

BYLAWS OF THE  
***NEIGHBORHOOD ASSOCIATION OF  
SOUTHWESTERN WILLIAMSON COUNTY***

**ARTICLE I**  
**NAME OF ORGANIZATION**

The name of the organization shall be the NEIGHBORHOOD ASSOCIATION OF SOUTHWESTERN WILLIAMSON COUNTY and shall hereafter be referred to in these bylaws as the Association.

**ARTICLE II**  
**NON-PROFIT STATUS**

The Association shall be a non-profit organization.

**ARTICLE III**  
**BASIC PURPOSE OF ASSOCIATION**

The basic purpose of the Association shall be to promote the general welfare of the residents and resources of the geographical area described in ARTICLE V (A).

**ARTICLE IV**  
**DECLARED FISCAL YEAR**

The fiscal year of the Association shall begin October 1<sup>st</sup> and end September 30<sup>th</sup> of the following year.

**ARTICLE V**  
**MEMBERSHIP**

**(A)** Adult residents, age eighteen (18) or older, of Williamson County, Texas, who live within the area bounded by Highway 620/SH-45 on the north, Parmer Lane on the east, Anderson Mill Road on the south, and Highway 183 on the west, shall be eligible for membership in the Association.

**(B)** Membership shall be granted to eligible households upon receipt of a completed membership application and payment of assessed dues. Membership will continue upon receipt of annual dues.

**ARTICLE VI**  
**DUES**

- (A) Dues for each household shall be assessed at \$20.00 per fiscal year.
- (B) Dues shall be paid annually on October 1<sup>st</sup>. Membership shall become inactive if dues are not received by December 1<sup>st</sup>.
- (C) Dues are non-refundable.

**ARTICLE VII**  
**VOTING**

- (A) Only active members of the Association who are eighteen (18) years of age or older shall be eligible to vote.
- (B) Members shall not be eligible to vote for the first fifteen (15) days of their initial membership period. An exception to this rule is permitted for the initial meeting called for the purpose of organizing the Association. Charter Members of the Association shall be eligible to vote from the moment they join the Association.
- (C) Individual adult household members of the Association present at any meeting shall be entitled to one (1) vote on each matter and Association member households with two (2) or more adults shall be entitled to a maximum of two (2) votes on each matter that is submitted to a vote by the membership.
- (D) Eligible members must be physically present at a meeting of the Association in order to vote. Households must have two (2) eligible members present at a meeting of the Association to be able to cast their two (2) votes. Absentee voting shall not be allowed.
- (E) A quorum of any regular general meeting of the Association shall consist of at least ten (10) members who are eligible to vote, of which at least two (2) are Officers of the Association. A quorum of the general membership of the Association must be present before any business of the Association can be transacted and voted upon.
- (F) A vote taken at a regular meeting of the general membership of the Association of more than fifty percent (50%) of the members constituting a quorum shall be binding upon the entire Association membership.

**ARTICLE VIII**  
**OFFICERS**

- (A) The elected officers of the Association shall be President, Vice-President, Secretary, Treasurer, and Information Officer. These Officers shall perform the duties prescribed by the Bylaws of the Association and by the Parliamentary authority adopted by the Association, and any other duties necessary for the work of the Association.

Amend: A. The elected officers of the Association shall be: President, Vice-President, Secretary and Treasurer.

(B) The Webmaster shall be an officer of the Association appointed by the President and approved by the Executive Committee.

(C) All officers of the Association shall be active members.

(D) The elected officers of the Association shall serve for a two (2) year term, having been elected during a regular meeting of the general membership of the Association to be held in September of each election year, beginning the year these bylaws take effect.

(E) The officers shall serve on a fiscal year basis starting on October 1<sup>st</sup> and ending on September 30<sup>th</sup> two years hence. An exception to this rule is permitted for the initial meeting called for the purpose of organizing the Association wherein the newly elected officers shall serve the balance of the current year plus the next calendar year.

