

# Hollis Community Council Bylaws

Adopted June 14, 2016

By the Board of Directors and Ratified

## CHAPTER ONE: Membership and Board of Directors

**SECTION 1; Membership.** All residents of Hollis, who are at least 18 years of age, are eligible to be Members of this Corporation. A resident is someone who is a U.S. Citizen, a legal resident of Alaska, reflects that Hollis is his/her physical address and be verified **by ANY STATE OF ALASKA APPROVED METHIOD OF VERIFICATION** is eligible for membership can present the required documents of this section to the secretary and will be simultaneously added to the membership list.

**SECTION 2; Resignation and Termination.** All members may terminate their membership by submitting their resignation in writing to the secretary. An electronic resignation will be accepted as proof of resignation. If a member is found to be out of compliance of Chapter One, Section 1; Membership, the secretary will automatically terminate the person's membership and remove their name from the membership list. The person's membership can be re-instated once the requirements of Chapter One, Section 1; Membership, has been met and submitted to the secretary.

**SECTION 3; Membership Audit.** All memberships must be confirmed by an annual check against the current state's voter list as a voter registered in Hollis. The annual audit will be conducted by the secretary prior to the September meeting with the results presented and approved by the Board of Directors at the September meeting. An alternative Director can be designated by the Board of Directors to complete the audit by a majority vote. If the Membership Audit is not approved by the Board of Directors at the September meeting, a special meeting is to be called prior to the Annual Meeting to confirm the membership exists of only members in compliance of Chapter One, Section 1; Membership.

**SECTION 4; Directors.** All Members of the Corporation are eligible to be Directors, and the number of Directors shall be seven. However, no two members of the Board of Directors can reside at the same residence, **be spouses, or of a parent / child relationship.**

**SECTION 5; Officers.** The Board of Directors will consist of the following Officers: President, Vice-President, Secretary, Treasurer, and three Directors. The Board of Directors shall choose annually, from among themselves, a President, a Vice-President, a Secretary, and a Treasurer.

**SECTION 6; Term of Office.** Except as otherwise provided, the terms of all Directors elected by the Membership will be for three years. However, to allow a number of terms to expire each year, thus providing staggered terms of office for future Directors, the Board of Directors elected by the Membership at the first annual meeting will have terms as follows:

Three members: Full three year terms

Two members: Two year terms

Two members: One year terms

No director shall hold an executive position for more than their term unless approved by the Board of Directors.

**SECTION 7; Quorum.** Four Directors of the Board of Directors constitute a quorum for the transaction of business at any meeting of the Board of Directors. Four affirmative votes are required for any action to be taken by the board.

**SECTION 8; Vacancies.** Except as otherwise provided, any vacancies occurring on the Board of Directors, either by resignation or removal, shall be filled by a majority vote of the remaining Directors. In the event of the simultaneous resignation and/or removal of three or more Directors, the Membership shall hold a special election at the next regular monthly meeting to fill those vacant positions on the board. The Directors so elected will serve for the remaining portion of the term.

**SECTION 9; Removal of Directors.**

1. Any Director(s) absent for **FOUR (4)** meetings during the term year, with terms starting at the annual meeting, may be removed from office by the Board by simple majority.
2. **A Director may be removed secondary to the best interest of the Council by one of the following means:**
  - a. **A petition submitted by the membership with at least 51% of the membership represented on a petition, with justification on why the Board member should be removed.**
  - b. **On recommendation by the Board.**
3. **Justification for removal of a Board member may be for one of the following reasons while serving on the Board:**
  - Conflict of interest**
  - Unethical behavior**
  - Conviction of a Felony**
4. **Notice must be provided to the Membership at least 10 days before the meeting the vote will be taken.**

## **CHAPTER TWO: EXECUTIVE OFFICERS**

**SECTION 1; President.** The President will be the principal executive officer of the Corporation and shall, in general, supervise and control all of the business and affairs of the Corporation. He/She shall preside at all meetings of the Board of Directors, and shall sign contracts or other instruments which the board has authorized to be executed.

**SECTION 2; Vice-President.** In the absence of the President, or in the event of his/her inability or refusal to act, the Vice-President will perform the duties of the President, and when so acting, will have all the powers of and be subject to all the restrictions upon the president.

**SECTION 3; Secretary.** The Secretary shall 1) Keep a journal of proceedings of the Corporation, record all votes of the Corporation, and provide for the electronic recording of meetings of the Corporation whenever possible. 2) Provide for the standardization and maintenance of all forms, books, and records of the Corporation, 3) Keep the Corporation seal and affix the seal to all contracts and instruments authorized to be executed by the Corporation, and 4) maintain a membership roster and conduct an annual audit of the membership.

