

# **By-Laws of the Oak Hill Neighborhood Planning Contact Team**

**Finalized February 26, 2020**

## **ARTICLE I Name and Purpose**

- Sec 1:** This association shall be known as the Oak Hill Neighborhood Planning Contact Team, hereafter the Oak Hill NPCT. The Oak Hill NPCT is separate from any individual neighborhood associations. 11
- Sec 2:** The purpose of the Oak Hill NPCT is to provide a method for qualified individuals to perpetually uphold the implementation of the plan vision, goals, and recommendations that resulted from the planning process. The responsibilities of the Oak Hill NPCT are to discuss and provide a recommendation to City Staff, the Planning Commission, and the City Council on any proposed neighborhood plan amendments (text or map changes) that occur in the Oak Hill Neighborhood Plan area. The members of the Oak Hill NPCT serve as community points of contact for stakeholders on matters related to plan implementation and other City of Austin planning initiatives. The Oak Hill NPCT may submit an application to the Neighborhood Planning & Zoning Department to amend the Oak Hill Neighborhood Plan at any time.
- Sec 3:** The Oak Hill NPCT primary area of activity falls within the boundaries of the Oak Hill Neighborhood Planning area, which is roughly bordered by Barton Creek Preserve to the North Highway 1 (MoPac) to the East, Convict Hill Rd and Davis Ln to the South, and FM 1826 over to Thomas Springs Rd on the West, including the neighborhoods of Granada Hills, Granada Estates, Granada Oaks, and South View Estates. Figure 1 shows the exact boundaries of the Oak Hill NPCT on a map.

## **ARTICLE II Membership**

**Sec 1:** The Oak Hill NPCT or neighborhood planning contact team shall aim to include at least one representative from the following groups within a neighborhood plan area:

- (1) property owners;
- (2) residential renters
- (3) business owners; and
- (4) neighborhood associations/ homeowner associations/ property owner associations

**Sec 2:** Membership in the Oak Hill NPCT shall consist of two categories: General Members and Voting Members.

A. General Members shall consist of those people meeting the qualifications in Article II, Section 1.

B. Board Members shall consist of General Members who have been elected to Board status by the general membership.

**Sec 3:** There shall be a maximum of 16 Board members. The term of office of each voting member shall be (2)

two years with staggered terms of office. Board members will be selected in an election to be held annually with half of the Board members being up for election each year. There shall be no fewer than 2 members each elected from East Oak Hill and West Oak Hill every year.

**Sec 4:** No more than (1) person representing each household, subdivision, apartment complex, business, or property in the Oak Hill NPCT area shall serve on the Oak Hill NPCT as a board Member at a given time. Neighborhood Associations/Homeowners Associations containing greater than 200 households are allowed up to (2) Board Members.

**Sec 5:** For a General member to vote, the member must have attended two (2) meetings during the past 12 months prior to the meeting at which the vote is taken.

**Sec 6:** The identification of qualified voting members at any meeting where a vote is to occur, must be acknowledged at each meeting prior to a vote taking place.

**Sec 7:** Any Board member who does not attend two of four consecutive, regular, monthly meetings as defined in Article VII, Section 1, immediately preceding, shall be subject to losing their Board membership immediately upon the beginning of a new meeting by a 2/3 vote of the Board Members at the beginning of the next regular meeting where a quorum exists. Any Oak Hill NPCT Board member who has not attended 2 of 4 consecutive meetings immediately preceding that meeting is not eligible to vote at the current meeting. Any Oak Hill NPCT members who no longer meet the criteria of Section 1 shall no longer be voting or general members

### **ARTICLE III Officers**

**Sec 1:** The affairs of the Oak Hill NPCT shall be managed by its Board Members, or the Officers of the Association as directed by the Board Members.

**Sec 2:** The Officers of the Oak Hill NPCT shall be: Chair, Vice-Chair, and Secretary – elected by and from Board members.

**Sec 3:** The terms of the Officers shall be one (1) year.

**Sec 4:** Duties of the officers are as follows:

- a) The chair shall be responsible for the operation of the Oak Hill NPCT and its officers pursuant to these bylaws. This shall include conducting meetings, representing the team at official functions, appointing subcommittees, and generally overseeing the business of the Oak Hill NPCT. The Chair shall have the primary responsibility for leading the long-term and short-term planning efforts of the neighborhood, coordinating with City of Austin planners on Neighborhood Plan-related issues, and shall also have specific duties as spelled out elsewhere in these bylaws and as delegated by the Oak Hill NPCT. The Chair shall prepare meeting agendas and making the agendas available seven (7) days prior to any meeting for which an agenda is prepared.

