

NEAR SOUTHWEST SUPER NEIGHBORHOOD COUNCIL BY-LAWS

Article I. – Name

The name of the Council shall be the **Near Southwest Super Neighborhood Council**.

Article II. – Boundaries

The **Near Southwest Super Neighborhood** boundary is noted and illustrated in Exhibit A.

Article III – Definitions

The following definitions pertain to terms contained within the **Near Southwest Super Neighborhood Council** Bylaws:

Section 3.1 - *Super Neighborhood* – shall refer to the conglomeration of smaller, contiguous communities grouped together that fall within the boundaries set forth in Article II above.

Section 3.2 - *Super Neighborhood Council* – shall refer to the group of delegates appointed in the manner stated in these Bylaws to represent the stakeholder organizations existing within the Super Neighborhood boundaries cited in Article II above. The make-up and voting authority of the Council is set forth in subsequent provisions herein.

Section 3.3 - *Stakeholders* – shall refer to residents, civic associations, non-profit associations, community development corporations, business associations, school districts or systems, faith-based institutions, and other institutional organizations located or operating within the Super Neighborhood boundaries cited in Article II above.

Section 3.4 - *Active and Participating Stakeholder Organizations* – shall refer to those stakeholder organizations appointing a delegate in accordance with these Bylaws to represent their community or organization on the Super Neighborhood Council.

Section 3.5 - *Delegate* – shall refer to the individual(s) appointed as designated stakeholder representative(s), in the manner set forth in these By-Laws.

Section 3.6 - *Quorum* – a quorum of the Council shall consist of one-third (1/3) of the duly designated Council delegates.

Article IV Purpose

Section 4.1 – The **Near Southwest Super Neighborhood Council** is organized for charitable, civic, educational, cultural, and general community improvement purposes, including one or

more of the purposes specified in Section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code. An application may be filed with the Internal Revenue Service for the 501(c)(3) or 501(c)(4) non-profit status, if and when so determined by the Council. The general purpose and power of the non-profit corporation, once established, is to have and exercise all rights and powers conferred on non-profit corporations under the Texas Non-Profit Corporation Act and other laws of Texas, of those powers which may hereinafter be conferred.

Section 4.2 -- The general purposes for which this Council is organized shall be to promote the civic betterment and social welfare and well-being of those residents, business and property owners, and other stakeholder groups within the boundaries of the Super Neighborhood, and to promote and engage in activities for the use and benefit of all stakeholders within the Super Neighborhood, including but not limited to, (i) to seek a consensus and provide citizens with opportunities to advise the Houston City Council, Mayor's Office and other entities on issues important to the Super Neighborhood; (ii) undertake a wide range of neighborhood improvement projects determined by the members; and (iii) with cooperation from the City of Houston, identify and develop solutions to mutual problems, and develop Super Neighborhood Action Plans (SNAP) to address them.

Article V – Membership

Section 5.1 - The **Near Southwest Super Neighborhood Council** shall be governed by a Council composed of the duly designated delegates of eligible stakeholder organizations in the **Near Southwest Super Neighborhood** area.

Section 5.2 - Participation in the **Near Southwest Super Neighborhood Council** shall not be limited by the imposition of membership requirements or fees either by the Super Neighborhood Council or participating organizations.

Section 5.3 – The **Near Southwest Super Neighborhood** prohibits the exclusion of any individual or organization based on race, age, creed, color, religion, gender, sexual orientation, sexual identification, gender identification, or national origin from participating in super neighborhood council activities or serving as a council member.

Section 5.4 - It shall be the right of any stakeholder within the super neighborhood to be represented, either through new or existing organizations.

Article VI – Council Seats

Section 6.1 - A delegate to the Council must be a designated stakeholder representative of the organization or entity they represent. All stakeholder delegates shall live within and/or own property within the boundaries of the Super Neighborhood.

Section 6.2 - The number of council seats and the manner in which they are elected may be amended in the same manner as the by-laws may be amended.

