

Cory Neighborhood Association
BY-LAWS

Article I – Description

The name of this group is the Cory Neighborhood Association (CNA) located in the city of San Jose, county of Santa Clara, and state of California. The boundaries of the association are Newhall Street on the north, Winchester on the west, Forest on the south, Highway 880 on the southeast to Bascom Avenue, and Bascom Avenue on the East.

Article II – Purpose

The purpose of this Association is to create a sense of neighborhood and community. We want to strengthen the relationships not only between residents in individual homes, but also with our neighboring schools and businesses. Our goals are to provide residents with information so that they can be part of finding the solutions to our neighborhood concerns and to serve as a medium of exchange of ideas and information between residents and various other interests. The Association shall be non-commercial, non-sectarian and non-partisan.

Article III – Membership

Membership shall be divided into two classes: Voting and Non-voting members. Voting members are defined as any person 18 years and older who resides or owns a residence within the boundaries of the CNA. Non-voting members are defined as any non-resident person who owns or operates a business, attends school within CNA boundaries, or has an interest in the neighborhood.

Article IV – Board of Directors

Section 1 - The Board of Directors

The Board of Directors shall be comprised of four executive officers and a minimum of one, but no more than seven, directors. The terms of office will be one year. Executive officers will fill vacancies of directors by appointment for the remaining term time period. The remaining executive officers will fill vacancies left by departing or removed executive officers by appointment for the unexpired portion of the term. To encourage new participation, it is desirable that a person not hold the office of President for more than two consecutive terms.

Section 2 – Executive Officers:

PRESIDENT: The President shall be the principal executive officer of the Association and shall represent the Association at community and other functions deemed appropriate by the Board of Directors. That person shall preside at all meetings of the Board of Directors and of the General Membership, taking an active part in their deliberations, but shall not vote unless there is a tie before the board. However, the president shall be

allowed to vote in elections of officers and in all secret ballot elections. The President shall be empowered to appoint all committees with the concurrence of the board. He/She shall be empowered to sign all documents, where appropriate and in general perform all duties as may be prescribed by the Board of Directors. In addition, the President shall coordinate the agenda for Board and Association meetings and be a qualified check co-signer with the Treasurer. It is desirable that a President shall remain on the board of directors for one year after his or her term has ended.

VICE-PRESIDENT: The Vice-president shall attend the general and board meetings and assume the duties of the president as required, and when so acting, shall have all the powers of the President, and be subject to all the restrictions. The Vice-president shall perform other duties from time to time as assigned by the president or the Board of Directors. The Vice-president shall be a qualified co-signer of checks in the absence of the President.

SECRETARY: The Secretary shall keep the minutes of the Association meetings and Board meetings, maintain the Association's records, and shall have the responsibility of carrying out correspondence at the direction of the President. The Secretary shall record and have copies of the minutes available at each general meeting. The Secretary shall also be a qualified check co-signer in the absence of the President and Vice-President.

TREASURER: The Treasurer shall be the custodian of the Association's funds and shall supervise the handling of all funds. The Treasurer shall assure the keeping of proper financial records, report the financial status to the board, and any auditors; and pay budgeted requests as directed by the Board. The Treasurer shall sign all checks, and if necessary, with a second authorized signature from the President, Vice-president or Secretary. In the event the Treasurer is unavailable to sign check, the President shall sign or any other qualified check signer. The Treasurer shall also file any tax returns as necessary.

Section 3 – Directors:

DIRECTORS shall advise the executive officers and participate in all Board meetings and Association meetings. Specific duties will be defined by the executive officers.

Section 4 – Compensation:

The Board of Directors shall not receive any salaries for their services. No Board member, or spouse of any board member, shall be employed by the Association to perform services for the Association for compensation.

Section 5 – Removals:

Any board member may be removed by a majority vote of the Board of Directors whenever such member demonstrates a noticeable disinterest in the welfare of the Association, is absent from three Board meetings per year, does not perform the duties of his/her office, or takes action in violation of the Bylaws.

Article V – Amendment of By-Laws

A proposed amendment to the Bylaws may be submitted by the Board of Directors to the membership who will vote on the proposed amendment at the next general meeting. Written notice of a proposed change will be provided one month prior to any vote regarding said change. If the proposed amendment receives a majority of the votes, it shall be incorporated in the Bylaws of the Association.

Article VI – Meetings

Section 1 – Board Meetings

Board meetings shall be held no less than quarterly and are open to the general membership. A quorum shall be determined when at least half of the current board members are present.

Section 2 – General Meetings

General meetings shall be held no less than twice a year.

Section 3 – Special Meetings

Any board member with three days notice may call special meetings.

Section 4 – Parliamentary Rules of Order

CNA meetings will be conducted according to the accepted official copy of Roberts' Rules of Order.

Article VII – ASSOCIATION FUNDS

Section 1 – Bank Accounts

All funds will be kept in a financial institution requiring an authorized signature for any withdrawal. The authorized signatures shall be those of the president, Vice President, Treasurer or Secretary. Any two members of the Executive Board may authorize expenditures up to \$100.00. The Board of Directors must approve expenditures over \$100.00.

Section 2 – Dissolution of the Association

The property of the organization is irrevocably dedicated to the social welfare purposes and no part of the net income or assets of this organization shall ever revert to the benefit of any director, officer, or member thereof or to the benefit of any private persons.

Upon the dissolution or winding up of the organization, its assets remaining after payment, or provisions for payment, or all debts and liabilities of this organization shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for social welfare purposes and which has established its tax-exempt status under Section 501c(3) of the Internal Revenue Code.