhood Boundaries

- A. North: I-90 freeway
- B. East: Division St South to 8th, east to Cowley, south to Sumner, west to Grand Blvd, south on Grand to 16th Ave
- C. South: 16th Ave (north and south sides) to Cedar, then southwest to the intersection of Cedar and Maple
- D. West: Latah Valley/Bluff
- E. Should the Neighborhood boundaries change due to city, state, or federal designation, such changes shall be incorporated into the descriptions of the boundaries above without the need for formal amendment of the bylaws.

Section 5: Non-Voting Membership

- A. Non-Voting Membership in the CCNC is open to anyone aged 16 years or older who also satisfies one or more of the following conditions:
 - 1. Lives at their primary residence at an address in the Neighborhood;
 - 2. Owns real property in the Neighborhood;
 - 3. Owns or operates a business physically located and incorporated at an address within the Neighborhood.
- B. Any person who actively meets the criteria in Section 5(A) requesting membership in the CCNC shall be considered a Non-Voting Member.
- C. There shall be no limit on the number of Non-Voting Members.
- D. Individuals who meet the criteria for CCNC membership as both a resident and a business owner or operator are only entitled to one overall CCNC membership.
 - 1. *Example: Person X lives in the Neighborhood, owns real property in the Neighborhood, and operates a business in the Neighborhood. Person X is entitled to CCNC membership based on any of these factors, but is only entitled to one overall CCNC Membership.*
 - 2. *Example 2: Suppose Person X employs Person Y at their business. In that case, Person Y (whether or not they satisfy any of the Non-Voting Membership criteria above) may become a temporary CCNC Member by serving as the in-person representative for the business so long as they meet the criteria for appointment in Section (5)(E).*
- E. Businesses with a physical location on real property incorporated at an address within the Neighborhood may delegate an individual employed by that business to serve as their in-person representative. Businesses that do not have a physical location must be incorporated at an address within the Neighborhood in order to qualify for Non-Voting Membership. Simply performing work for individuals in the neighborhood is not sufficient to obtain any type of CCNC Membership.

1. Businesses wishing to have an in-person representative appear on their behalf must submit a signed and dated document stating their intent to delegate their interest to the specific listed individual as their representative to the CCNC.
 2. Businesses may redelegate their representative interest to another employee. However, the number of meetings attended and any voting status earned by the prior individual representative do not transfer to the newly-appointed business representative.
 3. Any newly-appointed representatives shall begin as Non-Voting Members and must satisfy the conditions of Section 6(A) before becoming a Voting Member, regardless of prior potential voting eligibility.
 4. Upcoming appointees who qualify for Non-Voting Membership may attend meetings before being appointed as a representative and accrue qualified meetings to avoid a lapse in voting eligibility for the business.
- F. CCNC meetings are open to any individual person who does not live in or own property in the Neighborhood, or to any representative of a business who is not operating and incorporated in the Neighborhood that desires to participate in the CCNC as a non-voting supporter, but they are not eligible to be CCNC members.

Section 6: Voting Membership

- A. Non-Voting Members become Voting Members when a Non-Voting Member attends either:
1. Three separate CCNC meetings within the past 12 months on a rolling basis; or
 2. Three of the prior six CCNC meetings on a rolling basis.
- B. A Non-Voting Member shall be considered a Voting Member after the third qualifying meeting, and voting privileges begin at the following meeting.
1. *Example: Person X, a Non-Voting Member, attends the December, March, and May CCNC meetings, but misses January, February, and April meetings. Person X has satisfied the Voting Membership qualifications per Section 6A at the end of the May CCNC meeting and will be eligible to vote at the June CCNC meeting.*
- C. As a Voting Member, each qualified individual or eligible business representative is entitled to only one vote. Individuals who meet more than one qualification for CCNC membership as described in Section 5(A) are only entitled to one vote.
- D. Proxy voting may be allowed on a meeting-by-meeting basis when a Voting Member is unable to attend the meeting and satisfies the following conditions:
1. Document their intent to appoint a proxy voter at the next CCNC meeting on their behalf, with a reason as to why they cannot attend.
 2. Notify the Executive Council of that intent via email at least 24 hours prior to the intended CCNC meeting and attach the documentation above.
 3. Proxy voting power only extends to the next most immediate meeting scheduled. Proxy voting power does not extend indefinitely.

