

HIGHLAND PARK ACTION COMMITTEE (HPAC) BYLAWS

I) PURPOSE

The Highland Park Action Committee (HPAC) shall be a nonprofit organization for the purpose of preserving and improving the neighborhood in accordance with the wishes of the community. HPAC shall strive to inform the community about matters affecting the quality of life in the community, provide leadership in addressing community needs, communicate with governmental agencies in an effort to represent the interested of the community, and cooperate with other organizations and persons having similar interests.

II) MEMBERSHIP

- a) **Members:** All persons living or working within the boundaries, or owning a business or property located within the boundaries shall be members of the Highland Park Action Committee. Persons living, working or owning a business or property located in adjacent neighborhoods may be considered members unless prohibited by district boundary.
- b) **Boundaries:** Roxbury on the south, Delridge on the west, Holden on the north, 509 on the east.

III) MEETINGS

- a) A meeting schedule for the HPAC shall be established by the Executive Committee. The Secretary, or another member of the Executive Committee in the Secretary's absence, shall take steps to see that the community receives notice of forthcoming meetings.
- b) **Annual Meeting:** An annual meeting for the purpose of Executive Committee elections, Adoption of Bylaws, and other business of the membership shall be held in the first quarter of each year.
- c) **Notice of Meetings:** Notice of the time, place, and purpose of meetings shall be posted to the website maintained by HPAC with opt in notice delivered by electronic mail to those members who have provided contact information. Reasonable effort will be made to provide public notice of meetings through available social media and other outlets available to HPAC.
- d) All members of the HPAC shall be eligible to vote at meetings of the organization.
- e) Each member is entitled to one vote.

IV) AUTHORITY

- a) The authority of the HPAC stems from the community and its inherent interest in the quality of life within the neighborhood. Since all persons in the neighborhood can participate in the HPAC, the association legitimately represents their interests and can act on their behalf.
- b) The Executive Committee, as elected and appointed representatives of the HPAC, shall have the authority to act on behalf of the HPAC in the event an issue cannot be brought before a regularly scheduled meeting of the HPAC. The Chairperson shall

report on all actions of the Executive Committee at each meeting. The HPAC may accept without action the acts of the Executive Committee or it may approve or disapprove such acts.

V) OFFICERS AND EXECUTIVE COMMITTEE

- a) The Executive committee shall consist of at least 3 members elected at the annual meeting of HPAC.
- b) Chairperson(s) - The duties of the Chairperson shall be to preside at all HPAC meetings and Executive Committee meetings, prepare agendas for such meetings, report on the actions of the Executive Committee, maintain momentum of programs initiated by the HPAC and perform such duties as the HPAC may assign. The Chairperson(s) shall be a member of the Executive Committee.
- c) Assistant Chairperson - The duties of the Assistant Chairperson shall be to serve in the absence of the Chairperson, to develop and encourage broader membership participation, and to plan and organize special projects and functions. The Assistant Chairperson shall be a member of the Executive Committee.
- d) Secretary - The Secretary shall notify the membership of the next meeting date, time, and place within a few days prior to each meeting. Other members of the Executive Committee may also perform this duty. The Secretary shall maintain a list of active members' names and addresses, telephone numbers or email addresses. Minutes of the HPAC meetings shall be maintained by the Secretary, with a summary of actions taken and assignments made ready to be presented at each subsequent meeting. The Secretary shall be a member of the Executive Committee.
- e) Treasurer - The Treasurer shall receive and disburse funds as instructed by the Executive Committee and the HPAC in accordance with the laws and regulations relating to nonprofit organizations. The Treasurer shall file appropriate reports and shall be a member of the Executive Committee. Reports on the financial position of the HPAC shall be ready to be presented at each meeting of the HPAC.
- f) All Standing Committee Chairpersons shall be a member of the Executive Committee.
- g) One member of the Executive Committee shall be designated as the contact person and liaison for District Councils, Advisory Committees, and other organizations.
- h) Vacancies in the Executive Committee caused by any reason other than the removal of an Executive Committee Member by a vote of the membership shall be filled by vote of the majority of the remaining Executive Committee Members. Each person so appointed shall be a Member of the Executive Committee until a successor is elected at the next Annual Meeting.

VI) ELECTIONS

Elections for all officers shall be held at the annual meeting. The term of each officer shall be twelve months. Nominations for officers may be made at the annual election meeting. Majority vote shall determine election. The HPAC shall have the duty to publicize the nominees for office, and the date, time, and place of the annual election meeting. Any of the elected

offices can be held jointly. Any individual may hold up to two elected positions or serve in an at-large capacity.

VII) COMMITTEES

- a) Committees shall be classified as Standing Committees or Special Committees. All Committee Chairpersons shall be appointed by the HPAC Executive Committee.
- b) Special Committees may be formed by the Executive Committee.
- c) Standing Committees shall be
 - 1) Infrastructure Committee: to address matters including, but not limited to; zoning, development, urban planning, streets and public rights of way, utilities, parks and public spaces, transit, and transportation.
 - 2) Community Engagement Committee: to address matters including, but not limited to; promoting and encouraging participation of eligible members in HPAC activities, public safety, education, and communication.
- d) Additional Standing Committees may be formed by a majority vote of the HPAC.
- e) Each Chairperson of Standing and Special Committees shall be prepared to report on committee activities at regular meetings of the HPAC. Chairpersons shall represent the interests of the Highland Park community and the HPAC membership.

