

**THE CHARTER AND BYLAWS OF
NORTH DALLAS NEIGHBORHOOD ALLIANCE**
(As Approved by the Membership April 2004)
DALLAS, TEXAS

ARTICLE ONE

ORGANIZATION

1.1 Establishment. The North Dallas Neighborhood Alliance is hereby established as an alliance of neighborhood associations, hereinafter referred to as the "Alliance."

1.2 Boundaries. The boundaries encompass all of Dallas in Dallas Council Districts 11 and 12.

1.3 Purposes. The purposes of the Alliance are (A) to protect and enhance the neighborhood concept and to encourage, communicate, educate, share information and exchange ideas and promote a better quality of life for those who reside therein (B) to promote neighborliness and pride among residents (C) to ensure resident views are raised responsibly and clearly to officials and government bodies representing citizens within the boundaries described in 1.2 and (D) assist neighborhood groups in forming neighborhood associations. The Alliance shall be voluntary in nature and shall not be operated for gain or profit.

1.4 Operation. The Alliance consists of two representatives from member neighborhood associations as provided in Article Two, and the officers as provided for in Article Five. The operating year of the Alliance is January 1 through the following December 31.

ARTICLE TWO

GENERAL MEMBERSHIP

2.1 Eligibility. Any active neighborhood association which operates within the area described in Section 1.1 is eligible to become a member of the Alliance after acceptance of application by the Alliance board and by paying dues. Each member association will be entitled to one vote in all Alliance business matters. Eligibility is to be without regard to race, creed, color or national origin.

2.2 Rights of Members. Each member of the Alliance is eligible to serve as an officer or on any committee of the Alliance, to vote on matters as provided by these bylaws, and to attend any business or social functions of the Alliance. Other members of associations may be asked to support the Alliance and may be invited to attend related functions.

2.3 Restrictions on Members. No member Association may use, or permit the use of, the name of the Alliance or any information obtained through Alliance membership for commercial purposes or any other purposes that are inconsistent with these bylaws. The Alliance or its officers cannot make a statement in support of, or in opposition to, any political candidate on behalf of the Alliance. This does not prohibit a member from supporting or joining a political action group, so long as the name of the Alliance is not utilized.

2.4 Voting by Membership. Voting shall be done by written ballot or voice vote as prescribed and announced by the President prior to each vote. All matters voted upon shall be decided by a simple majority of those voting, either in person at the meeting or by written proxy filed with the Secretary. Proposed amendments to these bylaws shall be submitted to the board and shall be distributed to all members prior to the membership meeting at which the discussion and vote on said change(s) will take place. Amendments to these bylaws shall require a two-thirds majority of those voting, either in person at the meeting or by written proxy filed with the Secretary.

ARTICLE THREE

MEETINGS

3.1 Meetings of Membership. The members of the Alliance shall meet at least annually for the election of officers at a time and place selected by the Alliance President, and at such additional times and places as the Alliance may prescribe. Notice of any such meeting, along with the agenda, shall be published in a mailer or by a flyer at least seven (7) days prior to the meeting. Written proxies will be made available as necessary prior to the election. Twenty percent (20%) of designated voting representatives shall be considered a quorum.

ARTICLE FOUR

ELECTIONS

4.1 Officers. The elective officers of the Alliance shall be President; Vice Presidents of: (1) Beautification/Code Enforcement, (2) Membership, (3) Planning/Zoning, (4) Public Relations-Website, and (5) Safety/Traffic and Transportation Chair, (6) Recording Secretary, (7) Corresponding Secretary & Newsletter Editor, and (8) Treasurer.

4.2 Balloting. Officers shall be elected at a general meeting of the Alliance. A majority of votes cast shall be necessary to elect officers. In the event that no one candidate receives a majority of the votes cast, the two candidates receiving the highest number of votes shall be voted upon again in a run-off.

4.3 Term. All officers shall take office within thirty (30) days after election and shall serve for a term of two (2) years or until their successors are duly elected.

4.4 Vacancies. Whenever a vacancy occurs in any office, the same office shall be filled for the balance of the unexpired term by appointment by the Alliance Board of Directors.

4.5 Election Procedure. Prior to the month of October each year, a nominating committee shall be appointed by the President for the purpose of selecting nominees for each eligible office for the next operating year. The names of the nominees must be announced to the voting members prior to the election. The election of officers shall be held at a general meeting of the Alliance membership. Additional candidates may be nominated by any members of the Alliance at that meeting. Absentee ballots must be submitted to the Secretary prior to the Call to Order of the meeting.

4.6 Removal of an Officer. The Board of Directors may remove an officer with a two-thirds majority vote.

4.7 Other. The Alliance officers cannot hold an elected state or local government position which has authority or jurisdiction over neighborhood issues.

ARTICLE FIVE

OFFICERS

5.1 General. The Officers of the Alliance shall be those specified in 4.1. Officers shall be elected to serve for a term of two operating years. No person may be elected to serve in more than one office at the same time. Officers must be representatives of member associations and may hold both an Alliance office as well as an association office. It is recommended that the President not represent an association in the Alliance membership after being elected President by the Alliance. It shall be the intent to have representatives from as many associations as possible serve as officers or members of committees in order to balance participation throughout the Alliance membership.

5.2 Duties of Officers.

(A) The President shall call and preside at all meetings of the board and the general membership and shall perform such other duties as may be prescribed by the membership. The President will be a regular member of the board and an ex office member of all permanent committees. The President will represent the Alliance in its relations with persons and organizations outside the Alliance. The President will assist standing committee chairpersons.