(F) A Nominating Committee shall be appointed by the members of the Executive Committee at the Executive Committee meeting in the previous quarter prior to election of officers. The Nominating Committee shall be composed of three (3) to five (5) eligible members of the Association. Candidates for office shall not serve on the Nominating Committee.

Amend:

A Nominating Committee shall be appointed by the Officers of the Association at the previous General Meeting in the previous quarter prior to election of officers.

(G) The Nominating Committee shall nominate a candidate for each elected office and shall report the slate to the Executive Committee prior to the General Membership meeting in which the election will be held. The chairperson of the Nominating Committee shall conduct the election. The Nominating Committee is discharged following presentation of their report to the general membership.

Amend: The Nominating Committee shall nominate a candidate for each elected office and shall report the slate to the Officers of the Association prior to the General Membership....

(H) Each elected office is opened to the floor for nominations in its turn. All candidates for office must be present at the general meeting in which the elections are held.

(I) Election of an officer from the nominated candidates for each position shall be made by a public show of hands.

## **ARTICLE IX** **DUTIES OF OFFICERS**

(A) The President shall be the presiding officer of the Association and the Executive Committee, shall conduct all general membership and Executive Committee meetings, and shall be ex-officio a member of all other committees, except the Nominating and Audit Committees.

Amend:

A. The President shall preside over the Officers of the Association, conduct all general membership meetings, and will be ex-officio a member of all the other committees, except the Nominating and Audit Committees.

(B) The Vice President shall serve in the absence of the President and shall assist the President in the performance of his or her duties.

(C) The Secretary shall keep and maintain an accurate and current record of all Association business including, but not limited to, the taking and publication of official meeting minutes. The Secretary shall publish meeting notices and coordinate their distribution to all Association members.

(D) The Treasurer shall keep and maintain an accurate and current record of all Association financial records, including information and true facts about account balances, receipts, expenditures, and budget performance.

~~(E) The Information Officer shall oversee all publications of the Association, including but not limited to, *The Oak Post* newsletter, signage of the Association, and e-mail notices.~~

Admend:

E: Delete

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(E) The Webmaster shall design and maintain the Association web page, www.naswc.org.

(F) Only officers, special appointees or a member of the Association specifically appointed by the officers, may speak on behalf of the Association to individuals, government officials, organizations or members of the press.

(G) No member, Board Member, or Officer of the Association may enter into a contract or agreement on behalf of the Association without the prior approval of the Executive Committee.

## **ARTICLE X** **BOARD MEMBERS**

(A) Board Members shall be paid-up members of the Association who have made a voluntary commitment to serve on the Executive Committee and shall serve until he or she personally resigns.

Amend:

A. Board Members shall be active members of the Association who have made a voluntary commitment to serve on a committee.

(B) Board Members shall strive to be familiar with the needs and concerns of all Association members and shall report this information to the Executive Committee of the Association as conditions warrant.

Amend:

B. Board Members shall strive to be familiar with the needs and report this information to the officers and the conditions warrant.

- C. Only the Officers of the Association shall have authority to allocate and spend Association funds.
- D. Elected officers shall have signatory authority on all bank accounts.
- E. Signatures of two (2) Officers shall appear on all Association checks. A check written to any Association member shall not also be signed by that member.
- F. Officers of the Association shall appoint an Audit Committee of three (3) to five (5) Association members once every fiscal year to conduct an audit of the Association. The Audit Committee shall conduct an audit of the Association not less than once every year . Additional audits may be conducted as needed.
- G. A quorum shall consist of a least six (6) members of which at least two (2) are Officers, at least two (2) are Board members or Standing Committee Chairperson and the remaining two (2) maybe an Officer, Board Member, or Standing Committee Chairperson. A quorum must be present before any association business may be transacted and voted upon.
- H. A vote of more than fifty percent (50%) of the members constituting quorum shall be binding upon the entire Association membership.
- I.
- J.