**SECTION 4; Treasurer.** The Treasurer shall 1) Manage, deposit and invest all funds of the Corporation as directed by Board of Directors, 2) Disburse money for all Corporation Obligations, and 3) Keep regular books or accounts of all Corporation financial transactions, and provide for financial reports or audits as directed by the Board of Directors 4)**BE THE CHAIR OF THE FINANCE COMMITTEE, WHOSE RESPONSIBILITY IS TO SUBMIT TO THE MEMBERSHIP EACH YEAR A SUGGESTED BUDGET TO THE STATE FOR REVEUNE SHARING BY JUNE 1 OF EACH YEAR AND PROPOSE A DEFINITIVE BUDGET TO THE MEMBERSHIP OF HOW THESE FUNDS WILL BE USED. 5) WILL BE RESPONSIBLE TO COMPILE AND SUBMIT THE MANDATED REPORTS TO THE STATE AND IRS TO MAINTAIN THE HHS, INC. STATUS AS A 501C4.**

### **CHAPTER THREE: Meetings**

**SECTION 1; Regular Meetings.** The regular meetings will commence on the 2<sup>nd</sup> Tuesday of every month at 1900 hours. The meeting location shall be held at the Hollis Fire Department / Community Hall (**UNLESS AN ALTERNATE DATE IS VOTED ON BY THE MAJORITY OF THE BOARD**). Meetings are open to the public. Meetings will be conducted in a fashion for the betterment of the community. When questions during a meeting arise, “Robert’s Rule of Order” shall be referenced as an operational guideline.

**SECTION 2; Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the president or any three Directors. A petition showing the purpose(s) and names of at least 10 percent of the membership may be submitted to the president shall call for a special meeting. These meetings are public meetings and shall be publicly noticed at least 24 hours in advance by posting the date, time, place and purpose(s) in three prominent locations. All Directors will be notified orally or in writing at least 24 hours in advance by the person or persons calling the meeting. The Board of Directors may not address any matter which constitutes a vote by the board which is not stated in the purpose of the special meeting given in the notice.

**SECTION 3; Order of Business.** The order of business at all meetings shall be as follows:

- A. Membership sign-in
- B. Meeting called to order
- C. Approval of Minutes from Preceding Meeting
- D. Reports from Directors
- E. Reports from Committees
- F. Unfinished Business
- G. New Business
- H. Community Betterment/Announcements
- I. Adjournment

**SECTION 4; Membership Vote.** Any motion may be made by the Membership or Board and is open to vote by a simple majority of the Membership present at the stated meeting. The vote will be conducted by a show of hands by members unless the Board of Directors states an alternative method of voting is to be used.

**Section 5: Administrative Procedures.** The Board of Directors will conduct its business according to established administrative procedures. These procedures can be instituted or changed by the introduction of a resolution which can be adopted by four affirmative votes of the Board of Directors.

## **CHAPTER FOUR: Elections**

### **SECTION 1; Election Notice.**

A notice of expiring terms of office for the Board of Directors shall be made at the regular September monthly meeting. A general election will occur at the annual meeting to fill the terms which expire at the commence of the annual meeting

A special election can be called by a majority vote of the Board of Directors or under Chapter One, SECTION 6; Vacancies. The election shall not occur for at least 15 days from the time that it was called for.

A notice of an election shall be prepared and the membership informed of the election by posting the type of election, scheduled date, time, and place of the meeting in at least 3 prominent locations. The notice shall include the choices the membership is voting for and the requirements to participate in the elections.

### **SECTION 2; Ballots.**

Ballots shall be on plain white paper with a space for writing the member's choice. A pre-printed ballot must be prepared by the secretary. The ballot shall be available for 14 days prior to the election and posted at the same locations which the notice of election was posted. The ballot shall be used only as the written proxy and in-person ballot to cast a members vote. The ballot is to include the date for which the election is intended for.

A proxy ballot must be received in a sealed envelope with a copy of the member's voter's registration card attached on a separate piece of paper, and with written permission for another member to cast their vote. Once the secretary confirms the membership of the proxy ballot, the ballot is to be detached and placed into the ballot box. The membership's name is to be recorded as a proxy in the membership roster for the election.

### **SECTION 3; Voting Procedures.**

The secretary shall check the member's name on the membership list. If the member's identity is questioned at the time of voting, they must provide proof of their identity. This shall be a government issued document or identity card. It can include a corporation, school, and employment photo identification.

When a person is verified that they are eligible to vote in the election, they shall sign the membership roster in the space provided.

