

# East Central Neighborhood Council – Bylaws

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## **Preface**

The East Central Neighborhood Council operates under the auspices of the Spokane City Council. The East Central Neighborhood Council adopts the following Bylaws:



## **Article I. Neighborhood Description**

Section 1.01 The area of the City of Spokane bounded by Havana Street on the East, Trent Avenue on the north, Division Street on the west and on the south by Eighth Avenue, Cowley Street, Rockwood Boulevard, Twelfth Avenue, Southeast Boulevard, Fourteenth Avenue, Crestline Street, the Bluff, Freya Street, and Thirteenth Avenue, shall be known as the East Central Neighborhood.

## **Article II. Committee Name, Address and Purpose**

Section 2.01 The name of the Committee for the East Central Neighborhood shall be the EAST CENTRAL NEIGHBORHOOD COUNCIL (hereinafter ECNC). This Council is a group of neighborhood residents who work together to improve the quality of life in this neighborhood.

Section 2.02 The mailing address of the ECNC shall be: C/o East Central Community Center, 500 S Stone St, Spokane, WA 99202.

Section 2.03 The charge of the ECNC is to:

- (a) Be a neighborhood information and opinion resource for the various city departments and agencies.
- (b) Facilitate bi-annual meetings regarding the neighborhood's desires as to the division and dispersal of annual Community Development Block Grant Funds, and allocate said funds as approved by a majority vote.
- (c) Promote the improvement, refurbishment and maintenance of neighborhood facilities and features, including but not limited to: residential, commercial and institutional structures; streets, alleys and sidewalks; and parks and open spaces throughout the neighborhood.
- (d) Concern its self with social issues regarding the general health, safety and welfare of the neighborhood residents.
- (e) Provide neighborhood input into the application and update of the East Central Neighborhood Design Plan and its planning and zoning implementation.
- (f) Fulfill specific duties as designated in 4.27.020 "Neighborhood Council Duties and Responsibilities."

## **Article III. Committee Membership Criteria**

Section 3.01 Any person shall be considered an eligible voting member of the ECNC who:

- (a) is of sixteen (16) years of age or older.
- (b) has attended three out of five consecutive meetings by verification of the attendance and sign-in sheets.
- (c) is at least one of the following:
  - (i) *a resident of the East Central Neighborhood*
  - (ii) *a property owner within the East Central Neighborhood*

*(iii) a representative of a business or non-profit organization located within the East Central Neighborhood*

Section 3.02 Businesses and non-profit organizations are limited to one representative per business or organization. The representative is entitled to one vote only, even if they are a resident.

Section 3.03 An eligible person may become a voting member after attending three out of five consecutive meetings. The sign-in sheets from Committee meetings will be adequate verification of attendance. An eligible person can become a member at the beginning of their third meeting.

Section 3.04 The ECNC membership list shall be updated quarterly and sent to the City of Spokane Departments as requested.

Section 3.05 Any voting member who fails to attend three consecutive meetings shall be considered to have resigned. To re-activate their voting membership see Sec. 3.03.

## **Article IV. Meetings**

Section 4.01 ECNC meets the third Tuesday at 6:00pm of each even numbered month at the East Central Community Center unless otherwise agreed upon by the membership.

Section 4.02 Special meetings of the Committee shall be called by the Chairperson or upon written request of at least 51% of the Committee members or when deemed necessary by the Executive Board.

- (a) A special meeting is a meeting that requires action by the committee prior to the next regularly scheduled meeting.
- (b) If an issue arises, driven by external time constraints that require a neighborhood council position, a good faith effort will be made to contact all members via e-mail, telephone, or personal contact for a decision.

Section 4.03 ECNC meetings shall be open to the public. Visitors are invited to participate, however only ECNC members are eligible to vote.

Section 4.04 The quorum required to conduct business at an ECNC meeting shall be 25% of the current membership of the Committee.

Section 4.05 Unless otherwise defined by these Bylaws, all meetings of the ECNC shall be governed by Robert's Rules of Order, Revised Edition.

Section 4.06 Approved minutes of meetings and copies of sign-in sheets recording attendance must be kept on file by the acting secretary and made available upon request.

Section 4.07 Executive Board meetings: Elected Committee Officers shall be referred to as the Executive Board. This Executive Board will meet monthly prior to the general meeting in order to facilitate the agenda and for business relating to Community Development Block Grant funding and for Neighborhood Council-City related issues.

## **Article V. Meeting Notification**

Section 5.01 Neighborhood-wide meetings will be publicized in the neighborhood using whatever means are available, including, but not limited to: flyers, mailings, notifications in newspapers, radio and television, etc. Notice shall be distributed not less than fourteen days before the meeting.

Section 5.02 Council members will receive the meeting reminder, agenda, and previous meeting minutes no later than three days before a scheduled meeting.

Section 5.03 Notification of special ECNC meetings will be given to all members at least forty-eight (48) hours prior to the meeting. Notification will be by social media, telephone, e-mail, or personal contact.

Section 5.04 Failure to receive a meeting notice does not invalidate the meeting. However, the provisions of this section must be complied with in good faith.

## **Article VI. Officers**

Section 6.01 The officers of the ECNC shall be Chairperson, Vice-Chairperson, Past Chair, Secretary and Treasurer.

