

BY-LAWS
Berkeley Neighborhoods Council
A Non-profit Organization
Revised April 28, 2017

I
Principal Office

The principal office for the transaction of the business of the organization is at 1 Hazel Road, Berkeley, 94705, Alameda County, California. The members may at any time change the location of the principal office from one location to another in Berkeley California.

II
Membership

Section 1. Members

Any resident who resides in Berkeley California shall be an active member entitled to full voting rights at any meeting of the organization.

Section 2. General Meetings

At any duly noticed general meeting of the members of this organization those members present shall constitute a quorum, and a majority of members' present may make decisions. Voting by proxy shall not be permitted. General membership meetings may be called by the chair at any time.

Section 3. Liabilities

No person who is now, or who later becomes, a member of this organization shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors of this organization shall look only to the assets of this corporation for payment.

III
Officer - Chair

Section 1. Election and term of office

Elections for the chair shall be conducted each calendar year in the following manner: The chair is elected by a majority of those present at the first general meeting of the new year. The term of office for Chair shall be one year. No limits are placed on the number of terms the chair may serve.

Section 2. Meetings of organization members

The chair shall hold a minimum of four face to face meetings per year. A quorum shall be a majority of the members attending a general meeting for the transaction of business, with a majority vote of those members present necessary to carry any motion.

Matters pertaining to the initiation of court proceedings must be authorized at a meeting of the members, and require an affirmative vote of two thirds of the membership attending a general meeting. Expenditures of more than two hundred and fifty (250) dollars must be authorized at a meeting of the board of directors as provided for in this section.

Section 3. Powers of the Chair

Subject to the limitations of other sections of the by-laws, and of California law, all powers of the organization shall be exercised by or under the authority of, and the business and affairs of the organization shall be controlled by the Chair.

This organization shall not participate or intervene (including the publishing or distributing of statements), directly or indirectly, in political campaigns on behalf of or in opposition to any candidate for public office.

IV Officer

Section 1. Officers

The officers of this corporation shall be a chair, vice-chair, secretary, and treasurer. The officers of this corporation must be members of the community and live in Berkeley California. One person, other than the Chair, may hold more than one of these offices.

Section 2. Election

At the first meeting of the members following January 1 of the new year, the annual election by the members, the members shall elect the chair of this organization for a term of one year. Successive terms shall be allowed.

Section 3. Vacancies

If the office of the chair becomes vacancy the office will be filled at the next meeting of the organization.

Section 4. Chair

Subject to the control of the members of the organization, the chair shall have general supervision, direction and control of the business and affairs of the organization. The chair shall preside at all meetings of the members, and shall have other powers and duties as may be prescribed from time to time by the members.

V Political Activities and Limitations

Section 1. Selection of Government Code 501(h)

1. Not devote more than an insubstantial part of its' activities attempting to influence legislation or not normally make expenditures in excess of expenditure limitations outlined in section 501(h). The organization may use up to 20% of the first \$500,000 of its exempt-purpose expenditures to lobby.

Section 2. Specific Activities

1. Refrain from supporting or opposing candidates in political campaigns in any way.

VI
Dissolving Organization

Dissolving the organization. If the organization ceases to operation, any funds in the treasury will be donated to an existing 501(c)3 organization.

Know all men by these presents: That the undersigned chair of the organization known as the Berkeley neighborhoods Council does hereby certify that the above and foregoing by-laws, were on the 13th day of April, 2013, duly adopted by the members.

Attest: Dean Metzger
Chair

Know all men by these presents: That the undersigned chair of the organization known as the Berkeley Neighborhoods Council does hereby certify that the above and foregoing by-laws were, on the 13th day of April, 2013, duly approved by the members attending a general membership meeting called and noted for that purpose.

Attest: Shirley Dean
Vice-Chair