- E. Proxy voters are not considered CCNC Members unless they meet the criteria listed in Section 5(A).
- F. Individuals who do not meet any of the criteria listed in Section 5(A) may not be delegated as proxy voters.
- G. If a Voting Member is delegated proxy voting power by another Voting Member, they may cast one vote for themselves and one vote on behalf of the delegator.
- H. When meetings are available to attend either in-person or online (video call or equivalent), eligible Voting Members may vote on CCNC matters so long as they are present and accounted for at the meeting, either physically or virtually.
- I. When meetings are in-person only, only those physically present and accounted for at the meeting location may vote on CCNC matters.
- J. There shall be no limit to the number of Voting Members.
- K. Any question of eligibility for Voting Members shall be resolved by producing and referencing sign-in sheets from a qualifying number of CCNC meetings per Section 6(A), as proof of attendance.
 - 1. The Executive Council must make available any reasonably requested attendance sheets within 72 hours of the request, but the burden of proof of attendance and qualification lies with the individual appealing for Voting Member eligibility.

Section 7: Meetings

- A. Unless otherwise defined in these Bylaws, all affairs of the CCNC shall be governed by Robert's Rules of Order, current edition.
- B. No fewer than four regular CCNC meetings shall occur in one calendar year.
- C. Unless publicly cancelled due to an emergency, providing as much notice as is reasonable under the circumstances, meetings will take place in February, March, April, May, June, September, October, and November, unless another combination of months is determined by the Executive Council and reasonable notice is given.
- D. Meetings shall be held at a consistent location, whenever possible, on the first Tuesday of the month at 6:00 pm or at a place, date, and time to be designated and noticed in good faith at least one week prior to the meeting.
- E. Special meetings of the CCNC may be called by a minimum of two Executive Council members or upon the request of 40% of the eligible Voting Members at any given CCNC meeting.
 - a. If a special meeting is called, notice must be given at least 7 days prior to the meeting, unless extenuating circumstances dictate less notice is required.
- F. Except for Executive Council sessions and committee meetings made private by decision of the subcommittee chair for good cause, CCNC meetings and special meetings shall be open to the public, and visitors are invited to participate in the discussion of the matters at hand. However, Non-Voting Members and members of the public are ineligible to vote.

- G. Executive Council sessions may be called to discuss legal or other confidential matters and are not open to anyone other than actively serving Executive Council members.
- H. In order to hold a binding vote on any matter, a quorum must be present at the meeting. The minimum number of voting members necessary to establish a quorum at any regular or special meeting is at least three qualified Voting Members and a minimum of two actively serving Executive Council members.
 - a. A quorum is present at Executive Council meetings if three of the five members of the active Executive Council are present.
- I. The CCNC shall hold an annual meeting in the first quarter of each calendar year to nominate Executive Council members and disseminate an annual report on the activities of the CCNC. The meeting need not be separated from the regular meeting. Elections for the Executive Council shall take place at the regular May meeting.
- J. Approved minutes of the meetings and sign-in sheets, as a record of attendance, must be kept for all meetings of the CCNC and shall be kept online where possible. Physical notes shall be digitized as soon as possible and will remain in the possession of the acting Secretary until digitized.

Section 8: Meeting Notification

- A. All CCNC meetings open to the public shall be publicized in the neighborhood using whatever reasonable and available means, including, but not limited to: flyers, mailings, newspapers, radio, television, electronic communications, signage, or social media. Notice shall be distributed a minimum of seven days before the meeting date.
- B. Failure to receive a meeting notice does not invalidate the meeting. However, the notice provisions of this section must be complied with in good faith.
- C. Any digital platform, account, or online presence—including but not limited to websites, social media pages, email accounts, and newsletters—created in the name of the Cliff Cannon Neighborhood Council, or created for the purpose of representing or benefiting the CCNC, shall be the sole property of the CCNC.
- D. All such accounts must be registered under the council's designated static email address: chair.cliffcannoncouncil@gmail.com. Passwords for all council email accounts and all social accounts shall be reset annually during the transition of Council officers, and all updated login credentials must be completed within 7 days of the election.
 - a. The Chair of the Executive Council shall maintain a master list of all passwords for all accounts controlled by CCNC during their term. This may be done via a spreadsheet or digital password storage system.
- E. Failure to comply with this policy—including refusal to relinquish access, deletion of accounts, or unauthorized transfer of CCNC digital assets—may be considered misappropriation of public or council property and referred to the City and/or appropriate legal authorities for investigation and potential legal action.

