

Bylaws modified February 16, 2022

**BYLAWS OF THE
LICTON SPRINGS COMMUNITY COUNCIL**

Adopted August 16, 1990; modified by vote of General Membership at February 16,
2022 meeting.

ARTICLE I: NAME

The name of this organization shall be the Licton Springs Community Council (hereafter referred to as “LSCC”).

ARTICLE II: PURPOSE

The purpose of this organization is to create relationships with and serve the people who live and work in the Licton Springs neighborhood of the City of Seattle, Washington, to improve community welfare and happiness, and to promote good quality of life in this community, as follows:

- By providing a public forum for the discussion of issues of interest to the neighborhood;
- By assuming the role of official voice for the Licton Springs neighborhood in dealing with public and private organizations;
- By keeping the community informed and aware of activities, governmental or otherwise, that might affect them;
- By joining with other community organizations on issues of mutual concern;
- By promoting the wellbeing of the neighborhood through community building activities; and
- By ensuring that LSCC is free from harassment and bullying, and treats people fairly and equitably regardless of gender identity and expression, sexual orientation, disability, physical appearance, body size, race, ethnicity, age, origin, religion, economic status, marital status, parental status, or other marginalized identity.

ARTICLE III: GEOGRAPHICAL AREA

This organization serves the Licton Springs neighborhood of the City of Seattle, Washington, which is located within the following geographic boundaries:

- Aurora Avenue North on the West
- Interstate -5 on the East
- Northgate Way on the North
- North 85th street on the South

ARTICLE IV: COUNCIL OPERATIONS AND FUNCTIONS

1. LSCC consists of all its members, a Board of Directors elected by the members, its officers elected by the Board of Directors, and any standing and ad hoc committees created by the Board of Directors.
2. By majority vote of the Board of Directors, LSCC may form a position to support, propose, or oppose any action on any issue, or take any lawful action consistent with the purpose and authority provided by its Articles of Incorporation and these Bylaws.
3. LSCC may participate in elections for public office by providing a forum for information on issues and candidates. The Board of Directors shall provide appropriate, fair, and unbiased guidelines for the conduct of any such forum.
4. The LSCC must not directly or indirectly participate or intervene in any political campaign on behalf of, or in opposition to, any ballot measure or any candidate for public office.
5. In any activity on behalf of LSCC, the Board of Directors, its officers, the various standing and ad hoc committees, and any individual spokesperson appointed to represent the organization, shall endeavor and be obligated to reflect the majority values and interests of the general membership.
6. No member, director, or officer of LSCC may present themselves as representing the organization unless authorized to do so by the Board of Directors.
7. Funds, grants, donations, sources of income, and assets may be accepted by resolution adopted by the Board of Directors.

ARTICLE V: MEMBERSHIP

1. Resident Membership.
 - a. Resident membership shall be open to all residents of the Licton Springs neighborhood. For the purpose of this document, a “resident” refers to someone living within the limits of the Licton Springs neighborhood.
2. Non-Resident Membership.
 - a. Business and professional membership shall be open to all public agencies and institutions, non-profit and other organizations, and to owners of businesses or professional offices having facilities located within the Licton Springs neighborhood.
 - b. Honorary membership may be awarded by the Board of Directors to any person in recognition for service or contribution to the Licton Springs neighborhood.
3. Term of Membership.
 - a. The term of all resident, business, or professional memberships shall be as long as the member is living or working in the bounds of the neighborhood and wants to continue their membership. .
4. Voting Rights.
 - a. Each resident member eighteen years of age or older may have one vote.

- b. Each non-resident member may designate one voting representative from their organization. The designated representative shall have one vote.
- c. Voting by proxy shall be permitted with a signed notice from the absent voting member. A proxy may be, but is not required to be, a member. Each proxy may only represent one other voting member.

ARTICLE VI: MEMBERSHIP MEETINGS

- 1. Monthly Board of Directors Meetings
 - a. Meetings of the Board of Directors may be called to provide a public forum on any issue within the scope of LSCC's purpose. These meetings occur at least monthly, with the exception of March, April, August, and December and may be in-person or in a virtual setting.
 - b. Members of the board may vote on any issue at a board member meeting.
 - c. Additional meetings of the board may be called by the President, a majority of the Board of Directors, or by any thirty voting members by written petition to the President.
 - d. The Secretary must provide notice to members at least seven days in advance of a Board Director Meeting. Such notice must indicate the date, time, and place of the meeting. If the meeting is virtual, the notice must include details on how to join the meeting.
- 2. Annual Board Nomination Meetings.
 - a. Directors must be nominated by the general membership at the Annual Nomination meeting in March of every year.
 - b. The time, place, and any additional purposes of the annual nominating meeting shall be determined by the Board of Directors.
 - c. The Secretary must provide notice to members at least seven days in advance of the March Nomination Meeting. Such notice must indicate the date, time, and place of the meeting. If the meeting is virtual, the notice must include details on how to join the meeting.
- 3. Annual Board Election Meetings
 - a. Directors must be elected by the general membership at the Annual Board Election meeting in April of each year. Once the Board Directors have been voted on, the new and continuing Board Directors will elect officers.
 - b. The time, place, and any additional purposes of the Annual General Membership Meeting must be determined by the Board of Directors.
 - c. All members who are qualified to vote, as described in Article IV above, may vote on board elections at the annual Board Election Meeting.
 - d. The Secretary must provide notice to members at least seven days in advance of the April Board Election Meeting. Such notice must indicate the date, time, place of the meeting, and the format of the vote. If the meeting is virtual, the notice must include details on how to join the meeting.

