



**BYLAWS**  
**DISTRICT 9 LEADERSHIP GROUP**  
**SAN JOSE, CALIFORNIA**

The San Jose District 9 Leadership Group intends to inspire our community leaders and residents to build a more vibrant, cohesive, and engaged community. The purpose for this group is to: 1) strengthen communication between neighborhoods, the District 9 city council office and the City of San Jose; and 2) develop and nurture new neighborhood leaders and neighborhood associations.

The District 9 Leadership Group operates on behalf of all D9 residents, with a membership of neighborhood leaders and engaged residents, providing a forum for the dialogue of current and future policies and services affecting D9 residents and a platform to host community-building events.

**ARTICLE I**  
**NAME**

The name of this group shall be the District 9 Leadership Group (hereinafter: "D9LG"), which is located in the City of San Jose, County of Santa Clara, and State of California. Boundaries are identified as those of San Jose Council District 9.

**ARTICLE II**  
**MISSION**

The mission of the D9LG is to advocate for the interests of District 9 residents, to develop neighborhood leaders, and to strengthen and expand neighborhood associations throughout the district.

**ARTICLE III**  
**MEMBERSHIP AND VOTING**

**SECTION 1 - MEMBERSHIP ELIGIBILITY**

The D9LG is open to all residents at least 18 years old who reside in District 9, including unincorporated Santa Clara County areas within D9 city boundaries.

## SECTION 2 – VOTING

Members may vote on items of business at properly noticed and agendized general meetings. Significant items to be voted upon must have been communicated to all members at least 7 days prior to a general meeting. Members must attend the meeting and topic discussion in order to vote on it.

Members are asked to abstain from voting if they have not familiarized themselves with a topic being voted upon.

The Executive Board may choose to defer a vote on an item if the majority of members present are not familiar with the item being voted upon (e.g., did not attend relevant prior meetings), or if there is a substantial risk that members present may not fairly represent the district as a whole due to over/under representation of specific major stakeholders.

## SECTION 3 – VOTING ELIGIBILITY

All members are eligible to vote on matters of business brought to members at properly agendized general meetings.

For controversial topics, the Executive Board may choose to require that everyone voting is a confirmed member, registered with the D9LG with the following minimum information: Full name, email address, residence address, verification that the address is within D9 boundaries including unincorporated areas.

## SECTION 4 – VOTING METHOD

Voting may be done through a show of hands, the use of voting cards, or verbal for regular agenda items. However, a secret ballot may be used upon request for controversial topics or contested elections.

# **ARTICLE IV DUTIES OF MEMBERS OF THE EXECUTIVE BOARD**

## SECTION 1 – ELIGIBILITY

1. Any member may serve on the Executive Board.
2. No Executive Board member may hold more than one office at a time within this Board.
3. No more than one member of any single community-based organization, neighborhood association, neighborhood group, and/or business group can hold a seat on the D9LG Executive Board (excluding Director At Large positions).
4. City Commissioners that are D9 residents may serve in any capacity on the Executive Board.
5. A liaison from the District 9 Council member's Office should be present at all Executive Board and general meetings, in a non-voting capacity.

## SECTION 2 – SPECIFIC DUTIES

1. THE EXECUTIVE BOARD, by majority vote with a quorum met, shall have the authority to appoint Executive Board members to fill out unexpired terms of vacated Executive Board seats and to remove Executive board members in accordance with Sections 2 and 3. The Executive Board shall operate by a simple majority of the Executive Board members present.
2. The Chair, unless absent, shall preside at meetings of the D9LG, and perform such other duties as the Board may require.
3. The Vice-Chair shall assume the duties of the Chair during the Chair's absence. If the Chair seat becomes vacant, the Vice Chair shall assume the responsibilities of the Chair until such time as a new Chair has been appointed.
4. The SECRETARY shall take roll, keep minutes of all meetings, tally votes on all matters that come before the General Membership for decision, keep record of D9LG member attendance, and notify all members of meetings.
5. The TREASURER shall keep an account of the income, expenditures and report at each meeting, and sign on all checks drawn against the fund of the D9LG. The Treasurer can only pay monies that have been approved by the Executive Board members, providing names and amounts to be drawn.
6. The EXECUTIVE BOARD may also include up to two Directors At Large, provided that all officer seats are filled.
7. Duties of the Executive Board may be shared by agreement of the Executive Board members.

## SECTION 3 – TERM OF OFFICE AND ELECTIONS

1. The term of office shall be for two (2) year term, with elections held in the first meeting of each even year.
2. No officer may hold the same position for more than two (2) consecutive full terms.
3. Nominations shall be taken at the last odd year meeting. A member being nominated must be present at the first even year, voting meeting. The Executive Board shall announce a recommended slate to all members at least 7 days before the voting meeting. All nominees for Chair, Vice Chair, Secretary and Treasurer must have attended at least 50% of the prior year's general meetings.
4. An election shall be held at the January meeting as the first order of business.

