

# By-Laws for a Resident Organization

BY-LAWS OF \_\_\_\_\_ RESIDENT ORGANIZATION

## ARTICLE I: NAME

The name of the organization shall be \_\_\_\_\_ Resident Organization. It shall be composed of the residents (the "Membership") and an elected Resident Organization Board (the "Board"). [OPTIONAL: It is a not-for-profit organization constituted and established under the laws of the Commonwealth of Pennsylvania. The address of the Organization is \_\_\_\_\_.

## ARTICLE II: PURPOSE

The purpose of the Organization is to improve the quality of life for the residents of the property. The organization shall be empowered to represent all residents on:

1. Issues and problems generally affecting them and their community.
2. Activities that improve the quality of life; promote education, economic stability, and recreational opportunities for them; as well as those that increase property beautification; and improved relationships with management.

## ARTICLE III: MEMBERSHIP

All residents who are eighteen years of age or older, or are heads of households, shall be members and shall have full voting rights.

## ARTICLE IV: MEMBERSHIP MEETINGS

- Section 1. Regular Meetings shall be held monthly on the \_\_\_\_ day of the month, beginning at (time).
- Section 2. Special Meetings may be called at any time by the Board.
- Section 3. Annual Meeting shall be held on (day, month) and shall include election of Board Members.

## ARTICLE V: POWERS AND RESPONSIBILITIES OF THE RESIDENT ORGANIZATION

- Section 1. Members of the Resident Organization shall:
- a. Elect the Board members.
  - b. Vote on these by-laws and any amendments to these by-laws.
  - c. Set the overall policy of the Resident Organization through resolutions and motions on activities.
  - d. Receive reports from the Board, the secretary (who shall also keep minutes of the meeting), and all committees.
  - e. Receive the treasurer's report including a detailed report of all bills received and paid, and any funds received.
- Section 2. Voting participation and procedure.
- a. Each member shall have one vote.

- b. The President of the Resident Organization shall chair the membership meetings and set procedure of debate, setting time limits on speakers and number of speakers allowed to speak for and against a motion, when necessary.
- c. *Robert's Rules of Order* shall be used to resolve any conflicts about procedures.

## ARTICLE VI: RESIDENT ORGANIZATION BOARD

Section 1. Composition. The Board shall consist of nine members elected at large by the membership.

Section 2. Terms of Office.

- a. The Board members shall be elected on a staggered basis for two-year terms.
- b. At the next election following by-laws adoption nine members shall be elected. The President, Vice-President, Secretary, and Treasurer shall serve two-year terms. Five community representatives shall each serve one-year terms.
- c. In the next annual election, five representatives shall be elected for a regular two-year term.
- d. After the initial two years, elections will be held every year filling the seats of the members whose terms have expired.
- e. Members filling a vacancy on the Board will serve for the remainder of the unexpired term, after which the seat will be filled in an annual election for a regular term.
- f. Accurate records shall be kept for all elections.

Section 3. Procedure for Nominations.

- a. Nominations for the Board members shall be opened ten days before the meetings.
- b. A nomination must be made in writing to the President at least five days before the annual meeting in order to be placed on the ballot.

Section 4. Procedure for Voting. In electing Board members, each member will receive votes equal to the number of seats open. No member can cast more than one vote for any candidate. The candidates who receive the most votes will be the new Board members.

Section 5. Vacancies.

- a. Any vacancy on the Board shall be filled by special election at the next regular membership meeting after the vacancy occurs, or at a special meeting called for that purpose, provided that all members receive at least five days written notice that an election will be held to fill a vacancy.
- b. In the case of special elections, all nominations shall be made from the floor.

- c. In the case of a vacancy of the chair, the Vice President shall assume the President's duties until an election is held to fill the vacancy on the Board. If any officer is elected to the chair, another vote shall be taken to fill the new vacancy.

Section 6. Removal of a Board Member.