(B) The Vice President of Beautification/Code Enforcement shall cooperate with associations to seek remedies for identified situations that are in violation of city code, aid associations in neighborhood beautification efforts, and promote beautification of the area through strong relationships with city, county and other governments that affect it.

(C) The Vice President of Membership shall oversee membership in the Alliance by those associations contained within the defined areas. Assistance will be offered to new associations in forming their individual organizations. Membership will assist the Treasurer in maintaining a complete roster with information regarding number of homes and organization's assessment for purposes of dues. Membership will assist the Corresponding Secretary & Newsletter with information necessary for dispersing information pertinent to the Alliance and member associations.

(D) The Vice President of Planning/Zoning shall chair a committee, representative of the areas within the boundaries of the Alliance, to monitor and communicate proposed zoning changes and development related to the neighborhoods, ensuring that all related facts associated with proposed changes are communicated to the membership and remedial responses are identified for consideration and implementation. It shall be the Vice President's responsibility to monitor any citywide proposals affecting planning as it might relate to the Alliance area. The Alliance will assist the associations directly affected by the zoning requests and appear before the Planning Commission and City Council in cases where granting of the request would have impact on the area as a whole. The Vice President may appear on behalf of the association, if requested, with the assistance of endorsement by the neighborhood association.

(E) The Vice President of Public Relations shall promote public awareness of the Alliance through

press releases, political forums, and community relations. The Vice President of Public Relations shall maintain the NDNA website.

(F) The Vice President of Safety/Traffic and Transportation shall monitor current or proposed transportation development and service will report to the proper departments of the city any traffic problems related to needed signals, traffic signs and noted traffic impediments; and will seek remedy for identified situations that are deemed hazardous or potentially dangerous.

(G) The Recording Secretary shall keep a record of minutes of all meetings, keep all important documents, maintain a database of information pertaining to the member associations, and perform such other duties as the board may prescribe. The Secretary shall be responsible for notification of member associations regarding meeting time(s) and locations.

(H) The Corresponding Secretary & Newsletter shall assist the President in preparing correspondence and developing a newsletter.

(I) The Treasurer shall have custody of any Alliance funds, pay bills within approved budgets, keep accurate records of all receipts and expenditures, prepare a report for each board meeting and a final financial report to be given at the annual meeting of the membership. The Treasurer will file all required tax returns for the organization in accordance with the law. The Treasurer will pay all mailing permits and maintain nonprofit status.

ARTICLE SIX

BOARD OF DIRECTORS

6.1 Composition. The Board of Directors shall consist of the Officers identified in 4.1 plus and all Standing Committee heads.

6.2 Duties of the Board of Directors. The Board of Directors shall be responsible for the management policy of the Alliance, including the approval of programs and budgets, oversight of standing committees, and other duties as may be prescribed by the bylaws.

ARTICLE SEVEN

COMMITTEES

7.1 Standing Committees. The Board of Directors may authorize the establishment of permanent committees of the Alliance as deemed appropriate.

7.2 Membership of Standing Committees. Membership on any standing committee shall be open to any member of the Alliance. A chairperson for each permanent committee shall be appointed by the Board of Directors and shall serve for a term of two (2) years or until their successor is duly appointed.

7.3 Meetings of Standing Committees. Standing committees shall meet as often as necessary to carry out their duties effectively. Such meetings will be called by the committee chairperson. The chairperson should notify the Alliance President of meetings; meetings may be attended by any member of the

Alliance Board of Directors.

7.4 Reports by Standing Committees. The chairperson of a standing committee may be asked to report on the committee's activities at any meeting of the Alliance. Reports will be provided to the membership through the mail when necessary.

7.5 Temporary Committees. The President of the Alliance may appoint temporary committees as deemed necessary to perform specific activities. The committee head does not have to be a member of the Alliance but should be a member of an affiliated neighborhood association which is active in the Alliance.

ARTICLE EIGHT

DUES AND ASSESSMENTS

8.1 Establishment of Dues. Dues shall be \$35.00 for associations.

8.2 Payment of Dues. The Treasurer shall be responsible for collecting dues from members. Non-payment of dues will make members ineligible for continued membership in the Alliance and cause deletion from any further mailing lists or directories.

8.3 Assessments. The membership may vote to assess itself for expenditures required to carry out the charter of the Alliance as described in these bylaws.

ARTICLE NINE

MISCELLANEOUS

9.1 Amendments. The bylaws may be amended, repealed, or modified in whole or part at any regular meeting of the Alliance upon affirmative vote by two thirds (2/3) of the members present, provided, however, that written notice of any proposed amendment shall be given to each member at least seven (7) days prior to the meeting at which a vote is to be called.

9.2 Status. The Alliance shall not take any action which will constitute a basis for denial of its status as a non-profit and/or tax exempt organization under applicable law.

9.3 Dissolution. In the event of dissolution of the Alliance, whether voluntary or involuntary, the net assets after Alliance payment of all claims and expenses, shall be distributed to the Dallas Parks and Recreation Department.

9.4 Remuneration. An officer or committee chairperson/member shall receive no remuneration for services, but shall be entitled to reimbursement for actual, reasonable expenses incurred in connection with Alliance affairs.

9.5 Public Statements. Only the President and his/her appointed and authorized representative from the Alliance may speak and act on behalf of the Alliance.