Section 9: Nomination, Election, and Terms of Office

- A. To prevent stagnation and to ensure new perspectives are being considered, a nominating committee led by the Vice Chair shall nominate, at the annual meeting, one or more non-Executive Council Voting Members for Executive Council membership for the coming year.
- B. All other nominations for qualified Voting Members shall be accepted from the floor.
- C. All nominated candidates must:
 - a. Accept their nomination within seven calendar days;
 - b. Be in attendance at the meeting where they are nominated; and
 - c. Must be qualified Voting Members at the time of their nomination.
- D. There may be an unlimited number of candidates for the Executive Council, but there must be at least five candidates.
 - a. The five candidates with the highest overall total of votes in favor of their election shall become Executive Council members for the coming year's term.
 - b. If more than five candidates are successfully nominated for Executive Council membership, voting shall be held by secret ballot. The ballots shall be maintained for 7 days by the acting Secretary and shall then be destroyed. A tie will be settled by a coin toss or similar method as decided by the Executive Council.
- E. Once elected to the Executive Council, the five newly-elected members shall determine amongst themselves who desires to serve in each of the roles described in Section 11(A)(1). Roles must be determined and notice given to all affected parties within 15 calendar days of an election.
 - a. No member may serve as Chair more than twice in a rolling five-year period.
 - b. If a consensus cannot be reached as to what roles each individual shall serve, then roles are assigned according to a simple majority vote between the five newly elected members. A tie will be settled by a coin toss.
- F. Each elected Executive Council member's term shall run for one calendar year, beginning June 1st and ending May 31st.
- G. CCNC members may serve on the Executive Council for a maximum of three years in any five-year period on a running basis.
 - a. Additionally, no member may serve on the Executive Council more than eight total times in a rolling twenty-year period. Service on the Executive Council prior to the implementation of these bylaws shall count towards this eight-term total.
- H. The new Chair of the Executive Council will be the primary point of contact for the CCNC. This person shall send the ONS, in writing, the names of newly

elected officers, their term, email addresses, telephone numbers, and the date they are due to take office.

Section 10: Removal and Vacancies of Officers

- A. Any Executive Council member may be removed from office for cause. Removal shall be debated by the CCNC at a regular or special meeting, and shall require a two-thirds vote of Voting Members present at that meeting, providing that a resolution proposing the consideration of the removal has been adopted at a preceding meeting, and that notice of the vote for removal has been included in the call to the meeting at which the vote shall take place.
 - 1. Examples of cause for removal include, but are not limited to: material failure to perform assigned duties; repeated failure to attend meetings; disruptive, harassing, or hostile behavior; criminal prosecution; hampering the ability of the CCNC to conduct business; or any other reasonable cause as determined by the Executive Council.
- B. Should vacancies on the Executive Council occur outside the normal election process, candidates for the remainder of the term's vacancy shall be nominated from the floor and elected at the next scheduled meeting following the vacancy. The person elected to the vacated office will serve for the remainder of the term.
 - 1. Election to the Executive Council to fill a vacancy will count towards the overall total of terms served, regardless of whether the term was less than one full calendar year.

Section 11: Executive Council

- A. The Executive Council shall comprise exactly five duly elected Voting Members of the CCNC.
 - 1. The officers of the CCNC shall be Chair, Vice Chair, Secretary, Treasurer, and Communications Director. Each Officer only has one (1) vote, and each role may only be filled by one person. However, per city requirements, a Community Assembly Representative and alternate must be appointed, so any Officer may also hold this additional role.
 - 2. Duties of the Officers are as follows:
 - i. The **Chair** shall be responsible for the operation of the Council and its officers pursuant to these Bylaws. This shall include conducting meetings, representing the neighborhood at official functions, appointing sub-committees, monitoring neighborhood expenditures authorized by the Council, and generally overseeing the business of the Council. The Chair shall lead the long-term and short-term planning efforts of the Neighborhood and shall also have specific duties as spelled out elsewhere in these Bylaws and as delegated by the Council.

