

The Crestwood Association

P.O. Box 471621

Fort Worth, Texas 76147

ARTICLE I PURPOSE

The object of this Association is to promote harmony among all residents of the Crestwood neighborhood, to promote vigilance against crime, and to work cooperatively with City, County, and other local government officials for the general welfare of the neighborhood and its residents.

The geographic boundaries of the Crestwood neighborhood and this Association are:

To the South: White Settlement Road

To the West: Rockwood Park Drive West

To the North: Rockwood Park Drive West

To the East: Greenwood Memorial Park and Cemetery

No Asset of the Association shall benefit any officer or member. The Association shall not participate in any partisan political activity.

These bylaws and standing rules adopted by the Executive Board pursuant to these bylaws shall be construed and applied to comply with the requirements set forth in the Association's Articles of Incorporation, Texas laws governing non-profit corporations, federal laws and regulations applicable to organizations exempt from taxation under Section 501(c)(4) of the Internal Revenue Code, and all other applicable federal, state and local laws as those laws may be amended from time to time.

ARTICLE II MEMBERSHIP

SECTION 1 – ELIGIBILITY: Membership in the Association shall be open to all adults residing within the Crestwood neighborhood who subscribe to the purposes of the Association. A person will be considered to reside within the Crestwood neighborhood if he or she either:

- (a) owns and occupies a single-family dwelling located within the neighborhood boundaries or occupies that dwelling as a member of the owner's family;
- (b) owns property located within the neighborhood boundaries and intends to occupy a single-family dwelling built or to be built on the property after construction, renovation, or repair of the dwelling is complete or intends to occupy such a dwelling as a member of the owner's family after construction, renovation or repair of the dwelling is complete; or
- (c) leases and occupies a single-family dwelling or apartment unit located within the neighborhood boundaries as an individual, as a member of a family of related persons, or as a member of a group of individuals living together under a single lease as a single housekeeping unit in accordance with the City of Fort Worth's zoning ordinance.

SECTION 2 – DUES: Annual membership dues for the calendar year beginning January 1 and ending December 31 shall be charged on a per-residence basis and set by the Board of Directors. To be a member of the Association in good standing eligible to vote at general membership meetings, an adult resident must reside at a residence for which the current year's dues have been paid. Dues may be paid and members may vote at any general membership meeting up to the time the vote is called.

ARTICLE III VOTING

SECTION 1 – VOTING AT MEMBERSHIP MEETINGS: At any election or other general membership meeting of the Association, each residence within the neighborhood boundaries for which the current year's dues have been paid shall be allowed a maximum of two votes and each resident whose dues are current is allowed only one vote. A resident may vote only if present in person when the vote is called and no resident may vote by proxy or absentee ballot.

SECTION 2 – ELECTION MEETINGS: At election meetings, ballots will contain the names of nominated candidates and allow space for write-ins. No more than two ballots may be issued to the residents of any neighborhood residence. No more than one ballot shall be issued to any resident and no resident may cast more than one ballot. The recipient of a majority of the ballots cast shall be elected.

SECTION 3 – VOTING AT EXECUTIVE BOARD MEETINGS: Only members of the Executive Board may raise a question and only one vote per Executive Board member may be cast on any question called to vote. All votes shall be counted by a show of hands unless otherwise specified in these Bylaws. Any Executive Board member present may make a motion to change the method of voting on any one motion during the meeting in session.

SECTION 4 – NOMINATING COMMITTEE: The Nominating Committee, selected at random by the president and secretary alternately drawing names from a ballot box of those persons who wish to be considered until all committee positions are filled at the October meeting, shall consist of five members, not more than three who may be members of the Executive Board. The first nominee selected shall be the Chairperson of the Nominating Committee. The immediate past Chairperson of the Nominating Committee shall be an ex-officio non-voting member. This committee shall present a list of nominees to the Executive Board at the November meeting.

ARTICLE IV – MEMBERSHIP MEETINGS

SECTION 1 – ANNUAL MEETINGS: The annual meeting of the Association shall be held during the month of January. The Executive Board shall arrange the time and place unless specified by the previous annual meeting. The agenda of the annual meeting shall include elections, committee reports and other member concerns.

SECTION 2 – SPECIAL MEETINGS: A special meeting of the Association may be called at any time by the President, by a majority vote of the Executive Board, or by written request of one-twentieth of the paid members. The call for each special meeting shall specify the purpose for which it is to be held and no other business shall be transacted.

SECTION 3 – INFORMATIONAL MEETING OR SPECIAL EVENT: The Association may sponsor a variety of meetings and events designed to provide educational, recreational, or social opportunities for its members and their guests. It may also sponsor fund raising activities. If business is to be conducted at such events, the notice requirement for special meetings must be met.

SECTION 4 – NOTIFICATION: Every annual or special meeting must be preceded by public notice to paid members and members from the preceding who have not yet renewed their membership. Notification may be emailed, by hand delivery, or by mail at least 15 days but not more than 50, prior to special meetings. The notice shall summarize any proposed changes in the BY-laws, shall highlight any proposals to dissolve the Association, and may include a detailed agenda.

