JRNA BYLAWS: Board Draft, November, 2019

*The track changes show what was changed from previous editions of the Bylaws. Sections in red that are crossed out were removed from previous editions. Sections in yellow were added.*

ARTICLE I: NAME

The name of this Association shall be the Junction Ridge Neighborhood Association, hereinafter referred to as the Association.

ARTICLE II: GEOGRAPHIC AREA

The term Junction Ridge refers to the land within the City of Madison, Wisconsin, which is bordered by (north) the common city limits of Madison and Middleton, (east) the beltline highway, (south) Commerce Drive to Watts Road to Mineral Point Road, and (west) Pleasant View Road.

ARTICLE III – PURPOSE

The purpose of JRNA is to make our neighborhood a better place to live, now and in the future. We do this by:

1. Building a sense of community2. Keeping members informed of events, policies and development affecting the neighborhood.3. Connecting members with public officials and developers4. Responding to the common interests of members5. Improving neighborhood resources6. Providing opportunities for members to contribute to improving the neighborhoodARTICLE IV – MEMBERSHIP

Section 1 – Eligibility: All persons age eighteen (18) and over who own, lease or rent real property within the defined area shall be eligible for membership in the Association.

Section 2 – Definitions: “Real Property” shall include both homes and businesses. Rental property shall include “Rent-to-own” contracts. “Business” shall include anyone who rents, leases, or owns real property for the purpose of operating a business within the defined area.

Section 3 – Membership Fees: The membership fee for each calendar year shall be established by the board . .

Section 4 – Termination of Membership: Membership in the Association lapses if the member fails to pay the membership fee on or before January 1. Membership is reinstated upon payment of the fee. Membership is terminated when the member no longer owns, leases, or rents real property within Junction Ridge. Any member may resign; however, the membership fee paid by that member shall not be refundable.

ARTICLE V – VOTING RIGHTS

Section 1 – General Voting Rights: Each voting member shall have one (1) vote, provided that the member has paid the membership fee at least ten (10) days before the vote

A. Real property owners and life lease owners shall have one (1) vote per street address.

B. Rental duplexes and homes that shall have one (1) vote per rental unit and one vote per owner.

C. Apartment complexes shall have one (1) vote per rental unit and one (1) vote per complex through an elected representative at each apartment complex.

. The complex representative shall be responsible for posting notice of scheduled meetings and votes in order to determine consensus of the residents.

Section 2. – Multiple Lot Ownership: No member may have more than one (1) vote, regardless of the number of lots owned in Junction Ridge.

ARTICLE VI – MEMBERSHIP MEETINGS

Section 1 – Place and Notice of Meetings: The secretary of the Association shall give five (5) days written notice of any meeting to each member, except twenty-one (21) days written notice shall be given of the annual meeting. The notice shall state the time and place and purpose of such meeting. Failure to receive notice shall not affect the validity of the meeting not its proceedings.

Section 2 – Annual Meeting: The annual meeting of the members shall be held in the spring.

Section 3 – Special Meetings: Special meetings of the members may be held upon direction of the President of the Association, the board of directors, or upon direction in writing by not less than twenty five percent (25%) of the members.

Section 4 – Agenda: Items to be considered at the annual meetings or any special meeting may be specified by the President of the Association, by the Board of Directors, or upon direction in writing of not less than twenty-five percent (25%) of the members, except that the election of the Board of Directors shall be held at the annual meeting.

Section 5 - Proxy Voting: Voting by proxy shall be allowed.

Section 6 – Quorum: Members or proxy present to cast one fourth (1/4) of the total membership vote shall constitute a quorum.

Section 7 – Order of Business: The order of business at membership meetings shall be:

1. Presentation and approval of the minutes of the last meeting
2. Presentation and approval of the report of the treasurer.
3. Presentation and action on reports of officers, the board of directors, and committees.
4. Election of the board of directors (annual meeting only)
5. Old business
6. New business
7. Adjournment

ARTICLE VII – BOARD OF DIRECTORS

Section 1 – Number and Tenure: The Association shall be governed by a board of directors of seven (7) to eleven (11) persons. Directors must be members in good standing of the Association. An election by the membership shall take place at the annual meeting. Each director shall be elected for a two (2) year term.

