

**BY-LAWS
INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL**

ARTICLE ONE - NAME

THE NAME OF THE COUNCIL SHALL BE THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL.

ARTICLE TWO – BOUNDARIES

THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD IS GENERALLY BOUNDED BY YALE AND SHEPHERD STREETS ON THE WEST, TIDWELL STREET ON THE NORTH, I-45 ON THE EAST, AND NORTH LOOP 610 ON THE SOUTH.

ARTICLE THREE – PURPOSE

SECTION 3.1 THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL IS ORGANIZED EXCLUSIVELY FOR ONE OR MORE OF THE PURPOSES SPECIFIED IN SECTION 501 (C)(4) OF THE INTERNAL REVENUE CODE, OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE, AND AN APPLICATION MAY BE FILED WITH THE INTERNAL REVENUE SERVICE FOR THE 501(C)(3) OR 501(C)(4) NON-PROFIT STATUS, IF AND WHEN SO DETERMINED BY THE SUPER NEIGHBORHOOD COUNCIL.

SECTION 3.2 THE PURPOSES FOR WHICH THIS SUPER NEIGHBORHOOD COUNCIL IS ORGANIZED SHALL BE TO PROMOTE THE CIVIC BETTERMENT AND SOCIAL WELFARE AND WELL-BEING OF THOSE CERTAIN RESIDENTS, BUSINESS AND PROPERTY OWNERS WITHIN THE BOUNDARIES OF THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD AREA, TO PROMOTE AND ENGAGE IN THE ACTIVITIES FOR THEIR USE AND BENEFIT. THESE ORGANIZATIONS WITHIN THE INDEPENDENCE HEIGHTS AREA BEING SITUATED IN HOUSTON, HARRIS COUNTY, TEXAS, AND BEING THAT AREA IDENTIFIED IN ARTICLE II (BOUNDARIES).

SECTION 3.3 THE GENERAL PURPOSE AND POWER OF THE CORPORATION ARE TO HAVE AND EXERCISE ALL RIGHTS AND POWERS CONFERRED ON NON-PROFIT CORPORATIONS UNDER THE TEXAS NON-PROFIT CORPORATION ACT AND OTHER LAWS OF TEXAS, OF THOSE POWERS WHICH MAY HERINAFTER BE CONFERRED, AND (1) TO SEEK A CONSENSUS AND PROVIDE CITIZENS WITH OPPORTUNITIES TO ADVISE THE CITY COUNCIL ON ISSUES IMPORTANT TO EACH NEIGHBORHOOD; (2) UNDERTAKE A WIDE RANGE OF NEIGHBORHOOD IMPROVEMENT PROJECTS DETERMINED BY THE MEMBERS; AND (3) WITH THE

COOPERATION FROM THE CITY OF HOUSTON, IDENTIFY AND DEVELOP SOLUTIONS TO MUTUAL PROBLEMS.

ARTICLE FOUR – MEMBERSHIP

SECTION 4.1 THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL SHALL BE OPEN TO ANY CIVIC, BUSINESS, FAITH-BASED, NON-PROFIT, OR OTHER COMMUNITY-BASED ORGANIZATIONS THAT ARE STAKEHOLDERS IN THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD AREA. THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL SHALL CONSIST OF ONE DULY DESIGNATED REPRESENTATIVE OF EACH ELIGIBLE ORGANIZATION.

SECTION 4.2 PARTICIPATION IN THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL SHALL NOT BE LIMITED BY THE IMPOSITION OF MEMBERSHIP REQUIREMENTS OR FEES EITHER BY THE SUPER NEIGHBORHOOD COUCIL OR PARTICIPATING ORGANIZATIONS.

SECTION 4.3 THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL PROHIBITS THE EXCLUSION OF ANY INDIVIDUAL OR ORGANIZATION BASED ON RACE, AGE, CREED, COLOR, RELIGION, GENDER, SEXUAL ORIENTATION OR NATIONAL ORGIN FROM PARTICIPATING IN SUPER NEIGHBORHOOD COUNCIL ACTIVITIES OR SERVING AS A COUNCIL MEMBER.

ARTICLE FIVE – COUNCIL SEATS

SECTION 5.1 A PERSON MUST BE A DESIGNATED STAKEHOLDER REPRESENTATIVE OF THE GROUP THEY REPRESENT.

SECTION 5.2 THE NUMBER OF SEATS AND THE MANNER IN WHICH THEY ARE ELECTED MAY BE AMENDED IN THE SAME MANNER AS THE BY-LAWS MAY BE AMENDED.

SECTION 5.3 EACH GROUP, ORGANIZATION, OR ENTITY WITH A SEAT ON THE SUPER NEIGHBORHOOD COUNCIL SHALL BE ALLOWED ONE VOTE WHICH SHALL BE CAST BY THE STAKEHOLDER REPRESENTATIVE, OR IN HIS/HER ABSENCE, BY THE DESIGNATED ALTERNATE.

