

# **BYLAWS OF BERKNER PARK NEIGHBORHOOD ASSOCIATION, INC.**

## **NONPROFIT CORPORATION**

### **ARTICLE I: OFFICES.**

#### **1.01 PRINCIPAL OFFICES.**

The name of the Association is Berkner Park Neighborhood Association (hereinafter referred to as the "Association"). The principal office of the Association in the State of Texas shall be located in the City of Richardson, State of Texas.

#### **Section 1.02: REGISTERED AGENT.**

The Association shall have and continuously maintain in the State of Texas a registered office and a registered agent whose office is identical with the registered office, as required by the Texas Nonprofit Corporation Act. The registered office may be, but not need be; identical with the principal office of the Corporation in the State of Texas, and the address of the registered office may be changed from time to time by the Board.

### **ARTICLE II: PURPOSE.**

#### **Section 2.01: MISSION STATEMENT.**

The Berkner Park Neighborhood Association endeavors to promote a safe and attractive community, to create lines of communication with the City, to bring residents together to preserve and enhance the value of our neighborhood and to build a feeling of community among our neighbors.

### **ARTICLE III: MEMBERS.**

#### **Section 3.01: QUALIFICATIONS** (amended September 2012 see Section 11.02 (b)).

The Association shall have one class of members. Each residential homeowner and each tenant holding a leasehold interest in property in the Berkner Park Neighborhood in the of the City of Richardson, County of Dallas, State of Texas is eligible to become a member of the Association by paying dues prescribed by the Board for each fiscal year. Eligibility is to be without regard to race, creed, age, sex, color or national origin. Membership in the Association is desired for all residents of the area, but is not mandatory.

#### **Section 3.02: BOUNDARIES.** (amended September 2018 see Section 11.02 (h)).

The Berkner Park Neighborhood Association is defined to be the area bounded by Buckingham Road to the south; S. Plano Road to the west; E. Belt Line Road to the north; and Jupiter Road to the east. The Association excludes the area bordered by S. Plano Road, E. Spring Valley Road, S. St. Johns Drive and Potomac Drive known as the Marlborough Square Neighborhood, and the area bordered by E. Belt Line Road, Trellis Place and Jupiter Road known as the Willow Springs Townhome Community.

#### **Section 3.03: RIGHTS OF MEMBERS.**

Each member of the Association is eligible to serve as an Officer, Director or on any committee of the Association, to vote on matters as provided by these bylaws, and to attend (with any member of his or her

household) any business or social function of the Association.

**Section 3.04: RESTRICTIONS ON MEMBERS.**

No member of the Association may use, or permit the use of, the name of the Association or any information obtained through Association membership for commercial purposes or any other purposes inconsistent with these bylaws.

**Section 3.05: VOTING BY GENERAL MEMBERSHIP** (amended October 2011 see Section 11.02 (a)).

Voting shall be by written ballot or show of hands as prescribed by the President or Vice President prior to each vote. Each household current on their dues, shall be entitled to one vote on each matter submitted to a vote of the membership. Amendment of these bylaws shall require a two-thirds majority vote (see Section 11.01). All other matters shall be decided by a simple majority of those voting in person, except as otherwise provided in these bylaws.

**Section 3.06: TRANSFER OF MEMBERSHIP.**

Membership in the Association is not transferable or assignable.

**ARTICLE IV: MEETING OF MEMBERS.**

**Section 4.01: ANNUAL AND OTHER.**

The members of the Association shall meet annually during the month of October or November at a time and place selected by the Board and at such additional times and places as the Board may prescribe. Notice of any such meeting, along with the agenda, shall be published in the Association Newsletter or available on the Association Website at least ten days prior to the meeting. Those members present at a general meeting shall constitute a quorum.

**Section 4.02: SPECIAL.**

Any action which may be taken at a meeting of the members may be taken without a meeting if consent, in writing, setting forth the action so taken shall be signed by a majority of the members of the Association.

**ARTICLE V: OFFICERS.**

**Section 5.01: ASSOCIATION OFFICERS** (amended September 2012 see Section 11.02 (c)).

The Association shall have a President, a Vice President, a Secretary, and a Treasurer. Such officers, hereafter referred to as the Board, shall be elected to serve for a term of two years. No person shall hold more than one office at the same time.

**Section 5.02: Qualifications.**

Only members of the Association shall serve on the Board. Only one member of a household at a time shall be on the Board.

