

**PROPOSED CONSTITUTION AND BY-LAWS**  
**of**  
**EAST LAWRENCE NEIGHBORHOOD ASSOCIATION (ELNA)**  
*(Amended and Adopted June 14, 2021)*

Formerly known as the East Lawrence Improvement Association (ELIA)  
and as the East Lawrence Project Area Committee (PAC)

A non-profit unincorporated association called the East Lawrence Neighborhood Association has been formed by residents and property owners within that area of the City of Lawrence, Douglas County, Kansas bounded on the North by the Kaw River; on the East by the eastern boundary of the Habitat Restoration area along the Kaw, the Railroad Right of Way and the Burroughs Creek Trail; and on the South by 15th Street. The West boundaries are as follows: Rhode Island Street between the River and 9th Street; the alley between Rhode Island and New Hampshire Streets between 9th and 11th Streets; and Massachusetts Street between 11th Street and 15th Street.

**SECTION I            Name**

The name of the association is the East Lawrence Neighborhood Association.

**SECTION II           Purpose**

The purpose of the East Lawrence Neighborhood Association is to promote neighborhood empowerment, civic engagement and communications in East Lawrence; understanding with the City of Lawrence and Douglas County; to maintain and enhance living conditions in our neighborhood; and to foster community spirit, collaboration and good relations among resident neighbors, businesses and organizations within our area.

The organization is organized exclusively for charitable and educational purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**SECTION III           Membership**

1. Membership is open to adult natural persons residing in or owning property within that area of the City of Lawrence, Kansas defined above as ELNA.  
(Persons under 18 may be associate members until legal age.)
2. Membership dues of the Association shall be One Dollar (\$1.00) per person per year for eligible individuals. No person shall be denied membership because of inability to pay. A lifetime membership shall be One Hundred Dollars (\$100.00) for eligible individuals.
3. Any non-profit organization operating within or without the above-defined area may be an associate (non-voting) member with a paid fee of Ten

Dollars (\$10.00) per year, or One Hundred Dollars (\$100.00) for a lifetime associate (non-voting) membership.

4. Each business within the boundaries defined above may be an associate (non-voting) member, with a paid fee of Twenty Dollars (\$20.00) per year, or Two Hundred Dollars (\$200.00) for a lifetime associate (non-voting) membership.
5. Businesses outside of the above-defined area may become an associate (non-voting) member with a paid fee of Twenty-Five Dollars (\$25.00) per year, or Two-Hundred and Fifty Dollars (\$250.00) for a lifetime associate (non-voting) membership.
6. An interested person residing outside the boundaries defined above may become an associate non-voting member and receive the newsletter for a yearly subscriber fee of Five Dollars (\$5.00), or One Hundred Dollars (\$100.00) for a lifetime associate (non-voting) membership.
7. No person shall be excluded from membership on account of age, race, color, ethnicity, sex, gender identity, sexual orientation, disability, creed, religion, political views or property ownership status. ELNA is committed to diversity, equity and inclusion.

#### **SECTION IV            Meetings**

1. The annual meeting of members shall be held at such place in the City of Lawrence as may be designated by the Board of Directors.
2. The annual meeting of members shall be held on the 2nd Monday of November at 7:00 o'clock p.m. at which time the members shall elect board members for the ensuing year and shall transact other business as may properly come before the meeting. If a legal holiday, then the annual meeting shall be held on the next day or the following Monday, at 7:00 o'clock p.m. as determined by decision of the board.
3. Monthly meetings shall be held on the 2nd Monday of each month. If a legal holiday, then the monthly meeting shall be held on the next day, or the following Monday, at 7:00 o'clock p.m. as determined by decision of the board.
4. The Board of Directors may call special meetings of the members for any purpose or purposes.
5. Notice stating the time and place of the annual meetings of the members and the general nature of the business to be considered shall be given to each member at least seven (7) days before the meeting by means of website, email, social media, paper newsletter, and/or any combination of the afore-mentioned.

