

# BYLAWS

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## SOUTH CENTRAL ASSOCIATION OF NEIGHBORS June 2013

### ARTICLE I: NAME AND GEOGRAPHIC IDENTIFICATION

#### Section 1. NAME

The name of this association shall be the South Central Association of Neighbors (SCAN).

#### Section 2. GEOGRAPHIC IDENTIFICATION

Beginning at the middle of the intersection of Liberty and Mission Streets, and proceeding northerly along the centerline of Liberty Street to Pringle Creek, thence easterly along the centerline of Pringle Creek to Mission Street (except to exclude the hospital property, tax lot 073W27DB00500), thence easterly along the centerline of Mission Street to one lot line west and parallel to the west line of 12th Street, thence southerly along the lot line immediately west and parallel to the west line of 12th Street to the south lines of Vista Avenue, thence westerly along the property lines immediately south and parallel to the south line of Vista Avenue to Commercial Street, thence north along the centerline of Commercial Street to the north property line of City View Cemetery, thence westerly along the north property line of the City View Cemetery to the south property line of Fairmount Hill Park, thence westerly along the south property line of Fairmount Hill Park to the Portland & Western Railroad tracks, thence northerly along said tracks to a point more or less where the tracks would intersect with Mission Street extended, thence easterly along the centerline of Mission Street to the point of beginning.

#### Section 3. MINTO-BROWN ISLAND PARK

South Central Association of Neighbors shall share Minto-Brown Island Park as an area of common concern with Central Area Neighborhood Development Organization, Croisan Neighborhood Association, South Salem Neighborhood Association, and West Salem Neighborhood Association. The area encompassing Minto-Brown Island Park shall be defined as the current boundaries established by the City of Salem.

### ARTICLE II: PURPOSE

The purpose of SCAN is to influence the future development of the neighborhood and to preserve the livability and residential nature of the neighborhood. The Association will suggest improvements and changes within the neighborhood and will make recommendations to private entities and public bodies contemplating actions which will affect the neighborhood. The Association will consider and deal with the development of a neighborhood comprehensive plan and problems and proposals with respect to municipal services, social

services, transportation, parks, open space, recreation, housing, and school and community facilities.

## ARTICLE III: MEMBERSHIP

### Section 1. COMPOSITION

The general membership shall include residents, and property owners as well a representative of any established business, school, and not-for-profit or faith-based organization in the neighborhood. Students and parents of students attending any public or private school within the neighborhood are also considered members.

### Section 2. ANNUAL MEETINGS

Annual meetings of the general membership shall be held in April, May, or June. They shall be held at a time and place specified by the Board of Directors. The general membership shall be notified by public notice at least five (5) days prior to the meeting and notice shall state the purpose of the meetings.

### Section 3. SPECIAL MEETINGS

The special meetings of the general membership may be called at any time as deemed necessary by the Board of Directors. Special meetings may be called to determine consensus on Board action, to discuss problems, or to present information. The general membership shall be notified by public notice at least five (5) days prior to the meeting, and notice shall state the purpose of the meeting.

### Section 4. VOTING

A quorum at a general membership meeting shall consist of those members present. A simple majority of those present shall be sufficient to carry an action. Each member shall be entitled to one (1) vote. There will be no voting by proxy.

## ARTICLE IV: BOARD OF DIRECTORS

### Section 1. COMPOSITION

The Board of Directors shall consist of fifteen to twenty (15-20) members geographically representative of the SCAN area, elected by a simple majority of those present at a general meeting. Board members shall serve two-year terms and may be reelected for two (2) consecutive terms.

### Section 2. DUTIES

The Board of Directors shall conduct such business and take such action as may be necessary to accomplish the purposes of the association and shall consider member complaints and questions.

### Section 3. VACANCIES

Whenever a vacancy occurs on the Board of Directors, such vacancy shall be filled by a Board appointment and approved by the general membership at the next general meeting. A member of this Board who is absent from three (3) consecutive Board meetings without being excused, shall be presumed to have resigned. Reinstatement may, at the discretion of the Board, be granted upon written petition of the Board member.

### Section 4. MEETINGS

The Board of Directors shall meet at least quarterly. A simple majority of the Board shall constitute a quorum. A simple majority of those present will be required to carry an action.

