

# Strachauer Park Neighborhood Association (SPNA) BYLAWS

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## **ABOUT THE STRACHAUER PARK NEIGHBORHOOD ASSOCIATION**

Serving approximately 310 households and representing a population of approximately 822 residents in the Strachauer Park neighborhood of Edina, the Strachauer Park Neighborhood Association (SPNA) was organized in May of 2014 for the promotion of the neighborhood's welfare. The neighborhood is bounded by the centerline of 60th Street to the North, the centerline of Xerxes Avenue to the East, Hwy. 62 to the South and the centerline of France Avenue to the West. See Exhibit A for a map. The SPNA is a non-partisan organization. The purpose of the SPNA and its governing structure are defined in the organization's Bylaws.

## **STRACHAUER PARK NEIGHBORHOOD ASSOCIATION BYLAWS**

The following Bylaws were adopted at an organizing meeting held at the Edina City Hall on May 19, 2014. All 310 households within the SPNA boundaries were notified of the meeting by official postcard mailing.

### **Section 1.0—NAME**

The name of the Association is the Strachauer Park Neighborhood Association (SPNA).

### **Section 2.0—PURPOSE**

The purpose of the SPNA is to promote a better neighborhood, to promote involvement of residents in decisions made by the Edina City Council and other local government entities, to facilitate communication between SPNA residents and others with an interest in the SPNA neighborhood boundaries, and to represent the interests of all residents and property owners in the SPNA Neighborhood of the City of Edina, Minnesota.

### **Section 3.0—MEMBERSHIP**

Meetings of the SPNA are open to all residents, owners of parcels within and friends of the Strachauer Park Neighborhood. Voting membership in the SPNA is open to all residents, businesses and property owners in the Strachauer Park Neighborhood, who are at least 18 years of age. Any legal entity that owns a parcel may have one membership vote for that parcel.

### **Section 4.0—STEERING COMMITTEE**

Members of the SPNA shall elect a Steering Committee of not less than five active members of the SPNA. The Steering Committee shall plan and conduct all SPNA meetings, take action between meetings on issues identified at the Annual Meeting, and act on time-sensitive matters with the agreement of a majority of its members. The term of office shall be one year and a member of the Steering Committee may be re-appointed to additional terms. When possible, the

Steering Committee with attempt to stagger terms so as to ensure continuity with the committee .

Section 4.1—The Steering Committee may appoint subcommittees as it deems necessary to accomplish neighborhood business.

Section 4.2—The Steering Committee shall appoint one of its members as Secretary to keep minutes of its meetings and all meetings of the SPNA, and shall make such minutes available to SPNA members at the Annual Meeting or upon request.

#### Section 5.0—ANNUAL MEETING

An Annual Meeting of the SPNA shall be held on a date and at a time in October or November to be determined by the Steering Committee. Notice of the date and time shall be emailed, delivered and/or mailed to each residence in the Strachauer Park neighborhood not less than two weeks before the meeting. The business of the Annual Meeting shall be the election of a Steering Committee, discussion of neighborhood issues, and planning of any other neighborhood events.

Section 5.1—The location of the Annual Meeting shall take place at Edina City Hall, unless otherwise determined by the Steering Committee. Any change in the location of an Annual Meeting shall be communicated to all residents pursuant to Section 5.0.

Section 5.2— General or special meetings of the SPNA may be called by the Steering Committee, with notice given in writing, by e-mail, or by telephone to all members of the SPNA. The Steering Committee will attempt to give at least 1 week notice when possible.

#### Section 6.0—VOTING

All actions taken by the SPNA shall be by majority vote of those members present at a meeting. Voting by proxy is not allowed. There are no minimum quorums.

#### Section 7.0—REMOVAL FROM STEERING COMMITTEES

A steering committee member may be removed from office if 4/5 of the Steering Committee votes to remove such member. Upon removal, a new steering committee member shall be appointed by the Steering Committee and will serve the remainder of the vacant Steering Committee member's term.

#### Section 8.0—USE OF THE SPNA NAME

The SPNA name may not be used in connection with a solicitation for a donation—whether financial or in kind—or be used in connection with

another group/organization/event without prior approval of the SPNA Steering Committee.

#### Section 9.0—FLYER DELIVERY

SPNA flyers may be distributed with the approval of the Steering Committee to publicize SPNA meetings, events, or other activities supported by the SPNA. SPNA volunteers will deliver flyers to every household in the Strachauer Park neighborhood.

#### Section 10.0—CONFLICT OF INTEREST

Steering Committee members are responsible for administering the affairs of the SPNA prudently and honestly and for exercising their best care, skill, and judgment for the sole benefit of the SPNA. Steering Committee members shall not use their positions with the SPNA for personal benefit. The interests of the organization must be the first priority in all decisions and actions.

#### Section 10.1—CONFLICT OF INTEREST AND VOTING

Any SPNA member, whether a Steering Committee member or general member, who has received a donation or other benefit from any individual, business, or other entity to be impacted from an impending decision of the SPNA shall recuse himself or herself and shall not vote regarding such a matter.

#### Section 11.0—FIDUCIARY RESPONSIBILITIES

Members of the SPNA Steering Committee should be personally committed to the mission of the organization, willing to volunteer sufficient time and resources to help achieve the organization's mission and to fulfill their fiduciary responsibilities of Duty of Care and Duty of Loyalty, as elaborated in Minnesota law.

#### Section 12.0—AMENDMENT OF BYLAWS

These Bylaws may be amended by a 2/3 vote by residents present at meeting.

#### Section 13.0 – NON-DISCRIMINATION

The SPNA will not discriminate based on race, color, creed, religion, age, sex, sexual orientation, gender expression, marital status, disability, status with regard to public assistance, familial status or national origin in connection to employment, housing and real property, public accommodations, public services, credit, and education.

EXHIBIT A