SECTION 5 – QUORUM: Formal business may be conducted with a minimum of eleven members of the Executive Board present.

SECTION 6 –PROCEDURE: Robert’s Rules of Order, in the current revised edition, shall be in force at the meetings of the Association, of the Executive Board, and the Association committees. Non-members of the Association may be recognized to speak at the Association functions at the discretion of the President. The general election will be the first order of business at the general meeting. The Membership Chairperson will first call for any nominations from the floor followed by a three-minute period by any candidate wishing to speak. Following the last speaker voting will begin and the results will be posted.

ARTICLE V – EXECUTIVE BOARD

SECTION 1 – AUTHORITY: Subject to directives of annual and special meetings and these By-laws, the Board of Directors shall have authority over the activities and assets of the Association.

SECTION 2 – COMPOSITION: The Executive Board shall include all elected officers, the Block Representatives, and Chairpersons of the Committees.

SECTION 3 – ELECTIONS: The Nominating Committee shall nominate one member for the President, Vice-President, Secretary, Membership Secretary and Treasurer. Additional nominations of members present at the annual meeting and willing to serve shall be taken from the floor. All elections shall be conducted by secret, written ballot.

SECTION 4 – TERMS OF OFFICE: Officers are elected for one-year terms. Their terms shall expire after the annual meeting or upon the election of new elected officers, whichever occurs later. Only the office of the President shall have a two-term limit.

SECTION 5 – BOARD MEETINGS: The Executive Board shall meet within 30 days of the annual meeting. Regular meetings shall be held at places, dates, and times established by the Executive Board. Special meetings may be held on the call of the President, or any three Board members. Notice shall be given to the Board members not less than 48 hours prior to said meeting. Although members of the Association and other Crestwood residents are encouraged to attend meetings of the Executive Board, non-members of the Board may not vote and may not speak during Board meetings except as authorized by the presiding officer. The President or officer presiding at any meeting of the Board may, at his or her discretion, invite non-members of the Board to attend Board meetings and address the Board on such terms and conditions as the President or other presiding officer may deem appropriate.

SECTION 6 – VACANCIES: Any vacancy may be filled for the remainder of the term by the affirmative vote of a majority of the Executive Board (minimum of eleven members).

SECTION 7 – COMPENSATION: Executive Board Members shall not be compensated for their time and effort. The Board may authorize officers, and committee members to be paid actual and necessary expenses incurred in the pursuit of Association business.

ARTICLE VI – OFFICERS

SECTION 1 – PRESIDENT: The President shall be the Chief Executive of the Association subject to the directives of the Executive Board. The President shall provide a written agenda and preside over all meetings; appoint all Chairpersons of Standing Committees and Special Committees until the end of that President’s term; be an ex-officio member of every committee except the Nominating Committee; and shall co-sign all checks of the Association. The President shall notify the State that he/she is the registered agent of the Association and shall with the assistance of the Treasurer submit annual reports to the IRS.

SECTION 2 – VICE-PRESIDENT: The Vice-President shall assume the duties of the President should that office become vacant and shall preside at meetings in the absence of the President; present an Annual

Report to the General Meeting on the interim activities of the Executive Board and submit all reports to the President with copies to the Secretary.

SECTION 3 – SECRETARY: The Secretary shall conduct the correspondence of the Association; shall keep in permanent form minutes of all meetings of the Association and read same at meetings for approval.

SECTION 4 – TREASURER: The Treasurer shall maintain the financial records of the Association; deposit all dues and other money due the Association in a bank approved by the Executive Board and pay out same as directed by the Executive Board. The Treasurer shall expedite the submittal of the annual IRS 990-N, which is required for 501 C (4) status.

SECTION 5 – MEMBERSHIP: The Membership Secretary shall receive all dues, maintain a roster of residents and act as Election Judge at the General Meetings and shall determine voting eligibility.

ARTICLE VII – COMMITTEES

SECTION 1: The Security Committee shall investigate and recommend ways to increase security and reduce crime; contact the Police Department and report information on criminal activity to the Executive Board, the Crime Patrol, the Newsletter and/or Telephone Committee.

SECTION 2: The City Hall Committee shall investigate civic projects and problems of the community; monitor the City Council, the County Commissioners and other City departments for activities affecting Crestwood; report these activities to the Executive Board along with recommended action.

SECTION 3: The Newsletter Committee shall prepare and publish with direction and approval of the President a newsletter reporting activities of the Association.

SECTION 4: The Social Committee shall organize social events as determined by the Executive board.

SECTION 5: The Telephone Committee shall contact the members of the Executive Board regarding meetings and assist in relaying information through the Block Representatives to the members.

SECTION 6: The Finance Committee shall examine the books of the Association and Crestwood Crime Patrol Treasurers each year and present a report to the Executive Board at the annual meeting.

SECTION 7: The Rules, Procedures and By-Laws Committee shall assist in any points of Parliamentary Law when called upon.

