

# **RRNN BYLAWS**

*As amended by the General Membership March 11, 2020*

## **ARTICLE I – NAME**

Section 1. The name of the organization will be Round Rock New Neighbors (RRNN).

## **ARTICLE II – PURPOSE**

Section 1. The purposes of the RRNN are to provide an opportunity for friendship with residents in the Round Rock area and to promote various activities through which residents can become better acquainted with the social and civic opportunities that the Round Rock area has to offer. RRNN will be non-profit and self-governing.

## **ARTICLE III – MEMBERSHIP AND DUES**

Section 1. The membership of the RRNN will consist of residents of Round Rock and the surrounding areas whose dues are current.

- A. RRNN's fiscal year shall be June 1 through May 31.
- B. The membership year for members will begin on the date the membership form and dues payment are received by the Membership Chair either online or through the printed membership form.
- C. Membership rules may be waived by the Board on an individual basis.
- D. No distribution or reproduction of any kind, printed or downloaded, of the membership directory is authorized. The Directory cannot be used for solicitation purposes or personal gain by RRNN members.

## Section 2. Dues.

- A. The amount of annual dues will be set by the Board.
- B. A timely reminder of renewal due date and payment will be sent to the members.
- C. Memberships not renewed within twenty-one (21) days of their due date are considered expired and all membership rights and privileges will cease.
- D. Only members who have paid their dues will be listed in the Member Directory.
- E. Dues are non-refundable, unless otherwise ordered by the Board.

## **ARTICLE IV – MEMBERSHIP MEETINGS/VOTING**

### Section 1.

- A. General Membership meetings will be held on the second Wednesday of the month from September to May inclusive, unless otherwise ordered by the Board. Special meetings may be called by Board vote. Membership business/voting may be conducted electronically.
- B. Business conducted at General Membership meetings will include, but not be limited to, budget approval and election of Officers.
- C. Twenty percent (20%) of membership will constitute a quorum for membership vote: a simple majority of those members attending is needed for passage of any action. In case of a tie, the President will vote to break the tie. These requirements also apply to electronic voting.
- D. Notice of General Membership meetings will be communicated to membership at least two (2) weeks in advance.

## **ARTICLE V – THE BOARD/BOARD MEETINGS**

Section 1. The voting members of the Board consist of the elected Officers, the Auxiliary Chairs, and the Past President.

Section 2. The Board will consist of the following:

- A. The elected Officers are President, First Vice President – Membership, Second Vice President – Programs, Third Vice President – Luncheons, Treasurer, and Secretary.
  - 1. Adding or eliminating an Officer will require general membership approval.
  - 2. Officer duties will be defined by the Board.
- B. Auxiliary Chairs (Aux Chairs). These appointed positions are considered essential to the continuity of RRNN and its activities.
  - 1. Adding, eliminating, or reclassifying to committee status an Aux Chair position will require Board approval. Reclassifying an Aux Chair position to Officer shall require membership approval.
  - 2. Aux Chair positions and duties will be defined by the Board.

Section 3. A Board position may be shared by two (2) or more members. When a position is shared, it will be counted only once toward Board meeting quorum and only one (1) vote per position will be counted.

Section 4. Board Meetings. The Board will consider, transact, and promote the business of the RRNN.

- A. The Board will meet each month from September to May. The President will call Board meetings during the summer months as necessary. Special meetings may be called at the request of three (3) Board members. Board business/voting may be conducted electronically.

- B. One-third (1/3) of the number of Board positions may be represented at a Board meeting for the transaction of business; a simple majority vote of those positions present will approve or disapprove a resolution. In case of a tie, the President will vote to break the tie. These requirements also apply to electronic voting.
- C. A Board member who fails to attend two (2) consecutive Board meetings without prior notification may be asked to resign the office.
- D. Notice of Board meetings will be communicated to the general membership in advance.
- E. Any RRNN member may attend the Board meeting, but will not have voting privileges.

