

FAIRMOUNT NEIGHBORS ASSOCIATION

(Also known as Fairmount Neighbors)

CHARTER AND BYLAWS

Initial Charter approved by the Eugene City Council in February 1975. Revised on October 8, 1980, Resolution No. 3430. Amended March 30, 1983, effective May 29, 1983. Amended June 2009, effective August 1st, 2009. Amended February 2021, effective February 16, 2021.

ARTICLE I. Name.

The Name of this organization shall be Fairmount Neighbors Association, hereinafter referred to as FNA.

ARTICLE II. Geographic Boundary.

The Fairmount Neighbors Association encompasses that area bounded by a line beginning at a point derived by extending the alignment of the Riverfront Parkway north in a straight line to the Willamette River. From the point of intersection, the boundary follows the river eastward to Interstate 5 as it crosses the river, south on Interstate 5 to Franklin Boulevard, west on Franklin Boulevard to Judkins Point. The boundary runs south from Judkins Point along Birch Lane to its intersection with Hendricks Park, then south along the eastern boundary of the park and continues generally south along a jagged course concurrent with the Laurel Hill Valley Association boundary to 30th Avenue, then west along 30th Avenue to the point at which Agate Street, if extended to the south, would intersect. The boundary is then concurrent with the boundary of Amazon Neighbors, running north to Agate Street to East 17th Avenue, then north for approximately 200 feet along the private drive due north of the Moss Alley, then east approximately 200 feet to Moss Street, north on Moss Street to its end, then east to Villard Street and north to Franklin Boulevard, west on Franklin Blvd approximately 2,200 feet to a private drive, north to the Millrace, east on the Millrace to Riverfront Parkway, and north to the Willamette River and the starting point.

ARTICLE III. Purpose, Activities and Authority.

Section 1. Purpose. The purpose of FNA is to maintain and improve the community at the neighborhood level, to allow the neighbors to have a voice in community decision making, and to encourage and facilitate communication and joint efforts among neighbors.

Section 2. Activities. To pursue its purpose the FNA may sponsor neighborhood improvement projects and community events; provide forums to identify, discuss, and resolve neighborhood issues; establish and maintain communication with the City and other organizations and agencies; provide education on local issues and local government processes and services; and identify and advocate FNA's position on land use, transportation, public safety, housing, social services, and other matters affecting the social, economic, and livability aspects of the neighborhood.

Section 3. Authority. FNA may also involve itself in any matters that are within its authority as granted by the City of Eugene Neighborhood Organization Recognition Policy, as adopted by the Eugene City Council.

ARTICLE IV. Membership and Voting.

Section 1. Membership. All persons 18 or more years of age who reside or who own real estate in the Neighborhood, and all businesses and non-profits sited in the Neighborhood, are Members of FNA. "In the Neighborhood" means within the neighborhood boundaries as defined in ARTICLE II. Membership will terminate immediately for anyone who no longer meets these requirements.

Section 2. Voting. Each Member as defined in Article IV Section 1 shall have one vote. There shall be no absentee voting or voting by proxy. Each corporation, partnership, non-profit agency, or business shall be limited to one vote.

Section 3. Declaring Eligibility to Vote. A person declares eligibility to vote at each General Meeting by posting his/her name and address on the attendance log available at that meeting. FNA will keep each attendance log for at least two years after the date of a particular meeting.

ARTICLE V. Meetings.

Section 1. Schedule. A minimum of four General Meetings shall be held each year at times and places to be set by the FNA Board.

Section 2. Notice. Notice of General Meetings shall be made in such a manner as to ensure a thorough and complete distribution of the notice to all residents of the Neighborhood, which may include neighborhood newsletters, postcards, posting on the neighborhood website and the City's public meeting calendar. Notice shall include the meeting date, time, place and tentative agenda. All business and non resident owners of property within the Neighborhood

will, at a minimum, receive notice of the Annual/Election meeting through publication in the local newspaper.

Section 3. Quorum. A quorum at a General Meeting must have a minimum of 10 members in attendance, not including members of the FNA board.

Section 4. Agenda. Agenda items shall be brought to the General Meeting by the FNA Board. Any FNA Member may suggest agenda items to the Board prior to or at the Board meeting preceding the next General Meeting. If a matter is proposed at a meeting and two-thirds of those present determine such a matter needs emergency action, that matter may be voted on at the same general meeting. Persons living in the neighborhood under the age of 18 may also suggest agenda items, though they are not eligible to vote.

Section 5. Voting. All decisions shall be made by a majority vote of those present and voting.