Section 6.3 – Each stakeholder organization or entity with a seat on the Super Neighborhood Council shall be allowed **one vote** which shall be cast by the stakeholder delegate, or, in his/her absence, by a designated alternate. Each represented stakeholder on the **Near Southwest Super Neighborhood Council** shall provide the Council an authorization letter indicating their elected/appointed delegate and any alternate delegate(s).

Section 6.4 – The **Near Southwest Super Neighborhood Council** shall initially consist of the following active and participating stakeholder organizations, each having one vote on all matters brought before the Council:

Current interested stakeholders
Willow Meadows Civic Club
Westwood Civic Club
Willow Meadows Baptist Church
United Orthodox Synagogues of Houston
Robert M. Beren Academy
Willow Waterhole Greenspace Conservancy
Jewish Family Service

Article VII – Officers

Section 7.1 - The elected officers of the **Near Southwest Super Neighborhood Council** shall be the President, Vice-President, and Secretary. The Executive Committee shall constitute the elected officers of the Super Neighborhood Council.

Section 7.1.1 – The Executive Committee shall schedule and convene Super Neighborhood Council meetings and between meetings of the Council, act in its behalf to approve and set policies, evaluate projects, communicate with City government and City Council members, communicate with the Super Neighborhood Liaison, promote participation in City governance, and establish committees to carry out these and other functions as needed.

Section 7.2 - The President shall preside over all general meetings and any executive committee meetings. The President shall have the authority to conduct meetings and to maintain order.

Section 7.3 - The Vice-President shall preside at meetings in the absence of the President. This office shall assist the President.

Section 7.4 - The Secretary shall keep an accurate record of proceedings of all meetings, act as custodian of current records, and file and maintain up-to-date membership lists and attendance records, including any lists or records generated through email and other computer-based sources.

Section 7.5 - All officers shall be elected to a one (1) year term at the first regular **Near Southwest Super Neighborhood Council** meeting in the month of September.

Section 7.6 - Officers shall be limited to serve two (2) successive terms, but can be waived by the delegates if no other member is nominated and/or volunteers for the Officer position.

Section 7.7 - All officers shall be elected by a simple majority of a quorum of the Council.

Section 7.8 - A vacancy in an office shall be filled by a special election of a quorum of the Council. Officers elected to fill vacancies shall assume office immediately following the special election and shall hold office until the next regular election of officers.

Section 7.9 - Any officer, who fails to meet the obligations and responsibilities of their office may be removed from office by a two-thirds (2/3) majority vote of the Super Neighborhood Council.

Article VIII Committees

Section 8.1 – Committees shall be established or abolished as the need arises by the Council.

Section 8.2 – The committee members shall appoint the committee chairperson.

Section 8.3 - Committee chairpersons and committee members need not be Council members, however, they must be a representative of a stakeholder organization and must be approved by the Executive Committee. Committee chairpersons and committee members may be removed by a simple majority vote of the Super Neighborhood Council.

Article IX Meetings

Section 9.1 - The general meeting of the Super Neighborhood Council shall be held at a time and place to be designated by the Council. A quorum is required for the transaction of business at a general meeting. **All Super Neighborhood Council activity will be conducted in open meetings.**

Section 9.2 - In the event that the general meeting falls on a legal holiday, the time and date of the general meeting shall be set by the president at the preceding general meeting with the consent of the Council.

Section 9.3 – An individual wishing to address the Super Neighborhood Council shall sign a “Speakers List” at the beginning of the meeting and shall be allowed five (5) minutes to speak. Additional time to discuss shall be at the discretion of the President or Officer running the meeting.

Section 9.4 – Notice of general meetings shall be provided a minimum of three (3) weeks (21 calendar days) prior to the date of the meeting.

Article X – Procedures

The most current edition of “Robert’s Rules of Order” shall be the guide for procedure in all points of order not covered by the By-laws.

Article XI – Amendment of By-Laws

These By-laws may be amended from time to time on an as needed basis by resolution in writing, presented at a meeting of the **Near Southwest Super Neighborhood Council**, read, posted, and approved by a two-thirds (2/3) majority vote at the general meeting at which a quorum is present, provided that the language of the proposed amendment is presented, in writing, to all delegates of the Super Neighborhood Council at a minimum three (3) weeks (21 calendar days) prior to a vote.