

Winston-Salem Neighborhood Alliance
By-Laws
(Adopted at the 2004 Annual Meeting)

Article I. Definition.

- A. Name: The Winston-Salem Neighborhood Alliance (WSNA)
- B. Mission: The Winston-Salem Neighborhood Alliance (WSNA) is an alliance of neighborhood and neighborhood related organizations, which aid one another in their mission to preserve and protect the quality of residential life in Winston-Salem and Forsyth County.
- C. Membership: Membership in the WSNA is open to any organization, whether community association or professional organization, dedicated to the mission of protecting neighborhoods.
 - 1. A member in good standing is an organization that has paid its yearly dues.
 - 2. A member organization in good standing may send a delegate to the WSNA meetings.
 - 3. An organization can be removed from membership if it is decided by a 2/3 vote of the WSNA member organizations that the subject organization's mission is no longer in accord with that of the WSNA.
- D. Dues: the Board of Directors sets the yearly dues. The dues can be waived by a vote of the WSNA Board of Directors. The dues can be increased if needed by a vote of the WSNA Board of Directors. Dues are to be paid in September of each year at the time of the annual meeting.

Article II. Organization.

- A. Officers: The officers shall be elected for two-year terms at the Annual Meeting by a vote of the membership present. The officers are:
 - 1. President
 - 2. Vice President
 - 3. Secretary
 - 4. Treasurer
- B. The elected officers and the Past President shall constitute the five member Executive Board.

C. Board of Directors: The Executive Board and eight elected member organization delegates shall constitute the Board of Directors of the WSNA.

1. The Board of Directors shall be elected, in staggered years, for two-year terms, at the Annual Meeting by a vote of the membership present.
2. The Board of Directors shall be responsible for emergency votes in an action without a meeting. Such votes shall be conducted by the President (or V.P.) via phone or e-mail.
3. The Board of Directors of the WSNA shall be responsible for setting a nominating committee for officer and Board candidates.
4. By a majority vote, the Board of Directors of the WSNA shall be responsible for removing one of their number for cause or for filling vacancies should they occur. Cause for removal of a Board Member shall be: lack of attendance or a mission not in accord with the mission of the WSNA.
5. The Board of Directors of the WSNA shall be responsible for setting the standing committees of the WSNA.

Article III. Meetings and Voting.

A. Meetings:

1. Annual Meeting. The WSNA Board and Member Delegates shall meet once a year in September to elect members to the Board and officers.
2. General Meeting. The WSNA Board and Member Delegates shall meet once a month at a time set by a vote of the membership.
3. Special Meeting. The WSNA Board of Directors and Member Delegates shall meet in Special Meeting, called at the request of 1/3 of member organizations or 1/3 of the Board of Directors, with one-week notice given by phone or mail (electronic or regular).
4. A quorum at any meeting is 1/3 of the member organizations or 1/3 of the Board of Directors. A quorum of the Board of Directors is 1/3 of their number, or five Directors.

B. Voting. Voting shall be one vote per member organization and one vote per Executive Board Member on any business before the membership at a general or annual meeting. At all general and annual meetings a majority of those votes rules. In case of emergency action votes outside of a regular meeting only the votes of a majority of the Board of Directors is needed and the results of such vote shall be filed in the next meeting's minutes.

Article IV. Duties of Officers.

- A. President. The President shall preside at meetings and supervise the business of the WSNA.
- B. Vice President. The Vice President shall exercise the duties of the President during the absence of the President and shall play a leadership role in the business of the WSNA.
- C. Secretary. The Secretary shall keep records of the proceedings of the meetings of the WSNA and inform the membership with minutes of those meetings and shall play a leadership role in the business of the WSNA.
- D. Treasurer. The Treasurer shall have custody of the funds of the WSNA, shall make reports to the membership on the status of those funds, shall make disbursements of those funds to pay for the business of the WSNA and shall play a leadership role in the business of the WSNA.

Article V. Amendments. These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by a 2/3 vote of the authorized representatives of member organizations and the Executive Board Members present at any annual meeting or at any special meeting.