Section 6. Rules. FNA meetings shall be conducted according to generally accepted rules and procedures, with an emphasis on allowing those FNA Members present to have an opportunity to be heard.

Section 7. Remote Participation.

- (a) Members that are not physically present for a membership meeting may participate in, be deemed present in person at and vote at the membership meeting if the board of directors authorizes or requires participation by remote communication. Participation by remote communication is subject to guidelines and procedures that the board adopts.
- (b) Before a board of directors may authorize or require members to participate in a membership meeting by remote communication, the board shall implement measures to:
 - (A) Verify that a person that is participating in the membership meeting by remote communication is a member; and
 - (B) Ensure that a member may participate by remote communication in an effective manner.
- (c) The Board shall maintain a record of the vote or other action of a member that participates in a membership meeting by remote communication.

- (d) A notice of a membership meeting at which the board authorizes or requires participation by remote communication shall so state and shall describe how a member may participate in the membership meeting by remote communication.

ARTICLE VI. FNA Board of Directors.

Section 1. Purpose and Duties. The FNA Board may conduct business and take action as needed to accomplish the purposes of the FNA as defined in ARTICLE III.

Section 2. Representation of Interests. The FNA Board shall represent the interests of the FNA to the City Council, Planning Commission, Budget Committee or other appropriate officials, commissions, organizations, staff or departments.

Section 3. Membership. The FNA Board shall consist of officers and members-at-large. The total number of the FNA Board shall not be less than seven or more than 13. FNA Board members must be FNA members and must reside in the Neighborhood (Article V Section 1). When possible, Officers shall consist of two Co-Chairs, a Secretary, and a Treasurer.

Section 4. Duties of the Chairs. The Co-Chairs shall coordinate and guide the business and activities of the FNA Board and facilitate the FNA meetings. The Co-Chairs shall share the responsibilities of being the FNA liaisons with the City. One of the Co-Chairs, or any FNA Board member designated by a co-chair, shall represent FNA on the Neighborhood Leaders Council.

Section 5. Duties of the Secretary. The Secretary shall take Minutes of all the FNA Board and General Meetings, and retain such Minutes, FNA attendance and other records as legally required or as needed for the benefit of FNA. The secretary may delegate these tasks but remains responsible for their proper completion.

Section 6. Duties of the Treasurer. The Treasurer shall receive all FNA funds, administer received funds as directed by the FNA Board, distribute funds as authorized by the FNA Board and prepare a general financial report on an annual basis.

Section 7. Selection of the FNA Board. The Annual/Election Meeting will take place in the fall (rather than the spring) on the date determined by the FNA Board. Elections for FNA Board members shall take place at the Annual/Election Meeting. Prior to the Annual/Election Meeting the FNA Board shall produce and publish a list of nominees for FNA Board positions, preferably at the General Meeting, or in publications, prior to the Annual/Election Meeting. During the Annual/Election Meeting additional nominations shall be solicited from the floor; these nominations shall require a Second. Voting for each officer and

member-at-large positions can be by written ballot or hand vote, with the person receiving the greatest number of votes being elected to the position. Newly elected FNA Board members shall take office at the conclusion of the Annual/Election Meeting.

Section 8A. Vacant Positions. Should no one be elected to the position of Treasurer or to the position of Secretary, or should either position become vacant, the FNA Board shall appoint an FNA Board member to perform the duties of the position until the next regular Annual/Election Meeting. Should no one be elected to one of the positions of Co-Chair, or should the position become vacant, the FNA Board shall appoint an FNA Board member to serve as Co-Chair, with the member taking office immediately upon appointment. A special election shall be held for that Co-Chair position at the next General Meeting, and, if necessary, at subsequent General Meetings until a Co-Chair is elected by the FNA membership.

Section 8B. Mid-Term Positions. The FNA Board may appoint interested individuals for member-at large FNA Board positions until the next Annual/Election Meeting.

Section 9. Terms. Co-chairs serve one two-year term and may not be re-nominated after the completion of a full two-year term until at least a one-year interval away from the office has ensued. However, in a situation where no nomination for a succeeding Co-chair is made, the Co-chair may remain in office until a replacement is nominated and elected by FNA members at a General Meeting. Co-chairs have staggered terms: The first year in office of one Co-chair is concurrent with the second year in office of the other.

The terms of secretary, treasurer, and members at large shall be one year and shall end at the adjournment of each regular Annual/Election Meeting. The holders of these offices are not limited in the number of terms to which they may be elected.

Section 10. Residence Requirement. Membership on the FNA Board shall terminate immediately for anyone who no longer resides within Neighborhood boundaries.

