

**CENTRAL NORTHWEST
SUPER NEIGHBORHOOD COUNCIL
BY-LAWS**

Article I. – Name

The name of the Council shall be the **Central Northwest** Super Neighborhood Council.

Article II. – Boundaries

The **Central Northwest** Super Neighborhood is generally bounded by **I-610 (North Loop) to White Oak Bayou to Reliant Energy power line to Mangum Rd. as southern boundary; US 290 (Northwest Frwy) to Lumberdale as western boundary; Cole Creek to BNSF railroad line to north portion of Candlelight Oaks to White Oak Bayou to Pinemont as northern boundary; and North Shepherd Dr. to BNSF railroad line to Yale as eastern boundary.**

Article III – Definitions

The following definitions pertain to terms contained within the **Central Northwest** Super Neighborhood By-Laws:

Super Neighborhood – shall refer to the conglomeration of smaller, contiguous communities grouped together that fall within the boundaries set forth in Article II above.

Super Neighborhood Council -- shall refer to the group of delegates appointed in the manner stated in these By-Laws to represent the stakeholder organizations existing within the Super Neighborhood boundaries cited in Article II above. The make-up and voting authority of the Council is set forth in subsequent provisions herein.

Stakeholders -- shall refer to the residents and/or organizations situated in and owning property within the Super Neighborhood boundaries cited in Article III above, including but not limited to, civic associations, non-profit organizations, faith-based institutions, school districts, and /or businesses.

Active and Participating Stakeholder Organizations – shall refer to those stakeholder organizations appointing a delegate in accordance with these By-Laws to represent their community or organization on the Super Neighborhood Council.

Delegate – shall refer to the individual(s) appointed as designated stakeholder representative(s), in the manner set forth in these By-Laws.

Quorum – a quorum of the Council shall consist of one-third (1/3) of the duly designated Council delegates.

Article IV Purpose

Section 4.1 – The **Central Northwest** Super Neighborhood Council is organized for charitable, civic, educational, cultural, and general community improvement purposes, including one or more of the purposes specified in Section 501(c)(4) of the Internal Revenue Code, or corresponding section of any future federal tax code. An application may be filed with the Internal Revenue Service for the 501(c)(3) or 501(c)(4) non-profit status, if and when so determined by the Council. The general purpose and power of the non-profit corporation, once established, 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.

Section 4.2 -- The general purposes for which this Council is organized shall be to promote the civic betterment and social welfare and well-being of those residents, business and property owners, and other stakeholder groups within the boundaries of the Super Neighborhood, and to promote and engage in activities for the use and benefit of all stakeholders within the Super Neighborhood, including but not limited to, (i) to seek a consensus and provide citizens with opportunities to advise the Houston City Council, Mayor's Office and other entities on issues important to the Super Neighborhood; (ii) undertake a wide range of neighborhood improvement projects determined by the members; and (iii) with cooperation from the City of Houston, identify and develop solutions to mutual problems, and develop Super Neighborhood Action Plans (SNAP) to address them.

Article V – Membership

Section 5.1 - The Central Northwest Super Neighborhood Council shall be governed by a Council composed of the duly designated delegates of eligible organizations such as civic associations, non-profit organizations, faith-based institutions, school districts, and /or businesses that are stakeholders in the Central Northwest Super Neighborhood area.

Section 5.2 - Participation in the Central Northwest Super Neighborhood Council shall not be limited by the imposition of membership requirements or fees either by the Super Neighborhood Council or participating organizations.

Section 5.3 - The Central Northwest Super Neighborhood 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 5.4 - It shall be the right of any stakeholder within the super neighborhood to be represented, either through new or existing organizations.

Article VI – Council Seats

Section 6.1 - A delegate to the Council must be a designated stakeholder representative of the organization they represent. All residential delegates shall live within and/or own residential property within the boundaries of the Super Neighborhood.

Section 6.2 - The number of seats and the manner in which they are elected may be amended in the same manner as the by-laws may be amended.

Section 6.3 – Each stakeholder organization or entity with a seat on the Super Neighborhood Council shall be allowed one vote which shall be cast by the stakeholder delegate, or in his/her absence, by a designated alternate. Each represented stakeholder on the Central Northwest Super Neighborhood Council shall provide the Council an authorization letter indicating their elected/appointed delegate and alternate delegate(s).

Section 6.4 – The Central Northwest Super Neighborhood Council shall initially consist of the following active and participating stakeholder organizations, each having one vote on all matters brought before the Council:

{See Exhibit A}

Article VII – Officers

Section 7.1 - The elected officers of the **Central Northwest** Super Neighborhood Council shall be the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer. The Executive Committee shall constitute the elected officers of the super neighborhood council.

