

## **Northwest District Council Bylaws**

Article I     **Name.**

The name of the organization shall be the Northwest District Council (NWDC).

Article II    **Boundaries.**

The boundaries of the Northwest District shall be as defined on the **attached** map.

Article III   **Charter.**

This District Council is organized under the authority of, and pursuant to, the provisions of:

- Seattle City Council Resolution 27709 Attachment A, adopted 27 October 1987,
- Seattle City Council Resolution 28115, adopted 18 December 1989, &
- Seattle City Council Resolution 28948, adopted 11 July 1994.

Article IV    **Purpose.**

The purpose of the Northwest District Council is to provide a forum for consideration of common concerns including physical planning, budget allocations and service delivery and for the sharing of ideas for improvement.

Topics of discussion may include, but are not limited to:

Land use, zoning, housing, human resources, social and recreational opportunities, open space and parks, environmental quality, crime prevention, pedestrian safety, traffic and transportation.

It is expected that this forum could result in some of the following:

- Enhanced community livability.
- Improved sense of connection.
- Improved communication.
- Increased knowledge & experience sharing.
- Idea propagation.

- Increased citizen participation/engagement.
- Increased cooperation between organizations within the district.
- Increased cooperation between districts.
- Intelligent feedback on government policies.
- Increased responsiveness of local government.
- Decreased loss of knowledge during personnel changes.
- Continuous improvement.

The functions of the District Council shall include:

- Rating and ranking of Neighborhood Matching Fund (and similar) applications.
- Participation in the city's budget priorities process.
- Participation in the city's neighborhood planning process.

Neighborhood organizations will be free to determine their own boundaries and will remain free to interact directly with city officials independent of the District Council.

## Article V **Membership.**

### 1) Member.

All residents, owners and employees of an address or business/non-profit in the district, and their guests, shall be considered members of the District Council, and shall be encouraged to participate fully in all activities of the District Council except as limited by these bylaws.

### 2) Associate Member Organization.

An Associate Member Organization is any organization based in the district which does not currently hold Certified Member Organization status, as defined below.

### 3) Certified Member Organization.

To be **eligible** for recognition as a Certified Member Organization, an organization must:

- Be geographically-based with a constituency of residents, owners or employees of an address or business/non-profit in the district,
- Have a primary stated purpose which is consistent with the purpose of the District Council, as stated in Article IV.
- Operate in accordance with written democratic principles and procedures,
- Hold open, publicly-announced regular meetings,
- Elect officers or representatives,

and

-- Prohibit restrictions on membership based on ancestry, national origin, race, color, gender, sexual orientation, marital status, income, wealth, creed, political ideology, religion, age, and physical, mental or sensory handicap.

The following characteristics are also highly desirable:

- Publicly published newsletter / news site and meeting records.
- Official non-profit status.
- Having at least ten (10) participants who are residents, owners or employees of an address or business/non-profit in the district.
- Being at least ninety (90) days old.

-- NOTE: The initial City Council Resolution referenced in the Article III specifically welcomed community councils and business associations. Subsequent rulings have encouraged expansion to other organizations.

-- NOTE: The District Council may extend an invitation to apply to organizations that are adjacent to or straddle the district boundary.

To **achieve** Certified Member Organization status, an organization must submit an application and receive a passing vote of the District Council (as described in the Voting article of these bylaws).

Additionally, to **achieve and maintain** Certified Member Organization status, an organization must meet one (1) of the following two (2) criteria:

- 1) Attend four (4) meetings of the District Council within a calendar year.

With this criteria, the organization reaches Certified Member Organization status upon commencement of the 4th attended meeting and retains that status (in the absence of violations of eligibility) until the end of the following calendar year.

EXAMPLE: Organization A attends the 1st, 2nd, 4th and 5th meeting of 2010. That organization has met this certification criterion and is considered certified for all 2010 meetings beginning with the 5th meeting, and all 2011 meetings.

or

- 2) Attend four (4) consecutive meetings of the District Council straddling 2 calendar years.

With this criteria, the organization reaches Certified Member Organization status upon commencement of the 4th attended meeting

and retains that status (in the absence of violations of eligibility) until the end of the calendar year.

