

BYLAWS  
OF  
COLLEGE NEIGHBORHOOD ASSOCIATION, INC.

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**COLLEGE NEIGHBORHOOD ASSOCIATION, INC.**

These Bylaws govern the conduct and affairs of College Neighborhood Association, Inc. (the “Association”), an Idaho nonprofit corporation, pursuant to the Idaho Nonprofit Corporation Act, Title 30, Chapter 30, Idaho Code (the “Act”). These Bylaws supersede and replace all prior bylaws of the Association.

**Article 1 - ORGANIZATION**

**1.1 Incorporation.** The Association was formally incorporated in the State of Idaho on July 20, 2015.

**1.2 Registered Agent.** The Board of Directors shall designate and maintain a registered agent of the Association pursuant to the Idaho Registered Agents Act.

**Article 2 - NAME, BOUNDARIES AND PURPOSE**

**2.1 Name.** The name of the Association shall be College Neighborhood Association, Inc.

**2.2 Neighborhood Boundaries.** The Neighborhood is defined as that property within bounded by South Fifth Street, East Carter Street and the hill behind the properties facing west on South Fourteenth, Thirteenth, Twelfth, and Eleventh Street, excepting the commercial area bounded by South Fifth Street, East Center Street, South Sixth Street and East Lewis Street.

**2.3 Purpose.** The purpose of the Association shall be to encourage and participate in the preservation of the historic character of the homes and Neighborhood in general, and to encourage development in and around the Neighborhood that supports such purpose; to foster communication within the Neighborhood; to foster communication between the Neighborhood and Pocatello, Bannock County, and other agencies or entities that have an Impact on the Neighborhood; to monitor issues that affect the Neighborhood; to enhance the safety and security of the Neighborhood; to foster long-term residency; to promote volunteer activism; to advocate Neighborhood views and interests with Pocatello, Bannock County, and other agencies and entities that have an impact on the Neighborhood; and to build a sense of community in the Neighborhood.

**Article 3 - MEMBERSHIP AND DUES**

**3.1 Membership Qualifications.** Membership in the Association shall be open to all persons owning real property within the Neighborhood and to any person whose primary residence is within the Neighborhood (“Members”).

**3.2 Friends.** Persons interested in the Neighborhood and its purposes and affairs may join the Association as Friends.

**3.3 Membership Voting.** Members whose dues are current and who are eighteen years of age or older may vote. Friends shall not vote. No vote in any election or other vote of the Association shall be cast by proxy. Absentee ballots may be cast.

**3.4 Dues.** Annual dues for Members of the Association, and for Friends of the Association shall be set by the Board of Directors (hereinafter “Board”).

#### **Article 4 - MEMBERSHIP MEETINGS**

**4.1 General Membership Meetings.** There shall be at least two general meetings of the Association per year, one in the fall and one in the spring, at such times and places as the Board shall designate. The Board may call other general meetings as needed.

**4.2 Agenda.** The agenda for a meeting shall be prepared at the time of calling the meeting. Agenda items may be added by contacting the President of the Association at least three (3) days prior to the meeting. Members and Friends shall be notified of general meetings through the Association’s newsletter, email list, or other form of communication presently used to regularly communicate with Members and Friends. Special meetings may be called by the Board.

**4.3 Procedures.** Robert Rules of Order shall be followed for conducting meetings. A quorum shall consist of all Members present whose dues are current. Resolutions and/or public testimony prepared by the Association regarding issues affecting the Neighborhood require a 2/3 vote of those Members attending. Minority reports may be prepared regarding such issues with a vote of no less than 1/4 of those Members attending.

#### **Article 5 - BOARD OF DIRECTORS AND OFFICERS**

**5.1 Number.** The Association shall be governed and managed by a Board of Directors composed of ten (10) persons. Each officer of the Association shall have a seat on the Board, and the remaining seats shall be filled by directors-at-large.

**5.2 Eligibility.** At least six (6) of the officers and directors-at-large shall be resident real property owners of the Neighborhood. The remaining four (4) officers or director-at-large seats may be filled by persons who do not own real property within the Neighborhood, but whose primary residence is within the Neighborhood.

**5.3 Term.** Officers and directors-at-large shall be elected for one-year

terms; they may succeed themselves.

**5.4 Offices and Responsibilities.** The Association shall have the following officers:

(A) **President.** The President shall be responsible for the overall leadership of the Association and its Board of Directors.

