

## **The Park Place Neighborhood Association Bylaws**

### **Article 1. Name and Purpose**

**Section 1.** The name of this Association shall be the Park Place Neighborhood Association (PPNA).

**Section 2.** The purposes for which the PPNA is organized are:

- (a) To enhance the livability of the neighborhood and Oregon City by establishing and maintaining an open line of communication and liaison among the neighborhood, government agencies, and other neighborhoods.
- (b) To provide an open process by which all members of the neighborhood may involve themselves in the affairs of the neighborhood.
- (c) To do and perform all of the activities related to said purposes, to have and enjoy all of the powers granted, and engage in any lawful activity consistent with Section 2.d.
- (d) For such other objectives that are approved by the Steering Committee or the membership of the PPNA.

**Section 3.** The PPNA shall comply with all applicable Federal, State, and local laws and regulations.

### **Article II. Boundaries and Membership**

**Section 1.** The boundary of the Park Place Neighborhood shall be that area as designated by the current Oregon City Neighborhood Association map as displayed on the City website.

**Section 2. Membership:**

- (a) Qualifications: Membership in the PPNA shall be open to all residents residing within the boundaries as defined in Section 1, as well as the owners of either property or business located within those boundaries.
- (b) Voting: Except as provided below, all members, as defined above, eighteen (18) years of age or older, shall have one vote each, to be cast while in attendance at any general or special meeting. For members who do not reside within the neighborhood, each business or property is entitled to only one vote, regardless of the number of owners of that business or property. Additionally, an employee of the Housing Authority of Clackamas County, who is assigned to work in the properties located in the Park Place Neighborhood (i.e. Oregon City View Manor and Clackamas Heights) shall be an eligible voting member. No members shall have more than one vote, even if that member fits more than one category of membership.

**Section 3.** The privileges and responsibilities of membership are:

- (a) To participate in a civil manner related to all business conducted by the PPNA.
- (b) To attend meetings and to speak from the floor on any issue that is being considered by the PPNA.
- (c) To serve on committees of the PPNA.
- (d) To vote on motions placed before the General Membership at regular or special meetings, including participation in the election of officers.
- (e) To run for any elected office of the PPNA, if eligible. (See Article V for eligibility requirements.)

**Section 4.** There will be no dues or other requirements imposed which would in any way prevent any person who meets the description above in Section 2 from becoming or remaining a member of the PPNA. Contributions, contracts, grants, or paid advertisements in the neighborhood newsletter may be used as sources of Association income.

### **Article III. Membership Meetings**

**Section 1.** General Membership meetings shall be held at 7:00 PM on the third Monday in the months of October, February, and May unless that date falls on a holiday in which case, the meeting shall be on the fourth Monday of the month. The location of the meetings will be determined by the Steering Committee and announced in the PPNA newsletter, on the PPNA and Oregon City web sites, and posted at Steve's Market and Pioneer Pizza.

**Section 2.** The general membership will vote to elect the Steering Committee annually at the May meeting. Additionally, the general membership will vote to elect the PPNA officers at the May meeting in odd-numbered years (biannually). Procedures to be followed for conducting the elections are found in Article IV for the Steering Committee and Article VI for officers.

**Section 3.** A quorum for any General Membership or Special Meetings of the PPNA shall be eleven PPNA members. Decisions shall be made by a majority vote of those members present at any meeting, except that changes to the Bylaws require a two-thirds vote.

**Section 4.** The Chair shall prepare the agenda for General and Special Meetings of the membership, subject to the approval of the Steering Committee. Any person may add an item to the agenda by submitting the item to the Chair. Any member of the PPNA may make a motion to add an item to the Steering Committee, General Meeting, or Special Meeting agendas.

**Section 5.** Meetings of the Steering Committee shall be held on the third Monday of August, September, November, January, March, April, and June. If there are conflicting City Commission meetings, or inclement weather, the day of the week may be adjusted by consensus. An email of "notice to meet" will suffice for receiving a consensus on a day of the week. Notice of Steering Committee meetings shall be announced seven (7) days in advance on the PPNA and Oregon City web sites and posted at Steve's Market and Pioneer Pizza. Notice will also be sent by email to PPNA members for whom an email address is known.

