Arbor Hills Neighborhood Association

BY-LAWS

Article I: Name

The name of this organization is the Arbor Hills Neighborhood Association, Incorporated, a non-stock corporation of the Arbor Hills community in the City of Madison, Wisconsin.

Article II: Purpose

The purpose of this Association shall be to create a sense of community by holding events and developing spaces that are welcoming and inclusive for all residents. The general objectives of the Association are the following:

- To build community and foster a welcoming sense of inclusion in Arbor Hills by holding social and recreational activities and by communicating with the membership.
- To represent the interests of the Arbor Hills community before governmental agencies.
- To closely follow zoning, park and street maintenance, police and fire protection, traffic and public transportation policies and share relevant updates on these topics with neighbors regularly.
- To inform the membership of positions taken by elected and appointed officials on issues of interest to Arbor Hills residents.
- To welcome new residents to the Arbor Hills community.

Article III: Area

The area commonly known as Arbor Hills shall, for the purposes of this Association, be defined as follows:

Beginning at the northwest corner of the West Beltline Highway and Kingston Drive, moving south along Kingston to the intersection of Kingston and Nottingham Way, at which point the western boundary shall follow the Arboretum property line south to the bike path. The Cannonball Path shall form the boundary from the southwest corner proceeding northeast to the point at which the Path intersects Greenway View, and then west on Greenway View to Todd Drive. At this point the boundary shall proceed north along Todd Drive (including Ardsley Circle) to McDivitt Road (entire road); McDivitt to Ashford Lane (including court area), and south along Ashford to Nottingham Way. From this point, it shall proceed west on Nottingham to Grandview Boulevard, north on Grandview Boulevard (including the home on Coventry Trail and homes on Arbordale Court) to the West Beltline Highway, and west along the West Beltline Highway to Kingston Drive.

Article IV: Membership

Section 1. *Eligibility for Membership*: The following persons shall become eligible for membership in the Association on the payment of the membership fee:

- Residents of the area described in Article III of these Bylaws.
- Non-Resident owners of real estate in the area described above.

Section 2. *Rights and Limitations*: The right to vote and to hold elective office shall be limited to members of the Association. Each household represented in the Association shall be entitled to one vote on all questions. Voting by proxy shall not be allowed.

Section 3. *Membership Year*: The membership year of the Association shall begin on October 1 and shall terminate on September 30 of each calendar year.

Section 4. *Membership Fee*: The annual membership fee shall be assessed on a per household basis. Each year, the Board shall determine the annual fee based on the needs of the Association.

Section 5. *Termination of Membership*: Any person received into membership in the Association shall remain a member until they voluntarily withdraw; are no longer eligible for membership in this Association; or fail to pay dues.

Article V: Members of the Association

Section 1. All legislative powers of the Association shall be vested in the Membership.

The Membership shall determine its own rules of procedure and shall have the power to establish an official publication of the Association to be published periodically.

The Membership shall have the power over all funds of the Association and shall control the expenditure thereof, except as such power may be delegated to the Board by act of the Membership.

Section 2. Each resident and non-resident owner of real estate in Arbor Hills, in accordance with Article IV of the Bylaws, is entitled to representation in the Membership.

Section 3. The annual meeting of the Membership shall be held in the Fall of each year. The day, hour, and place of the meeting shall be established by the Board and communicated to the membership at least one month before the meeting is to take place. At the discretion of the Board, and with proper communication as laid out in this section, the annual meeting may be conducted virtually.

Section 4. Special meetings of the Membership may be called at the discretion of the President, the Board, or upon the petition by at least ten (10) household members. It shall be the duty of the Communication Coordinator to give notice of any special meeting ten (10) days in advance. However, the ten-day notice may be waived if the Board or President determines that a state of emergency exists.

Section 5. Ten percent (10%) of the Membership, present and voting, whichever is least, shall constitute a quorum at any meeting of the Membership.