Section 11. Meetings. The FNA Board shall meet at least four times a year. The FNA Board may also hold additional meetings as required or as deemed desirable by the Board members. A majority of the FNA Board members shall constitute a quorum at meetings. FNA Board meetings are open to FNA members.

Section 12. Participation Requirement. Any FNA Board Officer or Member-at-Large who misses three unexcused consecutive regular meetings of the FNA Board shall be determined to have resigned the position. If the vacancy reduces the number of the FNA Board to below seven members, the FNA Board shall appoint a replacement Member-at-Large. Vacancies of officer positions shall be resolved as stated in Section 8A.

Section 13. Additional Methods of Meeting/Discussion/Voting. The FNA board of directors may: (a) hold a meeting by remote communication in the manner described for members in Article V. Section 7, and (b) without a meeting, use electronic mail or other electronic means to take action that these bylaws otherwise require or permit the board of directors to take at a board of directors' meeting.

Section 14. Notice of Activities. Minutes of FNA Board meetings shall be kept on file and a report of business and actions of the FNA Board occurring since the last report shall be made at the next General Meeting or shall be published in the Newsletter.

ARTICLE VII. Public Information.

Section 1. Frequency. At a minimum, FNA shall produce public information items as required by the Neighborhood Association Newsletter Guidelines. Additional public information items may be produced as determined necessary or desirable by the FNA Board.

Section 2. Newsletter. As funding, staffing and FNA member support is available, FNA shall produce a Newsletter. The purpose of the Newsletter shall be to:

- 1) provide notice of FNA General Meetings
- 2) facilitate discussion on neighborhood issues
- 3) promote neighborhood, community and city events
- 4) share neighborhood-specific information
- 5) provide information on and foster dialog on elections
- 6) provide recognition for contributions to the neighborhood
- 7) distribute City of Eugene public information

Advocacy positions may be included in the newsletter in an editorial format. Newsletters shall clearly indicate editorial material and guarantee space for timely printing of differing viewpoints.

Commercial advertising is not permitted in newsletters. Each issue of the newsletter shall identify the FNA officers and editor(s). Each issue shall include an email address for submission of content. Anonymous articles shall not be included.

The FNA Board shall select a Newsletter Editor from one of the Board's elected Members-at-Large. If no Board members are able to perform the Newsletter Editor responsibilities, the FNA Board may select an FNA member to be the Newsletter Editor. In

this case, the Newsletter Editor shall become a Board member if there is a vacant Board member position. The FNA Board shall have the ultimate responsibility for the contents of the newsletter.

For any newsletters produced or distributed with City funds, the Newsletter Editor shall work with City staff to produce a newsletter that meets policies and guidelines established by the City.

ARTICLE VIII. Committees.

The FNA Board may appoint committees to research and recommend actions on matters, consistent with the purposes of FNA. Any such committee shall have its purpose, authority and sunset date clearly defined by the FNA Board. Committee meetings shall be open to all members of FNA and a written record (meeting date, attendees, motions, etc.) kept of their proceedings. All committees shall be required to elect at least a Chair or Co-Chair positions that have the responsibility to provide the FNA Board with timely updates on their activities. Voting members of committees must be FNA members.

ARTICLE IX. Finances.

Section 1. Authority. FNA may receive and spend funds, and own and dispose of property to further its purposes.

Section 2. Approval. Expenditures shall be made only after approval by the FNA Board.

Section 3. Funding Sources. FNA may solicit funds for specific or general purposes, or engage in other fundraising activities. These actions require approval of the FNA Board.

Section 4. Reporting. Standard accounting practices shall be used for the budgeting, holding and expenditure of funds. Prior to disbursement of funds, written authorization shall be made by more than one officer of the FNA Board.

ARTICLE X. Charter and Bylaws Amendments and Revision.

This Charter and Bylaws may be amended via the following process:

- 1) A motion is made and approved by a majority vote of eligible voters at a FNA General Meeting at which a quorum is present. The motion shall contain the language of the proposed amendment.

- 2) The proposed amendment shall then be published in the FNA newsletter (or, if no newsletter is published, in another public information forum notifying Neighborhood residents of the next General Meeting) with a notice that action will be taken on the amendment at the next General Meeting.
- 3) At that next General Meeting, if a quorum is present, the proposed amendment will be presented, discussed and voted upon. Should a quorum not be present, the proposed amendment shall be carried forward to subsequent General Meetings until a quorum can be obtained. In order to pass, an amendment must be approved by two-thirds of those voting.
- 4) Should the amendment be passed, it shall then be submitted to the City for review per the Neighborhood Organization Charter Amendment Process for Approval.

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