

1-9-86
approved

BYLAWS
OF
HILLSIDE EAST COMMUNITY COUNCIL

ARTICLE I

Membership

- A. Membership is open to those to whom Municipal law requires it be open to those as defined by Municipal law of the area within the Community Council boundaries.
- B. Membership is achieved by signing the membership list and paying the annual dues as established by the Directors.
- C. The boundaries of the Community Council are: commencing at the Northwest corner of Section 12, T.12 N, R.3 W.; thence South along the West section line of Section 12 and of Section 13 of such Township to Hillside Drive; thence South along the centerline of Hillside Drive to Rabbit Creek; thence easterly and southerly along the center of the channel of Rabbit Creek to the West section line of Section 30, T.12 N., R.2 W.; thence North along such section line to the Northwest corner of such Section 30; thence easterly along the North section line of such Section 30 and its easterly extension to the crest of the divide between the drainage of the South Fork of Campbell Creek and the drainage of the North Fork of Campbell Creek; thence Northerly along the crest of the such divide to a point due East of the point of beginning; thence West to the point of beginning.

ARTICLE II

Members' Meetings

- A. The Annual Meeting of the members shall be each fall with the exact date, time, and location determined by the Board of Directors. Notice shall be sent to all eligible participants ten (10) days in advance.
- B. A special formal meeting of the members may be called at any time by the President, Board of Directors or a number of members equal to ten percent of the members in good standing or six (6) members, whichever is greater.
- C. Notice of the time and place of all meetings of the members shall be mailed to each member not less than ten (10) days before the date thereof. Notice of special formal meetings shall state the purpose of such meeting.
- D. An informal meeting of the members may be called from time to time by anyone entitled to call a formal meeting, and/or be held on a regular basis pursuant to a resolution of the Directors. Any decision of the members at any informal meeting is only a recommendation to the Directors. Notice of informal meetings may be given by the Directors in such manner as they deem appropriate.

E. The President, or in his absence the Vice-President, or in the absence of both, such person as the meeting may select, shall preside at all meetings of the members. In the event the presiding officer finds in his or her sole discretion that the size of the meeting or depth of feelings makes it necessary, the meeting shall be conducted under Robert's Rules of Order, Newly Revised.

F. At every such meeting each member of record shall be entitled to cast one vote.

G. Ten percent of the members of the Council entitled to vote shall constitute a quorum at any formal meeting of members held pursuant to notice.

ARTICLE III

Directors

A. The business and affairs of the Council shall be managed by a Board of Directors being nine (9) in number, who shall be elected by the members. A Director shall be a member of the Council.

B. The Directors shall be elected, to staggered terms, by the members at the annual meeting and shall hold office for two (2) years, or until their successors are duly elected and qualified.

C. Five (5) of the Directors shall be elected by majority vote of all the members from among those members within designated areas; four (4) of the Directors shall be elected at large. Initially, the five (5) designated areas are the areas the access to residences in which is most nearly described as: 1) directly from Hillside Drive North of O'Malley Road; 2) directly from Hillside Drive South of O'Malley Road; 3) from Upper O'Malley Road; 4) from Upper Huffman Road; 5) from Upper DeArmoun Road. In the event no person from within one of the designated areas is nominated, that seat may be filled by election at large for the term next following. The membership shall decide conclusively any challenge to a nominee as to area of residence. Following the election of the first Directors at the organizational meeting, they shall draw straws to determine which two (2) at large and two (2) from areas shall serve until the 1985 meeting, which two (2) at large and three (3) from areas shall serve until the 1986 meeting.

D. A regular annual meeting of the Board of Directors shall be held without other notice than this Bylaw immediately after, and at the same place as, the annual meeting of the members. Special meetings may be called by the President, or in his absence by the Vice-President, or any two (2) members of the Board. Regular meetings shall also be held on the second Thursday of the month.

E. Written notice of all special meetings shall be handed or mailed by the Secretary to each Director at least five (5) days before the date thereof. All notices of special meetings shall state the purposes thereof.

F. A quorum for the transaction of business at any regular or special meeting of the Directors shall consist of a majority of the members of the Board.

G. The Directors shall elect the officers of the Council to serve without salaries, such election to be held at the Directors' meeting following each annual members' meeting. An officer may be removed at any time by the Board of Directors.