**ARTICLE XI**  
**EXECUTIVE COMMITTEE**

(A) The Executive Committee shall consist of the Officers of the Association, all Board Members, and all Chairpersons of standing committees.

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(B) A quorum of the Executive Committee shall consist of at least six (6) members of which at least two (2) are Officers, at least two (2) are Board Members or Standing Committee Chairpersons and the remaining two (2) may be an Officer, Board Member, or Standing Committee Chairperson. A quorum of the Executive Committee must be present before any Association business can be transacted and upon ~~and~~ ~~upon~~ ~~nd~~ ~~of~~ ~~more~~ more members constituting an Executive Committee quorum shall be binding upon the entire Association membership.

(D) Only the Executive Committee shall have authority to allocate and spend Association funds.

(E) Elected Officers shall have signatory authority on all bank accounts and the Executive Committee may, at their discretion, also give signatory authority to any Chair of a Standing Committee(s).

~~(F) Signatures of two (2) Officers or one (1) Officer and one (1) Chair of a Standing Committee shall appear on all Association checks. A check written to any Association member shall not also be signed by that member.¶¶~~

(G) The Executive Committee shall appoint an Audit Committee of three (3) to five (5) Association members once every fiscal year to conduct an audit of the Association. The Audit Committee shall conduct an audit of the Association not less than once every fiscal year. Additional audits may be conducted as needed.

Amend:

Delete entire Article XI

**ARTICLE XII**  
**REMOVAL, REPLACEMENT AND RESIGNATION**

**Amend: change article XII to XI**

(A) An officer of the Association may be removed from office by a two-thirds (2/3) vote of all members present at a general meeting of the Association membership.

**(B) A Board Member may be removed from the Executive Committee by a two-thirds (2/3) vote of all Executive Committee members present at an Executive Committee meeting.**

**Amend:**

**B: delete**

(C) Vacant offices may be temporarily filled by action of the Executive Committee. Permanent replacement of a vacant office to serve the remainder of the term shall be filled by a vote taken from the membership of the Association at the next scheduled general meeting of the Association.

Amend:

**C: Vacant offices may be temporarily filled by action of the officers.**

(D) An officer or Board Member wishing to resign from his or her office shall provide written notice to the Executive Committee of the Association.

**Amend:**

**D. An officer wishing to resign from his or her office shall provide written notice to Officers of the Association.**

**ARTICLE XIII**  
**MEETINGS**

Amend:

**Change XIII to XII**

(A) Meetings of the general membership of the Association shall be held at least once every three (3) months.

Amend:

**A. Meetings of the General Membership of the Association shall be held at least two (2) times per year.**

(B) Special called meetings of the general membership of the Association may be held at any reasonable time if at least three (3) days advance notice of the meeting is provided to Association members. Special called meetings may be called by action of the Executive Committee or by petition to the Executive Committee from at least ten (10) paid-up members of the Association.

Amend:

B. Special meetings may be called by action of the Officers of the Association at any reasonable time if at least two (2) days advance notice of the meeting is provided.

(C) Regular meetings of the Executive Committee shall be held prior to general membership meetings of the Association, at least once every three (3) months. At least one (1) week advance notice of the meeting must be provided to the Executive Committee members.

Amend: delete C

(D) Special called meetings of the Executive Committee may be held in the intervals between regular meetings of the general membership as Association business may require.

Amend:

D. delete

**ARTICLE XIV**  
**COMMITTEES**

**Amend: Change Article XIV to XIII**

(A) A standing committee taken from the membership of the Association shall be appointed by the Executive Committee to address issues of special interest or concern to the Association. The President of the Association shall be ex-officio a member of all committees, except the Nominating Committee and the Audit Committee.

Amend:

A. A standing committee taken from the membership of the Association shall be appointed by the Officers to address issues of special interest or concern to the Association.....