(B) **The Vice President.** The Vice President assists the President and chairs the Nominating Committee, which is responsible for nominating officers and board members.

(C) **Secretary.** The Secretary records the minutes of meetings and ensures that copies of minutes, agendas, and other records are available for the Board, Members, and Friends.

(D) **Treasurer.** The Treasurer is responsible for the funds of the Association. All disbursements of funds shall require the signature of the Treasurer and one other officer.

(E) **Directors-at-large.** The directors-at-large act as representatives to the Board for the Neighborhood and may serve as committee chairs.

**5.5 Election of Officers and Directors.** Officers and Directors shall be elected at the spring general meeting of the Association. Prior to said meeting the Nominating Committee shall prepare a slate of nominees. Nominations also may come from the floor at the general meeting. Election may be by voice vote, show of hands, or secret ballot, as determined by a simple majority of those attending the general meeting.

**5.6 Vacancies.** If the Presidency is vacated, the Vice-President shall succeed her/him. Subsequent vacancies of the Presidency shall be filled as follows: Secretary, Treasurer. Vacancies of other officer or board positions shall be filled by election at the first general meeting of the Association after the vacancy occurs. Such a vacancy may be filled temporarily by presidential appointment.

**5.7 Board Meetings.** The Board of Directors shall meet once a quarter on a regularly designated day, time, and place. A quorum shall consist of 2/3 or more of the Board. Board meetings shall be open to Members and Friends.

**5.8 Emergency Powers.** The Board may declare an emergency with a 2/3 vote of the Board and may then take a stand on an issue affecting the Neighborhood on behalf of the Association as a whole, subject to ratification by the general membership. As soon as possible after such a vote, the Board must notify the Members of its actions.

## **Article 6 - COMMITTEES**

**6.1 Government Liaison Committee.** The Government Liaison Committee shall maintain communication with governments that have an impact of the Neighborhood. It shall be chaired by a board member.

**6.2 Communications Committee.** The Communications Committee shall be responsible for overseeing the production of any newsletters, press releases, or other internal or external communications of the Association. It shall be chaired by a board member.

**6.3 Other Committees.** The Board may establish ad hoc committees, and appoint chairs of such committees as needed.

#### **Article 7 - MISCELLANEOUS**

**7.1 Conflict of Interest.** The Association and its Board shall follow the City of Pocatello's conflict of interest policy as set forth in Pocatello's City Ordinances.

**7.2 Interpretation.** These Bylaws shall be liberally construed to effectuate the purpose of the Association and any reasonable interpretation of the Bylaws by the Board of Directors. Each provision of these Bylaws shall be deemed independent and severable, and the invalidity or partial invalidity of any provision shall not affect the validity or enforceability of any other provision herein. These Bylaws shall be governed by the laws of the State of Idaho.

**7.3 Amendments.** These Bylaws may be altered, amended or repealed and new Bylaws may be adopted upon two-thirds vote of the Board of Directors, or upon two-thirds vote of the member's in attendance at any general or special meeting provided that a quorum exists. All amendments to be voted upon at a membership meeting must first be submitted in writing to the Board of Directors not less than sixty days prior to such meeting and shall be included in the meeting notice.

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The foregoing Bylaws of the College Neighborhood Association, Inc. were approved by the Board of Directors at a regular meeting conducted on the 16<sup>th</sup> day of July, 2015; And by the Members at a regular meeting conducted on the 10<sup>th</sup> day of September, 2015. These Bylaws supersede and replace all prior bylaws of the Association.

**COLLEGE NEIGHBORHOOD ASSOCIATION, INC.  
BOARD OF DIRECTORS:**

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RON HATZENBUELLER  
Co-President

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TRISSA CAMERON  
DAL (Director At Large)

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JERRY MYERS  
Co-President

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LINDA HILL  
DAL (Director At Large)

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SARA OCONNER  
Vice President

---

SHANON ANSLEY  
DAL (Director At Large)

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GLENN ALFORD  
Treasurer

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GLENN THACKERY  
DAL (Director At Large)

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SARAH JACKSON  
Secretary

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CATHY WRIGHT  
DAL (Director At Large)

**MEMBER RATIFICATION AND APPROVAL**

The foregoing Bylaws of College Neighborhood Association, Inc., adopted by the Board of Directors, were ratified and approved at the general meeting of the Members held on September 10, 2015. These Bylaws supersede and replace all prior bylaws of the Association.

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RON HATZENBUELLER, Co-President

Attested to:

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SARAH JACKSON, Secretary