**Section 6.** Special meetings may be called by the Chair or by members (any three (3) members for a meeting of the Steering Committee or any ten (10) members for a meeting of the membership, with notice of the meeting seven (7) days in advance on the PPNA and Oregon City web sites and posted at Steve's Market and Pioneer Pizza. If not called by the Chair, or other elected officer of the PPNA, notification of intent to organize such a meeting must be sent to all officers and Steering Committee members prior to publicly announcing such a meeting. Notice will also be sent by email to PPNA members for whom an email address is known.

**Section 7.** All meetings of the Association shall be open to the public.

**Section 8.** Approved Minutes from recent PPNA General Meetings shall be posted on the PPNA web site. Draft minutes from the most recent PPNA General Meeting shall be posted on the PPNA web site at least 7 days prior to the next Steering Committee Meeting and labeled as "DRAFT" until approved at a Steering Committee. Copies shall also be made available at the following General Meeting.

### **Article IV. Steering Committee**

**Section 1.** There shall be a Steering Committee composed of the elected officers currently serving, the immediate past Chair of the PPNA, the Chairs of all active PPNA Standing Committees, the PPNA representatives to the Citizen Involvement Committee (CIC), and a minimum of four (4) and maximum of eight (8) members elected at large. Only PPNA members who are residents of Oregon City are eligible to serve as elected officers of the Steering Committee or as Standing Committee Chairs. In order to serve on the Steering Committee, a member must be actively involved on one of the PPNA Standing Committees.

**Section 2.** Members-at-large shall be individually nominated by simple majority during the April Steering Committee and presented for approval by the neighborhood membership at the PPNA General Meeting in May. Wherever possible, Steering Committee members should be representative of all sectors of the Park Place neighborhood, including representation from Oregon City View Manor, Clackamas Heights, and the Holcomb Elementary School (PTA members).

**Section 3.** Any Steering Committee member who misses two (2) of the six meetings in one year will be contacted to determine their continuing interest. Any Steering Committee member who misses three (3) unexcused consecutive meetings will be considered inactive and will be removed.

**Section 4.** The duties of the Steering Committee shall be to:

- (a) Coordinate all activities of the PPNA by acting as its spokesperson through review, discussion and by referral of issues for a vote by the membership. Members of the Steering Committee shall make regular reports to the membership at General Meetings concerning all of the Steering Committee's activities.
- (b) Investigate thoroughly and keep the membership informed about issues of concern to the Association and neighborhood.
- (c) Recruit members to serve on Standing Committees.
- (d) Facilitate the above purposes through the formation and continuing activities of as many of the following Standing Committees as appropriate.
  - 1. Transportation;
  - 2. Land Use;
  - 3. Neighborhood History;
  - 4. Crime Prevention and Safety (e.g. Neighborhood Watch, Block Homes, Street Lighting);
  - 5. Service.Additional committees may be formed as appropriate (e.g. Energy Conservation and Resource Efficiency; Housing and Care Facilities; Membership and Neighborhood Activities; Pedestrian and Handicapped Barriers; Parks and Recreation; Landscape and Trees, Neighborhood Assets and Home Occupations-individuals, social organizations, churches, schools, etc).
- (e) To act on behalf of the PPNA in matters that cannot be acted on at a General Membership Meeting within the time period required for response. Such actions shall be reported on at the next General Membership Meeting.

**Section 5.** A majority of the Steering Committee members must be present at any regularly scheduled meeting of the Steering Committee to constitute a quorum.

## **Article V. Officers**

**Section 1.** Only PPNA members, as described in Article II, Section 2, who are residents of Oregon City, are eligible to serve as PPNA officers. Officers shall be elected at the General Membership Meeting in May for terms of two years.

**Section 2.** The duties of each office:

- (a) Chair:
  - a. Presides at all General Membership Meetings and meetings of the Steering Committee.
  - b. Prepares the agenda for General Membership, Steering Committee, and Special Meetings.
  - c. Shall be an ex officio member of all committees.
  - d. Performs such other duties as shall be delegated by the Steering Committee.
  - e. The Chair may recommend members to serve on special projects (e.g. the South Fork Water Board Citizen Advisory Committee, the Oregon City Transportation Advisory Committee, and other committees of the City of Oregon City and other jurisdictions such as Tri-Met, Metro, etc.)
  - f. Serve as representative for the neighborhood to the Citizen Involvement Committee(CIC).

