

**COLONIAL VILLAGE NEIGHBORHOOD ASSOCIATION
Lansing, Michigan**

BYLAWS

**Adopted August 19, 1998
Revised October 19, 2005**

Name:

The name of this organization shall be the Colonial Village Neighborhood Association (CVNA).

Purposes:

- A. To contribute to the community by supporting and initiating activities beneficial to the neighborhood, City of Lansing, and society in general.**
- B. To work cooperatively in solving problems affecting the health, safety and general welfare of CVNA residents.**
- C. To establish effective communication links among CVNA residents, local governments, state government, and community organizations.**

Article 1 – Organization

Section 1: Officers – CVNA shall have a President, Vice President, Secretary, Treasurer and three Neighborhood Area Representatives. These officers shall be elected and shall serve until successors are elected.

Section 2: Duties of Officers

- A. President: shall preside at general membership and Board of Directors meetings; shall deposit checks and shall sign checks in the absence of the Treasurer; shall have the authority to co-sign checks issued by the association in excess of \$200.**
- B. Vice President: Shall assume the executive duties in the absence of the President; shall sign checks in the absence of the Treasurer and President; shall have the authority to co-sign checks issued by the association in excess of \$200.**

CVNA BYLAWS

Page 2

- C. Secretary: shall record minutes of all CVNA meetings; assume correspondence duties as required; maintain such files and records as requested by CVNA.**
- D. Treasurer – shall receive and deposit all funds to the CVNA account; shall be authorized to sign checks on behalf the CVNA. Any checks over \$200 shall require a co-signer. Any checks over \$1,000 must be approved by vote of the CVNA members at a General Membership meeting.**
- E. Neighborhood Area 1 Representative – represents the members of the CVNA Area 1 and is the main contact for members in that area (see attached map).**
- F. Neighborhood Area 2 Representative – represents the members of the CVNA Area 2 and is the main contact for members in that area (see attached map).**
- G. Neighborhood Area 3 Representative – represents the members of the CVNA Area 3 and is the main contact for members in that area (see attached map).**

An Area Representative need not live in the area he/she represents; however, preference will be given to a candidate who does reside in the area.

Section 3: Board of Directors – shall be the seven officers named in Article 1, Section 1.

Section 4: Duties of the Board of Directors – shall act for the CVNA between general membership meetings and shall have all powers to do so but shall give a report of their actions at the next general membership meeting.

CVNA BYLAWS

Page 3

Section 5: Liability:

A. Director and Officer Liability - The personal liability of a volunteer director or volunteer officer to the CVNA or its members for monetary damages for breach of the director's or officer's fiduciary duty is eliminated to the fullest extent possible as permitted by Section 209 of the Michigan NonProfit Corporation Act being MCL 450.2209(c). This provision does not eliminate or limit the liability of a director or officer for any of the following:

- a) Breach of the director's or officer's duty of loyalty to the CVNA or its members.**
- b) Acts or omissions not in good faith or that involve intentional misconduct or a knowing violation of law.**
- c) A violation of Section 551(1).**
- d) A transaction from which the director or officer derived an improper personal benefit.**
- e) An act or omission occurring before the effective date of the provision granting limited liability.**
- f) An act or omission that is grossly negligent.**

B. CVNA's Liability – The CVNA assumes all liability to any person other than the CVNA or its members for all acts or omissions of a volunteer director incurred in the good faith performance of the volunteer director's duties to the fullest extent possible as permitted by Section 209 of the Michigan NonProfit Corporation Act being MCL 450.2209 (d).

Section 6: A CVNA Board of Directors member is not permitted to use his/her office-holder title in any manner or capacity not directly related to his/her official duty.

CVNA BYLAWS

Page 4

Article II – Membership

Section 1: Members – a member is any person 18 years of age or over who resides in, owns property, or operates a business within the following boundaries:

**M.L.K. Blvd. to the East
Mt Hope Ave. to the North
Pleasant Grove Rd. to the West
Holmes Rd. to the South**

See attached map.

Article III – Meetings

Section 1: The general membership and Board of Directors meetings shall be held at such time and place as may be designated by the Board of Directors. Special meetings may be called for any reason at the request of three members of the Board of Directors or upon request by ten other members of CVNA; at least 24 hours notice shall be given, either by phone or in person, before a special meeting can be held.