- a. A member of the Board who has been absent from three consecutive meetings without excuse shall automatically be removed unless a majority vote of the Board members decides otherwise.
- b. A member of the Board may be removed for good cause by a 2/3 vote of all members present at a duly constituted membership meeting. The member being removed shall be entitled to a written notice stating the grounds for removal at least five days in advance of the meeting, and shall have the opportunity to be heard before the membership.

#### ARTICLE VII: RESIDENT ORGANIZATION BOARD MEETINGS

Section 1. Meetings. The Board shall meet at least once a month before the meetings of the Resident Organization.

Section 2. Notice. Each Board member shall be given timely notice of each Board meeting.

Section 3. Quorum. A simple majority of the Board members shall constitute a quorum for conducting business.

Section 4. Procedure. The Board shall adopt procedures consistent with these by-laws.

Section 5. Duties. The Board shall:

- a. Manage the affairs of the Resident Organization between membership meetings.
- b. Develop and recommend policy and programs for the Resident Organization.
- c. Coordinate the work of various committees of the Resident Organization.
- d. Report its activities at each meeting of the Resident Organization.
- e. Represent the Resident Organization in meetings with Management and/or ownership.

#### ARTICLE VIII: OFFICER DUTIES

Section 1. President: Shall preside over Board and membership meetings, represent the Resident Organization in all matters, appoint heads of standing and temporary committees.

Section 2. Vice-President: Shall assist the president in carrying out his/her duties, perform those duties when the president is absent, and assume those duties should the president become incapacitated or resign until new elections are held.

Section 3. Secretary/Treasurer: Shall record all minutes of Board and membership meetings, make the Board report at membership meetings, receive funds, pay bills, and report to the membership on the financial status of the Resident Organization.

#### ARTICLE IX: COMMITTEES

The Board shall establish as many committees as are needed to conduct its business. The heads of these committees shall be appointed by the President and will report activities at meetings of the Board.

#### ARTICLE X: BY-LAWS

Section 1. Adoption. These by-laws shall be adopted by a majority vote of the members at the first duly constituted meeting of the membership.

Section 2. Periodic review. These by-laws shall be reviewed at least once every two years by a temporary committee, which shall recommend to the Resident Organization any changes that should be made.

Section 3. Amendments. Amendments to these by-laws shall be made by a majority vote of the members present at a duly constituted membership meeting, after all members have received at least five days' advance notice of the changes being considered.

Section 4. Neither meetings of the Resident Organization or of the Board shall be bound by *Robert's Rules of Order* except in cases of conflict or uncertainty over interpretations or a procedural issue not covered by these by-laws.

# How to Become a 501(c) 3

## Starting a Non-Profit Organization: A Resource List

### **About.Com's Guide to Starting a Nonprofit Organization**

<http://nonprofit.about.com/library/weekly/blonestart.htm?once=true&>

A compilation of web resources by Stan Hutton.

(Last checked 8/29/05)

### **How to Start a Not-for-Profit Business**

<http://www.drcharity.com/npstart.html>

Advice from Dr. Charity's Nonprofit Resource Center

(Last checked 8/29/05)

### **NonProfitExpert.Com's Starting a Nonprofit**

[http://www.nonprofitexpert.com/starting\\_a\\_nonprofit.htm](http://www.nonprofitexpert.com/starting_a_nonprofit.htm)

(Last checked 8/29/05)

### **Nonprofit Resource Guide**

<http://www.lib.msu.edu/harris23/grants/znprofrg.htm>

A directory of agencies that provide nonprofits assistance.

(Last checked 8/29/05)

### **Nonprofit Virtual Library**

<http://www.lib.msu.edu/harris23/grants/znonprof.htm#fcfags>

A compilation of resources on running a nonprofit.

(Last checked 8/29/05)

### **Volunteer Accounting Team of Michigan**

<http://www.accountingaidsociety.org/GettingStarted2.htm>

Provides advice and services to those interested in starting a nonprofit.

(Last checked 8/29/05)

# Guidelines for Running an Efficient Meeting<sup>1</sup>

A key component in getting and keeping resident interest is the quality of the organization's meetings. If meetings are unproductive, members tend to be unproductive or do not attend.