- ii. The **Vice Chair** shall assist the Chair in preparing meetings, agendas, conducting meetings, enforcing Robert's Rules, and shall assume the role of the Chair when required. The Vice Chair shall also aid the Communications Director in performing community outreach to increase CCNC membership and shall serve as a development resource for CCNC members interested in joining the Executive Council.
 - iii. The **Secretary** shall maintain all written records as required by the Bylaws and produce all written communication as directed by the Chair, the Executive Council, or Council membership. Additionally, the Secretary shall record and maintain minutes, sign-in sheets, and a record of eligible members. Lastly, the Secretary shall be designated as the second point of contact for the City, behind the Chair.
 - iv. The **Treasurer** shall maintain an accurate accounting of all expenditures that have been directly ordered by the Executive Council, and shall provide financial records as necessary for compliance with any government agency requiring filing.
 - v. The **Communications Director** shall maintain a database of members, including attendance, email notifications, and other information as needed, and post information, including meeting date, time, and location on the CNC website. Additionally, the Communications Director is responsible for providing applicable notice as defined by Section 8 of these bylaws.
 - vi. Per the City's requirements, the Executive Council shall appoint a **Community Assembly Representative and Alternate**. The Community Assembly Representative and Alternate shall be appointed by, and currently serve on, the active Executive Council. The Community Assembly Representative and Alternate shall represent the interests of the CCNC at the Community Assembly meetings held by the City and shall meet with the ONS regularly to discuss community-wide issues.
 - 1. The representative will not vote representing the CCNC on issues without authorization by said Council, except to vote to consider a discussion of an issue or for Community Assembly business. Following each CA meeting, the representative will make a report at the next CCNC meeting on all CA business that was carried out. The Vice Chair will serve as an alternate and will only operate in the absence of the Community Assembly Representative.
- B. Only elected members of the Executive Council shall have Executive Council voting privileges. Executive Council voting privileges end when the member ceases their service as an active Executive Council member, either via term limits, losing re-election, for cause, or for any other reason that prevents the individual member from serving on the Executive Council.

- C. The Executive Council shall be responsible for managing the affairs of the CCNC in accordance with these Bylaws.
- D. The Executive Council shall:
 - 1. Plan, advertise, and conduct CCNC meetings.
 - 2. Keep meeting minutes and maintain documents as required by these bylaws and the ONS, including maintaining minutes, sign-in sheets, and a record of eligible members.
 - 3. Maintain good faith communications with CCNC members, providing the meeting date, time, location, and agenda per Section 8(A).
 - 4. Hold elections as called for in these Bylaws.
 - 5. Represent the Neighborhood in communications with the City government and community-wide events to further the neighborhood initiatives.
 - 6. Represent the neighborhood in any decision to appeal or resolve a legal action involving a project impacting the neighborhood or represent the neighborhood in arbitration, as directed by the majority vote of CCNC membership.
- E. The Executive Council may act on behalf of the CCNC between regular meetings on any matter determined to be time-sensitive CCNC business. Any deliberations planned by the Executive Council under this provision shall be communicated by email as far in advance as is reasonable under the circumstances to the most recent available list of CCNC members. Any Executive Council decisions shall be communicated and discussed at the next available CCNC meeting.
- F. The Executive Council shall take minutes of all the Executive, special, and regular meetings and shall provide a copy of the minutes and a report at the next regular CCNC meeting. Executive Council meeting minutes that contain sensitive material may be redacted only to the extent required to protect interests associated with the sensitive material.
- G. A simple majority of acting Executive Council members may ask any past CCNC Executive Council member to serve as a non-voting, non-elected member of the Executive Council to participate in discussions and other duties, as assigned by the Executive Council, to retain experience and knowledge from prior Executives.
 - 1. The past Executive Council member does not have voting privileges.
 - 2. The past Executive Council member is not elected and may be appointed and dismissed by a simple majority of the Executive Council without cause.
- H. Unless so authorized by the CCNC membership or as required to meet the duties outlined in this section, neither the Executive Council nor any officer or agent shall have the power or authority to bind the CCNC to any contract or engagement, or to pledge its credit, or render it liable pecuniary for any purpose or to any amount.
- I. No salary or remuneration shall be paid to an Executive Council member, committee chair, or member.

