

Bylaws of the OLD WEST LAWRENCE ASSOCIATION

Article I--Preamble

Residents of the area of the City of Lawrence, Kansas, bounded on the north by Sixth Street, on the south by Ninth Street, on the east by the alley between Kentucky and Vermont Streets, and on the west by Michigan Street ("Neighborhood"), have formed an organization to preserve, protect, and enhance the historical and aesthetic qualities of this residential Neighborhood.

Article II--Name

The name of the Association is the Old West Lawrence Association (OWLA).

Article III--Membership

1. Any person residing within the Neighborhood, as defined above, 18 years of age or older, shall be a member of the Association.
2. No person shall be excluded from membership because of race, religion, gender, disability, national origin, ancestry, sexual orientation, marital status, or parental status.

Article IV—Election of Officers - Meetings of Members

1. Meetings of members will normally be held quarterly.
2. Before the first meeting of the year, the President shall appoint a nominating committee from the members of the block workers and block worker coordinator(s). The nominating committee shall prepare a slate of officers, who must be resident owners in the Neighborhood, and such officers shall be voted on at the first membership meeting of the year.
2. At the first meeting of members of the year, the members shall elect the officers for the coming year, from the slate prepared by the nominating committee or from nominations presented on the floor. All nominees for officers must be resident owners in the Neighborhood. Also at the first meeting of members of the year, a budget shall be presented for approval. Operating funds may be obtained through fundraising, donations, or other means, as necessary.
3. Special meetings of members for any purpose or purposes may be called by the President, or by any two (2) officers of the Association, or by five (5) or more Block Representatives.
4. Written notice stating time and place of all meetings of members and the business to

be considered shall be given by the President, or other person designated by the President, in the form of a newsletter or flyer, in paper or electronic format, distributed in a good faith effort to deliver one to each household in the Neighborhood, within a reasonable time before the meeting. Notice to one member of a household shall be deemed notice to all members of the household.

5. The business transacted at any meeting of members shall be confined to the object stated in the notice of meeting, except that changes to the posted agenda may be made if approved by a two-thirds majority of members present and voting at the meeting.

6. The President shall call the meetings of members to order and shall act as chair of the meetings unless the members present shall designate another chair. The Secretary of the Association shall act as secretary of all meetings of members, but in the event of the secretary's absence or failure to act, the chair shall appoint another person to act as secretary pro tempore.

7. A quorum shall consist of those members present and voting at the meeting, but no less than ten (10) shall constitute a quorum.

Article V--Executive Committee

1. The property and business of the Association shall be managed under the general supervision of the Executive Committee.

2. The Executive Committee shall consist of the officers of the Association, who are the President, Vice-president, Secretary, and Treasurer. Co-Presidents, Co-Vice-presidents, Co-Secretaries, and Co-Treasurers are specifically authorized. Co-officers shall share the responsibilities and authority of their office, as stated in these Bylaws.

3. The Executive Committee shall meet as needed to conduct the routine business of the Association and to set the agenda for meetings of members.

4. The officers shall serve for a term of one (1) year, or until the election and qualification of their successors.

5. In the event of a vacancy in any office, the successor officer shall be elected by the Old West Lawrence Council, and the successor officer shall hold office for the remainder of the term, or until the election and qualification of his or her successor.

6. Officers may be recalled from their office by majority vote of the members at a meeting held pursuant to notice of the recall issue. No vote to recall an officer may be held until a recall petition shall be submitted to the Executive Committee by a minimum of twenty (20) resident owners of the Neighborhood. The petition shall state the grounds for recall.

7. The President shall have the usual power and authority vested in the office of the

president of an unincorporated association, shall execute the plans and policies of the Association, and shall perform such other duties as the Old West Lawrence Council or the members present at a noticed meeting may prescribe.

The President shall appoint a Block Representative from residents of the Neighborhood to represent each block in the neighborhood and to serve on the Old West Lawrence Council. When appointing Block Representatives, the President shall consider the recommendations, if any, of residents of the block to be represented. Two persons may serve as Co-Block Representative for a block, sharing the responsibilities and authority of their office. The President may appoint a Coordinator of Block Representatives to assist the President with matters relating to Block Representatives. Two persons may serve as Coordinator of Block Representatives, sharing the responsibilities of their office. The Coordinator of Block Representatives shall be a resident owner in the Neighborhood.

