

BYLAWS OF THE MURRAY HILL NEIGHBORHOOD ASSOCIATION
As amended May 2001, February 2004, October 2004, October 2016

ARTICLE I. NAME

1. The name of this organization is the Murray Hill Neighborhood Association, hereinafter referred to as MHNA or the Association.

ARTICLE II. PURPOSE

The purpose of MHNA is to:

1. Work toward, achieve, maintain and celebrate a safe, peaceful and respectful neighborhood in which a wide variety of people can live, work and play;
2. Encourage the participation of all who live within our boundaries to achieve the goals within this Article, including homeowners, families, renters, students, the elderly and businesses;
3. Work toward, achieve, maintain and celebrate the aesthetic quality of our neighborhood, including homes, businesses, institutions and public areas;
4. Promote communication and coordination with government, private and public resources so as to serve the goals within this Article;
5. Celebrate and encourage neighborhood aspects and behaviors that serve the goals within this Article and oppose those that do not;
6. Receive and administer funds in accordance with the terms of these bylaws and operate as a non-profit corporation in the state of Wisconsin;
7. To do all such other acts as are necessary, expedient, or appropriate to accomplish any of the objects and purposes for which this organization/corporation is formed.

ARTICLE III. BOUNDARIES

1. The boundaries of MHNA are described as, excluding the University of Wisconsin - Milwaukee Campus:

Hartford Avenue to the north, south of the street centerline;
Bradford Avenue to the south, north of the street centerline;
Downer Avenue to the east, west of the street centerline;
Oakland Avenue to the west, east of the street centerline.

ARTICLE IV. MEMBERSHIP AND DUES

1. Membership is open to the following individuals who have paid annual membership dues as determined by the board of directors.

A. Any resident within the MHNA boundaries;

B. Any property owner or operator of a bricks and mortar business within the boundaries of the neighborhood. Other membership requests will be reviewed by the Board. (rev 10/16)

2. Membership in the organization shall be for one calendar year, beginning January 1 and ending December 31. (rev 10/16)
3. Annual membership dues of the MHNA are not refundable and are set by the Board. (rev 10/16)
4. Members are those individuals who pay the annual dues of MHNA. (rev 10/04)
5. Membership will be terminated by failure to pay annual membership dues. Membership may also be terminated for conduct detrimental to the interests of the MHNA. The Board of Directors may suspend or terminate membership privileges by an affirmative vote of two-thirds (2/3) of the entire board. Any such member will be notified at least fourteen (14) days in advance of the meeting at which the Board of Directors will consider termination of that membership. (rev 10/04)

ARTICLE V. PRIVILEGES

1. Any individual may attend general membership meetings and have a voice from the floor. (rev 10/16)
2. Only members are entitled to vote, hold office and chair committees.

ARTICLE VI. GENERAL MEMBERSHIP MEETINGS (rev 10/16)

1. The annual meeting of MHNA shall be held in October at a time and place set by the Board.
2. At least four regular meetings of MHNA shall be held every year at a time and place set by the Board.
3. Special meetings may be called by a majority of the Board or by petition of at least 20 percent of the membership to the President. (rev 10/04)
4. Prior notice of meetings must be provided to members. (rev 10/04)
5. At least 10 members present at a meeting shall constitute a quorum. (rev 10/04)
6. The meeting agenda is set by the president with the approval of the Board. Any MHNA member may add an item to a future meeting agenda with a majority vote of approval from the general membership when assembled.

ARTICLE VII. OFFICERS

1. The officers of MHNA are president, vice president, treasurer and secretary.

2. The officers are elected at the annual meeting of MHNA. A candidate must receive a majority of votes cast in order to be elected.
3. If the office of president should become vacant, the vice president shall assume the office of president until the next general election.
4. Vacancies in other offices shall be filled until the next general election by a majority vote of the Board.
5. An officer may be recalled by two-thirds vote of members at a regular meeting, provided notification of such action was given at least fourteen (14) days prior to the meeting.
6. Responsibilities of officers:

PRESIDENT - Presides at all meetings of MHNA and of the Board of Directors; appoints committee chairs with approval of the Board; exercises general supervision over the affairs of MHNA and ensures that decisions and resolutions of the board and the membership are executed; with approval of the Board, has the power to execute contracts and other authorized instruments on behalf of MHNA; reports actions of the Board at meetings of MHNA.

VICE PRESIDENT - Represents MHNA in the absence of the president and exercises the powers of that office; assists the president in planning and organizing meetings and special events approved by the Board; is ex officio member of all committees.

TREASURER - Responsible for the funds of MHNA and secures their deposit as directed by the Board; keeps records of finances of MHNA and makes them available for inspection upon request by any member; collects and deposits dues and other funds of MHNA; executes checks, drafts, promissory notes or other evidence of indebtedness issued in the name of MHNA. (rev 10/04) (rev 10/16)

SECRETARY - Keeps minutes of all meetings of the Board of Directors and the annual meeting and makes them available for inspection upon request by any member; is responsible for correspondence of MHNA as directed by the president or Board; serves as custodian of MHNA records. (rev 10/16)

ARTICLE VIII. BOARD OF DIRECTORS

1. The direction and management of the affairs of MHNA and the control of its business shall be vested in the Board of Directors and shall be subject to any restrictions imposed by law, the Articles of Incorporation, the Bylaws, or by vote of the membership.
2. The Board of Directors shall be composed of nine (9) members: the four (4) officers of MHNA; five (5) directors named 1, 2, 3, 4 and 5.
3. Only a member of the MHNA is qualified to serve on the Board of Directors.
4. A member who holds or has filed intent to run for any publicly elected office may not serve on the Board of Directors.

