

## **Corporation Docs**

### **Corporation By-Laws:**

(As Amended October 9, 2003)

#### **Article I PURPOSE**

It shall be the purpose of this non-profit Corporation to promote active involvement of all residents of the East Campus neighborhood in the City of Lincoln, Nebraska, in a concerted effort to create a better community. This stated purpose may be accomplished by:

A. Promoting and maintaining an organization to advance the concepts of low-density residential land use, preservation and enhancement of the esthetic character of an area within the City of Lincoln bounded by Vine Street, 33rd Street, Holdrege Street, and 48th Street; B. Promoting and encouraging communication and community awareness among all parties concerned with the orderly growth and development of the East Campus neighborhood; C. Preserving the character and the integrity of the East Campus neighborhood; D. Ensuring equal representation, consideration and services due all residents of the City of Lincoln; E. Taking necessary action to alleviate any adverse situation that may arise concerning the East Campus neighborhood; and F. Encouraging pride in the East Campus neighborhood.

#### **Article II MEMBERSHIP**

Any person or organization residing, owning real property, or operating a business within an area bounded by Vine Street, 33rd Street, Holdrege Street, and 48th Street shall be eligible for membership in the Corporation. Others may be admitted to membership on approval of the Board of Directors. There shall be two classes of membership, active and associate.

Active members shall be those persons or organizations who pay the annual dues which shall be set by the corporation at its Annual Meeting. Organizations or fraternities shall be limited to one active membership. Only active members shall have a right to vote on matters affecting the Corporation. Classification of active members and their voting rights are as follows:

A. Individual membership. Each individual member shall be entitled to one vote. B. Family membership. A family membership entitles every member of a family who has reached the age of majority and who resides within the same household to one vote each. C. Contributing membership. Anyone who contributed an amount greater than that required for a family membership shall be deemed a contributing member. Each member of the contributing family is entitled to one vote. D. Business membership. Any organization or business that contributes an amount greater than that required for a family membership, as determined by the Board of Directors, shall be deemed a business member. Each business is entitled to one vote.

Associate members shall be those persons or organizations residing, owning real property, or operating a business within the boundaries of the Corporation who request their name be placed on the Corporation's mailing list.

The members of the Corporation shall not be liable for any debts of the Corporation beyond the dues paid by a member.

## **Article IV BOARD OF DIRECTORS**

The Corporation shall be governed by a Board of 9 to 13 Directors who shall meet at the call of the President, or 5 members of the Board. Directors are to be elected or confirmed by the general membership at the Annual Meeting each year and shall serve a one-year term or until their successors are elected. The immediate Past President shall remain as a voting member of the Board of Directors until replaced by the next retiring President.

Any vacancies in the Board of Directors may be filled by appointment by the President, with the approval of the Board, and such appointees shall serve until the next election by the Corporation at which time the corporation shall elect members to fill both expired and unexpired terms.

The presence of a majority of the Board of Directors shall constitute a quorum for the transaction of business. All meetings of the Board of Directors shall be open to any active member.

Powers of the Board of Directors 1. To call meetings of the Corporation 2. To elect, from the Board of Directors, a President, a President-Elect, a Vice-President, a Secretary, and a Treasurer. 3. To direct the spending of all monies received by the Corporation 4. To promote membership in the Corporation 5. To supervise the contents of the Corporation newsletter 6. To carry out the purposes of the Corporation as described in Article II 7. To create standing or special committees or task forces from among the members of the Corporation 8. To change either the registered office or the registered agent of the Corporation from time to time.

## **Article V ELECTED OFFICERS**

Immediately following the Annual Meeting of the Corporation, the Board of Directors shall, from its members, elect a President, President-Elect, a Vice-President, a Secretary, and a Treasurer. Officers shall serve terms of one-year or until their successors are elected. The President may not serve more than two consecutive terms in office. Other officers are limited to three consecutive terms in one office. The President-Elect will assume the office of President following the next Annual Meeting.

The President shall preside at all meetings of the Corporation and meetings of the Board of Directors; may make, with the approval of the Board of Directors, such appointment as may be necessary to fill vacancies on the Board of Directors until the next annual election of the Corporation; and, with the approval of the Board of Directors, shall appoint the Editor of the Newsletter, a Membership Chairperson, and the members of such standing or special committees or task forces as may be created by the Board of Directors. The President shall vote only in cases of tie votes.

The President-Elect shall succeed the President and may hold another office in the Corporation.

The Vice-President, in the absence of the President, shall exercise all powers and perform all duties of the President.

The Secretary shall keep and maintain records of all meetings of the Corporation, the Board of Directors and perform all other duties as may be required by the Board of Directors.

The Treasurer shall receive and deposit in a suitable bank all monies received by the Corporation and pay out such money as may be directed by the Board of Directors.

## **Article VI APPOINTED OFFICERS**

The President, with the approval of the Board of Directors, shall appoint an Editor for the Corporation Newsletter and a Membership Chairperson.

The Editor of the Newsletter shall regularly publish and distribute to members a newsletter containing a summary of the activities of the Corporation and news of importance to residents of the area.

The Membership Chairperson shall keep a register of the names and mailing addresses of each active member of the Corporation.

## **Article VII MEETINGS OF THE CORPORATION**

The Annual Meeting of members shall be held during the month of October at a place and hour designated by the Board of Directors. The purpose of the meeting shall be to assess the progress of the past year, to elect new directors for the coming year, and to conduct other such business as may come before the meeting.

All meetings will be called by the President upon concurrence of five members of the Board of Directors after giving at least seven days notice to all members of the time and place of the meeting. The presence of 20 members shall constitute a quorum for the transaction of any business of the Corporation. Upon the petition of any 20 active members, a meeting shall be called by the President.

## **Article VIII AMENDMENT TO ARTICLES**

These By-Laws may be amended or repealed, in whole or in part, by the majority of the members present and voting at any duly organized meeting of the Corporation.