ARTICLE VII: BOARD OF DIRECTORS

1. Board of Directors, Membership and Term.
 - a. The Board of Directors consists of the President, Vice President, Secretary, Treasurer and up to five Directors at Large.
 - b. To the greatest extent possible, Directors shall be from different areas within the neighborhood, and shall represent the diversity of neighborhood values and objectives.
 - c. Directors serve staggered, two-year terms.
2. Election of Directors.
 - a. Directors must be nominated for election by the general membership at the Annual Nomination Meeting in March of every year.
 - b. Any current Residential Member or Board Director that has not previously been impeached as a Board Director may be nominated for a Board Director position.
 - c. Any current Residential Member or Board Director may make a nomination to the board. Nominations require a speaker and second to be valid.
 - d. Directors must be elected by the general membership at the Annual Board Election meeting in April of each year. Any member duly nominated at the March Nomination Meeting will be considered for the question of election. Elections must be by ballot and plurality. Ballots can be physical, electronic, or a combination of the two. The format of the vote should be announced in the Board Election notice, as outlined in Article VI Section 3 Subsection D.
3. Board of Directors, Vacancies, How Filled.
 - a. In the event a vacancy arises, the Board of Directors may elect, through a majority vote, a replacement to serve out the unexpired term. Replacements must be current Residential Members and must not have been previously impeached as a Board Director.
4. Board of Directors, Powers and Functions.
 - a. The Board of Directors must meet at least monthly, except for the months of August and December. A quorum must consist of a simple majority of serving Board members. These meetings may be in-person or in a virtual setting.
 - b. The management of all the affairs, property, and interests of LSCC shall be vested in the Board of Directors.
 - c. The Board of Directors may establish and disband standing committees for the performance of ongoing or continuing activities of LSCC.
 - d. The Board of Directors may establish and disband ad hoc committees from time to time to study and report on issues of concern to the Licton Springs neighborhood, and to recommend public discussion or to prepare for further action by LSCC on such issues.
 - e. The Board of Directors may authorize various surveys and questionnaires of the community to determine needs, issues of concern, and position and direction of LSCC.

- f. The Board of Directors must select and approve the chairpersons of all standing and ad hoc committees and may delegate the authority to make additional appointments to such chairpersons, or make such additional appointments.
- 5. Impeachment of Directors.
 - a. Directors may be impeached by a two-thirds vote of the Board of Directors.

ARTICLE VIII: OFFICERS

- 1. Election of Officers.
 - a. Officers must be elected from the Board of Directors, by the Board of Directors, in the meeting of the Annual Election Meeting in April of each year. The election of officers should occur immediately after the general election of Board Members.
- 2. Officers, Vacancies, How Filled.
 - a. In the event a vacancy arises, the Board of Directors may elect, through a simple majority vote, a replacement to serve out the unexpired term. The officer must be a current director.
- 3. Officers, Powers and Functions.
 - a. The President.
 - i. The President will preside at all meetings of the general membership and the Board of Directors and will serve as chief executive, coordinating all programs and business of the organization.
 - ii. The President will represent LSCC before governmental bodies, public agencies, and any entities, to present positions adopted by LSCC. The President may appoint other spokespersons to represent the positions of the Council.
 - iii. The President must provide a full status report of the council's yearly efforts at the March Nomination Meeting.
 - iv. The President will have joint custody with the Vice President and Treasurer of all monies and securities of LSCC.
 - b. The Vice President.
 - i. The Vice President will assume the duties of the President during the absence or disability of the President, and carries out such other duties as the President or the Board of Directors may direct.
 - ii. The Vice President will have joint custody with the President and Treasurer of all monies and securities of LSCC.
 - c. The Secretary.
 - i. The Secretary will record the minutes of each meeting, and shall maintain a permanent file of all minutes, unfinished business, publications, correspondence, and non-financial records utilized in the business of the organization.

- ii. The Secretary will see that a preliminary agenda is prepared for all meetings and that it is sent out with the call to meeting at least seven (7) days in advance of the meeting.
 - iii. The Secretary will prepare physical or electronic ballots for the purpose of member voting in the Annual Board Director Election Meeting and the election of Board Officers. The Secretary must recuse themselves in tallying any votes cast for a position they are being considered for.
- d. The Treasurer.
 - i. The Treasurer will have joint custody with the President and Vice President of all monies and securities of LSCC, and must keep accounting records to receive and disburse funds.
 - ii. The Treasurer will receive all grants and other funds paid to LSCC, disburse funds for approved expenses and provide a full financial report at the annual March Nomination Meeting.

ARTICLE IX: AMENDMENTS TO BYLAWS

1. Except to the extent required by the law or the Articles of Incorporation, these Bylaws may be amended by a majority of the voting members at either of the annual meetings or in an additional meeting, as outlined in Article VI Section 1 Subsection C.
2. Proposed amendments of the Bylaws must be conveyed to the membership at a Board meeting, either of the annual meetings, or in an additional meeting called by the membership, as outlined in Article VI Section 1 Subsection C. Once conveyed, the amendments must be voted upon at the next monthly meeting. Members must be notified of a vote to change the bylaws at least two weeks before they are to be voted on.
3. All members who are qualified to vote, as described in Article V Section 4 above, may vote on bylaws amendments.

ARTICLE X: DISSOLUTION

In the event that the LSCC can no longer operate due to lack of interest or active participation of the community, or that it can no longer fulfill its purpose, the Board of Directors shall have the authority, by two-thirds majority vote, to dissolve. Any remaining assets shall be disposed of as prescribed in the Articles of Incorporation, or by any other manner allowed by Washington law and approved by majority vote of the Board of Directors.

ARTICLE XI: RULES OF ORDER

The rules contained in “Robert’s Rules of Order Revised” shall govern in all cases where they are not inconsistent with these Bylaws.

ADOPTED by the Licton Springs Community Council Members on the sixteenth day of February, 2022.

President

Secretary