## **ARTICLE VI – BOARD MEMBERS’ ELECTION/APPOINTMENT**

### Section 1. Officers.

- A. Officers will be elected annually in April for a one (1) year term.
- B. Generally, the newly elected Officers will be installed at the May general meeting, however, installation is not required. Elected Officers will assume their duties upon installation, or as otherwise agreed with the outgoing Officers.
- C. Officer candidates will have been a member in good standing for at least three (3) months.
- D. A member may be nominated to an Officer position in which they have already served, but may not serve more than two (2) consecutive years in the same office without Board approval.
- E. An Officer may hold more than one Board position at the same time.

- F. In the case of a vacancy, the Board will decide whether to appoint a member to fill the vacated Officer position, except for the President. In this case, the First Vice President will become President: if the First Vice President declines, the Second Vice President will become President; and so on.
- G. The Board may appoint additional member(s) to share an Officer position.
- H. Any member appointed to fill an Officer position will serve the remainder of the current term.

## Section 2. Auxiliary Chairs (Aux Chairs).

- A. Aux Chairs will be appointed by the Board.
- B. Aux Chairs will assume their duties at the conclusion of the May General Membership meeting, or as otherwise agreed with the outgoing Aux Chairs.
- C. If the Board fills a vacant, or new, Aux Chair position or appoints an additional member to share an Aux Chair position, that person will serve the remainder of the vacated year.
- D. Aux Chairs will have been a member in good standing for at least three (3) months.
- E. An Aux Chair may hold more than one Board position at the same time.
- F. There will be no term limits for Aux Chairs.

## Section 3. Nominating Committee (Officers and Auxiliary Chairs).

- A. By the end of January each year, the President or the Board will appoint at least one (1) member to serve on the Nominating Committee from the Board and at least two (2) from the general membership. The Board will appoint the Chair.
- B. The Nominating Committee will announce to the membership that they are seeking a slate of officers.

- C. The Nominating Committee will prepare a slate of Officers and Aux Chair(s) candidates and will verify that such candidates will consent to serve if elected/appointed. Members of the Nominating Committee may be candidates for office.
- D. The slate of Officers candidates will be communicated to members at least two (2) weeks prior to membership vote.
- E. The Nominating Committee will distribute to interested and prospective candidates a written description of the jobs associated with a position.

#### Section 4. Officer Election.

- A. The slate of Officer candidates will be presented at the April General Membership meeting. Nominations may be made from the floor, providing the person nominated gives consent.
- B. Election of Officers will take place immediately upon the close of nominations. The vote will be by acclamation unless there is more than one candidate for a particular office; then the vote will be by paper ballot.

### **ARTICLE VII – OTHER RULES OR GUIDELINES**

Section 1. The Board may approve other rules or guidelines not covered in these bylaws; they will be made available to the membership at least annually.

### **ARTICLE VIII – NON-VOTING BOARD COMMITTEES**

Section 1. Standing and/or Ad Hoc Committees may be created or eliminated by the Board at any time. A Standing Committee is designed to be ongoing/continual. An Ad Hoc committee is designed to be a one-time and/or short-term.

Section 2. Committee names and duties will be determined by the Board.

Section 3. Committees may contain one or multiple members. The Board will appoint the Chair.

Section 4. Committees will make reports to the Board as needed or when requested by the Board.

## **ARTICLE IX – PARLIAMENTARY PROCEDURE**

Section 1. RRNN business will be conducted using the then current version of Roberts' Rules of Order as a parliamentary procedure guideline.

## **ARTICLE X – AMENDING BYLAWS**

Section 1. A vote by the general membership to amend RRNN bylaws may be taken, provided membership is notified at least two (2) weeks prior to the vote.

## **ARTICLE XI – DISBANDING**

Section 1.

- A. A vote by the general membership to disband RRNN may be taken, provided membership is notified at least two (2) weeks prior to the vote.
- B. If the general membership votes to disband, distribution of all remaining monies will be determined by general membership at that time.