

# WALUGA NEIGHBORHOOD ASSOCIATION

Amended September 27, 2023

## ARTICLE I. NAME

The name of this association shall be Waluga Neighborhood Association (WNA).

## ARTICLE II. PURPOSE

The purpose of the WNA is to provide a forum for the membership to work together for the improvement of neighborhood livability, to discuss matters of common concern and to represent the views of the members before appropriate public bodies.

Matters of common concern include, but are not limited to, the livability of the neighborhood, city and region, participation in all phases of government processes with special emphasis on planning, land use, zoning, housing, community facilities, parks, human and natural resources, social and recreational programs, roadways, traffic, transportation, environmental protection, climate change, and ongoing communication with Governments.

## ARTICLE III. MEMBERSHIP AND BOUNDARIES

**Section 1.** Membership shall be open to all persons who are eighteen (18) years of age or older and who reside, own property, operate a nonprofit organization or own/operate a business located within the boundaries of the WNA. (Only one representative is allowed per nonprofit organization, public school or business.)

**Section 2.** Each member of the WNA shall be entitled to vote on issues submitted to the membership at the annual meeting as well as the election of officers and board members.

**Section 3.** Dues or fees will not be required for membership. WNA may seek voluntary contributions from members and may conduct fund raising functions when the board directs.

**Section 4.** The boundaries of the WNA shall include those portions identified by the City of Lake Oswego's WNA Boundary Map. The boundaries may be amended from time to time by the City Council of the City of Lake Oswego and with the approval and vote by the WNA Board members.

## ARTICLE IV. BOARD MEMBERS

**Section 1.** The Board members of the WNA consists of:

- a. Chair or co-chairs OR Rotating Monthly Chair from the board member roster.
- b. Vice chair (this position is optional)
- c. Secretary and/or Treasurer (this position could be held by one person or two different persons)
- d. All board members will have voting rights.

**Section 2.** The duties of Board members shall be as follows:

- a. **The Chair(s)** shall preside at all meetings of the WNA OR if they are a Rotating Monthly Chair, they will

preside over the meeting for their prescheduled designated month.

b. **The Vice Chair** may act as an aide to the chair; may serve in the absence of the chair; and could perform other duties as assigned by the presiding chair when needed. (This position is optional

c. **The Secretary-Treasurer** shall maintain complete records of all board and annual meeting of the WNA; shall be responsible for all correspondence, and shall keep records and ledgers in accordance with acceptable accounting practices of all monies received or expended on behalf of the WNA. Refer to Article IV BOARD MEMBERS, Section 1c.

**Section 3.** Besides the Chair(s) OR Rotating Monthly Chair, (optional) Vice Chair, Secretary/Treasurer, there shall be additional minimum of 2-4 voting board members duly elected by the voting membership at the Annual Meeting.

**Section 4.** Any interim vacancy may be filled by a majority vote of the members of the Board. The member appointed shall fill the office for the balance of the term.

**Section 5.** Meetings of the Board may be convened at the request of any three (3) members of the Board.

**Section 6.** The Board shall govern the affairs of the WNA by reason of the authority of these Bylaws.

**Section 7.** Specific duties of the Board shall be to:

- a. Transact WNA business that may be referred to it by the membership, or by any of the committees or City of Lake Oswego.
- b. Implement acceptable plans and work of the committees.
- c. Present relevant reports of its activities at annual membership meetings.
- d. Establish arrangements, programs, and priorities for meetings of the membership.
- e. Consider proposals and grievances as provided by the public at board meetings.
- f. Establish and maintain a continuing liaison between the WNA and appropriate officials and departments of the City of Lake Oswego and of other appropriate government bodies.
- g. Inform the membership and solicit opinions on any issue which is deemed material or significant that may affect the neighborhood, before adopting any policy of recommendation.
- h. Consider materials provided by the City of Lake Oswego at Board Meetings.
- i. Adopt positions for the WNA to report before LO neighborhood associations, municipal and/or other governmental bodies.
- j. Inform the City of Lake Oswego of the following: Meeting announcements, meeting minutes and a list of WNA board and board members at-large including contact information.
- k. Recommend action, policy, comprehensive plan amendments or appeals to the City of Lake Oswego or its agencies, on any matter affecting the livability of the WNA.
- l. Review proposed City of LO budget items and make recommendations relating to neighborhood improvements when deemed necessary.
- m. Communicate with other neighborhood associations regarding issues of possible mutual concerns
- n. Appoint Board Members-at-Large as needed