Section 2 – Diversity: Members of the board shall be representative of residents throughout Junction Ridge.

Section 3 – Nomination and Election of Board: A slate of any known candidates shall be attached to the notice of the annual meeting. At the annual meeting members in good standing may nominate additional candidates, including themselves. The candidates receiving the highest number of votes shall be elected to the board.

Section 4 – Regular Meetings: Regular meetings of the board shall be held every other month. The secretary of the Association shall give at least three (3) days written notice of the meeting, including the time, place, and purpose of the meeting. Failure to receive such notice shall not affect the validity of the meeting nor its proceedings.

Section 5 – Special Meetings: A special meeting of the board may be held as directed by the president or vice-president of the Association or by any two (2) directors. Except when there is unanimous consent of all members of the board, the secretary of the Association shall give at least three (3) days written notice to all board members of the meeting. Failure to receive notice shall not affect the validity of the meeting nor its proceedings.

Section 6 – Quorum: A majority of the total number of board members constitutes a quorum.

Section 7 – Removal of Director: The membership of the Association or the board may call a special meeting of their respective bodies for removal of a director. Removal shall be by majority vote of those present at the meeting.

Section 8 – Vacancies: Vacancies on the board may be filled by the board at any regular or special meeting. The person(s) so selected shall serve until the expiration of the term.

Section 9 – Order of Business: The order of business at board meetings shall be:

1. Presentation and approval of the minutes of the last previous meeting
2. Presentation and approval of the financial report
3. Presentation and action on reports of officers and committees
4. Election of officers (at the board meeting following the annual meeting)
5. Old Business
6. New Business
7. Adjournment

ARTICLE VIII – OFFICERS

Section 1 – Designation and Election: The officers of the Association’s board of directors shall be a president, vice-president, secretary and treasurer. The officers must be members of the board at the time of their election. Officers shall be elected by the board at the first regular meeting of the board following the annual meeting. Officers shall be elected for a term of one year, but shall hold office until their successors are elected.

The board, by majority vote of the directors, shall have the right to remove any officer from office and to fill vacancies for the unexpired portion of the term. Any officer who ceases to be a board member shall leave the position of officer as soon as a successor is elected.

Section 2 – Duties of the President and Vice-President: The president shall preside at all board and membership meeting, shall have general supervision over the affairs of the Association and over the other officers, and shall countersign all checks. In case of the absence of the president, such duties will be performed by the vice-president.

Section 3 – Duties of the Secretary: The secretary shall issue notice of all board and membership meetings, attend and keep minutes, and have charge of and maintain Association records.

Section 4 – Duties of the Treasurer: The treasurer shall have custody of all money and assets of the Association, keep regular books of account, and provide financial status reports at each Board meeting and the annual meeting. The treasurer shall sign all checks of the Association. The treasurer shall maintain membership records.

ARTICLE IX – COMMITTEES AND BLOCK CAPTAINS

Section 1 – Committees: The president, with the approval of the board, may establish committees, identify their respective purposes, and appoint committee chairs. The chairperson of each committee shall be a member of the board.

Section 2 – Block Captains: Block captains are responsible to distribute newsletters, flyers, etc., in specific areas. Block captains shall be members of the Association.

ARTICLE X – FINANCE

The funds of the Association shall be deposited in such financial institution as the board shall direct and shall be withdrawn only upon a check or draft signed by the treasurer and president.

ARTICLE XI - AMENDMENTS

Amendments to these bylaws may be made by not less than a two-thirds (2/3) majority vote of those members present and voting at any annual or special meeting of the membership, except that this article and Article XIII can be amended only by a two-thirds (2/3) majority vote of the full membership.

ARTICLE XII – COMPENSATION

No compensation shall be paid to any officer of the Association.

ARTICLE XIII – TERMINATION

Section 1 – Procedure: The Association may be terminated by not less than a two-thirds (2/3) majority vote of the membership.

Section 2 – Distribution of Funds: At the time of termination of the Association all outstanding obligations shall be paid. Any remaining funds shall be given to another, similar organization chosen by the board

Approved by the Board: 11/13/19

Ratified by the membership: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_