

BY-LAWS
OF
NORTH FORT WORTH ALLIANCE

Article I – Name

The name of the organization shall be the North Fort Worth Alliance, hereafter referred to in this document as the 'Alliance'. It is a not-for-profit organization. The name of the Alliance or names of any members in their official capacities shall not be used in connection with any commercial concern, partisan interest, or for any purpose not appropriately related to the promotion of the objectives of the Alliance. The permanent address for the Alliance is 5500 Yellow Birch Drive, Keller, Texas 76248. The Alliance mailing address is P. O. Box 161611, Fort Worth, Texas 76161.

Article II - Purpose

The purpose of the Alliance is to provide a means to foster communication and cooperation among the communities within the identified boundaries in order to protect and enhance the area therein.

Article III - Boundaries

The boundaries of the Alliance shall be FM 1171 on the north, Highway 377 on the east, and IH-35 on the west with the following exception: the western boundary shall also include only those neighborhoods west of I-35W that are located within Fort Worth City Council District 2. The southern border shall be North Tarrant Parkway. This will constitute the Alliance Area for the purposes of these By-Laws.

Article IV - Membership

Membership in the Alliance is open to any neighborhood group or association, civic groups or organization which seeks to revitalize and/or improve conditions within the Alliance Area. The terms neighborhood group or association shall mean either a voluntary neighborhood association or a mandatory homeowners' association. Neighborhood group and associations are encouraged to register with the Fort Worth Neighborhood Association.

There shall be two types of membership defined as follows: Voting Membership and General Membership.

- A. Voting Membership – The Voting Membership shall consist of all neighborhood associations currently recognized by the Alliance with voting

privileges. A member association must remain active, as described herein, within the Alliance in order to retain its voting privilege. Each member association shall carry only one vote.

1. Only the identified delegate, the duly appointed alternate or by signed proxy may cast a vote.
 - a. Delegates of neighborhoods under the control of the developer must have the written appointment of the developer to represent his/her community.
 - b. If the identified delegate is not in attendance, then the duly appointed alternate delegate or proxy holder, if any, must be identified to the Alliance Secretary prior to the start of the meeting.
 2. If a voting member association is not represented by the delegate, duly appointed alternate or by signed proxy at three (3) consecutive stated meetings, its status is then considered to be inactive and all voting privileges are suspended. The member association will revert to General Member status, except as defined in Article IV, Section A.3.
 3. In order to regain voting status, the association must be represented at two consecutive stated meetings within one year of privilege suspension. Special action by the voting membership may waive this requirement.
 4. Associations requesting voting privileges must be recognized as a General Member by the Alliance and then receive a majority vote by the current voting members.
- B. General Membership - General Membership shall be open to neighborhood associations not currently recognized as voting members, civic groups, or any organization which seeks to revitalize and/or improve the Alliance Area. A new organization wishing to be recognized as a General Member can become so recognized by the Executive Director after the Secretary confirms that the organization's representative(s) have attended three consecutive Alliance stated meetings.

Article V - Leadership

The leadership of the alliance shall consist of a Board of Directors, Executive Board, and Committee Chairpersons.

- A. The Board of Directors is comprised of each neighborhood representative who has been identified as the voting member of the Alliance. They are the main voting body of the Alliance.

B. Executive Board shall have the following elected positions: Executive Director, Associate Director and Secretary. They will serve a one year term from September of a given year until the following September and may succeed themselves.

1. Executive Director - The Executive Director must reside within the Alliance boundaries but will not be considered a voting member of the Alliance. The Executive Director should be able to envision the entire NFWA community and effectively balance any potentially conflicting interests and needs of the individual organizations.

The duties of the Executive Director include activities necessary to fulfill the Alliance business, some of which are outlined below as well as other duties as deemed necessary from time to time. The Executive Director may appoint an alternate spokesperson for a specific function as needed.

- a. Official spokesperson of the Alliance
- b. Develop meeting agendas
- c. Facilitate the meetings
- d. Cultivate relations with other organizations, committees, and elected officials who may be able to influence events in the NFWA area
- e. Shall have voting rights only in the event of a tie vote.

2. Associate Director - The Associate Director must reside within the Alliance boundaries but will not be considered a voting member of the Alliance, except when the Associate Director is also a delegate, or identified alternate delegate of a Voting Member.

The duties of the Associate Director include, but are not limited to, being responsible for filling in for the Executive Director in his/her absence and assisting the Executive Director in conducting the business of the Alliance.

3. Secretary - The Secretary must reside within the Alliance boundaries but will not be considered a voting member of the Alliance, except when the Secretary is also delegate, or identified alternate delegate of a Voting Member.

The duties of the Secretary include activities necessary to fulfill the Alliance business, some of which are outlined below and other duties as deemed necessary from time to time under the direction of the Executive Director.

- a. Making arrangements for the meeting places
- b. Notifying the delegates of the date, time and place of the meetings
- c. Recording the minutes of each meeting
- d. Maintaining any Alliance correspondence;
- e. Maintaining and distributing a current list names, addresses, telephone numbers and electronic mail addresses of the executive board members, the voting members, and delegates, and a schedule of when the membership organizations hold their respective board and organization meetings.
- f. The Secretary will also serve as Treasurer until such time as it becomes necessary to assess and collect membership dues.
 - (1). The Treasurer is responsible for keeping accurate records, including all receipts and disbursements, of any funds that belong to or are in the custody of the Alliance.
 - (2). Any checks written from any bank accounts opened by the Alliance will require the signatures of the Treasurer and the Executive Director or Associate Director.
 - (3). It is the Treasurer's responsibility to have the Alliance financial records available for audit and/or review at the end of each fiscal year and/or upon special request by a voting member, said request must be submitted in writing.
- g. Other duties as deemed necessary from time to time

C. Committees – The Alliance shall have working committees as needed. Each committee shall select a chairperson. Committees can be called into existence by a vote of the voting members or by the Executive Director.

Article VI – Meetings

- A. The Alliance will meet monthly and at any other time deemed necessary by the Executive Director.
- B. A quorum is met when fifty (50) percent of the Voting Members are in attendance at a duly called meeting.

Article VII - Parliamentary Authority

Procedures at all meetings shall be conducted with due regard to parliamentary practice in accordance with Robert's Rules of Order Newly Revised, serving as the authority on all points not covered specifically by these By-Laws.

Action may be taken on business that properly comes before the Alliance at its stated meetings when a quorum is present and a motion has been approved by a simple majority, except as otherwise stated in these By-Laws, of the members in attendance. In the event that a quorum is not present, it is acceptable, at the sole discretion of the Executive Director, to take a vote of all Voting Members by use of electronic mail. In the case of electronic mail, approval of a motion requires a simple majority, except as otherwise stated in these By-Laws, of all Voting Members.

Article VIII - Amendments

Amendments to these By-Laws may be proposed at any stated meeting of the Alliance. To adopt the said amendment, a two-thirds vote of all member associations must be secured at the next stated meeting, provided that the notice of such meeting contained the proposed amendment(s). At the sole discretion of the Executive Director, when a quorum is not present at said meeting, amendments to these By-Laws may be voted on using electronic mail, but only after the amendments have been presented at a stated meeting of the Alliance.

Such amendments shall be effective as of the date of enactment.

Amendments cannot be made more than once in a 12-month period.

Article IX -Dissolution

All liabilities and obligations of the Alliance must be paid, satisfied, and discharged. Assets held by the Alliance upon conditions of return must be returned in accordance with such conditions upon dissolution of the Alliance. The remaining assets may be distributed to such societies, organizations, or non-profit corporations engaged in activities substantially similar to those of the Alliance.