Section 6.02 The responsibilities of the officers shall be:

- (a) Chairperson: shall be responsible for the operation of the ECNC and its officers pursuant to the Bylaws. This shall include chairing of meetings, representing the neighborhood at official functions, assisting subcommittee functions, receive and disseminate information from the City Community Development Department and Office of Neighborhood Services, and generally overseeing the business of the Committee.
- (b) Past-Chair: shall mentor the chairperson for a period of no less than one year and as long as mutually agreed, after the new chair takes office on the duties and responsibilities of the chair. The Past-Chair will share in the responsibilities of the Chair and Vice-Chair as needed.
- (c) Vice-Chairperson: shall assist in the responsibilities of the chair and shall assume the duties of the Chairperson in their absence. The Vice Chairperson shall also be responsible for encouraging community involvement and organizing neighborhood council events in the ECNC.
- (d) Secretary: shall be responsible for maintaining all written records, minutes, notifications, etc. as required by these Bylaws. The secretary shall also be responsible for necessary written communications as directed by the Chairperson of the Committee. The Secretary shall also be responsible for recruiting new members, encouraging community involvement and maintaining membership and activity records.
- (e) Treasurer: shall be responsible for handling any financial instruments issued to ECNC and assist the Chairperson with applying for and tracking progress of grants.

## **Article VII. Nomination, Election and Terms of Office for Officers**

Section 7.01 Elections shall be conducted bi-annually at the regularly scheduled December meeting on even numbered years, with officers beginning their term on January 1 of the succeeding year.

Section 7.02 The Executive Board will accept nominations following the November Council meeting, the nominations will be presented at the December election meeting where other nominations will be accepted from the floor. A qualified candidate must have accepted the nomination and currently be a voting member of the Council.

Section 7.03 Voting will be by secret ballot, unless there is only one nominee for an office, in which case a unanimous ballot may be cast.

Section 7.04 Officers will be elected by majority vote of the members present. If no candidate for a position receives a majority vote, a runoff election will be held between the two candidates receiving the highest vote counts.

Section 7.05 Terms of office will be two years. Each office may serve a maximum of three consecutive terms, unless no other candidate runs for the position.

Section 7.06 The Secretary will notify the City of the names contact information, and terms of office of the newly elected officers via email.

## **Article VIII. Vacancies and Removal of Officers**

Section 8.01 Should a vacancy occur outside of the normal election process, the office will be filled by an election at the next regular ECNC meeting. The person elected shall serve until the next annual elections are held.

- (a) If the vacancy occurs less than sixty days before the annual elections, the position shall be filled by a Pro-tem appointment by the Chairperson with the approval of the Executive Board.

Section 8.02 An elected officer may be removed from office for good cause. Written notice of the proposed removal, stating the cause for the action, shall be given to the officer thirty days prior to the action. The officer shall have thirty days to answer the notice in writing to the Committee.

- (a) The Executive Board shall serve as the Grievance Committee minus any aggrieved Executive Board Parties. Any action on the matter shall require a majority vote of the Committee membership at a regularly scheduled meeting.

## **Article IX. Community Assembly and Community Assembly Committee Representatives**

Section 9.01 The ECNC shall designate a representative and an alternate to represent the Neighborhood at meetings of the Community Assembly of Neighborhood Councils (hereinafter "CA").

Section 9.02 The representative and the alternate shall be selected from among the officers of the ECNC and approved by the Executive Board. In the event no officer is available to serve in either capacity, the officers shall recommend a representative or alternate from the active membership of the ECNC for approval. The representative and alternate shall serve at the pleasure of the ECNC and be subject to replacement at any regularly scheduled meeting.

Section 9.03 The representative or alternate shall attend all regularly scheduled meetings of the CA and report on CA issues and activities to the ECNC. The representative / alternate shall convey ECNC opinions, information and issues back to the CA as determined by the ECNC.

Section 9.04 The representative and alternate shall attend all ECNC regular meetings and officers meetings.

## **Article X. Committees and Appointments**

Section 10.01 The Chairperson, with the approval of the ECNC, may from time to time appoint sub-committees to help conduct the business of the Committee. The Executive Committee will set up standing sub committees and may from time to time set up other subcommittees to help conduct the business of the committee.

Section 10.02 Regular written reports of the activities of the subcommittees will be made to the Committee and included in the minutes of ECNC meetings.

Section 10.03 The Chairperson, with the approval of the ECNC, may from time to time recommend individuals for appointment to various boards, commissions, task forces and other groups.

## **Article XI. Amendments**

Section 11.01 An amendment to these Bylaws shall be approved by a two thirds majority vote of the ECNC members present at a regularly called Council meeting, following thirty days written notice to the members of the proposed changes.

Section 11.02 Approved amendments shall be sent to the City and Council members. They shall be available to members of the general public.

## **Article XII. Indemnification of Officers, Directors, Employees and Members**

Section 12.01 The East Central Neighborhood Council (ECNC) and the City of Spokane ("the City") shall indemnify, hold harmless and defend its officers, directors, employees and agents to the greatest extent permitted by law against any and all liability asserted against or incurred by such person in any such capacity or rising out of any status as such, whether or not the Corporation would have the power to indemnify such person against liability under provisions of this Article. This indemnification shall apply only to those individuals operating in their official capacity either as officer, director, or a duly appointed member of a committee of the East Central Neighborhood.

Section 12.02        The East Central Neighborhood and the City shall indemnify an individual made a party to a proceeding because the individual is or was a director against liability incurred in the proceeding if:

(a) the individual acted in good faith; and

(b) the individual reasonably believed:

*(i) in the case of conduct the individual's official capacity with the East Central Neighborhood and the individual's conduct was in its best interest; and*

*(ii) in all other cases that the individual's conduct was at least not opposed to its best interest; and*

(c) in the case of any criminal proceeding, the individual had no reasonable cause to believe the individual's conduct was unlawful.