A high quality meeting requires planning, an agenda, and rules of order. A notice of the date, time, and location of the meeting should be sent several weeks before the scheduled meeting. Even if the meeting is always the same day of each month, a reminder notice is important. And always start, and end, on time.

## **Agenda:**

- Welcome. Review Agenda. Ask members if they have additional agenda items and the Chairman may place some of these items under new business.
- Approve minutes of last meeting. Minutes may be read or sent out in advance. A member should make a motion to approve, second, discuss, and then vote.
- Old Business. The only items belonging in this section are ones raised at previous meetings. The Chairman should remind the members when the item was raised originally and why it was postponed.
- New Business. Reports from Treasurer/Budget/Finance or other standing committees. Any other major items of business. Member should make a motion to approve, second, discuss, vote on each item.
- Good and Welfare. Many organizations provide an opportunity for members and guests to make short announcements, raise issues to be discussed at future meetings, or to comment on items of interest.
- Adjourn. No formal action is needed. The Chairman announces the date, time, and place of the next meeting, reminds members of steps to be taken before the meeting, and adjourns the meeting.

## **Rules of Order:**

Members who wish for a policy to be adopted or an action to be taken should be recognized by the Chairman before they speak. Then they begin the discussion by making a motion. If another member seconds the motion, discussion can begin; if not, the motion fails.

Once a motion is seconded, the Chairman opens the floor for discussion. Members are recognized by the Chairman before they may speak, and they can discuss only the motion on the floor. When the discussion has ended, the Chairman announces that a vote will be taken.

## **Voting:**

The easiest way to vote is by a show of hands. The Secretary can then record the vote. If more than a majority of residents approve an action, it is adopted.

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<sup>1</sup> Adapted from the Pennsylvania Non-Profit Handbook

## Troubleshooting Common Problems<sup>2</sup>

### **Difficulty in finding residents willing to hold office.**

- Meet with residents face-to-face. Find out about their gifts and interests, and sell the job to their interests.
- Make the term and scope of officer duties manageable.
- Arrange for leadership training.

### **Residents are hesitant to preside at meetings.**

- Initially, the manager, resident leader, or community organizer can chair the meeting while helping residents build their leadership skills.
- Have officers share the duties so that no one feels overwhelmed.

### **Poor attendance at meetings.**

- Hold meetings regularly, at the same time, in the same place.
- Make sure that all residents know when and where meetings take place. Use flyers, announcements on the bulletin board, newsletter, etc.
- Start with simple activities, projects that are exciting and have wide appeal and let everyone know what they will be.
- Start with success. Nothing is as attractive as success.
- Make the meetings fun as well as productive.

### **Members focus on personal issues instead of group issues during meetings.**

- Acknowledge the importance of the issue. Arrange for a private meeting later.
- If there is a grievance committee, the resident may be referred there.

### **Members are disruptive.**

- Overly talkative members should be tactfully interrupted. Acknowledge the person's contribution, then ask others to add their comments.
- Argumentative members – Keep your cool and make sure others keep theirs. Ask for clarification and specific examples of general complaints. Steer discussion away from personal attacks to dealing with the issues raised. After the issues have been discussed, summarize and move on to the next point. If he continues to argue, explain that the issues have been covered, and offer to meet with him privately after the meeting to resolve any remaining personal issues.
- Know-it-all – Acknowledge her expertise. Assure her that she has a valuable contribution to make, and then seek comments from other members. Give her more responsibilities. (“Sue, we will be able to tap your experience in fund-raising. Does anyone have similar experience?”)

### **Members are passive.**

- Shy – Call on him by name and smile at him. Ask him easy questions, especially about his area of knowledge. Give him an assignment.
- Disinterested – Ask her direct questions about her area of special knowledge. Ask her advice. Mention something she said to you at another time. Give her an assignment.

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<sup>2</sup> HUD Connecticut Office, *ibid*.