

BYLAWS

HISTORIC URBAN NEIGHBORHOODS OF INDIANAPOLIS

ARTICLE I. PURPOSE:

Historic Urban Neighborhoods of Indianapolis (HUNI) is a coalition of Individuals and Neighborhood Associations within. The primary purposes of HUNI are:

- A. To promote historic preservation, neighborhood revitalization and other improvements within Indianapolis' urban neighborhoods.
- B. To provide a forum for the exchange of information, ideas and experiences among Individual and Neighborhood Association members.
- C. Represent member concerns to government officials and other authorities whose actions affect the health, safety, welfare, and quality of life of HUNI's membership.

ARTICLE II. MEMBERSHIP & MEMBERSHIP FEES

There shall be two classes of membership: Neighborhood Association Members (NAM) and Individual Members (IM).

A. Neighborhood Association Members (NAM)

1. Each NAM shall be located within Marion County, have official neighborhood status with the City of Indianapolis, defined geographic boundaries and have ten or more members.
2. Each NAM shall provide HUNI with a current copy of its bylaws, charter or other organizational documents.

If a neighborhood does not meet the requirements of 1 or 2, the neighborhood may petition the HUNI Board of Directors for membership. The President shall appoint a committee to review the application for membership and present a recommendation to the Board of Directors whose decision in the matter shall be final.

3. Each NAM shall select a representative to serve on the HUNI Board of Directions.

If two groups wish to represent one neighborhood, each must petition the HUNI Board of Directors for membership. The President shall appoint a committee to review the application for membership and present a recommendation to the Board of Directors whose decision in the matter shall be final.

4. Each NAM shall be responsible for promptly filling any vacancy which occurs in its position on the Board of Directors.
5. NAM membership fees shall be established by the Board of Directors. In the absence of action by the Board, annual NAM membership fees shall be \$15.00 payable to Indiana Landmarks with HUNI in the memo line by the end of the day of each year's annual meeting or mailed in by March 31th.
Membership fees must be paid in full by March 31th in order for NAMs to remain in good standing.

B. Individual Members

1. IMs must be residents of Marion County.
2. IMs may participate in all programs and activities sponsored by HUNI, including serving on standing and special committees.
3. IM membership fees shall be established by the Board of Directors. In the absence of action by the Board, annual IM membership fees shall be \$5 per person payable to Indiana Landmarks with HUNI in the memo line by the end of the day of each year's annual meeting or mailed in by March 31st. Membership fees must be paid in full by March 31st in order for IMs to remain in good standing.

ARTICLE III. BOARD OF DIRECTORS & VOTING RIGHTS

- A. The Board of Directors shall be comprised of one Director selected each NAM and up to ten IMs in good standing (current year's dues paid) appointed by the President no later than March 31st of each year and shall be subject to approval by majority vote of all NAM representatives on the Board of Directors.
- B. A majority of the total membership of the Board of Directors shall constitute a quorum. Procedural votes require a simple majority.
- C. Adoption of any position statements must be made through a two thirds majority.
- D. Directors must be present in order to vote on any business coming before the board. IMs not serving on the Board shall have not voting rights.

ARTICLE IV. FINANCIAL OBLIGATIONS

HUNI shall have the right to solicit and receive funds: however no member shall have the right to incur debt for which HUNI shall be responsible. HUNI programs and activities may be funded by voluntary contributions from NAMs and IMs.

ARTICLE V. OFFICERS

Officers shall consist of a President, Vice President, Secretary and Treasurer who shall be elected by the Board of Directors at the Annual Meeting in February. The Officers shall be voting members of the Board of Directors. Any NAM Director elected as an officer may resign his position as neighborhood representative, filling the vacancy with an additional representative from the Neighborhood Association in accordance with their procedures for filling such vacancies.

A. Election, Terms & Vacancies

1. A slate of candidates willing to serve will be proposed with nominations accepted from the floor during the Annual Meeting. The highest ranking outgoing officer or Director shall preside over the elections.
2. All officers shall be elected for a term of three years. If there are two or more candidates for an office, the election shall be by secret ballot. Voting shall continue with the candidate(s) receiving the least votes being dropped until balloting yields a candidate receiving a minimum of 51% of the vote.

3. Vacancies in the offices of Vice-President, Secretary and Treasurer shall be filled until the next Annual Meeting by Presidential appointment subject to approval by the Board of Directors. Vacancy in the office of President shall be filled until the next Annual Meeting by a special election conducted by the Board of Directors in accordance with the balloting procedures referenced in Section A-2 above.

B. Officer Responsibilities

1. President: The President shall serve as chairperson of the Board of Directors and spokesperson for the organization. The President shall represent HUNI as a member of Endangered Places Board of Indiana Landmarks.
2. Vice-President: The Vice-President shall carry out the duties and responsibilities of the President in the absence of the President.
3. Secretary: The Secretary shall keep minutes of all meetings and maintain the membership roster.
4. Treasurer: The Treasurer shall be an employee of Indiana Landmarks and the custodian of all funds collected and shall make a complete financial accounting at the end of each fiscal year.

ARTICLE VI. MEETINGS

A. Annual Meeting & Elections

The Annual Meeting of HUNI shall be held in the month of February each year at a time and place determined by the Board of Directors. The purpose of this meeting shall be to elect officers, constitute committees and set goals for the coming year.

B. Board of Directors Meetings

Unless otherwise decided, regular meetings of the Board of Directors shall be held on the first Thursday of the 2nd month of each quarter at a time and place determined by the Board. Notice of regular meetings shall be mailed to each Director at least one week in advance of each meeting. (Meeting months: February, May, August, November).

C. Absentee Ballots

No votes may be cast at any HUNI meeting by absentee ballot or proxy.

D. Special Meetings

A special meeting may be called by the President or upon request of at least one-third of the Board of Directors.

ARTICLE VII. SPECIAL & STANDING COMMITTEES

A. Ad-Hoc Committees may be established by the President or Board of Directors as the need arises. Committee chairpersons shall be appointed by the President, subject to approval by the Board of Directors. Committee chairpersons are free to constitute

the membership of their own committees, provided that a majority are HUNI members. These rules shall also apply to Standing Committees.

B. The Board of Directors may supervise the establishment and work of the Standing Committee.

C. Editorial Board. The Editorial Board is a standing committee set up to maintain the organization's website. The EB shall be comprised of a chairperson and at least one other person, not including the professional website administrator. The President shall appoint members to serve on the EB.

ARTICLE VIII. AMENDMENTS

These bylaws may be amended by a two-thirds vote of the Board of Directors at any regular meeting, provided the proposed amendment is first mailed to each Director at least two weeks prior to the meeting when the vote occurs.

Prepared: 1/12/86
Revised: 2/3/87
Adopted: 2/3/87

Revised: 8/30/90
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Adopted: 10/2/90

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Adopted 12/3/92

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