EXAMPLE: Organization B attends the last 2 meetings of 2010 and the 1st 2 meetings of 2011. That organization has met this certification criterion and is considered certified for all 2011 meetings beginning with the 2nd meeting.

NOTE: For either of the above two (2) criteria, if a record of attendance is not available for a particular meeting, it shall be assumed that all Member Organizations were in attendance at that meeting.

The following organizations are considered to be Certified Member Organizations at the time of adoption of these bylaws, by virtue of their qualification per Seattle City Council Resolution 27709 Appendix A paragraph 2.b) as adopted 27 October 1987:

"Community Councils":

- Broadview Community Council.
- Green Lake Community Council.
- Greenwood Community Council.
- Haller Lake Community Club.
- Licton Springs Community Council.
- Phinney Ridge Community Council.

"Business Organizations":

- Aurora Avenue Merchants Association.
- Greenwood-Phinney Chamber Of Commerce.

The meeting minutes of the first meeting of the year shall contain a **list of the organizations that were Certified Member Organizations** as of January 1st of that year.

## Article VI **Membership Rights & Responsibilities.**

No dues or fees are required for membership of any kind.

Only Certified Member Organizations have voting rights.

Only Certified Member Organizations may make or second motions.

Article VII **Representatives.**

Each Certified Member Organization in attendance shall have one voting representative. A representative can represent only one Certified Member Organization in the course of a meeting.

The voting representative or alternate shall present to the Chair or Co-Chair a “letter of voting authorization” on behalf of the organization represented, so designating such representative as the organization’s voting member or alternate. The letter of voting authorization shall come from the board of directors, or equivalent body, of the organization.

If representative are not designated, then the organization’s president is considered the delegate and the vice-president is considered the first alternate. If a representative is designated but no alternate, then the president and the vice-president are considered to be the first and second alternates. The voting members of the Council shall consist of one representative from each Certified Member Organization in attendance.

Article VIII **Officers & Elections.**

The officers of the Northwest District Council shall be a Chair or Co-chair and Secretary.

The **Chair or Co-Chairs** shall:

- Serve as chief executive of the Board.
- Serve as an ex-officio (voting) member of all committees except the Nominating Committee.
- Request volunteers for the Nominating Committee each April or May.
- Preside at all general meetings.
- Create task force committees (SEE ARTICLE IX).
- Receive and respond to all correspondence as official spokesperson.

The Chair or Co-Chair shall attend all **City Neighborhood Council** (CNC) meetings and shall have the authority to vote on behalf of the district. The Chair may also nominate an **alternate** to attend the CNC meeting. The alternate shall also have the authority to vote on behalf of the district.

The CNC attendee shall report to the District Council and assure that official CNC meeting minutes are made available to the voting members of the District Council in a timely manner.

The Chair or Co-chairs shall serve a one-year term and be eligible for election to a second term. The Chair or Co-Chairs shall not serve more than two consecutive terms.

The **Secretary** shall:

- Produce, publish and retain (including a separately-located backup):
  - Meeting announcements & agendas.
  - Draft and approved meeting minutes.
  - Meeting attendance records.
  - Member Organization applications.
  - Certified Member Organization contact information.
  - Letters Of Voting Authorization.
  - Financial records.
  - District Council Bylaws.
- Ensure that all website maintenance fees are paid when due.
- Request that the Chair or a Co-Chair identify a substitute when unable to perform any of the above duties.

The duties of the Secretary may be divided between multiple people, such as when aided by an assistant secretary, a webmaster or a treasurer.

It is expected that **City Of Seattle staff** will provide considerable help in these tasks.

The Secretary shall serve a one-year term and be eligible for election to a second term. The Secretary shall not serve more than two consecutive terms.

The Council shall annually **elect** officers at the regular June meeting, who will serve a term of July 1 - June 30.  
If an office is vacated before the term is complete, a **special election** shall be held to complete the term.