### Section 5. SPECIAL MEETINGS

- (a) Special meetings of the Board of Directors, for any purpose or purposes, may be called by the President, or if the President is absent by the Vice-President, or by a majority of the Board. Public notice and notification to each Board member of the time and place of any special Board meeting shall be given at least forty-eight (48) hours prior to the meeting. Notice shall state the purpose of the meeting.
- (b) When Board action is required prior to a regularly scheduled meeting, the Board of Directors may submit for vote by mail, e-mail, fax, or telephone to decide on an action. The majority of votes received by mail, e-mail, fax, or telephone shall constitute approval so long as all members of the Board have an opportunity to participate in the vote. Action taken in this manner shall be as effective as action taken at a scheduled meeting, but shall be ratified at the next meeting and such decision reflected in the minutes.

## ARTICLE V: OFFICERS AND DUTIES

### Section 1. OFFICERS

The officers shall consist of a President, Vice-President, and Secretary.. The officers shall be elected by the members of the Board from the membership of the Board. Officers shall serve for a one-year term and may succeed themselves.

### Section 2. DUTIES OF THE OFFICERS

- (a) *President:* The President shall have general supervisory and directional powers of the activities of the Board and the Association. The President shall preside at all meetings of the Board and general membership and shall be an ex-officio member of all committees.
- (b) *Vice-President:* In the absence of the President, the Vice-President shall execute

the powers of the President. At other times the Vice-President shall assist the President in fulfilling the duties of the President.

- (c) *Secretary*: The Secretary shall record minutes of the general membership and Board of Directors meetings and see that the Board members are provided with copies of the minutes. The Secretary shall file minutes of general membership meetings and Board of Directors meetings with the City of Salem.

## ARTICLE VI: COMMITTEES

### Section 1. CREATION

In order to carry out the work of the Association, committees may be created by a majority vote of the Board members present at a Board of Directors meeting.

### Section 2. MEMBERSHIP

Committee membership shall consist of Association members interested in serving on a particular committee.

### Section 3. OFFICERS

The President of the Board shall appoint the coordinator of each committee from the membership of the Board. The committee shall present a written copy of the minutes of the committee meetings to the Secretary of the Board of Directors.

## ARTICLE VII: BYLAW AMENDMENTS

### Section 1. AMENDMENTS

These bylaws may be repealed or amended or new bylaws may be adopted by a majority vote at any general membership meeting. Public notice of the meeting and of the proposed bylaw changes must be given at least ten (10) days prior to the meeting. Notice is to be posted on the SCAN website.

### Section 2. RECORDING OF AMENDMENTS

Whenever an amendment or a new bylaw is adopted it shall be copied in the minute book with the original bylaws in its appropriate place. If any bylaw is repealed, the fact of repeal and the date on which the repeal occurred shall be stated in said book and place.

## ARTICLE VIII: TRUST AND AGENCY ACCOUNT

This Bylaw concerns South Central Association of Neighbor's use and management of funds provided through the City of Salem's Trust and Agency Account.

Section 1 The Neighborhood Association ("Association") has access to a Trust and Agency

Account (“Account”) provided and maintained by the City of Salem where donations made to the benefit of the Association may be deposited. The use of these funds is outlined in the Grant Agreement which was approved and executed by the Association’s Board of Directors. The Agreement is attached hereto, and by this reference incorporated herein.

- Section 2
- a. No later than August 1<sup>st</sup> of each year, the Association shall provide to the City of Salem a roster of the current Board Members, including their contact information, and minutes from the Association meeting where the election of the Board Members occurred.
  - b. To request funds from the Account, the Association must submit a written request to the City, specifying the use of the funds and how the proposed use complies with the Agreement and the Salem Revised Code as applicable to Neighborhood Associations.
  - c. The written request must be approved by a resolution of the Board, and signed by an authorized representative of the Association. The Board may designate the authorized representative in the resolution, or otherwise provided in these bylaws. Proof of the authorized representative’s authority to sign the request must be provided to the City at the same time the request is submitted.
  - d. All receipts must be provided to the City of Salem to account for the expenditure at the time of request or within 30 days after the check is processed. Checks issued by the City of Salem will be made payable to the designee listed on the written request.

*Approved by City Council: October 11, 1977*  
*Amended: June 1988, June 1999, June 2002, June 2004, June 2006, June 2009, June 2012, June 2013*