

**Bylaws of the  
Tar River / University Neighborhood Association, Incorporated**

Article I  
NAME

The name of this organization shall be the Tar River / University Neighborhood Association, Incorporated, hereinafter referred to as the Corporation.

Article II  
Geographical Definition

The Tar River / University Neighborhood for the purposes of this Corporation shall be defined as residential areas of the City of Greenville, North Carolina, bounded on the north by the Tar River, on the east by Cemetery Road, on the south by Tenth Street, and on the west by Reade Circle.

Article III  
Objectives and Functions

1. The Objectives of this Corporation shall be:
  - A. The preservation of the Tar River / University Neighborhood as a safe, healthy, pleasant, and attractive residential community for families and individuals of all means, races, religions, and national origins;
  - B. The improvement of the Tar River / University Neighborhood through the attainment of better public services;
  - C. The maintenance of real estate values in the Tar River / University Neighborhood in reasonable relation to the values of real estate in the City of Greenville, North Carolina as a whole; and,
  - D. The encouragement of friendship and a sense of community and neighborliness among residents of the Tar River / University Neighborhood.
2. The function of this Corporation shall be:
  - A. To serve as a forum for the identification, discussion, analysis, and solution of neighborhood problems;
  - B. To serve as a forum for the development of consensus on issues of neighborhood interest and concern;
  - C. To serve as a vehicle for the communication of neighborhood consensus to various levels of government, governmental agencies, institutions, individuals, and real estate developers on issues of neighborhood interest and concern;

- D. To plan organize, develop and/or implement activities which achieve the objectives of the Corporation;
- E. To cooperate and participate with any public, private, proprietary or charitable agency, institution or enterprise with mutual objectives;
- F. To establish, cooperate, be a part of, and participate in any plan, grant, allowance, right or program under the provision of any Federal, State, County, or City statute, regulation, or ordinance;
- G. To promote innovative approaches to neighborhood problems; and,
- H. To be organized and operated exclusively for charitable, scientific, and educational purposes within the meaning of Section 501 (c)(3) of the US Internal Revenue Code of 1954, as the same maybe amended.

#### Article IV Membership

Membership in the Corporation shall be open to any adult (minimum of 18 years old) who is a legal resident in the Tar River / University Neighborhood. Associate membership is open to any adult or corporation who supports the objectives and functions of the Corporation. Associate members shall enjoy all rights and privileges of membership with the exception of voting.

#### Article V Dues

1. Fees due the corporation for annual membership shall be assessed on a date determined by the Executive Board and collected by the board's designee.
2. The amount of the membership and associate membership dues is determined by the Executive Board.

#### Article VI Executive Board

1. The Membership shall establish an Executive Board composed of the four officers, chairpersons of standing committees, and eight individuals elected by the membership large. A minimum of two years of continuous residence in the neighborhood and continuous membership in TRUNA is required for a member to serve as an officer or regularly elected member of the board. Any member of the organization may be appointed as chair of a standing committee.

2. The Executive Board will meet on a regular basis. It shall conduct research, planning, issue policy statements, and may develop specific plans and programs. It shall have the power and authority to speak for the membership. It shall have the authority to make commitments for the Corporation as the membership may specifically grant or direct in a legally held and recorded meeting of the Corporation.
3. The Executive Board will appoint a nominating committee to present a slate of officers and proposed members of the Board at the Annual Meeting.

## Article VII Meetings

The membership shall meet at least twice a year at a time to be fixed by the board.

A quorum of the membership shall be required to be present to transact business but if a quorum of the Executive Board is present, that Committee may be convened to act within the scope of its authority. A quorum of the membership shall be two-thirds of those in attendance at the annual meeting who are paid up members of the Corporation. A quorum of the Executive Board must be greater than half of the elected membership.

## Article VIII Presiding Officer

Meetings of the membership and the Executive Board shall be presided over by the President of the Corporation, or in his/her absence by the Vice President, or, in his/her absence, by a chairman chosen by the President or by a majority of members present.

## Article IX Voting

Each household of the corporation shall have one vote. The member must be current on dues to vote. There shall be no voting by proxy or by absentee ballot.

## Article X Officers

1. The officers of the Tar River / University Neighborhood Association, Incorporated, shall be President, Vice President, Secretary, and Treasurer.
2. Any member (except associate members) of the Corporation shall be eligible to be elected an officer. Elections shall be held annually in December. The term of all officers shall be two years and no person shall serve for more than three consecutive terms in the same capacity as an officer.
3. Any officer may be removed for cause by a majority of the membership at any regular or special meeting of the membership.
4. Any officer may resign at any time by giving written notification to the President or membership of the Corporation.

5. Any vacancy of the officers of the Corporation shall be filled by election for any remaining portion of the term of office.

