

**Bluffside Neighborhood Association Bylaws**  
**Introduced August 31, 2015 & Adopted August 31, 2015**  
**Amended April 25, 2016**

**Article I Name**

The name shall be the Bluffside Neighborhood Association (Association). The boundaries shall be all parts of the City of La Crosse, WI bounded by Milson Court on the north, the centerline of Losey Boulevard on the west, the centerline of Hwy 33 (State Road) on the south and the eastern city limits along the bluffs on the east.

**Article II Purpose**

Sec. 1. The Association is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. To the extent consistent with the above general purposes, the specific purpose of the Association is as follows:

The specific purpose of the Bluffside Neighborhood Association is to improve the overall quality of life in the neighborhood through democratic citizen participation and involvement.

Sec. 2. The organization will work for the achievement of this purpose by:

2.1 Implementing a Bluffside Neighborhood Association Neighborhood Plan

2.2 Educating both city government and neighborhood residents about each other's concerns and visions of the future

2.3 Promoting collaboration between the City and the neighborhood in order to achieve mutual goals and a shared sense of responsibility

2.4 Creating a "sense of place" within the community by identifying and developing the assets within neighborhoods

2.5 Initiating change, rather than simply reacting to it, by addressing specific issues and opportunities

2.6 Strengthening the City by strengthening neighborhoods

**Article III Governance**

Sec. 1. Any resident living in the geographic area known as Bluffside Neighborhood may choose to be an Association member. Any resident may attend any or all meetings of the group. Membership is also open to businesses and organizations located within the Association's geographic area. Each business or organization may appoint one representative to the Association. One business or organizational member may be elected by the general Membership to the Leadership Team.

Sec. 2. The members are the basic governing body of the Association. They shall select all officers and determine all policies of the group. Any resident, business or organization member

may cast one vote on all business, including the election of officers. A majority vote where there is a quorum of ten or more members shall be required for all elections and votes.

Sec. 3. A minimum attendance of at least (2) meetings within a year are needed for Association members to be able to vote regarding La Crosse Neighborhoods, Inc. matters as stated in Article VII below, and to hold office in Bluffside Neighborhood Association. (For example, members are able to vote at the second meeting they attend.) A year shall be defined as the preceding 12 months before the vote is taken.

Sec. 4. Interested parties who do not live within the Neighborhood boundaries may be granted Guest Memberships at the discretion of the Leadership Team and are welcome to attend meetings but may not hold office or represent the Association to outside agencies.

Sec. 5. Ordinarily meetings will be held monthly, except in December, at a location determined by the Membership. There shall be no requirement of a minimum number of meetings per year. Additional meetings may be added as needed. Members shall be notified of meetings by e-mail or other suitable means of communication as practical and possible. Committee chairpersons shall schedule all committee meetings and the Leadership Team shall be informed of all committee meetings.

#### **Article IV Officers**

Sec. 1. Election of Officers will occur at the November meeting. Officers will begin their terms the day following the election with the first meeting normally to be held in January. The terms of office will be two years.

Sec. 2. The officers of the Association shall be Co-Chairs (2), a Secretary and a Treasurer. The officers' duties shall be as follows with additional duties as directed by the Membership.

Duties of the Co-Chairs: Co-Chairs shall take turns presiding at all Association and Leadership Team meetings. They shall have general supervision over the affairs of the Association and over the other officers. One Co-chair's signature shall be required along with the Treasurer to countersign all checks. The Co-Chairs shall issue notice of Leadership Team and Association meetings. They will also be responsible for appointing Committee Chairs and others as the need arises. They shall perform all duties as are incident to the office. In case of absence or disability of the Co-Chairs, the Secretary/Treasurer shall perform such duties.

Duties of the Secretary: The Secretary shall attend all Association and Leadership Team meetings, and keep records of the same; shall have charge of all Association books, records and papers; and shall perform all such other duties as are incident to the office.

