

SUNNYSIDE SUPER NEIGHBORHOOD COUNCIL BY-LAWS

Article I-Name

The name of the Council shall be the "SUNNYSIDE SUPER NEIGHBORHOOD" #71

Article II - Boundaries

The "SUNNYSIDE SUPER NEIGHBORHOOD" #71 is generally bounded by Loop 610 South on the North, Hwy 288 on the West, Sims Bayou on the South and meandering through different land uses land west of Martin Luther King Boulevard.

Article III – Purpose

Section 3.1 - The "SUNNYSIDE SUPER NEIGHBORHOOD (#71) The purpose of this organization is to it creates a broad-based neighborhood forum where residents and stakeholders come together to discuss issues impacting their neighborhoods. The organization will seek to provide citizens with opportunities such as social and economic development, educational and recreational facilities, cultural experiences, job training, and affordable housing.

Section 3.2 - The purposes for which this Super Neighborhood is organized shall be to promote the civic betterment and social welfare and well-being of those residents, businesses and property owners within the boundaries of the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) Super Neighborhood area, to promote and engage in the activities for their use and benefit. These organizations within the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) area being situated in Houston, Harris County, Texas, and being that area identified in Article II (Boundaries).

Section 3.3 - The general purpose and power of the corporation is to have and exercise all rights and powers conferred on non-profit corporations under the Texas Non-Profit Corporation Act and other laws of Texas, of those powers which may hereinafter be conferred, and (i) to seek a consensus and provide citizens with opportunities to advise the City Council on issues important to each neighborhood; (ii) undertake a wide range of neighborhood improvement projects determined by the members; with the cooperation from the City of Houston, identify and develop solutions to mutual problems.

Article IV. -Membership

Section 4.1 - The "SUNNYSIDE SUPER NEIGHBORHOOD (#71) Super Neighborhood shall be open to any resident, civic clubs, businesses, faith-based, non-profit or other community-based organizations that are stakeholders in the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) area. The "SUNNYSIDE SUPER NEIGHBORHOOD (#71) Super Neighborhood Council shall

consist of one duly designated representative of each eligible organization. These are listed in Section 5.4.

Section 4.2 - Participation in the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) shall not be limited by the imposition of membership requirements or fees by either the Super Neighborhood Council or participating organizations.

Section 4.3 - The "SUNNYSIDE SUPER NEIGHBORHOOD (#71) prohibits the exclusion of any individual or organization based on race, age, creed, color, religion, gender, sexual orientation or national origin from participating in super neighborhood council activities or serving as a council member.

Section 4.4 - It shall be the right of any stakeholder within the Sunnyside Super Neighborhood boundaries to be represented, either through new or existing organizations.

Article V. -Council Seats

Section 5.1 - A person must be a designated stakeholder representative of the group they represent.

Section 5.2 - The number of seats and the way they are elected may be amended in the same manner as the by-laws may be amended. These by-laws may be amended on an as-needed basis by resolution in writing, presented, at a meeting of the Sunnyside SN, read, and approved by the SN Council at two (2) consecutive meetings at which a quorum is present at each meeting.

Section 5.3 - Each group, organization, or entity with a seat on the Super Neighborhood Council shall be allowed one vote, which shall be cast by the stakeholder representative, or in his/her absence, by the designated alternate.

Section 5.4 - The "SUNNYSIDE SUPER NEIGHBORHOOD (#71) consists of the following **11** seats, with each having one vote. These representative organizations/stakeholders are for the purposes of initiating the Super Neighborhood Council and by-laws and shall not be construed as limiting the number of representatives/stakeholders eligible to participate. **Each organization shall have one (1) vote on the council.**

<u>Organization</u>	<u>Number of Seats</u>	<u>Classification</u>
Community Organizations	1	Arts, STEM, Legal, Agriculture, Finance, Safety, & Environmental
Churches	1	Faith-Based
Businesses	1	Business
Education Providers	1	Educational
Non-Profit	1	Non-Profit
The Official Sunnyside Civic Club	1	Civic Club
Brookhaven Civic Club	1	Civic Club
East Sunny Side Court Sec III and Southland Acres Civic Club	1	Civic Club
Greater Sugar Valley, Blueridge, and Reedwood Civic Club	1	Civic Club
We The People Of: Sunnyside Garden/ Bayou Estates	1	Civic Club
At Large	1	Residents, Renters, & HOA Communities

Article VI. - Board

Section 6.1 - The elected Board of the "**SUNNYSIDE SUPER NEIGHBORHOOD (#71)** Board shall be the president, vice-president, 2nd vice-president, and secretary, assistant secretary, correspondence secretary, treasurer and digital experience manager.