Article VI: Officers and Board

Section 1. The officers of the Association shall be the President, Vice President, Communication Coordinator, Recording Secretary, Treasurer, Newsletter Editor, Neighborhood Outreach Coordinator, and Events Coordinator**.** Up to four additional members-at-large are permitted. The officers shall constitute the Board of the Association and-shall be elected to the Board for a term of two (2) years by a majority vote of the membership present at the annual meeting.

It is preferable that no more than one half of the officers shall be elected in a single annual meeting of the Membership.

Section 2. The Board shall conduct the general business of the Association; consider all questions of policy; and present recommendations to the Membership for action.

Section 3. The Board shall prepare and submit to the Membership a budget for the ensuing year. This budget shall set forth the estimated expenditures for the period covered thereby. When a budget has been approved by a majority vote of the Membership, the Board shall have the power to authorize the expenditure of the Association's funds in accordance with the terms and conditions thereof.

Section 4. The Board may authorize expenditures of the Association's funds not authorized by the budget by a two-thirds (2/3) vote of the Board. Special meetings of the Membership shall be exempt from the two-thirds (2/3) vote requirement.

Section 5: Any Board Member may be removed by a 2/3 majority vote of the Board, with cause. The Board is responsible for identifying and voting in an interim to fill this role until the next Annual Meeting.

Section 6. The President is the chief executive officer of the Association and its policy leader. The President shall have the authority:

To represent the Association as speaker, and in writing, on matters of policy or to assign responsibility for such representation to members of the Board.

- The president has the sole authority to appoint members of the Association to serve on committees and task forces as needed.
- To review Association policies and recommend priorities.
- To preside at the meetings of the Membership and the Board.
- To prepare, with the assistance of the Board, the agenda for the governing bodies of the Association.
- To appoint all chairpersons and members of committees from among the Board members, subject to the approval of the Board.
- To serve as an ex-officio member of all committees.

- To supervise the official publication of the Association.
- To perform other duties customary to the office.

Section 7. The Vice President shall have the duty and authority:

- To act on the President's behalf when the President is unable to perform the duties of office or at the President's request.
- To perform other duties customary to the office.

Section 8. The Communication Coordinator shall have the duty and authority:

- To manage communication for the Association, which includes, but is not limited to, email and social media.
- To perform other duties customary to the office.

Section 9. The Recording Secretary shall have the duty and authority:

- To record meeting minutes at gatherings of the AHNA Board and AHNA Membership.
- To ensure review and approval of meeting minutes by the AHNA Board.
- To ensure meeting minutes are published on the AHNA website in a timely fashion.
- To perform other duties customary to the office.

Section 10. The Treasurer shall have the duty and authority:

- To act as custodian of the funds of the Association.
- To keep a record of all fiscal transactions of the Association.
- To pay out Association funds on order by the Board.
- To make a report to each meeting of the Membership and the Board.
- To keep the Association's official membership roll, and to call the roll when it is required.
- To communicate with new members to welcome them and to inform them about their rights and responsibilities as members of the Association.
- To perform other duties customary to the office.

Section 11. The Newsletter Editor shall have the duty and authority:

- To oversee the writing, design, and publication of the newsletter.
- To ensure that newsletters are published online so digital copies are available for the membership.
- To perform other duties customary to the position.

Section 12. The Neighborhood Outreach Coordinator shall have the duty and authority:

- To coordinate the activities of the neighborhood ambassadors.
- To make sure there is a neighborhood ambassador for every section of the neighborhood.
- To keep information for neighborhood ambassadors current and accessible.
- To perform other duties customary to the position.

Section 13. The Events Coordinator shall have the duty and authority:

- To foster a sense of community and inclusion by planning, organizing, and hosting events for the membership.
- To recruit members of committees to organize events.
- To perform other duties customary to the position.