*Each officer now or hereafter, his or her respective heirs, executors and personal representatives serving the organization, shall be indemnified by this organization against expenses actually and necessarily incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a part by reason of being or having been an officer. Exception: in relation to matter to which the officer shall be adjudged in such action, suit or proceeding to be liable of negligence or misconduct in the performance of duties, such indemnification shall not be deemed exclusive of any other rights to which such party may be entitled under any bylaw, agreement, or otherwise.*

Article IX **Committees.**

The Chair or Co-Chair shall appoint task force committees with the Council's approval.

The **Nominating Committee** shall consist of two or more members and be formed by asking for volunteers at the April or May general meeting. If volunteers are not identified, the Chair or Co-Chair will appoint a Nominating Committee that may consist of a single member.

The report of the Nominating Committee shall be made at the June general meeting and shall list at least one nominee, if possible, for each position. All nominees must be voting members as outline in Article V. The public report of the Nominating Committee shall be available **at least ten (10) days prior to the June meeting.** Immediately following the presentation of the report at the June meeting, nominations may be made from the floor by any member, provided the consent of the nominee shall have been secured and the nominee is a voting member of the District Council.

Committees or their members will represent the District Council only when authorized by both the Chair and District Council resolution.

Article X **Meetings.**

The District Council shall meet at least eight (8) times each calendar year, preferably as follows:

- 4th Wednesday Of January, February, March.
- 4th Wednesday Of April, May, June.
- 4th Wednesday Of August, September, October.
- 1st Wednesday Of December.

Meetings shall not occur Monday through Friday from 8 am to 5pm.

Additional meetings may be called by any voting member with the concurrence of at least half (1/2) of the voting membership.

All meetings shall be open to the general public, announced publicly (including at the meeting location), and held within the district at locations accessible to people with disabilities.

NOTE: Email is a private, not public announcement method.

Agendas shall be provided with seven (7) to thirty (30) days of notice.

A **quorum** shall be defined as half (1/2) of the voting membership.

The District Council may meet jointly with other District Council(s) for joint consideration of matters of common interest. These meetings may be held in any district.

Article XI **Voting.**

To take a vote, a quorum (see Article X) must exist.

The following actions require at least the noted level of vote for passage:

Approval of a new member organization application:

60% of those present and voting.

Removal of a member organization:

60% of those present and voting.

A procedural motion:

60% of those present and voting.

A motion for the District Council to publicly express a particular opinion on a policy issue:

60% of those present and voting.

Election of Chair, Co-Chair or Secretary:

51% of those present and voting.

Recall of the Chair, Co-Chair or Secretary for cause:

66% of those present and voting.

Adoption of bylaws (see Article XIV):

51% of Certified Member Organizations.

Adoption of bylaws amendments (see Article XIV):

66% of Certified Member Organizations.

Article XII **Finances.**

In the event that the District Council shall require funds for special purposes and projects, it shall have the authority to solicit funds in its name, establish a bank account, and disburse funds as the District Council directs. All funds disbursed by check shall require the signature of the Chair or Co-Chair and the Secretary.

Article XIII **Non-Discrimination & Affirmative Action.**

The District Council strives to provide an opportunity for all to participate in an environment that is free from discrimination on the basis of ancestry, national origin, race, color, gender, sexual orientation, marital status, income, wealth, creed, political ideology, religion, age, and physical, mental or sensory handicap.

Article XIV **Bylaws Adoption & Amendment.**

Adoption of bylaws shall require a vote of the District Council (see Article XI) at a regular District Council meeting with seven (7) days notice that this will be an agenda item.

Any voting member may propose an amendment to the bylaws. Such amendments require a vote of the District Council (see Article XI) at a regular District Council meeting.

All District Council voting members and the organization that they represent must be notified of any proposed bylaw amendment forty-five (45) days prior to voting on said amendment.

Copies of newly passed bylaws / amendments shall be provided to each voting member within 60 days of passage.

Article XV **Certification.**

I certify that the above bylaws are a true copy as approved by a majority vote of the voting members present in a general membership meeting on

\_\_\_\_\_ (date).

\_\_\_\_\_  
Chair

Bylaws Adopted 25 August 1993.  
Bylaws Amended 7 December 2011.

Attachment: District Map (adopted February 1996).

District Map.