Section 6.2 - The president shall preside over all general meetings and any executive committee meetings. The president shall have the authority to conduct meetings and to maintain order. Meetings should have an accepted orderly practice, such as Roberts Rules of Order or a method that promotes order in meetings.

Section 6.3 - The vice-president shall preside at meetings in the absence of the president. This office shall assist the president and shall perform various duties and serve on committees as assigned by the president.

Section 6.5 - The second vice president shall preside at all meetings in the absence of the president and first vice president. This position is optional and not subject to term limits.

Section 6.7 - The secretary and assistant secretary shall keep an accurate record of proceedings of all general meetings, attend to correspondence, act as custodian of current records, and file and maintain up-to-date membership lists and attendance records.

Section 6.8 - The correspondence secretary shall also attend to general correspondence, when applicable, act as custodian of all records, as well as maintain current membership information, including notification of members of time and place of meeting, and maintain attendance records.

Section 6.9 - The treasurer shall keep an up-to-date record of all financial transactions, receive all money, and deposit funds in the bank. This officer shall disburse money as authorized by the Board. The treasurer shall present a report of finances at each general meeting of the Board. Checks disbursed shall contain the signatures of two of the following: president, or vice president, and the treasurer. The treasurer shall submit the books and records to the Audit Committee when asked. He or she shall not serve as a member of the Audit Committee.

Section 6.10 – The digital experience manager shall keep the website up-to-date, manage social media accounts, create marketing materials, and ensure that hybrid meetings can be conducted.

Section 6.11 - All board members, excluding the president and the treasurer of the initial Council, shall be elected to two year staggered terms at the regular November meeting by quorum of the members of the Council. The president and the treasurer will serve one-year initial terms, followed by two-year terms, thereof. Officers shall be installed at the first general meeting in January of each year.

Section 6.12 - Any officer, who fails to meet the obligations and responsibilities of their office, may be removed from office by a two-thirds majority vote of the Super Neighborhood Board. The removal process will consist of 3 verbal or written documented notices of infractions and opportunities granted to correct.

Section 6.13 Voting- Votes will operate with a quorum of the officers and a majority vote by the membership in attendance. Posting (email, social media, and bulletin locations in churches, schools, and public spaces) an agenda for general circulation is recommended. Quorum: shall consist of two-thirds of the members identified in Article IV. Establishing a quorum number or simple majority number should be confirmed.

Article VII – Elections

Section 7.1 - Elections shall be held every two years starting in 2023. Board members shall be elected at the November general meeting at the end of the Officers' 2 -year term. Newly elected officers shall be installed at the January general meeting in the following year.

Section 7.2 - No member shall hold more than one (1) office at a time.

Section 7.3 - Any vacancy in an office shall be filled by a special election. Election notices must be posted 30 days prior to the election.

Section 7.4 - Officers shall be limited to serve two (2) successive terms in one position, if agreed upon by a simple majority of the board & delegation.

Section 7.5 – Election process should include making the public aware by posting via online, email, and local bulletins. The election will be announced at a stakeholder meeting and 30 days after the announcement at the following stakeholder meeting, elections will be held.

Section 7.6 -All Board members shall be elected by a simple majority quorum (see definitions) of the Board and Council.

Section 7.7 - A vacancy in an office shall be filled by a special election, unless there are additional officers referred to as “second” and “third”. Officers elected to fill vacancies shall assume office at the first general meeting following the special election and shall hold office until the next regular election of officers.

Section 7.8 - A quorum of the Eligible Voters must be present before the election commences. The quorum must remain present throughout the election process.

