

BY LAWS
Of
SOUTHEAST SIDE NEIGHBORHOOD ASSOCIATION, INC.

ARTICLE I

Name

Southeast Side Neighborhood Association, Inc. hereafter referred to as "ASSOCIATION."

ARTICLE II

Boundaries

The association shall have the following geographical boundaries in the city of Evansville, Vanderburgh County, Indiana:

Beginning at the southeast corner of the intersection of Weinbach Ave. and Covert Ave., thence south along Weinbach Ave. to the southeast corner of Pollack Ave.; thence east along Pollack Ave. to the southwest corner of Vann Ave.; thence north to the corner of Covert Ave., west to the place of beginning.

The area within the above-described boundaries shall be known as the "Neighborhood."

ARTICLE III

Purposes

1. The purposes of the Association are:
To promote a safe environment for all residents that live within the boundaries of the Southeast Side Neighborhood Association. The association shall work with City, County, State and Federal Agencies to ensure the above goal is met. The association shall also act within the Limits of established Laws to voluntarily assist residents in securing personal properties and reporting suspicious activities within the boundaries of the neighborhood.
2. Section 501 - Disclaimer. No part of the ASSOCIATION'S net earnings shall become an advantage to the benefit of any private shareholder or individual, and no substantial part of its activities shall consist of lobbying or otherwise attempting to influence legislation. The ASSOCIATION shall be conducted in conformity with the provision of Section 501 of the United States Internal Revenue Code of 1986, as amended, as those provisions are presently constituted, or may exist hereafter, and the ASSOCIATION shall have no power to take any action or administer, distribute or disburse any of its funds or property except in conformity therewith. If the ASSOCIATION is dissolved, all of its remaining assets shall be distributed by the Board of Directors, exclusively for educational and scientific purposes.
3. Political Activities. The Associations political activities shall be non-partisan.

ARTICLE IV

Membership

1. Membership. Each adult resident or property owner in the Neighborhood shall be deemed to be a member of the ASSOCIATION. Each member shall have the right to one (1) vote on each matter or question pertaining to the affairs of the Association.

ARTICLE V
Board of Directors

1. Composition of Board. The Board of Directors shall consist of six (6) members of the ASSOCIATION elected as provided by this ARTICLE below, for a term of one year or until their respective successors shall have been elected and qualified.
2. Powers. All powers necessary for the governing of the ASSOCIATION shall be vested in its Board of Directors, including all powers provided by law. The Board shall elect a Chairman and Vice-Chairman, The President may serve as the Chairman if so elected by the Board.
3. Meetings. The Board shall meet not less frequently than once every quarter at a time and place fixed by the Chairman; at least 3 board members must be present to conduct business.
4. Functions and Duties. The Board of Directors presided over by a chairman or vice- chairman shall manage and transact the business and affairs of the ASSOCIATION. Duties such as public relations disseminating information concerning the ASSOCIATION, its activities, policies and opinions on matters pertaining to its purpose to the membership and to the public shall be done by the chairman and or vice-chairman. Information and statements made public by the board shall reflect the opinions of the majority of the membership. And for that purpose shall have the right to engage such agents and other employees as it considers necessary. It shall provide a meeting place for the ASSOCIATION, audit the Treasurers' account, invest and reinvest the funds of the ASSOCIATION, approve all expense accounts for payment by the Treasurer and perform other duties as may be assigned to it by the ASSOCIATION.
5. Vacancies. In the event of a vacancy on the Board of Directors occurring prior to an annual meeting of the membership, the nominations committee shall present a candidate to fill the vacancy at the next monthly meeting to be voted on by the members present.
6. Election of Directors and Officers. The Directors and Officers of the ASSOCIATION shall be nominated by the Nominating Committee, nominations may also be made from the floor by members at the annual meeting in September, with prior consent of the nominee. All Directors and Officers will be elected at the Annual October meeting by ballot. A majority vote of the voting members, present at the meeting and voting, shall be required for the election of each Director & Officer. Newly elected Directors and Officers shall, notwithstanding the actual date of their formal installation, take office immediately upon election. By virtue of their office, Officers will be deemed members of the board of Directors.