5. Board members shall be elected by a majority vote of members during the annual meeting, with one-half (1/2) of the Board member positions being voted on in each year of an ongoing two (2) year election cycle beginning in 2001. The following Board member positions will be voted on in the following years of the election cycle:

Year 1 (Odd years)

Director 1, Director 2, Treasurer, and Vice-President.

Year 2 (Even years)

Director 3, Director 4, Director 5, Secretary, and President. (rev 10/04)

6. The term of membership on the Board is the two (2) calendar years subsequent to the annual election. (rev 10/04)
7. A majority of the Board constitutes a quorum. Meetings may include those conducted through electronic means. (rev 10/04)
8. The Board shall meet at least quarterly as called by the president or by request of a majority of members of the Board. Board members must receive prior notice of Board meetings.
9. The Board shall provide an annual report to the membership summarizing MHNA activities for the prior year at the annual meeting or in the mailed renewal materials at the beginning of the year. (rev 10/16)
10. Any Board member shall have the right to request an item be considered at a Board meeting for inclusion on an upcoming agenda.
11. Any Board member shall have the right to request an in-person report from a committee or liaison at a Board meeting.
12. An annual audit shall be conducted of the finances of MHNA by a non-Board member appointed by the president. The President shall report the results of the audit at the annual meeting. (rev 10/04)
13. Decisions of the Board may be rescinded by two-thirds (2/3) vote of the members present at the next meeting of MHNA.
14. Any Board member may be removed from office by a two-thirds (2/3) vote of the entire Board of Directors whenever, in their best judgement, the best interests of the MHNA will be served thereby, provided at least fourteen (14) days advance notice is given to all Board members. Such removal does not constitute expulsion from the MHNA. Any Board member may resign at any time upon giving written notice to the Board of Directors. (rev 10/04)
15. Only persons authorized by the Board may speak on behalf of the organization.

ARTICLE IX. COMMITTEES AND LIAISONS

(rev 10/04)

1. Committees and liasons shall be appointed or empaneled at the direction of the Board.

2. Each committee shall be responsible for meeting on a regular basis and shall submit an annual report to the membership during the annual meeting.
3. The Board of Directors shall appoint a Nominating Committee three (3) months prior to the annual election. The Nominating Committee shall be responsible for developing a list of candidates for MHNA officers to be submitted for election at the annual meeting. Members may propose candidates with the committee's consent from the floor at the annual meeting. (rev 10/04)
4. Committee chairpersons, from time to time, may request to report directly to the Board.
5. Committees shall report to the membership of MHNA through the committee chair, at general membership meetings as needed. (rev 10/16)
6. Committee membership shall be open to Board members, MHNA members and any other interested party who wishes to volunteer services for committee assignments.
7. Liaisons shall serve as representatives of MHNA to other organizations. (rev 10/16)
 - A. Liaisons shall regularly report to the president of MHNA and cannot speak on behalf of the association without the approval of the Board of Directors.
 - B. Liaisons shall be prepared to report to the Directors at a Board meeting at the request of any Board member.
 - C. Liaisons shall report to the membership of MHNA at general membership meetings as needed. (rev 10/16)

ARTICLE X. FISCAL ACTIVITIES (rev 10/04)

1. The fiscal year of the Association shall run from January 1 through December 31. (rev 10/16)
2. The annual budget shall be submitted to the Board for approval before November 30th.
 - A. Each committee shall submit to the Treasurer an annual budget request by October 31.
 - B. Any unanticipated funding request that was not included in the annual budget must be submitted to the Board for approval before any expenditures may be made. The Board shall report unbudgeted expenditures to the membership at the next general meeting.
3. Board approval shall be required for payments exceeding an amount determined annually by the Board. Instruments of indebtedness for those payments are executed by the Treasurer and must be cosigned by either the president or vice president.

4. The Association and its committees may solicit money and in-kind contributions.
5. Projects or events may be proposed by any member of the Association in good standing or by the Board of directors as a body. The person(s) proposing a project or event must develop a brief prospectus on the project along with a funding request to the Board of Directors at least four weeks prior to the monthly board meeting at which it is to be considered for approval. Projects or events can be terminated and/or suspended at any time by a simple majority vote of the Board of Directors. Any excess monies solicited shall revert to the general fund.
6. The Board of Directors may accept on behalf of the Association any contributions, gifts, bequests or other devises for use by the Association.
7. All funds of the Association shall be deposited in a timely manner into a bank depository designated by the Board of Directors.
8. The Board of Directors shall review all requests to donate to other organizations or causes. The Board may choose to make a donation when the interests of the Association would benefit, with decisions made strictly on a case-by-case basis. (rev 02/04)

ARTICLE XI. PARLIAMENTARY RULES

1. The conduct of business of MHNA shall be governed by Robert's Rules of Order, most recent edition, unless otherwise authorized by the bylaws.

ARTICLE XII. AMENDMENTS

1. These bylaws may be amended by two-thirds (2/3) vote of members present at a meeting, provided that the proposed amendment has been presented in writing to the Board for reading to the members at the previous meeting.

ARTICLE XIII. RATIFICATION

1. These bylaws shall be ratified by a majority vote of members at a meeting called for the purpose of ratification. (rev 10/04)