6. The President shall call the meeting of members to order and shall act as chair of such meetings. In the event of the President's absence or disability, the Vice President or other appointed Board Member, shall serve as chair. The Secretary of the Association shall act as Secretary of all meetings. The Chair shall appoint another person to act as Secretary pro tem when necessary.
7. Ten (10) voting members of the Association, present in person shall constitute a quorum of all meetings of the members, and a majority of Board of Directors members is a quorum for transacting business. No meeting shall be dismissed in less than thirty (30) minutes while waiting for a quorum.

## **SECTION V            Board of Directors**

1. The Board of Directors shall be elected by the voting-eligible members of the Association at the annual meeting, a process described elsewhere in this document. Each Board Member shall serve for a term of one (1) year and until his/her/their successor shall be elected.
2. The property and business of the Association shall be managed under the general supervision of the Board of Directors.
3. The Board of Directors shall consist of the four (4) officers and no less than one (1) and up to ten (10) additional members, elected as described elsewhere in this document. All Board Members must be voting-eligible members. The previous year's President shall be on the Board of Directors.
4. The newly-elected Board of Directors shall hold its first meeting for the purpose of organization and transaction of business, if a quorum be present, immediately after the annual meeting of the members of the Association or at such time and place as may be agreed upon by the members of the Board present.
5. Special meetings of the Board may be called by the President upon the request by any member of the Board of Directors.
6. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business, but if at any such meeting there shall be less than a quorum present, the members of the Board present may recess or adjourn the meeting from time to time until a quorum is present. The Board of Directors shall execute the plans and policies adopted by the Association and shall recommend plans and policies to the Association.
7. Any Board Member absent three (3) consecutive meetings, without giving prior notice to any officer or coordinator, may be removed by a majority vote at a subsequent meeting.

8. No more than thirty-five percent (35%) of the members of the Board of Directors shall be members who have joined the Association for the first time within the 90 days prior to and including the annual meeting.
9. Vacancies: In the event of any vacancy on the Board of Directors, voting eligible members may elect a successor for the unexpired term at a subsequent meeting. The general guidelines of elections will be observed in the appointment of a Board vacancy.
10. Board Service Ineligibility: If a Board Member is no longer a bona fide resident of the above-defined area, and therefore no longer a voting-eligible Association member, he/she/they may finish his/her/their term with permission of the Board.

## **SECTION VI        Officers**

1. The officers of the Association shall be President, Vice-President, a Secretary and Treasurer. No person shall serve in more than one office simultaneously.
2. The Board of Directors of the Association newly elected at the annual meeting of the members shall elect the President, Vice-President, and Secretary of the Association for one (1) year, or until the election qualification of their successors.
3. The Board of Directors of the Association at the January members meeting shall elect the Treasurer of the Association for one (1) year concurrent with the fiscal year of the Association, January 1st to December 31st.
4. In the event of a vacancy in any office, the successor officer shall be elected by a majority vote from the Board of Directors and candidates shall be confined to members of the Board. The successor officer shall hold the office for the remainder of the term.
5. President: The president shall have the usual power and authority vested in the office of the President of an unincorporated association and shall execute the plans and policies of the Association, and shall perform such other duties as the Board may prescribe.
6. Vice-President: The authority and duties of the Vice-President shall be determined by the Board of Directors. In the event of the President's absence or disability, the Vice-President shall serve as interim President and perform the duties and exercise the powers of the office.
7. Secretary: The Secretary shall attend all sessions of the Board and all meetings of the Association and record all votes and minutes of all proceedings to be archived. The Secretary shall give, or cause to be given, notice of all meetings of the members and of the Board, and perform such other duties as may be prescribed by the Board, or the President under whose supervision he/she/they shall perform their duties.

8. Treasurer: 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 money in the name and to the credit of the Association in such manner and in such depository as shall be designated by the Board. The Treasurer shall cause the funds of the Association to be disbursed in such manner as shall be designated by the Board and see that proper vouchers cover all disbursements. They shall render at all meetings, or whenever the Board may require it, a proper account and statement showing the financial condition of the Association.
9. Representatives: The Board of Directors shall appoint a representative to the Lawrence Association of Neighborhoods and to various organizations to act on behalf of the board. Representatives shall report back to the board on at least a bi-monthly basis.
10. Neighborhood Coordinator: The Board of Directors may hire an independent contractor, as needs and budget may permit, to perform administrative, communications, event and volunteer coordination activities as needed. The Neighborhood Coordinator shall serve as an ex-officio (non-voting) board member.

