



# **Historic West Side Neighborhood Association**

**Springfield, IL**

## **BYLAWS**

**Adopted October 15, 2025**

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## **ARTICLE I: NAME**

### **Section 1.1 Names and Abbreviations**

The name of the organization shall be the Historic West Side Neighborhood Association as provided for in its Articles of Incorporation and hereinafter shall be designated as the "Association". The abbreviation of the organization is "HWSNA".

## **ARTICLE II: PURPOSE**

### **Section 2.1 Association Purposes**

The purpose of the Historic Westside Neighborhood Association shall be:

- to preserve and protect the area represented by the Association;
- to promote the economic stability of the City of Springfield;
- to protect the health and general welfare of the residents of the City of Springfield;
- to maintain the environmental and economic integrity of the residential neighborhoods of the City of Springfield through educational programs designed to foster civic pride and understanding of problems of the City of Springfield; and
- to encourage and offer assistance to citizens who wish to participate in the affairs of local government.

## **ARTICLE III: MEMBERSHIP AND MEMBER MEETINGS**

### **Section 3.1 Requirements**

Membership is open to any person of Illinois voting age who understands and supports the purpose of the Association, and who contributes to the Association an amount of money to be set from time to time by the Governing Board of the Association and agreed to by the membership. Contributions may be accepted at any time.

- A. An organization or business may join the Association as a single member.

### **Section 3.2 Association Meetings**

All meetings of the Association shall be held at such time and place that shall be convenient for the attendance of the membership with particular regard

to the convenience of the elderly or disabled. Virtual member meetings are allowed, but "Hybrid" member meetings that are both in person and virtual are not allowed. Written notice of every meeting shall be sent by regular mail or by electronic means to every Board member pursuant to a schedule that will provide for receipt at least five (5) days prior to the meeting. Such notice shall state the purpose or purposes for which the meeting has been called. Notice of all meetings may also be given to the members of the Association through a newsletter or by posting on an electronic message board accessible to the membership including, but not limited to, the HWSNA.org website and Social Media.

### **Section 3.3 Annual Meetings**

There shall be an annual meeting of the membership each year where Association business is conducted, including bi-annual elections of the Governing Board. Virtual-only annual meetings are allowed if in person meetings cannot be held.

### **Section 3.4 Member Voting Rights**

All members can vote at Association Meetings or Annual Meetings. Members must be present at the meeting to vote: either in person or virtually (if the meeting is virtual only). Vote by proxy shall not be permitted.

## **ARTICLE IV: GOVERNING BOARD**

### **Section 4.1 Powers, Property, and Affairs**

The corporate powers, property, and affairs of the Association shall be vested in, exercised, conducted, and controlled by a Governing Board, except as otherwise provided by law or this document.

### **Section 4.2 Board Meetings**

The Governing Board shall meet quarterly pursuant to a schedule determined at the first Governing Board Meeting following the annual meeting of the membership. The Governing Board may meet in person, virtually, or via "hybrid" meetings that are both in person and virtual.

### **Section 4.3 Special Board Meetings**

A special meeting of the Governing Board may be convened by the President, or upon receipt of a petition signed by at least 20% (1/5) of the membership of the Association.

## **Section 4.4 Board Voting Rights**

All members of the Governing Board shall have the right to vote and to participate with regard to all matters which come before the Governing Board. Each member shall cast one (1) vote on each matter coming before the Board. Members must be present at the meeting to vote, either in person or virtually. Vote by proxy shall not be permitted.

## **Section 4.5 Quorum**

A quorum for the transaction of business by the Governing Board shall consist of not less than 50% (1/2) of the current authorized membership of the Governing Board. The act of the majority of the members constituting a quorum shall be an act of the Governing Board.

# **ARTICLE V: GOVERNING BOARD MEMBERSHIP AND ELECTIONS**

## **Section 5.1 Number of Board Members**

There shall be seven (7) members of the Governing Board who are members of the Association.

## **Section 5.2 Election of Board Members**

The Governing Board shall be elected by a majority of the members of the Association attending the Annual Meeting where the meeting agenda includes the election of the Governing Board.