The President may appoint a Newsletter Editor to assist in communication with the members.

The President may authorize, without a vote of the members or of the Old West Lawrence Council, up to One Hundred Dollars (\$100) per payee in expenditures that further the purpose of the Association as set out in these Bylaws. Expenditures over that limit must be authorized by vote of the members or of the Old West Lawrence Council.

8. The Vice-president shall, in the absence or disability of the President, perform the duties and exercise the powers of the President and perform such other duties as the Old West Lawrence Council or the members present at a noticed meeting may prescribe.

9. The Secretary shall attend all meetings of the Executive Committee, of the Old West Lawrence Council, and of the members; and shall keep minutes of the proceedings and record all votes. The Secretary shall report the minutes to the members, and record them in a book or file to be kept for that purpose.

The Secretary shall perform such other duties as may be prescribed by the President or the Old West Lawrence Council.

10. The Treasurer shall have general custody of the funds of the Association and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association, and shall deposit all moneys in the name and to the credit of the Association in the manner and in the depositories as shall be designated by the Executive Committee.

The Treasurer shall cause the funds of the Association to be disbursed in accordance with the provisions of these Bylaws and in the manner designated by the Executive Committee, and shall see that proper vouchers cover all disbursements. The Treasurer

shall render to the members at meetings, or whenever the Executive Committee, the Old West Lawrence Council, or the members may require it, a proper account and statement showing current financial condition.

Article VI--Block Representatives

1. Block Representatives shall be appointed by the President as set out in these Bylaws. Each Block Representative shall serve for a term of one (1) year or until the Block Representative's successor is appointed. Block Representatives may be appointed to succeed themselves.

2. The duties of the Block Representatives shall be to convey to the Association any concerns or suggestions from residents of the block, to deliver flyers and newsletters and otherwise convey information from the Association to the residents of the block, and to perform any other duties as directed by the President. The Block Representatives shall serve as members of the Old West Lawrence Council.

3. A block consists of the residences on both sides of a state-named street between consecutive numbered streets. Residences that lie on numbered streets or on alleys shall be assigned by the President or the Old West Lawrence Council to one of the two adjacent blocks to ensure representation and facilitate flyer and newsletter delivery.

Article VII--Old West Lawrence Council

1. The Old West Lawrence Council shall recommend policies and provide advice and perspective to the Executive Committee and to the members of the Association. When an issue arises that needs immediate action such that a meeting of the members cannot be called, the Old West Lawrence Council shall be consulted regarding the issue. If the Executive Committee fails to perform its duties as set out in these Bylaws, the Old West Lawrence Council shall perform those duties until the crisis is resolved, or until a new Executive Committee is constituted.

2. The Old West Lawrence Council shall consist of the Block Representatives, the Coordinator of Block Representatives, if any, and the elected officers of the Association.

3. Meetings of the Old West Lawrence Council may be called by the President, or by two (2) officers, or by five (5) or more Block Representatives. Seven (7) Block Representatives shall constitute a quorum of the Council.

4. Notice of meetings of the Old West Lawrence Council shall be given by any means likely to impart actual notice, within three (3) days of the Council meeting, to each member of the Council, using the member's postal address, telephone number, or e-mail address as shown in the records of the Association. Notice of meetings of the Council shall set forth briefly the purpose of the meeting.

5. Co-Block Representatives shall share a single vote on the Council. If the

Coordinator of Block Representatives is also a Block Representative, the Coordinator shall have only one vote on the Council. Co-Coordinators of Block Representatives shall share a single vote on the Council.

Article VIII--Inspection of Documents

1. Any member of the Association shall have the right to examine, in person, at any reasonable time with due notice, for any purpose, the Bylaws, books, accounts, and records of proceedings of meetings of the Executive Committee, of the Old West Lawrence Council, or of the members, and to make copies of or take extracts from them.

2. The President or Executive Committee shall cause the financial books to be audited annually.

Article IX--Amendments

These Bylaws may not be altered, amended, or repealed except by a majority vote of members present and voting at a meeting called pursuant to notice of the proposed alteration, amendment, or repeal. Proposed amendments may be submitted by any member of the Association to the Executive Committee.

Revised May 2010

Revised February 2018