BYLAWS

OF THE

UPTOWN FORT WORTH NEIGHBORHOOD ASSOCIATION

A TEXAS UNINCORPORATED NONPROFIT ASSOCIATION

Article I. NAME AND PURPOSE

NAME: The name of this organization shall be the **UPTOWN FORT WORTH NEIGHBHORHOOD ASSOCIATION** hereafter referred to as the Association. It shall be an unincorporated nonprofit organization organized under the laws of the State of Texas. Membership in this Association is voluntary.

PURPOSE: To support the neighborhood, business, development, and individuals in Uptown Fort Worth.

The Bylaws shall govern the Association and its members and facilitate the fulfillment of the purposes provided in these bylaws.

Article II. BOUNDARIES

Membership in the Association shall be open to all individuals, businesses, and organizations within the following boundaries:

Northern Boundary; Northpark Dr.

Southern Boundary: E. Belknap Ave.

Western Boundary: Past Samuels Ave. to the Trinity River parkland

Eastern Boundary: To the eastern railroad tracks past Hays St.

Please see attached boundary map which is fully incorporated herein for all purposes.

Article III. MEMBERSHIP.

Section 3.01: ELIGIBILITY FOR MEMBERSHIP Any current resident, owner of property, organization, or business located in the boundaries of the UPTOWN FORT WORTH ASSOCIATION described in Article II is eligible for Membership in the Association. An individual must be 18 years of age or older.

Section. 3.02: VOTING RIGHTS.

All Members may vote. No members may vote by proxy or cumulatively.

Section. 3.03: TERMINATION OF MEMBERSHIP. A member may be removed by a majority vote of the membership.

Section. 3.04: RESIGNATION. Any Member may resign by filing a written resignation with the Secretary of the Association.

ARTICLE IV. OFFICERS, BOARD OF DIRECTORS, AND EXECUTIVE COMMITEE

Section 4.01: OFFICERS. The Association shall have the following officers~~:~~

1) President,
2) Vice-President,
3) Treasurer, and
4) Secretary.

Section 4.02: ELECTION OF OFFICERS. The Officers shall be elected by majority vote of the members of the Association every two years and such elections to be held on the first full week in May.

Section 4.03: TERM OF OFFICE. The Officers shall serve a two-year term with no limitations on future terms.

Section 4.04: DUTIES. The duties of the Officers are as follows:

1) The **PRESIDENT** shall be the principal executive officer of the Association and shall preside over all meetings, represent the Association on public occasions, and make such committee appointments from the membership as shall be deemed advisable for the effective conduct of the work of the Association.

2) The **VICE-PRESIDENT** shall assist the President as the President requests, and represent the Association on appropriate occasions. The Vice-President shall also, in the absence or disability of the President, perform the duties and exercise the powers of the President of the Association.

3) The **TREASURER** shall collect, safeguard, disburse and make periodic reports of all

funds collected in the name of the Association.

4) The **SECRETARY** shall keep attendance records and record the proceedings of all meetings, maintain adequate records of the Association activities, and conduct such official correspondence as shall be required.

5) The duties of the officers shall not be limited as enumerated above, but they may discharge in addition such duties as are assigned by the Association Membership.

6) Unless so authorized, no officer shall have any power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render if liable pecuniarily for any purpose or in any amount.

Section 4.05: BOARD OF DIRECTORS: The Board of Directors shall consist of the President, Vice-President, Secretary, and Treasurer of the Association.

Section 4.06. EXECUTIVE COMMITTEE: The Executive Committee shall consist of the President and Vice-President.

Section 4.07: VACANCIES AND REMOVAL FROM OFFICE. Any Officer may be removed by a vote of both the President and Vice-President. In the case of removal of the President or Vice-President, a majority vote of the Board of Directors shall be required (excluding the Officer to be removed). Upon the death, removal, resignation, or incapacity of an Officer of the Association, a majority of the Board of Directors shall elect a successor to serve the remainder of such two-year term until Officer elections are held pursuant to Sec. 4.02 of these bylaws.