**Section 5.03: ELECTION PROCEDURES** (amended September 2012 see Section 11.02 (d)).

During the fall of each election year, the Board shall appoint a nominating committee, who shall select nominees for each Officer of the Association. The names of the nominees shall be published in the Association Website. The election of Officers shall be held at the Annual Meeting of the General Membership. Additional candidates may be nominated by any member of the Association at that meeting.

The newly elected Officers shall take office on the January 2nd following the election.

**Section 5.04: QUORUM.**

At any meeting of the Board, a quorum shall be constituted when a majority of the Board are in attendance.

**Section 5.05: VACANCIES.**

If the President resigns or is unable to serve the full term, the Vice President shall succeed the President and the Board shall select a member of the Association to replace the Vice President. If any other Officer or Director resigns or is unable to serve a full term in office, the Board shall select a member of the Association to serve the remainder of the term.

**Section 5.06: SPECIFIC DUTIES.**

The Board shall be an advisory body, guiding the policies and activities of the Association. It shall prepare the budget and approve all bills or other obligations over \$50.00 for any one cause, item or group of related items. The Board shall designate special committees as deemed necessary.

All officers of the Association must remain members in good standing during their term of office. They shall act at all times in the best interests of the Association and shall represent the majority interests and desires of the Membership.

**Section 5.07: PRESIDENT.**

The President shall call and preside at the Meetings of the General Membership and of the Board. The President shall appoint an ad-hoc parliamentarian and invoke 'Robert's Rules of Order' for each meeting. The President will appoint the Committee Chairmen. The appointments will be approved by a majority vote of the elected officers. The President shall be an ex-officio, member of all Committees and shall have authority to represent the Association in its relations with other persons and organizations. The President shall perform other duties as may be requested by the Board.

**Section 5.08: VICE PRESIDENT.**

The Vice President shall perform the duties of the President whenever the President is absent or unable to perform those duties. In addition, the Vice-President shall create, maintain, and/or monitor resources of information (including, but not limited to, the Association Newsletter, Website, and Social Networks) regarding the activities of the Board and the General Membership. As needed, these activities may be delegated to Standing or Ad Hoc Committees. The Vice-President shall perform other duties as may be requested by the Board.

**Section 5.09: SECRETARY.**

The Secretary shall keep a record of the Association membership; minutes of all meetings of the Board and of the General Membership, and shall perform other duties as may be requested by the Board.

**Section 5.10: TREASURER.**

The Treasurer shall collect dues, maintain custody of Association funds, pay bills within approved budgets, keep an accurate record of receipts and expenditures, prepare a financial report for presentation at the Annual Meeting of the General Membership, and perform other duties as may be requested by the Board.

**Section 5.11: COMPENSATION.**

Officers shall not receive any salary or other compensation for their services.

## **ARTICLE VI: INDEMNIFICATION OF OFFICERS AND DIRECTORS.**

### **Section 6.01: INDEMNIFICATION.**

Each Officer and Director of the Association, in consideration of his services as such, shall be indemnified by the Association to the extent permitted by law, but not to exceed \$500.00, against expenses and liabilities reasonably incurred by him in connection with the defense of any action, suit or proceeding, civil or criminal, to which he may be a party by reason of having been a Director or Officer of the Association. The foregoing right of indemnification shall not be exclusive of any other rights to which the Director or Officer or other person may be entitled by law or agreement or vote of the members or otherwise, provided however, the Officers and Directors shall not enter into a contract for an amount in excess of the total approved budget nor file any litigation without a vote by the General Membership approving same as provided herein.

## **ARTICLE VII: COMMITTEES** (amended September 2012 see Section 11.02 (e) & (f)).

### **Section 7.01: COMMITTEES.**

The Permanent Committees of the Association and the duties of each shall be as follows:

#### **(a) Membership Committee** (amended September 2012 see Section 11.02 (e)).

The Membership Committee shall conduct an annual membership drive to solicit memberships, and follow up with new residents regarding Association membership. The Committee shall be custodian of the official membership list and provide a copy to the Board.

#### **(b) Welcoming Committee**

The Welcoming Committee shall extend a formal welcome to new neighbors and introduce the Association to new residents.

#### **(c) Crime Watch & Safety Committee** (amended September 2012 see Section 11.02 (f)).

The Crime Watch & Safety Committee shall promote awareness of crime or safety issues. The Springridge Crimewatch Patrol is a separate entity that reports directly to the Richardson Police Dept. Crime Prevention Unit. This supersedes it being a subordinate of any other organization.