ARTICLE VI
Officers

1. President. The President shall preside over all meetings of the ASSOCIATION, and shall be a member of the Board of Directors and shall see that all orders and resolutions of the ASSOCIATION and Board of Directors are carried into effect. The President shall be a member of all committees except the Nominating Committee, and may cast a tie breaking vote on these committees.
2. Vice-President. The Vice President shall, in the absence or disability of the President, perform

the duties of the President and shall perform such other services as provided by the Board of Directors from time to time.

3. Secretary. The Secretary shall keep a record of the proceedings of all meetings of the ASSOCIATION and shall be directly responsible for all written communications of the ASSOCIATION, including all correspondence as may be directed from time to time by the President or the Board of Directors.
4. Treasurer. The Treasurer shall collect and hold all funds donated or accepted by the ASSOCIATION, shall submit an annual financial report, shall maintain complete books of account for the ASSOCIATION and shall perform such other duties as are usually performed by a Treasurer of a not-for-profit corporation under Indiana law.
5. Vacancies. In the event of an Officer vacancy occurring prior to an annual meeting of the membership, the Nomination Committee shall present a candidate to fill the vacancy at the next monthly meeting to be voted on by the members present.

ARTICLE VII **Membership Meetings**

1. Annual Nominations Meeting. The Annual meeting of the ASSOCIATION for the purpose of nominating Officers and Directors shall be held on the first Thursday of September each year, unless that date falls on a holiday, in which event the meeting will be held on the next day. A slate of candidates will be published and provided to each resident or property owner in the Southeast Side Neighborhood prior to the elections in October.
2. Annual Election Meeting. The annual meeting of the ASSOCIATION for purpose of electing officers and directors shall be held on the first Thursday of October of each year, unless that date falls on a holiday, in which event the meeting will be held on the next day.
3. Monthly Meetings. Monthly meetings of the ASSOCIATION shall be held on the first Thursday of each month, unless that date falls on a holiday, in which event the meeting will be held on the third Thursday of the month.
4. Time and Place of Meeting. The time and place of meetings shall be determined by the Board of Directors unless otherwise so specified, meetings shall be held at 6:00pm, local time.
5. Quorum. Six (6) voting members, must consist of 3 board members, shall constitute a quorum for the transaction of business.
6. Voting. Each adult resident or property owner in the ASSOCIATION shall be entitled to one vote on any matter before the ASSOCIATION. Cumulative voting and proxy voting are prohibited.

ARTICLE VIII **Committees**

1. Duties of standing committees.

(A) Membership Committee. This committee shall encourage and promote membership in the ASSOCIATION.

(B) Nominating Committee. The Nominating Committee shall consist of a minimum of 5 members volunteering from the membership present at the September meeting each year including a chairman and a vice-chairman. The Committee shall propose a slate of candidates for election to the several offices and directorships in the ASSOCIATION after having first secured the permission of each candidate. The slate of candidates shall be placed in nomination by the Chair of the Nominating Committee at the Annual September Meeting of the membership each year. The slate of candidates will be published to all members prior to October elections.

2. Special Committees. The President may appoint from time to time such special committees as such officer deems appropriate and shall appoint such special committees with the Board of Directors approval.
3. Vacancy. In the event of a vacancy on any committee, the chairman of the committee may ask for a volunteer to fill the vacancy.

ARTICLE IX

Fiscal Year, Contributions and Petitions

1. Fiscal Year. The fiscal year of the ASSOCIATION shall be the calendar year.
2. Voluntary Contributions. Adult Residents or Property Owners may make voluntary contributions to the ASSOCIATION which will be used to support the budget of the ASSOCIATION. Contributions are not mandatory and in no way affect the rights of Residents or Property owners.
3. Fund Raisers. Fund Raisers may be held from time to time, to satisfy special needs of the ASSOCIATION with voluntary contributions or events.
4. Petitions. Any petition circulated by or for the ASSOCIATION shall become null and void after 180 days.

ARTICLE X

Parliamentary Procedure

All meetings of the ASSOCIATION shall be conducted in accordance with the most recent edition of "Roberts Rule of Order."

ARTICLE XI

Amendments

These By-Laws may be amended at any time, and from time to time, by a By-Laws Committee volunteering from the membership, proposing the amendments to the Board of Directors. With advance notice to the membership the Board of Directors will propose the amendments to the membership and the affirmative vote of not less than 2/3 of the voting members present and voting at any regular meeting of the membership.