Duties of Treasurer: The Treasurer shall have custody of all money and securities of the Association, and all financial records. The Treasurer shall keep regular books of account and shall submit them, together with all vouchers, receipts, records and other papers to the Leadership Team for examination and approval as often as the Leadership Team may require. The Treasurer shall pay all bills in a timely manner, and sign all checks of the Association along with one Co-Chair and shall perform all such other duties as are incident to the office.

Sec. 3. Three (3) or more consecutive absences without valid reason from the Association meetings shall be deemed a resignation and filled as set by the Bylaws.

## **Article V Leadership Team**

Sec. 1. The Leadership Team shall consist of elected Co-Chairs, elected Treasurer, elected Secretary, appointed Committee Chairs, the appointed representative(s) to any Neighborhood Council Meetings, Business or Organization Representative if one is chosen, Past Officers and heads of the Standing Committees if any. All meetings shall be open to Association members. The Leadership Team shall conduct the general business of the Association; consider all questions of policy; and present recommendations to the Membership for action. All actions of the Board shall be approved by the Membership and officially recorded.

Sec. 2. In the event of the resignation of an officer or in the event that an officer becomes ineligible or unable to continue in office, the Leadership Team may appoint a member to fill in the vacancy for the remainder of the term. Three (3) or more consecutive absences without valid reason from the Association meetings shall be deemed a resignation and filled by the Leadership Team.

Sec. 3. An officer will be removed from office by a two-thirds (2/3) vote of members present at any Association meeting provided a fourteen (14) day notice has been distributed to all members. Vacancies will be filled as set forth by the Bylaws.

## **Article VI Committees**

Sec. 1. The Association shall have such committees as may from time to time be designated by resolution of the Membership.

Sec. 2. No individual or committee shall take public action nor shall any member represent him or herself as speaking with the support of or in the name of the Association unless prior authorization is received by a vote of the Membership, except as provided for in the Bylaws

## **Article VII Amendments**

These Bylaws can be amended at any time by a majority vote at two (2) consecutive general Membership meetings. Any member may propose an amendment. The proposed amendment shall be presented at the meeting and voted on at the next regular meeting.

## **Article VIII Adoption**

These Bylaws will be considered adopted upon ratification by a majority vote at one (1) general Membership meeting. They shall go into effect immediately upon adoption.

## **Article IX Dissolution**

Sec. 1. The Association may be dissolved by a two-thirds ( $\frac{2}{3}$ ) vote at a Membership meeting called for that purpose. All members must be notified in writing at least fourteen (14) days prior to the meeting. Should a meeting to consider dissolution fail to achieve a quorum, the remaining officers may dissolve the Association by majority vote.

Sec. 2. The property of the Unincorporated Association is irrevocably dedicated to educational

and charitable purposes. As authorized under Wisconsin State Statute 184.09 (1) and (2), upon the dissolution or winding up of the unincorporated Association, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Association shall be distributed to a not-for-profit organization whose mission is in keeping with the mission of the Association. Any such distribution shall be consistent with provisions of 501(c)(3) of Internal Revenue Code of 1986, as amended.

Sec. 3. If the Membership does not approve a plan of distribution of the assets when approving the dissolution, the Leadership Team shall make such distribution

#### **Article X Prohibited Activities**

Notwithstanding any other provision of these Bylaws, the unincorporated Association shall not carry on any other activities not permitted to be carried on (1) by an unincorporated Association exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), or (2) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

#### **Article XI Political Campaign and Legislation**

The Association shall not in any manner or to any extent participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office; nor shall it engage in any "prohibited transaction" as defined in Section 503 (b) of the Internal Revenue Code of 1986, as amended. The Association shall not engage in the carrying on of propaganda or attempt to influence legislation except as an insubstantial part of its activities.

#### **Article XII Personal Inurement**

The board members shall serve without compensation, and no part of the net earnings of the Unincorporated Association shall inure to the benefit of any member of the Association or other private individual except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered herein. None of the property of the Association shall be distributed directly or indirectly to any member of the Association except in fulfillment of its charitable and educational purposes enumerated herein.

The most current version of Robert's Rules of Order shall act as a guide for governing all general meetings.