- b) The Vice-Chair shall assist the Chair in preparing meeting agendas and conducting meetings and shall assume all duties of the Chair when required. The Vice-Chair shall be responsible for updating the City of Austin's Community Registry each year. The Vice-Chair will succeed to the Chair if that position is vacated during the term of office.
- c) The Secretary shall maintain all written records as required by the bylaws, and produce all written communications as directed by the Chair, the Vice-Chair, or the Oak Hill NPCT Board Members. The Secretary shall be responsible for maintaining the attendance records of each Oak Hill NPCT Board member. The secretary shall maintain a current roster of Oak Hill NPCT members, which will include name, physical address, email, telephone number, stakeholder category, subdivision, and Oak Hill section (West or East). The secretary shall electronically mail a copy of this roster to all members on the list and post them to the Oak Hill NPCT electronic email forum. Within two weeks of a meeting, the secretary shall distribute electronic copies of minutes from the previous meeting using email or the electronic email forum. No less than two (2) weeks in advance of a vote of the General Members, the secretary will notify those eligible to vote. Annually, the Secretary shall submit a list of officers, Board members, bylaws and amendments to the city of Austin Planning and Zoning Departments.

#### **ARTICLE IV Elections and Procedures**

**Sec 1:** The election of Board Members and Officers of the Oak Hill NPCT shall be held at the September meeting of each calendar year, or at a date determined by the officers between September and November of each calendar year.

**Sec 2:** The nominee for each officer receiving the majority of votes of the Board Members present at the meeting shall be declared elected. Board Members are elected by General Members with each General Member casting eight (8) votes. General Members may cast only one vote per candidate.

**Sec 3:** A quorum for the transaction of business of the Oak Hill NPCT shall be defined as attendance of one-half of the Board Members not counting Board Member positions that are vacant. The act of the simple majority of the Board Members present at a meeting at which a quorum is present, and provided notice of such meeting was provided according to Article VII of these By-laws shall be the act of the Oak Hill NPCT. In the absence of the Chair and the Vice Chair, the attending Board Members shall choose a Chair to preside over the meeting.

**Sec 4:** A vacancy of a Board Member position shall occur upon death, resignation, or failure to meet the qualifications in Article II, Section 1 or Article II, Section 7. The remaining Board Members shall elect a replacement to fill the unexpired term providing there is a candidate that meets the terms of Article II, Section 1 and Article II, Section 5. . . General members can't lose their membership as long as they live/work/rent/own property in the plan area. The Secretary should only notify Board Members who are at risk of losing their status if we will be voting on their removal.

**Sec 5:** No officer or member of the Oak Hill NPCT shall receive any compensation for services, except as may be provided for in these by-laws.

**Sec 6:** There shall be no prohibition against an officer succeeding himself/herself in office. No person shall remain in the same office for more than four (4) consecutive years.

**Sec 7:** Thirty days or one month prior to the annual election, Chair shall send electronic notification to:

- OHNPCT members and interested parties for whom OHNPCT has names and email addresses.
- Neighborhood and homeowner associations within the Oak Hill planning area that are registered with the City of Austin, and for whom OHNPCT has email addresses.

Notification shall include information about eligibility and nominations.

**Sec 8.1:** Plan amendments or other changes to the Oak Hill Combined Neighborhood Plan as well as other business to be voted on by the Oak Hill NPCT shall be voted on at regularly scheduled meetings or special meetings where a quorum of Board Members is present.

**Sec 8.2:** When the matter involves a proposed amendment to the Oak Hill Combined Neighborhood Plan, the Chair shall ascertain that the neighborhood(s) directly impacted by the change have been notified of the proposal and the meeting by the party proposing the amendment at least 14 days prior to the meeting.

**Sec 8.3:** Representatives of the various neighborhood associations, General Members and other interested residents, property owners and business owners shall be allowed to speak on the issue.

**Sec 8.4:** The Chair or acting Chair for the meeting may limit discussion of an issue to no less than three (3) minutes per person.

**Sec 8.5:** After a reasonable period of open discussion, the Chair or acting Chair for the meeting may terminate discussion of an issue and call for a vote on the issue with the concurrence of 2/3 of the Board Members present. If 2/3 of the Board Members do not concur, discussion will be allowed to continue until such time as 2/3 of the Board Members present agree to put the matter to a vote.

**Sec 8.6:** The Chair shall not call for a vote until at least one representative from each interested party directly affected by the issue has had the opportunity to express their views.

**Sec 8.7:** The Oak Hill Planning Neighborhood Contact Team Voting Members should strongly consider the comments from neighborhood associations in their decisions to approve or disapprove any zoning changes, resolutions or other matters to be voted upon.

**Sec 8.8:** A majority of the Board Members voting on an issue shall be required for the issue to be approved. The names of Board Members participating in the vote shall be noted in the minutes.

## **ARTICLE V Voting**

**Sec 1:** General members shall vote only on bylaws changes and in the annual election to fill the expiring terms of Board Members.

**Sec 2:** Board Members of the Oak Hill NPCT shall be entitled to one (1) vote on each matter submitted to a vote of the members.