Section 2: Quorum – A quorum shall be considered if at least ten (10) general association members and four (4) of the seven Officers are present. Elections and other decisions made by the general membership shall only be valid when made with a quorum present.

Section 3: Decorum:

The purpose of the Colonial Village Neighborhood Association (CVNA) is to discuss CVNA business affecting the CVNA, its members, and the CVNA community, and not to deal with individual personalities. Consequently, during any CVNA meeting, the CVNA Board of Directors shall not permit a personally-abusive attack upon any person during a presentation, debate or public discussion.

CVNA BYLAWS

Page 5

Nothing herein is intended to limit or restrain negative, positive or neutral comments.

Conduct contrary to the normal presentation of business during a CVNA meeting which disturbs or interrupts the orderly process of the proceeding is a disturbance. No speaker, CVNA Board Member, CVNA member, guest, or any other individual in attendance at CVNA meetings shall make any slanderous, disrespectful, or profane remark which disturbs, or disrupts or otherwise impedes the orderly conduct of any CVNA meeting.

No person in attendance at CVNA meetings shall engage in disorderly conduct, including the utterance of threatening or abusive language, or any other act which disturbs, disrupts, or otherwise impedes the orderly conduct of any CVNA meeting or the presentation of any speaker.

Questions and comments by CVNA members and guests may be restricted to a preset time limit upon vote of a simple majority. Any limit imposed by such vote does not carry forward from one meeting to the next.

Article IV – Elections

Section 1: Elections shall be held at the regular November general membership meeting; at this meeting the general membership shall elect all officers for a one year term. Officers are eligible for re-election. Should any board member not be able to complete his/her term, the Board of Directors shall decide if an election should be called or if a member should be appointed by the President.

Article V – Privacy

Section 1: Personal information regarding members, including but not limited to contact information and phone numbers, shall remain the property of CVNA and can be released only upon approval from the Board of Directors and consent of involved individuals.

CVNA BYLAWS

Page 6

Article VI – Rules

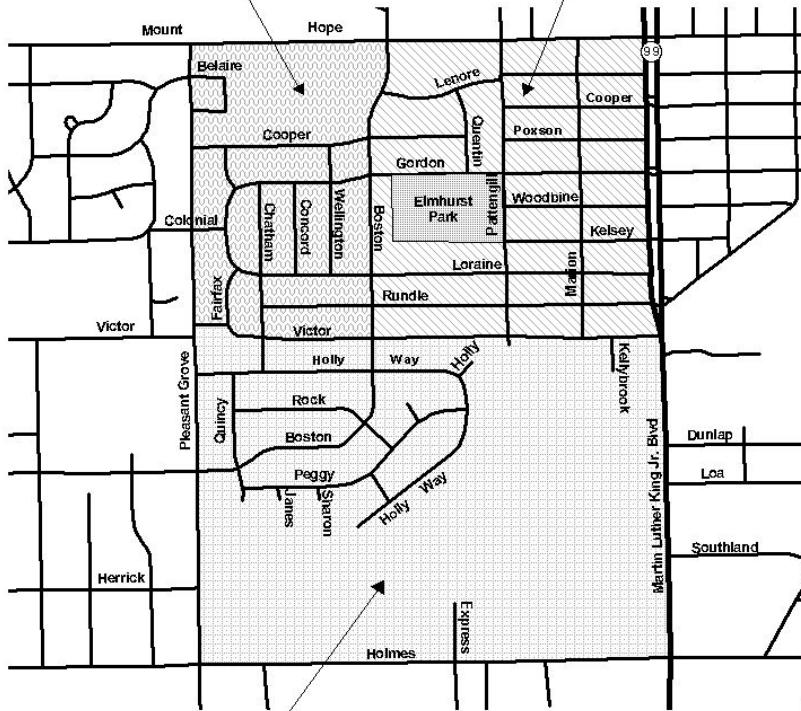
Section 1: Unless otherwise written in these Bylaws, meetings of the CVNA shall be conducted according to Robert's Rules of Parliamentary Procedure.

Article VII – Amendments

Section 1: These Bylaws can be amended in any general membership meeting by a majority of those present and voting. All proposed amendments to these Bylaws must be reviewed at one general membership meeting and may not be voted upon until the next general membership meeting.

Area #2

Area #1



Area #3