- (b) Vice-Chair:
  - a. Performs the duties of the Chair in his or her absence.
  - b. Serve as representative for the neighborhood to the Citizen Involvement Committee (CIC).
  - c. Performs other duties as shall be delegated by the Steering Committee.
- (c) Secretary:
  - a. Records minutes and keeps records of attendance of all General Meetings, Steering Committee meetings, and Special Meetings.
  - b. Provides copies of the Minutes at the General Meetings and on the PPNA web site.
  - c. Maintains accurate and up-to-date files of all correspondence and Minutes and stores them at the Secretary's home address.
  - d. Provide copies of official actions to the City of Oregon City.
  - e. Posts notices of meetings as outlined in Article III, Sections 1, 5, and 6
- (d) Treasurer:
  - a. Prepares and presents an annual balance operations budget for approval by the membership at the PPNA General Meeting in May.
  - b. Accounts for the receipt of contributions and other sources of funding.
  - c. Disburses approved expenditures.
  - d. Authorizes payment of bills within the limits of the approved budget as directed by the Steering Committee.
  - e. Makes available an up to date financial statement at Steerring Committee and General Membership Meetings.
- (e) The same person may serve as both Secretary and Treasurer.

**Section 3.** Authorized Signatures – The Chair, Vice-Chair and Treasurer are authorized as co-signers on expenditures and payment vouchers, all of which require two signatures.

**Section 4.** In the event that either the Chair or Vice-Chair does not wish to serve on the CIC, the Steering Committee will elect a replacement to serve in that capacity at either a regular or special meeting of that body. The person who fills that position shall also serve on the Steering Committee.

## Article VI. Standing and Special Committees

**Section 1.** Committees shall have responsibilities such as their names indicate and as may be assigned to them by the Steering Committee (see Article IV, Section 4d). Each committee shall develop a statement of organization and purpose to be approved by the General Mambership.

**Section 2.** Members of the Standing Committees shall be appointed by the Steering Committee and confirmed at the next General Meeting. Committee Chairs and a majority of Committee Members must be PPNA members who are residents of Oregon City. Members of Standing Committees shall elect their own Chair and Vice-Chair.

**Section 3.** Special Committees may be created by the Steering Committee, or by vote of the PPNA membership, as needed to expedite the work of the Association.

**Section 4.** The Standing Committee Chair may appoint subcommittees or work groups to assist the committee in its responsibilities provided, however, that the Chair of any such subcommittees or work groups is a member of the Standing Committee.

**Section 5.** A majority of the committee members must be present at any scheduled Land Use or Transportation Committee meeting to constitute a quorum. Action shall be by a majority of those present and voting. If decisions are made by email, a majority of the committee members must vote affirmatively in order for the decision to be considered an action of the committee.

**Section 6.** Committees shall make recommendations to the Steering Committee for action. Committees shall not have the power to act on behalf of the Association without specific authorization of the General Membership or Steering Committee, except that the Land Use Committee and the Transportation Committee can act on behalf of the PPNA in matters that cannot be acted on at a General Membership Meeting within the time period required for response. Such actions shall be reported on at the next General Membership Meeting. In addition, copies of all committee correspondence to Oregon City must be sent to the PPNA Officers.

## **Article VII. Election of Officers**

**Section 1.** The Steering Committee shall serve as the Nominating Committee for election of officers. The Nominating Committee shall nominate at least one candidate for each office at the February General Meeting. Before making its report to the membership, the Nominating Committee will contact each person whom it wishes to nominate. If the proposed nominee declines, that person's name will not be put forward for election.

**Section 2.** In addition to the nominations from the Steering Committee, nominations for officers from the floor can also be made (with the appropriate second) at either the February or May Meeting. There will be no nominations for Steering Committee positions at the May General Meeting. Requests to serve on the Steering Committee will be acknowledged and any candidate will meet with the Steering Committee at the next meeting to express their interest in which Standing Committee they would like to serve. At that time, the Steering Committee will take an internal vote to determine membership on the Steering Committee. (It is the goal of the Steering Committee to be more representative of all areas of PPNA with no concentration in any one area.)