SECTION 5.4 THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL CONSISTS OF THE FOLLOWING 8 SEATS, WITH EACH HAVING ONE VOTE. THESE REPRESENTATIVE ORGANIZATIONS/STAKEHOLDERS ARE FOR THE

PURPOSES OF INITIATING THE SUPER NEIGHBORHOOD COUNCIL AND BY-LAWS AND SHALL NOT BBE CONSTRUED AS LIMITING THE NUMBER OF REPRESENTATIVES/STAKEHOLDERS ELIGIBLE TO PARTICIPATE.

THE FOLLOWING ORGANIZATIONS SHALL CONSTITUTE THE INITIAL ORGANIZERS OF THE SUPER NEIGHBORHOOD COUNCIL, AND SHALL BE ENTITLED TO THE FOLLOWING SEATS ON THE INITIAL COUNCIL.

<u>ORGANIZATION</u>	<u>NO. OF SEATS</u>	<u>CLASSIFICATION</u>
1. INDEPENDENT HEIGHTS BAPTIST PASTORS AND MINISTERS ALLIANCE, INC.	1	NON-PROFIT
2. INDEPENDENT HEIGHTS WAR ON DRUGS AND CIVIC ASSOCIATION	1	CIVIC
3. INDEPENDENT HEIGHTS NEIGHBORHOOD COUNCIL	1	CIVIC
4. YALE-VICTORIA CIVIC CLUB	1	CIVIC
5. BOOKER T. WASHINGTON ALUMUNI	1	EDUCATIONAL
6. INDEPENDENT HEIGHTS PARKS ADVISORY BOARD	1	CIVIC
7. INDEPENDENT HEIGHTS BUSINESSES	1	BUSINESS
8. AT LARGE *	1	ALL OTHER STAKEHOLDERS

ARTICLE SIX – OFFICERS

SECTION 6.1 THE ELECTED OFFICERS OF THE INDPENDENCE SUPER NEIGHBORHOOD COUNCIL SHALL BE THE PRESIDENT, VICE-PRESIDENT, SECRETARY, AND TREASURER.

SECTION 6.2 THE PRESIDENT SHALL PRESIDE OVER ALL GENERAL MEETINGS AND ANY EXECUTIVE COMMITTEE MEETINGS. THE PRESIDENT SHALL HAVE THE AUTHORITY TO CONDUCT MEETINGS AND TO MAINTAIN ORDER. THE PRESIDENT SHALL RECOMMEND THE AT LARGE REPRESENTATIVES, AND SHALL APPOINT ALL COMMITTEE CHAIRPERSONS.

SECTION 6.3 THE VICE-PRESIDENT SHALL PRESIDE AT MEETINGS IN THE ABSENCE OF THE PRESIDENT. THIS OFFICE SHALL ASSIST THE PRESIDENT AND SHALL PERFORM VARIOUS DUTIES AND SERVE ON COMMITTEES AS ASSIGNED BY THE PRESIDENT.

SECTION 6.4 THE SECRETARY SHALL KEEP AN ACCURATE RECORD OF PROCEEDINGS OF ALL GENERAL MEETINGS, ATTEND TO CORRESPONDENCE, ACT AS CUSTODIAN OF CURRENT RECORDS, AND FILE AND MAINTAIN UP-TO-DATE MEMBERSHIP LISTS AND ATTENDANCE RECORDS.

SECTION 6.5 THE TREASURER SHALL KEEP AN UP-TO-DATE RECORD OF ALL FINANCIAL TRANSACTIONS, RECEIVE ALL MONEY, AND DEPOSIT FUNDS IN THE BANK. THE OFFICER SHALL DISBURSE MONEY AS AUTHORIZED BY THE COUNCIL. THE TREASURER SHALL PRESENT A REPORT OF FINANCES AT EACH GENERAL MEETING OF THE COUNCIL. CHECKS DISBURSED SHALL CONTAIN THE SIGNATURES OF TWO OF THE FOLLOWING: PRESIDENT, OR VICE PRESIDENT, AND THE TREASURER.

SECTION 6.6 ALL OFFICERS, EXCLUDING THE PRESIDENT AND THE TREASURER OF THE INITIAL COUNCIL, SHALL BE ELECTED TO TWO YEAR STAGGERED TERMS AT THE REGULAR JANUARY MEETING BY QUORUM OF THE MEMBERS OF THE COUNCIL. THE PRESIDENT AND THE TREASURER WILL SERVE ONE-YEAR INITIAL TERMS, FOLLOWED BY TWO-YEAR TERMS, THEREOF. OFFICERS SHALL BE INSTALLED AT THE FIRST GENERAL MEETING IN FEBRUARY OF EACH YEAR.

SECTION 6.7 OFFICERS SHALL BE LIMITED TO SERVE TWO (2) SUCCESSIVE TERMS.

SECTION 6.8 ALL OFFICERS SHALL BE ELECTED BY A SIMPLE MAJORITY QUORUM OF THE COUNCIL.