VIII) FINANCES

- a) The Treasurer will work with the Highland Park Improvement Club (HPIC) to establish and maintain all bank accounts when necessary.
- b) The Chairperson and Treasurer may authorize expenditures of up to \$500.00. The Treasurer shall report on the financial position and any expenditures at each HPAC meeting.
- c) The HPAC must approve all expenditures in excess of \$500.00.
- d) Expenditures shall have receipts detailing the amount, items, and use of expenditure.
- e) The Executive Committee shall report on all Grants and other sources of funding.

IX) RECALL OF AN OFFICER

Executive Committee Members may be recalled with or without cause. A three-quarters vote of the members at a regularly scheduled meeting can initiate a recall election of any officer.

Once a recall has been initiated, the recall elections must be held no earlier than 30 days after the first vote, but no later than 60 days after the first vote. The Executive Committee shall set the date, time, and place of the recall election.

X) INDEMNIFICATION

Executive Officers and Committee Chairs, their heirs, executors, and administrators shall be indemnified for actions taken in good faith consistent with the By-laws.

XI) NONDISCRIMINATION AND AFFIRMATIVE ACTION

The HPAC strives to provide an opportunity for all residents to participate that is free from discrimination on the basis of race, ethnicity, color, sex, marital status, sexual orientation, gender identity and/or gender expression, political ideology, age, creed, religion, ancestry, national origin, or the presence of any sensory, mental or physical disability.

XII) POLITICAL AFFILIATION

The HPAC shall be a nonpartisan organization.

XIII) CHANGES TO THE BY-LAWS

- a) The power to amend, alter, or repeal the By-laws or adopt new By-laws shall be vested in the HPAC. Review of the By-laws shall be conducted every three years with proposed changes submitted for adoption by vote at the Annual Meeting.
- b) Changes to the By-laws shall be by vote of three-quarters of the members of the HPAC present at the meeting considering such a change.

XIV) DISSOLUTION

- a) On dissolution, treasury money should go first to the Highland Park Improvement Club (HPIC). In case of dissolution of the HPIC, or other reason why the HPIC may not receive funds, the funds shall be distributed to the Highland Park Parent, Teacher & Student Association (HP PTSA).

Revision Record A - 2004

Origination of By-laws document.

Additional Note: Over the next year, HPAC will decide on defining who is a member, what makes up membership and revisit boundaries - whether to expand boundaries, or remain the same as stated in the By-laws.

HPAC Review: By-laws document presented for review to the HPAC on **September 27, 2004**

HPAC Approval: By-laws approved and become effective **October 25, 2004**

Executive Committee Signatures:

Chair Person(s) signature and Date:

Gerry Scidmore

Date: October 25, 2004

James B. Moxly

Date: October 25, 2004

Secretary

Ken Knoke

Date: October 25, 2004

Treasurer

Betsy J. Harris

Date: October 25, 2004

Revision Record B - 2018

2018 Summary of changes:

Membership- revised to allow participation of neighboring area residents (Riverview) where appropriate.

Meetings- revised to specify a First Quarter annual meeting for elections and organizational business. Added clarification for email and social media notification of HPAC meetings.

Executive Committee- revised to specify a minimum of 3 members (no maximum) and allow for members to hold multiple positions or at-large seats. Added a designated liaison. Added provision for appointment to vacant positions between annual elections.

Committees- revised to provide for Infrastructure and Community Engagement standing committees.

Finances- revised to acknowledge that funding is tied to HPIC. Increased Executive discretionary spending limit from \$100 to \$500. Added language to acknowledge additional funding sources such as grants.

Recall of Officer- Clarification of existing 2-step process for recall of Executive Committee member.

Indemnification- Added boilerplate indemnification language per RCW 24.03.43

Non-Discrimination- Added named protected classes.

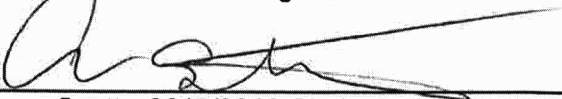
Changes to Bylaws- Removed 2-step process restriction to allow adoption of Bylaws revisions at the Annual Meeting for ease of passage where changes are not disputed.

Dissolution- Stipulates that HPAC funds return to HPIC should HPAC be dissolved. Alternatively funds would go to HP PTSA if HPIC is not able to receive funds.

HPAC Review: By-laws document presented for review to the HPAC on **January 24, 2018**

HPAC Approval: Bylaws approved and become effective on **February 28, 2018**

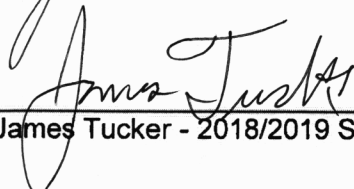
Executive Committee Signatures:



Gunner Scott - 2017/2018 Chairperson Date: 2/28/2018



Juan Carlos Omana (aka Charlie Omana) - 2018/2019 Chairperson Date: 2/28/2018



James Tucker - 2018/2019 Secretary Date: 2/28/2018