(B) The chairperson of any standing committee shall be appointed by the majority vote of the members thereof. Upon completion of the standing committee's work, the chairperson shall make a full report of the committee's findings to the Executive Committee.

Amend:

B. ....to the Officers.

(C) The secretary of any standing committee shall be appointed by the majority vote of the members thereof. The secretary shall maintain accurate records of all committee business and findings.

(D) A standing committee shall be dissolved by action of the Executive Committee. Upon dissolution of the standing committee, the secretary of the standing committee shall deliver all committee records to the Secretary of the Association.

Amend:

D. A standing committee shall be dissolved by the action of the Officers.....

**(E)** A Nominating Committee of at least three (3) to five (5) members shall be appointed by the Executive Committee in a meeting in the previous quarter prior to the election of Officers. A member cannot serve on two (2) consecutive Nominating Committees. Candidates for office shall not serve on the Nominating Committee. The Nominating Committee shall make its report to both the Executive Committee and the General Membership. The Nominating Committee is discharged following its report to the General Membership in the meeting where the election is to be held.

Amend:

E: A Nominating Committee of at least three (3) to five (5) members shall be appointed by the Officers in a meeting.....

The Nominating Committee shall make its report to the Officers and the General Membership.

**(F)** The Audit Committee, having been appointed by the Executive Committee of the Association, shall determine if Association funds and records are properly handled and accounted for. Current Officers, their family members, and their household members shall not be eligible to serve on the Audit Committee. The committee must be made up of members from separate households. All Officers shall cooperate fully with the Audit Committee. The Audit Committee shall make a report to the next Executive Committee meeting and the next regular meeting of the general membership. The Audit Committee is discharged following the presentation of their report to the general membership.

Amend:

F: The Audit Committee, having been appointed by the Officers of the Association.....

The Audit Committee shall make a report to the Officers at the next regular.....

**(G)** A Special Committee shall be appointed by the Executive Committee from time to time, as deemed necessary, to carry out work of the Association. All Special Committees shall comply with all rules pertaining to Association Committees.

Amend:

G. A Special Committee shall be appointed by the Officers as deemed necessary, to.....



**ARTICLE XV**  
**AMENDMENT TO BYLAWS**

**Amend: XV to XIV**

An amendment to these bylaws shall only be made by a two-thirds (2/3) vote of the Association membership present at any regular or special meeting of the Association, provided that the amendment has been submitted in writing and read out loud at the previous general meeting of the Association.

**PROPOSED CHANGE: Omit the phrase “and read out loud”**

An amendment to these bylaws shall only be made by a two-thirds (2/3) vote of the Association membership present at any regular or special meeting of the Association, provided that the amendment has been submitted in writing at the previous general meeting of the Association.

**ARTICLE XVI**  
**IDENTITY OF MEMBERS**

**Amend: XVI to XV**

The identity and personal information of Association members shall be privileged information and shall not be used by members for personal or commercial purposes and shall not be provided to outside individuals or organizations without permission of the members involved.

**ARTICLE XVII**  
**DISSOLUTION OF THE ASSOCIATION**

**Amend: Change XVII to XVI**

(A) The Association may be dissolved by a petition signed by more than fifty percent (50%) of the entire general membership of the Association. The Williamson County Commissioners Court shall be given the petition for certification of the dissolution of the Association.

(B) Upon dissolution, any funds that remain in Association accounts shall be remanded to the General Fund of Williamson County, Texas.

**ARTICLE XVIII**  
**PARLIAMENTARY AUTHORITY**

**Amend: Change XVIII to XVII**

The rules contained in the current edition of *Robert's Rules of Order* shall govern the Association in all cases to which they are applicable, and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.



Amend: Ellen Dybdahl instead of Cathy Mandell

\_\_\_\_\_  
Notary Public – State of Texas

Printed Name \_\_\_\_\_

Commission expires: \_\_\_\_\_