The Committee shall serve as a neighborhood crime watch information resource, observe and report on a safety issue, sponsor a safety project, report and make recommendations to the Board to improve the safety of our neighborhood, and perform liaison duties to the Springridge Crimewatch Patrol.

The Committee Chairman, or the Chairman's Representative, and the Committee, shall not engage in a function or business that is the sole responsibility of the Springridge Crimewatch Patrol.

#### **(d) Civic Interest Committee**

The Civic Interest Committee duties are to monitor and support or oppose zoning and other community issues which could affect the stability, beauty or safety of the area.

#### **(e) Social Committee** (amended February 2013 see Section 11.02 (h)).

The Social Committee shall plan, manage and sponsor one or more annual special social function or recreational activity for Association members.

**(f) Communications Committee**

The Communications Committee shall maintain (including, but not limited to) information on the Association's Website through the use of a Webmaster and information posted on the Association's Social Networks. The Section Leaders and Block Captains throughout the neighborhood may assist the Committee in the assembling or distribution of information if needed.

**(g) Beautification Committee**

The Beautification Committee shall sponsor projects for the improvement and beautification of our neighborhood common areas, working closely with city government to coordinate funding.

**(h) Revitalization Committee**

The Revitalization Committee assess neighborhood infrastructure and coordinate with city government for neighborhood improvements.

**(i) Section Leaders**

The four (4) Section Leaders shall represent the section in which they live (Northeast, Northwest, Southeast, or Southwest), and serve as a communications link between the membership and the Board. Section Leaders are responsible for recruiting Block Captains for each street in their section. Block Captains, who must be members, will work with their Section Leader to distribute information as necessary and provide feedback on neighborhood concerns.

**Section 7.02: MEMBERSHIP OF COMMITTEES.**

Membership in any Committee enumerated in Article 8.01 shall be open to any Association member. A Chairman for each of the Committees shall be appointed by the elected Officers to serve for a term of one year. No person may serve as Chairman of more than one Committee at a time.

**Section 7.03: DUTIES OF COMMITTEE CHAIRMEN.**

Committee Chairmen are responsible for recruiting members for their respective Committees and fulfilling the purpose of each Committee. Committees shall meet as often as necessary to effectively carry out their duties. Such meetings shall be called and chaired by the Chairman of that Committee.

**Section 7.04: MEETINGS OF COMMITTEES.**

Committees shall meet as often as necessary to effectively carry out their duties. Such meetings shall be called and chaired by the Chairman of that Committee.

**Section 7.05: REPORTS BY COMMITTEES.**

The Chairman of each Committee shall report regularly to the President concerning that Committee's activity.

**ARTICLE VIII: REMOVAL FROM OFFICE.**

**Section 8.01: REMOVAL PROCEDURES.**

Any Officer, Director or Committee Chairman may be removed from office for cause. Removal for 'cause' shall include (but not be limited to) failure to fulfill the duties of the office, conduct detrimental to the best interests of the Association, acts or omissions giving rise to a cause of action at law or in equity against the Association, or violation of any ordinance or statute. Said removal must be according to the following procedures:

(a) A written petition for removal must be presented to the Board and filed with the Secretary. Such petition shall set forth the charges and must be signed by either two-thirds of the Board members or by 30% of the General Membership.

(b) The Secretary shall notify the General Membership in writing of the filing of the petition at least twenty days before the question shall be placed upon the agenda of a meeting of the General Membership which must be called within 60 days after the filing of said petition.

(c) The Officer, Director, or Committee Chairman so charged shall be given written notice of the charges at least twenty days before the question is to be placed on the agenda.

(d) The petitioners shall present their charges first; said Officer, Director, or Committee Chairman shall present his defenses second; and the vote shall be taken third. Two-thirds of the members voting in person shall be necessary to remove said Officer, Director or Committee Chairman from office.

Should the Officer charged be the Secretary, the Treasurer shall receive and distribute the petition. Should said Officer be the President, the Vice President shall preside over the removal proceedings. No removal proceedings shall be brought more than once on the same charge.

## **ARTICLE IX: FISCAL MATTERS.**

### **Section 9.01: FISCAL YEAR.**

The fiscal year of the Association shall coincide with the calendar year.

### **Section 9.02: CONTRACTS.**

The Board may authorize and Officer(s) or agent(s) of the Association, 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 Association. Such authority may be general or confined to specific instances.