Section 7.8.2 – The result of the election shall be decided by a simple majority in favor of a candidate on the Nominating Committee’s proposed slate for each office.

Section 7.8.3 – “Eligible Voters” shall be current Board Members and delegates of the Super Neighborhood Council listed in Article 5 at the time of the election. Eligible Voters may vote for members included on the Nominating Committee’s proposed slate of candidates. Eligible voters shall record their vote in writing and submit their ballot to the Ballot Counters.

Section 7.8.4 – The “Ballot Counters” shall be the Secretary and a member of the Nomination Committee. The Ballot Counters shall be responsible for collecting and counting Eligible Voter’s written ballots. The Ballot Counters will then read the vote count aloud without declaring the result of the election.

Article VIII – Special Elections

Section 8.1 – In the event a Board Member withdraws from service, is removed from office under Section 6.12, or a vacancy otherwise arises, the position shall be filled through a Special Election.

Section 8.2 – Special Elections shall be called by the President, or, in the event the Office of the President is the relevant vacancy, then by the next most senior occupied Office. At the first general meeting where a vacancy exists, the President, or next most senior Officer in the event the presidency is vacant, shall open the floor for nominations to the general body. At the second general meeting after the vacancy, Secretary shall present the Board with a proposed slate of candidates to fill the vacancy. At the third general meeting after the vacancy the Special Election shall occur. The Special Election shall follow the procedures identified in Article 7.

Section 8.3 – An officer elected to fill a vacancy through Special Election shall assume the office at the first general meeting following the special election and shall hold office until the next regular election for that Office.

Article XI - Committees

Section 9.1 - Committees shall be established as the need arises by the President or the Council. There are two types of committees:

- (1) Standing committee
- (2) Special needs committee

Committee chairs can be initiated by a member and ratified by the procedures of committee members and progress reports. Special needs committee members do not all need to be from the council but can be added from the community. The added committee must be approved by the Board

A member that would like to start a committee, shall identify a need, get a minimum of three members to join your committee, write out the purpose, process, projected timeline of completion, and intended outcome for your committee. Once completed, it should be submitted to the secretary, and have monthly written reports. The committee chairperson shall appoint or enlist committee members.

Section 9.2 - The officers of the Super Neighborhood will nominate and vote for committee chairpersons

Article X – Meetings

Section 10.1 - The general meeting of the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) Super Neighborhood #71 shall be held on the 4th Thursday of each month at a time and place to be designated by the Super Neighborhood Board. A total of 4 meetings per year are required. All Super Neighborhood Council activity will be conducted in open meetings where community stakeholders may observe discussions and participate under defined circumstances. Meetings may be conducted in the following manners: in person, by phone, or in a hybrid manner using Teams, Zoom, or any other video conferencing software agreed upon by the board.

Section 10.2 - In the event that the general meeting falls on a legal holiday, the time and date of the general meeting shall be set by the president at the preceding general meeting with the consent of the Board.

Section 10.3 - A simple majority of the duly designated Super Neighborhood Council members present shall constitute a quorum for the transaction of business at a general meeting.

Section 10.4 - Super Neighborhood-at-large residents/stakeholders may participate via meetings open to the public and will be notified of decisions through their participating organization.

Section 10.5 - An individual wishing to address the Super Neighborhood Council shall sign a "Speakers List" prior to the meeting and shall be allowed three (3) minutes to speak.

Section 10.6 - The Annual meetings shall be held in January of each year and shall include year-end financial reports, installation of new officers and any other organizational business that shall arise. (Saturday may be amended)

Section 10.7 - All council activities will be conducted in open meetings, where all residents and stakeholders may observe and participate under defined circumstances. Example, speaking for a designated amount of time at a meeting. Members will be responsible for getting a copy of the minutes from the secretary for discussion at their local civic association.

Section 10.8 – The board reserves the right of removal of hostile delegates seeking to distract and prevent normal proceedings of the agenda.

Section 10.9 - If any stakeholder feels they are not represented on the Council by any of the Active and Participating Stakeholder Organizations, such stakeholder may petition the Council to evaluate their grievance and the Council shall consider the petition and may, within its discretion, take any action it deems appropriate.