Voters shall be provided an area with privacy to cast their vote. This area shall be reasonably vacant in which a member is comfortable in casting their vote without the influence of other members. If a member feels an area is inadequate in providing privacy, they shall immediately notify a Director in charge of the election. The director will create a private area which is with-in reason so the member can cast their vote.

Voting shall be only by secret ballot. Ballots must be marked in pen

After a ballot is marked, it's to be deposited in the ballot box.

### **SECTION 4; Ballot Tallying**

Ballots are to be opened and counted in front of the membership. The total number of ballots are to be checked against the member's names in the roster. The number of ballots are to be equal to the number of members who voted in-person or by proxy as recorded on the membership roster.

### **SECTION 5; Certifying the Election**

The election results are to be certified at the next regular meeting by the Board of Directors. Nominees or the presented choice receiving the greatest number of votes, shall be considered the elected choice or Director. Once the election is certified, the secretary is to post the results of the elections in 3 prominent locations.

## **CHAPTER FIVE: Financials**

**SECTION 1; Contracts.** The Board of Directors may authorize any office or officers, agent or agents of the Corporation, in addition to the officers so authorized by these Bylaws, to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Corporation, and such authority may be general or confined to specific instances as authorized by the Board of Directors.

**SECTION 2; Checks, drafts, etc.** All checks, drafts, or orders for payment of money, notes or other evidence of indebtedness issued in the name of the Corporation, and in such manner, shall from time to time, be determined by the Board of Directors, shall be signed by the Treasurer or Purchasing Agent.

**SECTION 3; Deposits.** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

**SECTION 4; Gifts.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest, or devise for any special purpose of the Corporation.

### **Section 5: Purchases and Bids.**

All purchases by the corporation shall be approved by the Board of Director. The corporation is not responsible to pay for items, services, or work that was not approved. Routine items such as ink, truck fuel, and paper, by not limited to, may be purchased with-out prior approval if the total amount does not exceed \$300.00.

If service or large scale work is needed; such as road-work, building, or repair, an invitation for bid is to be sent out to contractors who can perform the service or work. The bid shall be posted in at least three prominent locations. The invitation to bid is to include the type of service or work to be completed, completion date, close time of bid, and location to submit bid. The bids will be opened at the next monthly meeting unless a special meeting is called.

### **Section 6: Grants.**

No grant monies from a state, federal, or other governmental entity shall be applied for without placing the item on the agenda and must be approved by a simple majority of the Council.

## **CHAPTER SIX: Committees**

### **SECTION 1; Committee Formation.**

The Board of Directors may create committees as needed. A chair of the committee shall be designated by the Board of Directors. The chair may designate other members to be seated on the committee and delegate their responsibilities. Reports of the committee shall be made to the **Board and Council**. All financial business of a committee must be approved by the Board of Directors.

### **SECTION 2; Finance Committee.**

The treasurer is the chair of the Finance Committee. The committee must include at least three other members which may be Directors or **Council members**. The primary responsibility of the committee is to present financial audits of the corporation to the **Council** for approval. The Finance Committee may also present a yearly operating budget to the **Council** to be used as a suggestion.

### **SECTION 3; STANDING COMMITTEES:**

- 1) **ANNUAL FIRE DEPARTMENT FUNDRAISER**
- 2) **HARRIS RIVER PICNIC AREA**
- 3) **FOURTH OF JULY CELEBRATION**
- 4) **CEMETERY COMMITTEE**

**STANDING COMMITTEES MAY BE DESIGNATED BY THE BOARD OR  
ELIMINATED AT THE DESCRIPTION OF THE BOARD AND APPROVED BY A  
SIMPLE MAJORITY VOTE OF THE MEMBERSHIP**

## **CHAPTER SEVEN: BOOKS AND RECORDS**

The Corporation shall keep correct and complete records of financial transactions and account, and shall also keep minutes of the proceedings of the Board of Directors. All books and records of the Corporation may be inspected by any member, or his agent or attorney for any proper purpose at any reasonable time.

## **CHAPTER EIGHT: FISCAL YEAR**

The fiscal year of the Corporation shall begin on the first day of July and end on the last day of June the following year.

## **CHAPTER NINE: ANNUAL MEETING**

The annual meeting shall be held on the first Tuesday of October, and shall be publicly noticed by posting the scheduled date, time and place of the meeting in at least 3 prominent locations. Nominations for Director's seats will be taken during the regular September meeting. To allow for write in candidates, always hold an annual meeting.

## **CHAPTER TEN: AMENDMENT TO BYLAWS**

The Bylaws may be amended by the affirmative vote of at least four Directors and ratified by a simple majority vote of the Council Membership.