### **Section 9.03: CHECKS AND DRAFTS.**

All checks, drafts or orders for the payment of money, notes or other evidences of indebtedness in the name of the Association shall be signed by the Treasurer and countersigned by the President or Vice President.

### **Section 9.04: DEPOSITS.**

All funds of the Association shall be deposited to the credit of the Association in such banks, trust companies or other depositories as the Board may select.

### **Section 9.05: NET EARNINGS.**

No part of the funds of the Association shall inure to the benefit of any member or individual.

## **ARTICLE X: DUES.**

### **Section 10.01: DUES** (amended March, 24 2026 see Section 11.02 (k)).

The Board may determine from time to time the amount of the annual dues, if any, payable to the Association by members. The dues shall not exceed \$40.00 annually.

New members shall be entitled to one free member yard sign when payment is received by the Association. Each residential homeowner and each tenant holding a leasehold interest in property in the

Berkner Park Neighborhood that renew their membership shall be entitled to one free member yard sign every five calendar years. Each residential homeowner and each tenant holding a leasehold interest in property in the Berkner Park Neighborhood publicly displaying the Association's member yard sign must be current in their Association dues.

**Section 10.02: PAYMENT OF DUES.**

Dues shall be payable on the first day of each fiscal year. Dues of each new resident shall be prorated from the first day of the month following membership for the remainder of the fiscal year. Dues are non-refundable.

**Section 10.03: DEFAULT AND TERMINATION OF MEMBERSHIP.**

When any member shall be in default in the payment of dues for a period of three months, his membership may be terminated by the Board.

**ARTICLE XI: AMENDMENTS** (amended October 2011 to add Section 11:02: AMENDMENTS).Section 11.01: PROCEDURE.

These Bylaws may be amended by a two-thirds majority vote of those present at any regular meeting of the Members of the Association, provided seven days written notice of the proposed amendment and of the meeting is given.

**Section 11.02: AMENDMENTS.**

(a) Section 3.05: VOTING BY GENERAL MEMBERSHIP was amended to correct a typing error: the words (see Section 12.01) corrected to read (see Section 11.01).

(b) Section 3.01: QUALIFICATIONS was amended to change the words "operating year" to "fiscal year". This change is necessary to be consistent with the association's calendar year definition as defined in our current bylaws in Section 9.01: FISCAL YEAR "The fiscal year of the Association shall coincide with the calendar year." This will define December 31 of each calendar year as the date membership will expire. This change should resolve any current and prevent future split association membership year problems.

(c) Section 5.01: ASSOCIATION OFFICERS was amended to adjust the Board member initial term from a one year to a two year term and to eliminate the two consecutive year term limit for all Board members.

(d) Section 5.03: ELECTION PROCEDURES was amended to change the timing of the election of the Board from "during the fall of each year" to "during the fall of each election year" adjusting the election procedure to be consistent with the two year initial Board member term.

(e) Section 7.01: COMMITTEES (a) was amended to correct by adding the word "to" now missing before the word "solicit" in the Membership Committee definition.

(f) Section 7.01: COMMITTEES (c) was amended to add language to the Crime Watch & Safety Committee definition to further state the Springridge Crimewatch Patrol is not a part of the Berkner Park Neighborhood Association as follows (after the first sentence): The Springridge Crimewatch Patrol is a separate entity that reports directly to the Richardson Police Dept, Crime Prevention Unit. This supersedes it being a subordinate of any other organization. Correct the spelling of "Crime Watch" in the patrol name to read "Crimewatch". Replace "CWP" with Springridge Crimewatch Patrol.

(g) Section 7.01: COMMITTEES was amended to add language to define an annual requirement for the Social Committee to plan, manage and sponsor one or more social or recreational events.

(h) Section 3.02: BOUNDARIES. (amended September 2018).

Section 3.02: BOUNDARIES was amended to exclude the Willow Springs Townhome Community from the area defined as the boundaries of the Berkner Park Neighborhood Association. Legal property documents require Willow Springs Townhome Community property owners to be a member of the Homeowners Association (HOA) for the Willow Springs Townhome Community.

(i) There is no amendment (i). Inadvertently skipped over.

(j) Section 10.01: DUES (1) amended to increase Association dues from \$20 to \$30 and (2) to delete member window decals from the bylaw.

(k) Section 10.01: DUES amended to increase Association dues from \$30 to \$40.