Article XI - Non Profit Status

Section 11.1 - The SUNNYSIDE SUPER NEIGHBORHOOD is organized exclusively for charitable, civic educational cultural, affordable housing and general community improvement, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and (including the publishing or distribution of statements) any political office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporations exempt from federal income tax under section of any future federal tax code, or (b) by a corporation to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of sections 501 (c) (3) of the Internal Revenue Code, or corresponding section of and future federal tax code, or shall be distributed to the federal government. Or a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by the Court of Common Pleas of the County in which the principal office of the corporations then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are

organized and operated exclusively for such purposes.

Article XII. – Definitions

The following definitions pertain to terms contained within these Bylaws and language used in meetings:

“Active and Participating Stakeholder Organizations” shall refer to those groups, communities, and/or organizations listed in Section 5.4 (attached hereto and incorporated herein by reference), which are recognized by the Council as representing the interests of a common group of stakeholders. Each Active and Participating Stakeholder Organization is encouraged by the Council to appoint a delegate in accordance with these Bylaws to represent their community or organization on the Council.

“Delegate” shall refer to the individual(s) appointed by an Active and Participating Stakeholder Organization to represent the stakeholders within such Active and Participating Stakeholder Organization on the Council. An “alternate delegate” may also be appointed to fulfill the responsibilities of their delegate in his or her absence. For the avoidance of doubt, only Active and Participating Stakeholder Organizations may have delegates; an individual stakeholder may not represent himself or herself.

“Homeowners’ Association” or “HOA” shall refer to the governing body of a residential development or complex.

“long term” renters- individuals who have lived in a rental unit for 12 months or more and can produce a lease agreement.

“Simple Majority Vote” -50 percent plus one of the full Board. It refers to a simple majority of full Board seats, not just of those Board members present for the vote.

“Stakeholders” shall refer to the residents, long-term renters, businesses, and other organizations situated in and owning property within the Super Neighborhood. Stakeholders will be able to participate in the affairs of Super Neighborhood #71 but will have no individual voting rights, except to the extent provided herein.

“Super Neighborhood” or *“Super Neighborhood #71”* shall refer to the conglomeration of smaller, contiguous communities grouped together that are located within the boundaries set forth in Article II above.

“Super Neighborhood Action Programs” or *“SNAP”* shall refer to the action plans developed by the Super Neighborhood and its Council to address issues affecting the community.

“Super Neighborhood Council” or *“Council”* shall refer to the group of delegates appointed in the manner stated in these Bylaws to represent the stakeholders of the Super Neighborhood. The makeup and voting authority of the Council is set forth in subsequent provisions herein.

“Quorum” means a majority of the delegates entitled to vote (more than half the votes).

“TIRZ” means Tax Increment Reinvestment Zone. Tax Increment Reinvestment Zones (TIRZs) are special zones created by City Council and regulated by the State to attract new investment in an area. TIRZs help finance costs of redevelopment and encourage development in areas that would otherwise not attract sufficient market development in a timely manner. Taxes attributable to new improvements (tax increments) are set-aside in a fund to finance public improvements within the boundaries of the zone.

Article XIII. -Procedures

Section 13.1 - "Robert's Rules of Order Shall be the guide for procedure in all points of order not covered by the By-laws

Article XIV. - Amendment of By-Laws

These By-laws may be amended as needed basis by resolution in writing, presented at a meeting of the "SUNNYSIDE SUPER NEIGHBORHOOD (#71) Council, read and approved by the Super Neighborhood Board and members at two consecutive meetings at which a quorum is present at each meeting, then accepted by a majority vote of the membership.

ARTICLE XV. ADOPTION

At a meeting of members at which a quorum was present, August 3, 2023

These By Laws were revised and adopted by SUNNYSIDE SUPER NEIGHBORHOOD (#71) Super Neighborhood Council on _____.

Members present and signing the By-Laws were:

_____	_____
_____	_____
_____	_____
_____	_____

Appendix

Super Neighborhood #71 Boundaries