Section 4.08: MANAGEMENT. The Association shall be managed by the Officers so elected, with powers consistent with these Bylaws of the Association. In case of an emergency, the Executive Committee may take action subject to later ratification by the Board of Directors.

ARTICLE V. MEETINGS OF MEMBERS.

Section 5.01: PLACE OF MEETINGS. Meetings of the Members shall be held at the principal business office of the Association or at any other place the Board of Directors may from time to time select.

Section 5.02: REGULAR MEETINGS. Regular meetings of the Association shall be held monthly with the option to move to quarterly meeting and at a time and place as designated by the Board of Directors.

Section 5.03: ANNUAL MEETING. An annual meeting of the Members shall be held in in the first full week of May of each year, if possible. A t such meeting, the Members shall receive reports on the affairs of the Association, and transact any other business which is within the power of the Members. Every two years, at such annual meeting, the members of the Association shall elect the Officers of the Association.

Section 5.04: SPECIAL MEETINGS. Special meetings of the Members may be called by the President or by a majority of the Officers of the Association,

Section 5.05: NOTICE OF MEETINGS. A written or printed notice of each meeting (such notice can be provided by email notice) stating the place, day, and hour of the meeting, shall be given by the Secretary of the Association, or by the person authorized to call the meeting, to each Member of record entitled to vote at the meeting.

This notice shall be given at least seven (7) days before the date named for the meeting, with the exception of Regular Monthly Meetings (or Quarterly Meetings) for which, once a firm date, time and place have been publicized to all the members, no further notice shall be required. The Association, at its discretion, may provide notice of such meetings by neighborhood signs placed throughout the Association boundaries.

Section 5.06: QUORUM. The Members present at any properly announced meeting shall constitute a quorum at such meeting. For Board of Director meetings, a majority of the Board of Directors shall constitute a quorum for such meetings.

ARTICLE VI. VOTING.

Section 6.01: VOTING. All issues shall be decided by a majority vote of members present at the meetings except for those matters delegated to the Board of Directors in these bylaws. In such instance, a majority vote of the Board of Directors present at such meetings shall be required.

ARTICLE VII. COMMITTEES.

Section 7.01: AUTHORIZATION TO ESTABLISH COMMITTEES. The Board of Directors may establish committees as deemed necessary to pursue its stated objectives. Members of Committees shall be appointed by the President.

ARTICLE VIII. FINANCES.

Section 8.01: EXPENDITURES. Any Association expenditure over $100 must be approved by the Board of Directors.

Section 8.02: FINANCIAL REPORTS. Financial Reports shall be prepared by the Treasurer and presented to the Board of Directors and Members at Association meetings.

ARTICLE IX. AMENDMENTS.

Section 9.01: PROCEDURE. These Bylaws may be amended by a majority vote of those present at any regular meeting of the Members of the Association.

ARTICLE X. ACCEPTANCE OF BYLAWS

Section 10.01: VOTING. Acceptance of these Bylaws shall be by a majority vote of

those present at any regular meeting of the Members of the Association.

ARTICLE XI. NON-COMPLIANCE WITH BYLAWS.

Section 11.01: NON-COMPLIANCE PENALTIES. Noncompliance with the Bylaws of the Association may result in termination of membership for the offender, upon a majority vote by the membership of the Association. Under no circumstance will noncompliance with any section of these Bylaws constitute the forfeiture of the rights of the Association to exist or the rights of the Association to enforce the Bylaws of the Association.

ARTICLE XII. DISSOLUTION

Section 12.01: DISSOLUTION. Dissolution of this Association, requires a motion to rescind its bylaws and therefore requires the same notice and vote to amend them as described in Article IX. Amendments in these bylaws.

ADOPTED as the bylaws of the Uptown Fort Worth Neighborhood Association by a majority vote of the membership at the organizational meeting held on 4 day of June 2025.

By the President of the Uptown Fort Worth Neighborhood Association

Signature

Printed Name: Elizabeth Padilla

Certified and Attest to by the Secretary of the Uptown Fort Worth Neighborhood Association:

Signature

Printed Name: Khyla Jones