#### **Article XIII Revisions to conform to La Crosse Neighborhoods, Inc.**

In order to join and comply with the provisions of La Crosse Neighborhoods, Inc. ("Corporation"), the following additional Sections are adopted and incorporated.

Sec. 1. In the event that Bluffside Neighborhood Association becomes a Chapter of La Crosse Neighborhoods, Inc. ("Chapter"), it shall subscribe to and support the Corporation's bylaws, and will adhere to the Corporation's bylaws that apply to the Bluffside Neighborhood Association, specifically Article IV, Purposes, Article XII Prohibitions and Article XIII Statement of

Inclusiveness, Openness and Transparency, and Article XIII Statement of Non-Discrimination, as well as the policies established by the Board from time to time.

Sec. 2. Dues shall not be required to be a member of the Bluffside Neighborhood Association however voluntary contributions shall be encouraged.

Sec. 3. Any funds collected on behalf of Bluffside Neighborhood Association, by the Corporation, shall be held by the Corporation at no cost to Bluffside Neighborhood Association.

Sec. 4 Bluffside Neighborhood Association agrees to fundraise and assist the Corporation with the annual administrative and insurance assessment. Bluffside shall not pay the Corporation an annual administrative and insurance assessment that is greater than an equal share based on the number of total Chapters.

Sec. 5. In the event Bluffside Neighborhood Association is in arrears of the annual administrative and insurance assessment, disbands or fails to remain active as required by these bylaws, any and all fund and receivables held by the Corporation for Bluffside Neighborhood Association shall, by the choice of Bluffside Neighborhood Association, be returned to their source or donated to the Corporation.

Sec. 6. A minimum of three (3) Officers consisting of a Chair, Vice-Chair or Co-Chair (or comparable titles) and a Secretary/Treasurer shall be required.

Sec. 7. It shall be a requirement to be a Chapter in the Corporation that a minimum attendance of at least (2) meetings within a year are needed for Bluffside Neighborhood Association members to be able to vote regarding Corporation matters and hold office in Bluffside Neighborhood Association. (For example, members are able to vote at the second meeting they attend.) A year shall be defined as the preceding 12 months before the vote is taken.

Sec. 8. A quorum shall be required of at least (10) members qualified to vote for any officer elections or financial actions on behalf of Bluffside Neighborhood Association.

Sec. 9. Bluffside Neighborhood Association shall inform the Corporation's Secretary/Treasurer of any potential grant applications that involve the Corporation, as soon as possible and submit the completed grant application to the Corporation's Secretary/Treasurer for consideration and approval in a timely manner.

Sec. 10. All minutes of the Chapter's meetings shall be forwarded to the Corporation's Secretary/Treasurer in a timely manner.

Original Bylaws adopted in 2015 on August 31, 2015

Bylaw amendments, and dates of first and second votes:

1. Article III, Sec. 3 added; also Article XIII. Both presented on March 28, 2016 and voted by the membership of the Association to accept on April 25, 2016.



Neighborhood: *Bluffside*

Date: *9-2015*

Notes:

Goal Heading (if needed):

Goals:	Actions/Strategies:	Parties Involved:	Indicators of Success/Benchmarks:	Timeframe:
<i>upgrade Bluffside park</i>	<i>It is in Parks budget 2015-16</i>	<i>neighbors 28th Jackson, Bluffside</i>	<i>Volunteers doing some work.</i>	<i>2016 moved to 2017</i>
<i>floodplain</i>	<i>attend City meeting Buel Board and on city committee 28th St.</i>	<i>all group members</i>	<i>get brownie out of flooding area</i>	<i>years</i>
<i>Reduce train noise speed</i>	<i>Learn how to locate</i>	<i>CPRS members speakers</i>	<i>Reduce from blowing slower train speed cars/trucks stop advisories by tracks</i>	<i>2015, 16 double tracks in</i>
<i>Community Center pool loop lanes? float kites?</i>	<i>researching committee formed</i>	<i>members</i>	<i>Talk with J. Carlson. is this feasible financial supports others who will partner?</i>	<i>more than 5 years</i>

*Key People (Mary Blomster) 2015*