SECTION 8: The Zoning and Traffic Committee shall monitor activities of the Zoning Board, the Board of Adjustment and Planning Commission, and monitor traffic safety in Crestwood; report these activities to the Executive Board along with recommended action.

SECTION 9: The Archives Committee shall be responsible for the storage of all documents of the Crestwood Association and maintain a complete inventory of these documents.

SECTION 10: The Crestwood Crime Patrol, an Auxiliary Committee, shall operate a citizen-volunteer organization to enhance neighborhood security. Members of the Crime Patrol shall select the Chairperson of the committee, maintain their own Rules of Procedure and Qualifications for Membership and report their financial records to the Treasurer annually.

SECTION 11: The Legal Contingency Committee, an Auxiliary committee, shall propose to the Board any expenditure from the Crestwood Legal Fund to defray the costs of legal representation.

SECTION 12: The President, with the approval of the Executive Board, may appoint such other committees as deemed necessary to support the efforts of the Board.

**ARTICLE VIIA – MEETING NOTICES AND MEETINGS
BY REMOTE COMMUNICATIONS TECHNOLOGY**

SECTION 1 – NOTICES: In addition to and in lieu of the methods specified in other provisions of these Bylaws for giving notices, notices of regular and special meetings of the Association, its Executive Board, and its committees may be given or waived in any manner permitted under the provisions of the Texas Business Organizations Code applicable to Nonprofit Corporations.

SECTION 2 – ELECTRONIC MEETINGS: Meetings of the Association’s Executive Board or any committee of the Association may be held by means of a remote electronic communications system (including but not limited to teleconferencing, videoconferencing, or Internet conferencing technology) if each person entitled to participate in the meeting consents to the meeting being held by means of that system and the system provides access to the meeting in a manner or using a method by which each person participating in the meeting can communicate concurrently with each other participant. By accepting election or appointment to a position as an Association officer, committee chair, committee member, or block representative, a person is deemed to consent to participation in any regular or called meeting of the Executive Board held by means of a remote electronic communications system, provided that adequate notice and instructions for participation are provided for each such meeting.

ARTICLE VIII – BLOCK REPRESENTATIVES

SECTION 1: The Block Representatives shall be selected by the member residents of each block or, in the case of vacancy, by the Vice-President with the approval of the Board.

SECTION 2: The Block Representatives, or their Alternates, shall attend all meetings of the Association. If a block is not represented at meetings for a period not to exceed (4) consecutive scheduled meetings, the Vice-President with the approval of the Executive Board, may appoint a new Block Representative.

SECTION 3: An Alternative Representative, selected by the Block Representative, may attend and vote at meetings in the absence of the Block Representative. The Alternative Representative must be identified to the Board at the beginning of any meeting.

ARTICLE IX – MISCELLANEOUS PROVISIONS

SECTION 1- FISCAL YEAR: The records and accounts of the Association shall be maintained on a calendar year basis.

SECTION 2 – ACCOUNTS AND INVESTMENTS: Funds of the Association shall be promptly deposited at a financial institution designated by resolution of the Executive Board. Funds not needed for current operations shall be deposited in investment accounts or certificates as authorized by the Executive Board.

ARTICLE X – AMENDMENTS AND REVISIONS

By-laws may be amended or revised by a 2/3-majority vote of the Executive Board members present (see quorum rules) at any regular meeting. A summary of such proposed changes shall be made available to the general membership one month in advance before voting to adopt.

ARTICLE XI - DISSOLUTION

The Executive Board, by a two-thirds affirmative vote of all members, may recommend that the Association be dissolved and that the question of such dissolution be submitted to a vote at a subsequent general meeting. Notice of the meeting shall highlight the question of dissolution. At the meeting, two-thirds affirmative vote of residences present and entitled to vote shall be required to approve a resolution of dissolution. Such a resolution shall direct the Executive Board to prepare a dissolution plan for subsequent approval by the members. Dissolution of the Association shall not be final until the members, by majority vote, have approved the dissolution plan, either at a meeting or by a binding mail vote.

STANDING RULES

Standing rules contain the rules of the Association and differ from the By-laws in that they specify the action taken by each group or function within the Crestwood Association. Standing rules may be amended or revised by a simple majority vote of the Executive Board members present (see quorum rules) at any regular meeting.

SR 1 - The Chairperson of each Committee will serve on the same committee the following year in an advisory (non-voting) role.

SR 2 - The Executive Board will publish in the December newsletter the list of nominees for office.

SR 3 - Any outstanding itemized expenses, with receipts attached, of the officers or committee Chairpersons shall be filed with the Treasurer no later than December thirteenth.

SR 4 - Block representatives shall collect dues, maintain an accurate list of residents and transmit that list to the Membership Chairperson. In addition, they shall deliver the newsletter; establish a communication system for their blocks for the purposes of relaying information to residents.

SR 5 - Appropriate cards will be sent on special occasions.

SR 6 - The colors of the Crestwood Association will be blue and gold.