Article VII: Elections

Section 1. Any dues-paying member of the Association is eligible to run for an elected position on the Board. The Board is responsible for publishing Board positions that will be up for election on all of the Association's communication channels at least one month prior to the Annual Meeting. Existing Board members may also nominate new Board members directly. The list of candidates must be confirmed at least 24 hours prior to the Annual Meeting. Write-in candidates are not permitted.

Section 2. Section 2. Elections shall be conducted at the Annual Meeting. Each member shall be allowed one vote for each position for the Board that is up for election; if there is only one candidate for a seat on the Board, the person running elections at the Annual meeting can move that the Membership cast a unanimous ballot for the election of that candidate.

Section 4. All terms of office shall begin on January 1 and shall terminate on December 31 of the final year of the terms specified in Article VI of these Bylaws.

Section 5. If a quorum is not present at the Annual Meeting of the Membership, the Board shall seek a vote of the membership. The vote shall include, but not be limited to, Board elections, bylaw amendments, and the adoption of the budget.

Section 6. The Vice President shall succeed to the office of President in case of a vacancy in that office. The Board shall fill, by majority vote, all other vacancies. The successor shall complete the term of the office that was vacated.

Section 7. The Board shall declare that a vacancy exists if a member of the Board resigns or no longer resides or owns real estate in the Arbor Hills community as defined in Article III of these Bylaws. The Board may appoint an interim board member to fill that vacancy to serve for the

remaining term of that position.

Section 8. Any regularly elected member of the Board can be deposed from office by the Membership at the Annual Meeting for misconduct or neglect of duty in office. The Board, too, can depose a Board member in accordance with Section 60 (Disciplinary Procedures) of *Robert's Rules of Order, Newly Revised*.

Section 9. If a member of the Board has been absent from one-third (1/3) of the scheduled meetings of the Board within a calendar year without a valid excuse, such absences shall be deemed a resignation. However, under extenuating circumstances, the Board may grant exceptions to this rule by two-thirds (2/3) vote of the entire Board.

Article VIII: Finance

Section 1. Depository: The funds of this Association shall be deposited in such bank or trust company as the Board shall designate and shall be withdrawn only upon the check of the Association signed by the Treasurer. Checks in the amount of one thousand dollars ($1,000) or more shall be countersigned by the President.

Section 2. The fiscal year of this Association shall be from January 1 through December 31.

Section 3. Banking transactions will be audited biannually by a financial institution or trusted individual selected by the board.

Section 4. The board member responsible for working with advertisers will coordinate with the Newsletter Editor and Treasurer to ensure that advertisers have paid in full for that edition prior to publication of the quarterly newsletter.

Article IX: Political Endorsements

Section 1. The Board shall not endorse political candidates or engage in political activity on behalf of the Association.

Section 2. The Board may, at its discretion, keep the membership informed of elections for alderpersons and other local officials that may affect or impact the neighborhood and membership, without partisanship or direct support of any particular candidate.

Article X: Dissolution

Section 1. Upon dissolution of the Arbor Hills Neighborhood Association, Inc., the Association's assets, after payment of outstanding debts, will be contributed to a non-profit charitable, educational, or recreational organization in the Madison area.

Article XI: Bylaw Amendments

Section 1. Any member in good standing of the Arbor Hills Neighborhood Association may propose changes to these Bylaws; but any proposed change must be submitted in writing to the President at least thirty (30) days before the date of the Annual or special meeting of the Membership.

Section 2. The Communication Coordinator shall submit all proposed amendments to the membership at least one week in advance of the meeting at which they will be considered.

Section 3. Amendments to the Bylaws duly adopted by the Membership shall become effective immediately upon adoption or as directed by the Membership at any Membership meeting.

Article XI: Parliamentary Authority

Robert's Rules of Order, Newly Revised, shall govern the Association in all cases to which the rules contained in the current edition are not inconsistent with these Bylaws and any special rules of order the Membership may adopt.

Revised and adopted by the AHNA Membership in October 2026.