**Sec 3:** Voting by proxy is only allowed two (2) times within a two-year term. The proxy shall be a general proxy and shall be assigned to a Board member in goodstanding.18 A notice of an assignment of the proxy shall be sent by written or electronic means to the Secretary prior to the meeting at which the vote is taken.19 A proxy may only be assigned by a Board member in good standing and who has attended two out of the three previous meetings, as well as the previous meeting. Proxies will be validated and noted for the record at the beginning of each meeting when the quorum is established. Proxies may or may not be exercised on any matter that may be undertaken at the discretion of the proxy holder.20

## **ARTICLE VI Conflict of Interest**

**Sec 1:** A Voting Member of the Oak Hill NPCT who has an interest in a development that requires a plan amendment, the Board Member must follow these rules:

1. If a Board Member has a substantial interest (see below) in a project, the Voting Member cannot participate in any decision or vote concerning the project, including the decision of the Oak Hill NPCT to recommend an application for a plan amendment, or the decision to support or not support the project.
2. If a Board Member has a substantial interest in a proposed project, the Voting Member must disclose this interest at the time a plan amendment application is discussed and at the time the recommendation letter for the project is submitted.
3. A Board Member with a substantial interest in a project may participate in the discussion regarding the proposed change but must disclose his interest. Participating in the voting or decision regarding that change is disallowed.

Substantial interest is defined as any of the following:

- The person owns at least a part of, or is invested in the property, or business developing the property.
- The person who lives at, or owns property, within 300 feet of the property under consideration.
- The person has worked for someone involved in the project over the past year.
- The person has a business that would directly benefit or suffer from the project as decided by the majority of Board Members present.
- The person serves on the board of directors, is a corporate officer, or any other board overseeing the project.
- The person owes money to anyone involved in the project.
- Conflict of Interest as it relates to the Plan Amendment Process is specifically addressed in Ordinance 030320-23 of the City Code.

## **ARTICLE VII Meetings**

- **Sec 1:** The membership of the Oak Hill NPCT shall meet throughout the year. The membership must meet at least twice per calendar year, and if not, the Oak Hill NPCT shall be declared dissolved. Meetings shall be held on a date to be scheduled as needed either digitally or at a location announced by the Secretary. The meetings shall be open to the general public but only general members and voting members may participate in decision-making as prescribed in the bylaws.

**Sec 2:** Special meetings of the Oak Hill NPCT shall be called by the Chair, a majority of the Officers, or not

less than three (3) Board Members by electronic notification presented to the Chair or Vice-Chair. Upon verification by the Secretary that the requirements of the request have been fulfilled, the Chair or Vice-Chair shall electronically mail a notice to the membership stating the purpose, place, date and time of such special meeting no less than seven (7) days prior to the date of such meeting, and such notice requirement is met if it is posted to the electronic bulletin board of the Oak Hill NPCT. In case of emergency, the seven (7) days notice period may be waived by the concurrence of a majority of the Officers. In such event, all means practicable shall be utilized to notify each member of the Oak Hill NPCT of the emergency meeting.

**Sec 3:** At any meeting of the members, a majority vote of those present who have been acknowledged as meeting the criteria of membership in good standing of these Bylaws shall be the act of the Oak Hill NPCT. Unless otherwise noticed all Meetings shall be held on the 4<sup>th</sup> Wednesday of the month at 6:30 pm on an as needed basis. Approved minutes of meetings and sign-in sheets, as a record of attendance, must be kept for all meetings of the Oak Hill NPCT and shall be forwarded to the Planning and Zoning Department upon request.

### **ARTICLE VIII Committees**

**Sec 1:** The Chair may appoint any committees of any number of members or nonmembers, as he or she may deem necessary.

### **ARTICLE IX Dues and Finances**

**Sec 1:** No dues are allowed to be paid to act in the capacity of an Oak Hill NPCT member. Oak Hill NPCT may only accept in-kind donations that aid in the prescribed roles and responsibilities of the Oak Hill NPCT. The Oak Hill NPCT may only accept in-kind donations that do not cause a conflict of interest.

**Sec 2:** All officers, at the expiration of their term of office, shall deliver to their successors all books, papers, monies and other property of the Oak Hill NPCT in their possession.

### **ARTICLE X Revision of By-Laws**

**Sec 1:** These by-laws may be altered, amended or repealed, and new by-laws may be adopted by action of a three-fifths (3/5) majority of the General Membership present, provided that at least fourteen (14) days' written notice is given of intention to alter, amend, repeal, or to adopt new by-laws at such meeting. Such notice shall specify the changes to be proposed, using the same wording as in the proposed change(s).

### **ARTICLE XI 'Rules of Order'**

**Sec 1:** Where not in conflict with these by-laws, Roberts Rules of Order, Revised, shall be the parliamentary authority for all matters of procedure.

**Oak Hill Neighborhood Plan Boundary**

