

**STARLITE NEIGHBORHOOD ASSOCIATION, INC.**  
**BYLAWS**

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**ARTICLE 1**  
**NAME**

The name shall be the Starlite Neighborhood Association, Inc. (the “Association”).

**ARTICLE 2**  
**BOUNDARIES**

The Association’s boundaries are the East River, East Mason Street, Lilm Kiln Road and the south City limits.

**ARTICLE 3**  
**MISSION STATEMENT**

The Association’s mission is to preserve, protect and enhance the quality of the neighborhood and its housing stock by addressing safety and traffic issues, providing social activities, communicating important issues to residents and local government, promoting beautification projects and fostering cooperative efforts with businesses and industries.

**ARTICLE 4**  
**MEMBERSHIP**

**4.1 Membership.** Membership in the Association is open to all persons, 18 years of age and older, residing in or owning property or a business within the Association’s boundaries.

**4.2 Voting.** Members may vote at Association general meetings and must be present to do so. Each member may cast one ballot per election.

**4.3 General Meetings.** A general meeting shall be held at least annually. These meetings are for the election of the Board and the transaction of any other business. The Board shall determine the date, time and place of the meetings and may call additional meetings as necessary. A quorum at any general meeting of the Association shall consist of a majority of the Board. A vote carries by a simple majority of those present at the meeting.

**ARTICLE 5**  
**BOARD OF DIRECTORS**

**5.1 Number of Board of Directors.** The Board shall consist of 11 members who are elected by the members of the Association.

**5.2 Method of Election.** Each prospective Board member shall be nominated and seconded from the floor at a general meeting. There shall be no limit on nominations. The presiding officer shall appoint three non-nominated persons as an election committee to count ballots and certify results. The vote shall be by secret ballot on a vote-for-eleven basis. The 11 candidates receiving the most votes shall be the Board.

In the event there are 11 or less nominations, election shall be by acclamation from the floor. In the event vacancies remain, the newly-elected Board shall fill them in accordance with 5.3 of the Bylaws.

At the next Board meeting, the first item of business shall be for the newly-elected Board to nominate and elect the following officers: president and vice president or co-chairs, secretary and treasurer. Each shall be elected by a simple majority vote of those present at the meeting. All officers shall be elected annually.

**5.3 Terms.** All Board terms shall be for two years. There shall be no limit on the number of terms a member may serve on the Board. Whenever there is a vacancy on the Board, the Board shall appoint a replacement to complete the term by a simple majority vote of the remaining Board members.

**5.4 Board Meetings.** The Board currently meets on the second Tuesday of every month at 6:00 p.m. at the Brown County Extension Office, 1150 Bellevue Street, Green Bay, Wisconsin.

**5.5 Special Meetings.** Special meetings of the Board may be necessary on occasion. Any Board member may call a special meeting of the Board by giving two days' advance notice to the Board. Notice shall be by an e-mail or telephone call to all Board members.

**5.6 Removal.** A Board member may be removed by a two-thirds vote of the Board. Any Board member who has three unexcused absences from board meetings shall be automatically removed from the Board.

**ARTICLE 6**  
**DUTIES OF OFFICERS**

**6.1 President.** The president shall be the principal officer of the Association. Subject to the direction and control of the Board, the president shall be in charge of the business and affairs of the Association; see that resolutions and directives of the Board are carried out; preside at all general meetings of the members and all meetings of the Board; and execute for the

Association any contracts, deeds, mortgages, bonds or other instruments which the Board has authorized to be executed.

**6.2 Vice President.** The vice president shall assist the president in the discharge of his/her duties as the president may direct. The vice president shall perform such duties as may be assigned to him/her by the president or the Board. In the absence of the president or in the event the president is unable or refuses to perform his/her duties, the vice president shall have all the powers and be subject to all the restrictions upon the president.

**6.3 Co-Chairs.** If the Board decides to have co-chairs instead of a president and vice president, the co-chairs shall carry out the duties as outlined above for the president and vice president positions.

**6.4 Secretary.** The secretary shall prepare the minutes of the general meetings and Board meetings, ensure that all notices are given in accordance with the provisions of the Bylaws, be custodian of the Association's records, maintain a current list of contact information for all Board members, and perform related duties as may be assigned to the secretary by the Board.

**6.5 Treasurer.** The treasurer shall be responsible for and maintenance of the Association's financial records, bank accounts and payment of expenses. The treasurer shall perform an annual audit to be presented to the Association's members at its annual meeting.

## **ARTICLE 7** **COMMITTEES**

The Board may designate the committees it believes necessary to carry out the purposes of the Association. Committee members may consist of officers, Board members and members at large. Each committee shall nominate a chairperson, who shall submit all recommendations to the Board for review and approval.

## **ARTICLE 8** **CHECKS, DRAFTS, ETC.**

All checks, drafts or other orders for the payment of money, notes or other evidence of indebtedness issued in the name of the Association shall be signed by two of the three approved officers and be approved by the entire Board.

## **ARTICLE 9** **BOOKS AND RECORDS**

The Association shall keep correct and complete books and records of accounts and minutes of the proceedings of its members, Board and committees having any authority of the

Board. The Association shall keep a record giving the names and addresses of the Board members. All books and records of the Association may be inspected by any member or his/her agent or attorney for any proper purpose at any reasonable time.

**ARTICLE 10**  
**PARLIAMENTARY AUTHORITY**

All issues will be resolved by general consensus of the Board or membership. To resolve procedural conflicts, Robert's Rules of Order will be utilized.

**ARTICLE 11**  
**AMENDMENTS TO BYLAWS**

The power to alter, amend or repeal the Bylaws or adopt new Bylaws shall be vested in the members and/or the Board of Directors. Such action shall be taken at a meeting of either body by a simple majority vote. The Bylaws may contain any provisions for regulation and management of the affairs of the Association consistent with the law.

These Bylaws were adopted at the November 10, 2009, Board meeting of the Starlite Neighborhood Association.