H. Vacancies in the Board of Directors may be filled at any regular or special meeting of the Directors until the next annual meeting, at which time, if any remaining unexpired term exists, the members shall fill the position by election. A vacancy in the seat of any Director may be declared to exist by the Board of Directors if that Director has without previously being excused failed to attend three (3) regular meetings of the Board within any twelve (12) month period, or three (3) consecutive meetings.

I. The Directors may appoint such standing and special committees as they deem appropriate and in a manner to further efficient conduct of council business and maximum active participation by the members.

J. In the event that the Municipality becomes engaged in furnishing tax support to services provided to some area within the community council boundaries as a service area or special district, the Directors may cause the creation of a committee of residents of the affected area as a board of supervisors with respect to that area and services, who shall report to the Directors. The Directors shall review the reports and make the policies and suggestions contained therein known to the Municipality.

K. The Board may establish rules of procedure and protocol governing attendance of members at meetings of the Directors.

L. No person shall represent anything to the Municipality as the position of the Council except when authorized to do so, and when the position has been approved by vote of a majority of directors constituting a quorum.

ARTICLE IV

Officers

A. The officers shall be a President, one or more Vice-Presidents (the number thereof to be determined by the Board of Directors), a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors. Such other officers and assistant officers as may be deemed necessary may be elected or appointed by the Board of Directors. Any two or more offices may be held by the same person except the offices of President and Secretary.

B. The officers to be elected by the Board of Directors shall be elected annually by the Board of Directors at the regular meeting of the Board of Directors held after each annual meeting of the members. Each officer shall hold office until his successor shall have been elected and shall have qualified or until his death or until he shall resign or shall have been removed in the manner hereinafter provided.

G. Any officer or agent elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Community Council would be served thereby.

D. A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors.

E. The President shall be the principal executive officer of the Council and, subject to the control of the Board of Directors, shall in general supervise and control all of the business and affairs of the Council she/he shall, when present, preside at all meetings of the members and of the Board of Directors, and in general shall perform all duties as may be prescribed by the Board of Directors from time to time.

F. In the absence of the President, or in the event of his death, inability or refusal to act, the Vice-President (or in the event there be more than one Vice-President, the Vice-Presidents in the order designated at the time of their election, or in the absence of any designation, then in the order of their election) shall perform the duties of the President, and when so acting, shall have all the powers of and be subject to all the restrictions upon the President. Any Vice-President shall perform each other duties as from time to time may be assigned to him by the President or by the Board of Directors.

G. The Secretary shall: (a) keep the minutes of the members' and of the Board of Directors' meetings in one or more books provided for that purpose; (b) see that all notices are duly given in accordance with the provisions of these Bylaws or as required by law; (c) be custodian of the records; (d) keep a register of the post office address of each member which shall be furnished to the Secretary by each member; (e) have general charge of the membership books of the Council; and (f) in general perform all duties incident to the office of Secretary and such other duties as from time to time may be assigned to him by the President or by the Board of Directors. The Board may appoint one or more assistant secretaries to assist with one or more of these functions.

H. If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sum and with such surety or sureties as the Board of Directors shall determine. He shall: (a) have charge and custody of and be responsible for all funds of the Council; receive and give receipts for monies due and payable to the Council from any source whatsoever, and deposit all such monies in the name of the Council in such banks, trust companies, or other depositories as shall be selected by the Board of Directors; and (b) in general perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned to him by the President or by the Board of Directors.

I. The Directors shall ensure to the best of their ability that public presentation on behalf of the Council, whether oral or written, are made by a spokesperson who can clearly and effectively deliver the opinions of the Council. Such a spokesperson may be designated from time to time, and need not be a Director.

J. From time to time the Directors may designate one or more persons to attend and report on designated meetings of the Municipal assembly, boards, and commissions. The Directors may designate a person as the Council's Representative to the Anchorage Parks and Recreation Council and Federation of Community Councils. The Directors may choose to participate in any Regional association of community councils.

ARTICLE V

Finance

A. The funds of the Council shall be deposited with such bank, or trust company as the Directors shall designate, and shall be withdrawn only upon the check or order of the officers designated by the Board of Directors.

ARTICLE VI

Waiver of Notice

Whenever any notice is required to be given to any member or director, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to the giving of such notice.

ARTICLE VII

Amendments

The power to adopt, alter, amend, or repeal the Bylaws is vested in the Board of Directors.

Jane E. Bloche
Secretary

Attest:

Millie Wedel
President