5. If the membership of an Executive Board member has become inactive due to: unexcused absence of 3 consecutive Board meetings, recusal (including, but not limited to, a conflict of interest), or moving out of the District 9 boundaries, it may be deemed that the Executive Board seat has been vacated.

#### SECTION 4 – GROUNDS FOR REMOVAL

1. Failure to attend at least 50% of the Executive Board meetings in a calendar year, unless due to severe illness or family emergency.
2. Unexcused failure to fulfill above detailed duties for 2 concurrent Executive Board meetings.
3. Failure to respond to required Executive Board communications for 2 concurrent Executive Board meetings.

#### SECTION 5 – PROCESS FOR REMOVAL

Motion must be made by three (3) Executive Board members, after documentation is presented and majority vote by members of the Executive Board.

### **ARTICLE V GENERAL MEMBERSHIP MEETINGS**

#### SECTION 1 – GENERAL MEMBERSHIP MEETINGS

1. General Membership Meetings shall be held at least 4 times per year. Meeting announcements and any significant items to be voted upon must be announced to all members at least one (1) full week prior to the scheduled meeting.
2. The Chair of the D9LG with concurrence of two Executive Board members may call a special meeting provided one week's written email notice and proposed agenda is communicated to the General Membership.
3. A quorum shall consist of at least eight (8) active organization's members including at with at least two of the Chair, Co-Chair, Secretary and Treasurer being present. A quorum is required for ALL votes.

#### SECTION 2 - MEETING PROCEDURES

1. An Attendance Roster should be completed at each D9LG meeting, kept by the Secretary, and saved in the D9LG Google Drive.
2. Minutes shall be kept of each meeting by the Secretary and permanently stored in the D9LG Google Drive and with access only to elected members of the Executive Board. General meeting minutes may be shared with members (e.g., posted on the D9LG website).

3. Copies of the previous meeting notes will be made available one week in advance of the General Meeting, along with the agenda for the general meeting.

### SECTION 3 - GENERAL MEETING AGENDA

1. The Executive Board, with special schedule consideration for the District 9 council member schedule, will decide agendas for the general membership meetings and what issues are brought before the membership.
2. Any member or alternate may request an item to be considered for the agenda at least 2 weeks prior to the scheduled meeting.

## **ARTICLE VI EXECUTIVE BOARD MEETINGS**

### SECTION 1 – EXECUTIVE BOARD MEETINGS

1. The Chair of the D9LG with concurrence of two Executive Board members may call a special meeting (or a vote or by email) provided reasonable notice.
2. A quorum shall consist of at least 50% of the Executive Board members, with at least two being the Chair, Co-Chair, Secretary or Treasurer. A quorum is required for ALL votes.
3. Executive Board Meetings shall be held at least 4 times per year.

### SECTION 2 - MEETING PROCEDURES

1. Executive Meeting attendance shall be included in the meeting minutes.
2. Minutes shall be kept of each meeting by the Secretary and permanently stored in the D9LG Google Drive and with access only to elected members of the Executive Board.
3. Copies of the previous meeting minutes to be approved at the next meeting shall be provided at least three (3) days in advance of the Executive Board Meeting.

### SECTION 3 - GENERAL MEETING AGENDA

1. An agenda shall be provided for each general meeting prior to the start of the meeting.
2. Any Executive Board member or alternate may request an item to be considered for the agenda at the beginning of the meeting.

**ARTICLE VII  
AMENDMENTS TO THE BYLAWS**

Proposed amendments to the Bylaws may be made at any D9LG general meeting with at least seven (7) days advance notice to all members. Copies of the proposed amendments(s) must be made available to all D9LG members at least seven (7) days prior to the meeting they will be voted upon. Amendments to the Bylaws must be passed by a vote and approved by at least a simple majority with a quorum present.

**ARTICLE VIII  
DISSOLUTION OF ASSETS**

The property of the D9LG is irrevocably dedicated to community advocacy, neighborhood association creation, policy education, preparation, intervention, preservation, maintenance, and enhancement of the community. No part of the D9LG income shall ever be used to benefit any Officer or member. Upon dissolution or winding down of the D9LG, its assets remaining after payment of its debts and liabilities, shall be distributed to a nonprofit fund, a foundation, community group, or a corporation organized exclusively for the purposes and goals established by the D9LG. This task will be accomplished after the Executive Board has identified several entities for consideration and voted on distribution of assets. At no time will these assets be transferred to the City of San Jose.