Section 7.1.1 – The Executive Committee shall schedule and convene Super Neighborhood Council meetings and between meetings of the Council, act in its behalf to approve and set policies, evaluate projects, communicate with City government and City Council members, communicate with the Super Neighborhood Liaison, promote participation in City governance, and establish committees to carry out these and other functions as needed.

Section 7.2 - 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.

Section 7.3 – The Vice-President shall preside at meetings in the absence of the President. This office shall assist the President and shall perform various duties.

Section 7.4 - The Recording Secretary shall keep an accurate record of proceedings of all meetings, act as custodian of current records, and file and maintain up-to-date membership lists and attendance records, including any lists or records generated through email and other computer-based sources.

Section 7.5 - The Corresponding Secretary shall review and attend to all in-coming and out-going correspondence of the Council, including correspondence generated through e-mail and other computer-based sources, and shall assume the duties of the Secretary in his or her absence.

Section 7.6 - 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 Council. The Treasurer shall present a report of finances at each general meeting of the Council. Checks disbursed shall contain the signatures of two of the following: President, or Vice- President, and the Treasurer.

Section 7.7 - All officers, excluding the President and the Treasurer of the initial Council, shall be elected to a one-year term at the regular _____ meeting by a quorum of the members of the Council. The initial President and Treasurer will be term-limited to one (1) two-year term. Officers shall be installed at the first general meeting in _____ of each year.

Section 7.8 - All officers shall be elected to one (1) year terms at the regular Annual Meeting by a quorum of the members of the Council.

Section 7.9 - Officers shall be limited to serve two (2) successive terms in the same position.

Section 7.10 - All officers shall be elected by a simple majority quorum of the Council.

Section 7.11 - A vacancy in an office shall be filled by a special election by a quorum of the members of the Council. 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 7.12 - Any officer, who fails to meet the obligations and responsibilities of their office may be removed from office by a two-thirds (2/3) majority vote of the Super Neighborhood Council.

Article VIII Committees

Section 8.1 – Committees shall be established as the need arises by the Council.

Section 8.2 – The Council members shall appoint the committee chairperson. The committee chairperson shall be a delegate of the Council.

Section 8.3 -- Committee members need not be Council members, however, they must be a stakeholder, a representative of a stakeholder organization or potential stakeholder organization, and must be approved by the Executive Committee.

Article IX Meetings

Section 9.1 - The general meeting of the Super Neighborhood Council shall be held at a time and place to be designated by the Council. A quorum is required for the transaction of business at a general meeting. **All Super Neighborhood Council activity will be conducted in open meetings where community stakeholders may observe discussions and participate under defined circumstances.**

Section 9.2 - 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 Council.

Section 9.3 – An individual wishing to address the Super Neighborhood Council shall sign a “Speakers List” at the beginning of the meeting and shall be allowed three (3) minutes to speak.

Article X – Procedures

The most current edition of “Robert’s Rules of Order” shall be the guide for procedure in all points of order not covered by the By-laws.

Article XI – Amendment of By-Laws

These By-laws may be amended from time to time on an as needed basis by resolution in writing, presented at a meeting of the **Central Northwest** Super Neighborhood Council, read, posted, and approved by a two-thirds (2/3) majority vote at the general meeting at which a quorum is present.

Exhibit A

Attached as part of the Central Northwest Super Neighborhood Council Bylaws (Sec. 6.4)

Part I

Civic Organizations:

Garden Oaks -- one (1) vote
Garden Oaks Plaza -- one (1) vote
Shepherd Forest -- one (1) vote
Shepherd Park Plaza -- one (1) vote
Candlelight Plaza -- one (1) vote
Candlelight Oaks -- one (1) vote
Mangum Manor -- one (1) vote
Ella Lee Forest -- one (1) vote
Candlelight Oaks Village -- one (1) vote
Candlelight Estates HOA (Sec. 2 -4 & Candlelight Woods) -- one (1) vote

Note: Highlighted are the stakeholder organizations that have fully committed to be a participant on the Central Northwest SN Council.

Part II

At-Large Residential Seats:

Area #1 (N. Shepherd Dr. – Ella Blvd.) -- one (1) vote
Area #2 (Ella Blvd. – White Oak Bayou) -- one (1) vote
Area #3 (White Oak Bayou – US 290) -- one (1) vote

At-Large Educational Seat:

Public Schools -- one (1) vote
Private Schools -- one (1) vote

Faith-Based Seat:

At-large institution -- one (1) vote

Business Seat:

North Shepherd Area Business Association -- one (1) vote

Non-profit seat:

At-large non-profit -- one (1) vote

The above 3 at-large residential seats, 2 at-large educational seats, at-large non-profit seat, and at-large faith-based seat need assigned delegates.