SECTION 6.9 A VACANCY IN AN OFFICE SHALL BE FILLED BY A SPECIAL ELECTION. OFFICERS ELECTED TO FILL VACANCIES SHALL ASSUME OFFICE AT THE FIRST GENERAL MEETING FOLLOWING THE SPECIAL ELECTION AND SHALL HOLD OFFICE UNTIL THE NEXT REGULAR INSTALLATION OF OFFICERS.

SECTION 6.10 ANY OFFICER, WHO FAILS TO MEET THE OBLIGATIONS AND RESPONSIBILITIES OF THEIR OFFICE MAY BE REMOVED FROM OFFICE BY A TWO-THIRDS MAJORITY VOTE OF THE SUPER NEIGHBORHOOD COUNCIL.

ARTICLE SEVEN – COMMITTEES

SECTION 7.1 COMMITTEES SHALL BE ESTABLISHED AS THE NEED ARISES BY THE PRESIDENT.

SECTION 7.2 THE COMMITTEE CHAIRPERSONS SHALL APPOINT COMMITTEE MEMBERS.

ARTICLE EIGHT – MEETINGS

SECTION 8.1 THE GENERAL MEETING OF THE SUPER NEIGHBORHOOD COUNCIL SHALL BE HELD ON THE FIRST SATURDAY OF EACH MONTH AT A TIME AND PLACE TO BE DESIGNATED BY THE SUPER NEIGHBORHOOD COUNCIL. ALL SUPER NEIGHBORHOOD COUNCIL ACTIVITY WILL BE CONDUCTED IN OPEN MEETINGS WHERE COMMUNITY STAKEHOLDERS MAY OBSERVE DISCUSSIONS AND PARTICIPATE UNDER DEFINED CIRCUMSTANCES.

SECTION 8.2 IN THE EVENT THAT THE GENERAL MEETING FALLS ON A LEGAL HOLIDAY, THE TIME AND DATE OF THE GENERAL MEETING SHALL BE SET BY THE PRESIDENT AT THE PRECEDING GENERAL MEETING WITH THE CONSENT OF THE COUNCIL.

SECTION 8.3 A SIMPLE MAJORITY OF THE DULY DESIGNATED SUPER NEIGHBORHOOD COUNCIL MEMBERS SHALL CONSTITUTE A QUORUM FOR THE TRANSACTION OF BUSINESS AT A GENERAL MEETING.

SECTION 8.4 SUPER NEIGHBORHOOD RESIDENTS/STAKEHOLDERS MAY PARTICIPATE VIA MEETINGS OPEN TO THE PUBLIC AND WILL BE NOTIFIED OF DECISIONS THROUGH THEIR PARTICIPATING ORGANIZATION.

SECTION 8.5 AN INDIVIDUAL WISHING TO ADDRESS THE SUPER NEIGHBORHOOD COUNCIL SHALL SIGN A “SPEAKERS LIST” AT THE BEGINNING OF THE MEETING AND SHALL BE ALLOWED THREE (3) MINUTES TO SPEAK.

ARTICLE NINE – PROCEDURES

SECTION 9.1 “ROBERTS’ RULES OF ORDER” SHALL BE THE GUIDE FOR PROCEDURE IN ALL POINTS OF ORDER NOT COVERED BY THE BY-LAWS.

ARTICLE TEN – AMENDMENT OF BY-LAWS

SECTION 10.1 THESE BY-LAWS MAY BE AMENDED FROM TIME TO TIME ON AN AS NEEDED BASIS BY RESOLUTION IN WRITING, PRESENTED AT A MEETING

OF THE INDEPENDENCE HEIGHTS SUPER NEIGHBORHOOD COUNCIL, READ AND APPROVED BY A TWO-THIRDS MAJORITY VOTE AT TWO CONSECUTIVE MEETINGS AT WHICH A QUORUM IS PRESENT AT EACH MEETING.

PASSED AND ADOPTED AT A REGULAR MEETING OF THE INITIAL ORGANIZERS,
THIS THE 21ST DAY OF MAY 2001.

INITIAL ORGANIZERS

INDEPENDENT HEIGHTS BAPTIST PASTORS AND MINISTERS ALLIANCE, INC.

BY: _____
JOHN W. BOWIE, PRESIDENT

INDEPENDENCE HEIGHTS WAR ON DRUGS

BY: _____
NAOMI LANKFORD, PRESIDENT

INDEPENDENCE HEIGHTS NEIGHBORHOOD COUNCIL

BY: _____
CHARLES BOLTON, VICE-PRESIDENT

YALE – VICTORIA CIVIC CLUB

BY: _____
MARY J. CONNALLY, PRESIDENT

BOOKER T. WASHINGTON ALUMNI ASSOCIATION

BY: _____
BERTHA DINKINS, PRESIDENT

PARKS ADVISORY BOARD

BY: _____
ALTHEA THEARGOOD, PRESIDENT

INDEPENDENT HEIGHTS BUSINESSES

BY: _____