**Section 3.** Regular elections of officers shall be held at the PPNA General Meeting in May. For the purpose of filling vacant positions, Special Elections may be held at any regular meeting provided the membership is notified of the Special Election at least seven (7) days in advance of the meeting. Membership shall be notified by posting on the PPNA and Oregon City web sites and at Steve's Market and Pioneer Pizza. Notice will also be sent by email to PPNA members to whom an email address is known.

**Section 4.** Voting will be by written ballot by PPNA members in attendance at the meeting only. Votes cannot be cast by proxy, or absentee vote (e.g. email, fax, U.S. mail, or 'phone).

**Section 5.** The term of office for elected officers begins on July 1 of the year of election and ends on June 30 of the second year.

## **Article VIII. Accountability and Grievances**

**Section 1.** The PPNA shall be accountable to the people of the neighborhood, defined by the above boundaries in Article II, Section 1. The PPNA shall provide notification to the neighborhood of meetings, elections, action taken on issues, and other pertinent events as specified in these Bylaws.

**Section 2.** The PPNA and its elected officers shall be responsible for seeking (through a regular and orderly process) the views of the residents affected by proposed policies or actions before adopting and recommendations.

**Section 3.** Dissenting views on any issue considered by the PPNA shall, upon written request by any member, be transmitted along with any recommendations submitted for governmental review. Resolution of any grievances concerning the activities, policies, or recommendations of the PPNA shall be determined by majority vote of the members present at the Association meeting during which the grievance is scheduled for resolution. Both dissenting views and grievances shall be noted in the Minutes.

**Section 4.** The names, addresses and telephone numbers of the officers shall be filed with the appropriate governmental agencies responsible for notifying neighborhood associations of matters which affect them, and the Association shall undertake to keep this listing correct.

**Section 5.** Any and all organized efforts to raise funds for the PPNA shall be approved by the Steering Committee and shall be reported on at the next General Membership Meeting.

**Section 6.** In the event that any elected officer of the PPNA is presumed to not be performing their duties as outlined in these bylaws, a special meeting will be called by agreement of a majority of the Steering Committee to determine the appropriate action. No individual or officer has the right or authority to act on behalf of any elected officer, or call any general meeting, without the expressed majority approval of the Steering Committee.

**Section 7.** Should any Officer or Steering Committee member act irresponsibly in representing the PPNA, or in performing their duties, including acting outside the standing bylaws of the PPNA, it will be the responsibility of the Steering Committee to call a special meeting to determine the appropriate action, up to and including suspension from serving on the Steering Committee. The offending member may be removed from the Steering Committee by a majority vote of those members.

#### **Article IX. Conflict of Interest**

**Section 1.** A conflict of interest exists for a member of the Steering Committee or any Standing or Special Committee whenever the Committee member holds a personal financial interest that will be impacted by the action of the PPNA on a proposal before the Steering Committee, or any Standing Committee or Special Committee. A personal financial interest shall include a financial interest held by the member and/or by members of their immediate family or household. Examples of personal financial interest would include: Ownership of property, the use or control of which is being considered by the PPNA; plans to purchase property the use or control of which is under discussion by the PPNA.

**Section 2.** Whenever a member of the Steering Committee or any Standing or Special Committee determines that he/she has a conflict of interest relating to an item under discussion, the member must inform the body hearing the proposal (Steering Committee, Standing Committee or Special Committee) that a conflict of interest exists, and will disclose the nature of the conflict.

#### **Article X. Public Meetings/Public Records Requirement**

**Section 1.** All meetings of the Association shall be open to the public.

**Section 2.** The PPNA shall abide by all Oregon statute relative to public meetings and public records.

**Section 3.** Official action(s) taken by the PPNA must be on record and part of the Minutes of each meeting. The Minutes shall include a record of attendance and the results of any vote(s) taken. A summary of dissenting views should be transmitted along with and recommendations made by the PPNA to the City.

#### **Article XI. Non-Discrimination**

The Association must not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, age, disability, national origin, income, or political affiliation in any of its policies, recommendations, or actions.

#### **Article XII. Parliamentary Authority and Amendments**

The most current edition of Robert's Rules of Order, Newly Revised, shall govern the procedures of the Association when the procedure is not otherwise covered by these Bylaws. If there is a conflict between the Bylaws and Robert's Rules of Order, these Bylaws shall be followed.