Section 12: Committees and Appointments

- A. The Executive Council may create committees, dissolve committees, and appoint committee members, as necessary.
- B. Any Voting Member is eligible to serve on a committee if approved by the Executive Council. Voting on committee business is limited to qualified Voting Members.
- C. Non-Voting Members must be asked to join a committee by the committee chair. Once on a committee, the Non-Voting Member may not vote on committee matters but may participate in committee meetings and discussions.
- D. An individual's committee membership may be terminated by either
 - 1. A simple majority vote by current committee members to terminate membership; or
 - 2. At the discretion of the Executive Council.
- E. Candidates for a Committee Chair may either self-nominate or be nominated by members of their committee.
 - 1. If only one candidate for Committee Chair is nominated, they are appointed automatically.
 - 2. If there are multiple candidates for Committee Chair, members of the committee shall appoint a candidate via simple majority vote. A tie will be settled by a coin toss or similar method as decided by the Executive Council.
- F. There shall be no limit to the number of members on a committee unless explicitly directed by the Executive Council.
- G. Committee meetings may be held publicly or privately at the discretion of the subcommittee chair. Regardless of meeting format, a report summarizing the subcommittee's activities must be presented at the next regularly scheduled CCNC meeting.
- H. Committees shall not exercise decision-making authority beyond what is explicitly granted by the CCNC. This provision ensures flexibility for subcommittees engaged in information gathering, relationship-building, or other preliminary work, while maintaining transparency and accountability to the full committee.
- I. Committees shall report and make recommendations to the CCNC at every regular CCNC meeting. These reports shall be entered into the minutes.
- J. A list of standing committees and chairs shall be maintained by the Secretary, at a minimum, and may be posted on additional forms of communication as is reasonable and as determined by the Executive Council in good faith.
- K. No member shall purport to represent the CCNC unless explicitly authorized in writing to do so by a document certifying that authority signed by all members of the current Executive Council. Any authority granted in this way shall only last as long as is reasonably necessary to accomplish the authorized task(s), and does not expand beyond that scope.
- L. No Member, including members of the Executive Council, shall bind the neighborhood to a loan of any kind.

- M. No Member, including the Executive Council, shall bind the neighborhood to a contract for which there is no funding source.
- N. Approval for binding the neighborhood to a contract of more than one payment, with or without a (future) funding source, must be voted upon at two consecutive regular CCNC meetings and receive approval of 30% or more of the eligible Voting Members at each of those meetings.

Section 13: Meeting Decorum Rules

- A. The purpose of the meeting decorum rules is to ensure positive, collaborative, and respectful behavior during all aspects of the meeting, therefore promoting open discussion, creativity, engagement, and participation.
- B. Enforcement of the meeting decorum rules will occur in real time and will be led by an Executive Council member or designee as appropriate, following Robert's Rules of Order.
- C. The meeting decorum rules are as follows:
 - 1. Participants will communicate in a courteous and respectful manner at all times.
 - 2. Participants shall refrain from personal attacks, inappropriate or confrontational phrasing, or tone.
 - 3. Participants will wait for recognition to speak by the presiding officer.
 - 4. Participants will respect the rights of all others in attendance and will not create noise or disturbances that may disrupt the meeting.

Section 14: Amendments to the Bylaws

- A. These bylaws may be amended by approval of a two-thirds (2/3) majority vote of eligible Voting Members present at the meeting. The resolution to amend the bylaws must have been on the preceding meeting's agenda and discussed at the preceding regular CCNC meeting. An accurate description of the proposed amendments and a final proposed copy of the amended bylaws must be presented at least 7 calendar days before the CCNC meeting at which the amendments will be voted upon.
- B. Amendments approved by the CCNC by a simple majority vote shall be forwarded to the ONS within two (2) weeks.

Section 15: Effective Date

- A. These amended Bylaws are effective as of July 8, 2025 and supersede all others.