## **SECTION VII          Elections and Voting**

1. At the annual members meeting each November, detailed above, a Board of Directors and Officers shall be elected by a quorum of members of the Association. The newly elected Board of Directors shall then elect the President, Vice President, and Secretary at the November meeting or at the next regular meeting if voting and ballot counts exceed 9 pm.
2. If a tie for the 14th Board position occurs - the newly elected Board of Directors shall break the tie.
3. All members, including current Board members, wishing to serve on the Board of Directors must declare their intention to run for election at the Association meeting in October, to be elected in November.
4. Only voting-eligible members may vote in the election of the Board of Directors. As defined in the membership section, only in-neighborhood individual members, not associate members, are eligible to vote.
5. Voters must be present and legally adults (age 18 or older) to vote. No underage voters or proxies shall be permitted.
6. The vote for Board of Directors and Officers shall be conducted by ballot or voice.
7. The Association's Coordinator or other person designated by the outgoing Board

will provide all necessary voting materials, collect, and count votes. Such person should abstain from voting if a written ballot vote is necessary.

#### **SECTION VIII            Checks**

All checks or demands for money of the Association shall be signed by one of the following: Treasurer, President, Vice President, Secretary, or Coordinator.

#### **SECTION IX            Amendments**

These by-laws may not be altered, amended, or repealed except by a majority vote of those members of the Association present at a meeting called pursuant to thirty (30) days notice, which notice sets forth the proposed alteration, amendment or repeal to be considered at said meeting.

#### **SECTION X            Miscellaneous**

1. The East Lawrence Neighborhood Association shall have an Annual Picnic or social event in order to further its purposes.
2. ELNA has created and will follow a Limited English Proficiency (LEP) Plan - available on the website or by request from the Board of Directors either in writing or in person at a meeting of the Board.
3. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, board, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c)(3) of the Internal Revenue Code.
4. No substantial part of the activities of the organization shall be attempting to influence legislation. The organization shall not spend any more than \$1200 per year for such activities.
5. The organization shall not participate in or intervene in any political campaign on behalf of or in opposition to any candidate for public office. However, pursuant to section 501(c)(3), the organization is permitted to conduct certain voter education activities (including the presentation of public forums and the publication of voter education guides) if these activities are carried out in a non-partisan manner. The organization may encourage people to participate in the electoral process through voter registration and get-out-the-vote drives conducted in a non-partisan manner. However, voter education or registration activities conducted in a biased manner that favors (or opposes) one or more candidates is prohibited.
6. Notwithstanding any other provision herein, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the

corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

7. Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.
8. Don Schaaque and Lorraine Bodin are to be (were) honorary citizens of East Lawrence and members of the East Lawrence Neighborhood Association, with paid-in-full, lifetime memberships (as per original East Lawrence PAC Bylaws).
9. Additional Lifetime Members as of 7/4/15
  - a. David Whitaker, Wyatt Whitaker, Kitty Tinsman, John Gascon, Eric Jay, Thomas Peters, Penny's Concrete, Dennis Brown.
10. Additional Lifetime Members as of 6/14/21
  - a. Frank Janzen, Sacie Lambertson, Emily Russell, George Pisani, Susie Murphy, Barry Shalinsky, Joe Bickford, marci francisco, Suzan Hampton.

The undersigned officers of the East Lawrence Neighborhood hereby certify that this amended Constitution and Bylaws were approved and adopted by the membership of the East Lawrence Neighborhood Association on this 14<sup>th</sup> day of June, 2021.

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Barry M. Shalinsky, President

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K.T. Walsh, Vice-President

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Pamela Blackburn, Secretary

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Aaron Paden, Treasurer