## **ARTICLE V. BOARD MEMBERS-AT-LARGE**

**Section 1.** The Board Members-at-Large shall consist of 2-6 individuals appointed by the Board for a minimum of 2 years.

- a. They have no voting rights.
- b. They would be strongly encouraged to attend Board meetings so that more neighborhood input is brought to the meetings.
- c. They will regularly be provided with upcoming meeting reminders and minutes of meetings.
- d. They will be asked for input for monthly meeting agendas and programs.

## **ARTICLE VI. ELECTIONS**

**Section 1.** Members of the WNA Board shall be elected annually by all members of the Association who attend the WNA annual meeting. Elected board members shall assume office on November 1 following their election and shall serve for a minimum term of one year or until their successors are duly elected.

## **ARTICLE VII. MEETINGS**

**Section 1.** All meetings (Board and Annual) shall be open to the public.

**Section 2.** Board meeting shall be held monthly at a time, place and manner determined by the board. Annual Membership meeting shall be held in the Fall of the year at a time and place determined by the board.

**Section 3.** Notice of Annual Membership meetings shall be made public not less than ten (10) days prior to the meeting. Members in attendance shall be residents or own and/or operate a business(s) in the WNA. A vote shall pass or fail by a simple majority of members present.

**Section 4.** If, at a board meeting, a call for a formal vote is deemed necessary, a quorum of a minimum of four (4) shall be required. A vote shall pass or fail by a simple majority of members present.

**Section 5.** All Annual and board meetings will comply with the provisions of the Oregon Public Meetings Law. (ORS 192.610)

## **ARTICLE VIII. STANDING COMMITTEES**

**Section 1.** Standing committees shall be appointed by the board including naming a designated contact person to the City of Lake Oswego. The contact must be a board member or board member at-large. Additionally, liaisons and/or subcommittees shall be appointed and created by the board.

## **ARTICLE IX. ACCOUNTABILITY PROCEDURES**

**Section 1.** Notification of Annual Membership meeting shall include mail, e-mail, website, posted signs or any combination thereof to members of WNA within seven to ten (7-10) days of the meeting date.

**Section 2.** Any member may present issues, proposals for action or grievances at any board or Annual meeting or to any member of the board or board member at-large. The individual submitting the issues, proposal, or grievance shall be notified at least seven to ten (7-10) days in advance of the date, time, and place that the issues, proposals, or grievance(s) be reviewed.

#### **ARTICLE X. PARLIMENTARY GOVERNMENT**

**Section 1.** Robert's Rules of Order shall govern the procedure of the Association or the Board when not covered by the Bylaws.

#### **ARTICLE XI. AMENDMENTS**

**Section 1.** These Bylaws may be amended first by the board members and at the Annual meeting of the WNA by a two-thirds (2/3) favorable vote of the members present. A copy of the amended bylaws text must be reasonably made available to the membership via hard copy at the annual meeting and/or WNA website posting and/or email upon request.

#### **ARTICLE XII. COMPENSATION OF OFFICERS**

**Section 1.** The board, board members at-large and WNA members shall not be entitled to receive any monetary compensation.

#### **ARTICLE XIII. AUTHORITY**

**Section 1.** These Bylaws implement the Citizen Involvement Guidelines and Statewide Planning Goal 1, Citizen Involvement. In the event of inconsistency, the Statewide Planning Goal and Guidelines will govern.