Article XI  
Duties of the President

The President shall be the chief executive officer of the Corporation. It shall be his/her duty:

- A. To perform all such duties as are incident to his/her office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws or which may be prescribed from time to time by the membership.
- B. To preside at meetings of the membership and of the Executive Board;
- C. To make and execute contracts in the ordinary course of business of the Corporation, to execute other legal instruments when authorized by the membership, except as otherwise expressly provided bylaw, by the Articles of Incorporation or by these Bylaws;
- D. To serve as an ex-officio member of all standing committees except the nominating committee;
- E. To present at the annual corporate meeting a report of the activities of the Corporation during the preceding year and a statement of plans for the next ensuing year with a copy of such report attached to the minutes of the annual meeting; and
- F. To have such other powers and perform such other duties as may be assigned from time to time by the Governing Body. The Governing Body shall be defined as the Executive Board.

Article XII  
Duties of the Vice President

In the absence of the President or in the event of his inability or refusal to act, or if the office is vacant, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers and be subject to all the restrictions of the President. The Vice President shall have such other powers and perform such other duties as maybe prescribed bylaw by the Articles of Incorporation, or by these Bylaws, or as may be assigned to him/her from time to time by the Governing Body.

Article XIII  
Duties of the Secretary

The Secretary shall:

1. Certify and keep the original or a copy of these Bylaws as amended or otherwise altered to date;
2. Keep or cause to be kept a record of minutes of all meetings of the membership and the Executive Board recording therein the time and place of holding, whether regular or special, and if special, how authorized, notice thereof given, names of these present at the meetings of the membership and Executive Board and the proceedings thereof;

3. See that all notices are duly given in accordance with provisions of the Bylaws or as required by law;
4. Be custodian of the records of the Corporation;
5. Exhibit at all reasonable times to any member of the Governing Body of the Corporation, or to his agent or attorney, on request thereof, the Bylaws, the membership book, and the minutes of the proceedings of the Governing Body and of the Executive Board; and,
6. In general, perform all duties incident to the Office of Secretary and such other duties as be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned from time to time by the Governing Body.

#### Article XIV Duties of the Treasurer

The Treasurer shall:

1. Keep or cause to be kept and maintained, adequate and correct accounts of the corporation properties and business transactions including accounts of its assets liabilities, receipts disbursements, surpluses and deficits;
2. Exhibit at all reasonable times the books of account and financial records to any member the Corporation or to his agent or attorney, or to the public, when requested, on request thereof;
3. Render to the Chairman and members of the Corporation, whenever he or they request it, account of any or all of the transactions of the Corporation and of the financial condition of the Corporation;
4. In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him from time to time by the Governing Body.

#### Article XV Committees

There shall be established standing committees as may be deemed advisable by the President, the Executive Board, or the membership. Committees may include: a Planning and Development Committee, Membership committee, Action Committee, Social Committee, Community Watch Committee, Web-Page committee, or others as needed.

The charge to each committee shall be stated at the time of establishment.

#### Article XVI General Provisions

1. This Corporation may purchase, construct, lease, hold, mortgage, pledge, convey, and otherwise dispose of all kinds of property, both real and personal.
2. This Corporation may receive lawful contributions, donations, gifts, bequests, legacies, devices, transfers, deeds, and other assignments of property, both real and personal, including grants from any governmental agency or Corporation, and own, hold, use, manage, sell, lease, or dispose of the same.
3. This Corporation may do any and all things necessary, suitable, and proper for the accomplishment of any of the purposes of the attainment of any of the objects for the furtherance of any of the powers hereinbefore set forth or granted by the statutes of the State of North Carolina, either alone or in association with other Corporations, firms, individuals, or public bodies or agencies, and do every other act or acts incidental or appurtenant to or growing out of or connected with the aforesaid objects, purposes and powers or any part or parts thereof, provided the same be not inconsistent with the laws under which this Corporation is organized.
4. This Corporation shall have no capital stock, no shares, and no shareholders.
5. This Corporation shall have members and may, if so determined by its members, issue certificates evidencing membership in the Corporation and the nature thereof.
6. The existence of this Corporation is to be perpetual.
7. In the event the activities of this Corporation, in pursuance of the aforesaid objects and purposes, are discontinued and its holdings are liquidated, or upon the dissolution of this Corporation, all proceeds from the same shall be distributed under direction of its membership. Upon such discontinuance, liquidation or dissolution, no part of the funds or property of the Corporation shall be distributed to or among its members, but the distributee, in such proportions as said membership shall determine, shall be the United States of America or the State of North Carolina or a political subdivision thereof for a public purpose or some one or more corporations, trusts, funds, or foundations created in the United States and under the laws of the United States or some state thereof organized, exclusively for charitable purposes, no part of the next earnings of which inures to the benefits of any private shareholder or individual.
8. Parliamentary Procedures. Parliamentary procedures for all meetings and committees shall be conducted in accordance with the latest edition of Robert's Rules of Order.
9. All meetings for the membership shall be open to the public.
10. Fiscal Year. The fiscal year of the Corporation shall be twelve (12) month period from January 1 to December 31.
11. The Annual Meeting of the Corporation will occur at the Holiday Potluck Dinner held each year in December.

#### Article XVII Amendments

These Bylaws maybe revised or amended by a twothirds (2/3) vote of its members present at the annual meeting or a regularly scheduled meeting, or by a two-thirds (2/3) vote of its members



solicited by mail or e-mail by the Executive Board, provided that proposed changes are submitted in writing no less than thirty (30) days in advance to each member.