**Neighborhood Engagement Revitalization Alliance**

**(NERA) Bylaws**

**Article I: Name & Purpose**

*Section A. Name*

Neighborhood Engagement Revitalization Alliance (“NERA”) hereinafter referred to as the Organization.

*Section B. Purpose*

The Organization’s mission is to support professionals involved in community engagement and neighborhood revitalization. The vision is to be the leading neighborhood expert in North Texas where neighborhoods are vibrant, inclusive, and sustainable.

*Section C. Duration*

The duration of the Organization is to be perpetual.

**Article II: Membership**

*Section A. Eligibility*

Membership shall be open to local municipalities in North Texas. Members shall pay the required dues.

*Section B. Active*

Active members are those local municipalities whose dues are current.

*Section C. Voting*

Each active member in good standing shall be entitled to one vote on each matter submitted to a vote of the members.

*Section D. Dues*

Organization dues shall be used to subsidize the activities and interests of the Organization. Membership dues of $100 shall be assessed on an annual basis to cover the Organization’s operational costs for the first 5 members, with an additional $20 for each additional member. Any changes to the amounts must be approved by a simple majority of votes (50% + 1) of the active members.

*Section E. Termination*

Members may be terminated for dues delinquency or any violation of the Bylaws of the Organization. Membership may be reinstated subject to such conditions as may be established by the Organization.

**Article III: Meetings**

*Section A. General*

There shall be one general membership meeting which shall fulfill the requirements for elections. This meeting shall occur during the 4th Quarter of the fiscal year (July, August, or September). The place, date, and time of the meeting shall be determined by the Board during the 3rd Quarter of the fiscal year (April, May, or June). The Board shall give every member no less than 30 days notice prior to the General meeting. This meeting shall be conducted according to Robert's Rules of Order.

*Section B. Special*

Other special meetings can be called and organized throughout the year. The Board shall give every member no less than two weeks' notice of the time and place of the special meetings.

**Article IV: Elections**

*Section A. Officers*

The general membership shall elect all members of the Executive Board (Board), President, Vice President, Secretary, Treasurer, and Director. The newly elected member(s) will fill the role of the recently vacated position(s) unless that position is the President. If the vacated position is the President, the Board shall determine which member will fill each position. Officers may not be from the same municipality.

*Section B. Terms*

The term of office for Board members shall be two years beginning October 1 of year one and ending September 30 of year two.

*Section C. Nominations*

The Board shall be nominated by the membership and elected by ballot.  Nominations for the Board open and close during the month of May (May 1 through May 31).  All nominations shall be placed on the ballot.  The Board shall send out ballots to the Membership no less than 30 days prior to the election.  A plurality vote shall be necessary to elect each position on the Board. If a board member resigns from office and there is only one nominee to fill the position, then the chair may declare electing the sole nominee, without a formal vote until the next election. If a Board member's term is ending and they would like to continue to be on the Board, then their name will automatically be added to the election ballot. An application should be filled out to provide information to those who are voting. If no one runs against the current member, then the chair may declare electing the sole nominee, without a formal vote until the next election.

**Article V: Executive Board**

*Section A. Number*

The Board shall consist of five positions and conduct the official business of the Organization.

*Section B. General Business*

The Board shall prepare the agenda for meetings; shall make recommendations on policy to the general membership; may call special meetings of the membership with notice; may appoint committees; and may take action on general business between regular meetings.

*Section C. Official Business*

Official business shall be determined by the Board and submitted to a vote of each member. A three-fifths (3/5) majority of votes is required to conduct official business on each matter submitted to a vote of the Board members.

**Article VI: Responsibilities**

*Section A. President*

The President shall preside at all meetings of the Organization; appoint all committees not otherwise provided for; carry out assignments and instructions given by vote of the Organization; and perform such other duties as customarily pertain to the office of President. The President shall be a Signatory for the Organization's bank account.

*Section B. Vice President*

The Vice President shall preside at all meetings in the absence of the President and shall be responsible for the coordination and function of all standing and/or special committees. The Vice President shall be a Signatory for the Organization's bank account.

*Section C. Secretary*

The Secretary shall maintain the minutes of all meetings of the Organization, safekeeping of all records, responsible for emails and calendar invites regarding upcoming meetings, assist with website updates, and any other assigned duties as decided by the Board.

*Section D. Treasurer*

The Treasurer shall be responsible for all financial business of this Organization; present an annual financial report to the membership; maintain updated membership records; and any other assigned duties as decided by the Board. The Treasurer shall be a Signatory for the Organization's bank account.

*Section E. Director*

The Director shall assist in the coordination and function of committees, assist with website updates; or other duties of the Organization as needed.

*Section F. Vacancy*

If any Board position other than the President becomes vacant, the President shall call for a special vote from the general members. If the Board position of the President becomes vacant before the term is over. The Vice President shall assume office for the remainder of the term and assume the responsibilities thereafter. The new President would then call a special vote for the vacant position.

**Article VII: Committees**

*Section A. Appointment*

The standing committees and/or special committees of the Organization shall be appointed by the President and serve at the discretion of the Board. The manner of selection, function, and termination shall be determined by the discretion of the Board.

**Article VIII: Amendments**

*Section A. Process*

These bylaws may be amended at any regular meeting of the Organization by a simple majority of votes (50% + 1) of those present and voting, provided that written or printed notice of the proposed amendment has been given to all active members at least two weeks in advance.

**Article IX: Conflicts of Interest**

*Section A.*

Whenever a Board member has a financial or personal interest in any matter coming before the Board, the affected person shall fully disclose the nature of the interest and withdraw from discussion, lobbying, and voting on the matter.