## **Section 5.3 Changes in Number of Board Members**

The number of Governing Board members may be increased or decreased from time to time by amendment to the Bylaws as provided in [Section 9.1](#).

## **Section 5.4 Board Terms**

Members of the Governing Board shall serve a term of two (2) years, which may be extended for additional terms by a vote of the majority of the members of the Association attending the annual meeting. Members of the Governing Board may continue to serve on the Governing Board until successors are elected or appointed. The terms of office of the Governing Board may be limited by amendment to the Bylaws as provided in [Section 9.1](#).

## **ARTICLE VI: BOARD OFFICERS**

### **Section 6.1 Officers**

The officers of the Governing Board shall be a President, Vice President, and Treasurer. The officers shall be elected by the Governing Board from the Governing Board members during the first meeting following the Annual Meeting election as provided for in [\*\*Section 5.2\*\*](#), and bi-annually thereafter.

- A. The President may assign the duties of Secretary to any member of the Governing Board, who shall have charge of recording minutes of all meetings of the Governing Board and the membership, and provide all official minutes to the Governing Board.

### **Section 6.2 President**

The President shall be the Chief Executive Officer of the Association. It shall be the duty of the President to preside at all meetings of the membership, the Governing Board, and the Executive Committee. The President shall designate Committee Chairs and may also designate members of standing and special committees which are subject to concurrence by the Governing Board. The President shall serve as *ex officio* member of all Board Committees and shall perform all duties that may pertain to the position of President. The President shall, on behalf of the Association, execute such contracts or other documents as the Governing Board may direct.

### **Section 6.3 Vice President**

The Vice President shall assume the authority/duties of the President in the absence or inability of the President to act.

### **Section 6.4 Treasurer**

The Treasurer shall serve as Chair of any Budget & Finance Committee and shall be a member of any auditing committee. The Treasurer shall monitor the Association's revenue and expenditures and shall disburse funds and sign checks as authorized by the President. The Treasurer shall be responsible for collecting, depositing, and recording all dues.

### **Section 6.5 Vacancies**

Whenever any vacancy occurs in any office by death, resignation, or otherwise, the same office shall be filled by the Governing Board. The officer so selected shall serve until the end of the unexpired term.

## **Section 6.6 Board Meeting Attendance**

Regular attendance of the members of the Governing Board is required for meetings provided under [\*\*Article 4\*\*](#). Except for excused absences registered with an officer of the Governing Board, a forfeiture of membership on the Governing Board may be declared by the President for any member of the Governing Board who does not attend at least four (4) meetings of the Governing Board during a twelve month (1 year) period. In the event of such forfeiture, the President shall declare a vacancy and recommend a replacement to fill the vacancy, subject to approval of the Governing Board.

## **Section 6.7 Board Member Removal or Recall**

Any officer or member of the Governing Board can be recalled or removed from office by the Governing Board for reasons other than attendance as provided by [\*\*Section 6.6\*\*](#). Notwithstanding provisions of [\*\*Section 4.5\*\*](#), a recall of a Governing Board officer shall require an affirmative vote of at least 66.67% (2/3) of the current authorized Governing Board membership. A recalled officer shall not remain a member of the Governing Board.

# **ARTICLE VII: GOVERNING BOARD COMMITTEES**

## **Section 7.1 General Committee Provisions**

The following provisions shall apply uniformly to all Governing Board Committees.

- A. Committee Chairs shall be appointed by the President with the consent of the Governing Board.
- B. Committees and Committee membership shall be annual and may be extended only by approval of the Governing Board.
- C. The final authority for all matters considered by committees is the Governing Board. Said committees shall report to the Governing Board at each Governing Board meeting as established in [\*\*Section 4.2\*\*](#) concerning their activities, conclusions and recommendations.
- D. Each Committee shall establish its own rules of procedure except for quorum and notice provisions which conform to those of the Governing Board.
- E. Any Committee may be terminated by the action of the Governing Board.

## **Section 7.2 Executive Committee**

The Governing Board may establish an Executive Committee consisting of at least the Governing Board Officers and it shall have the authority to transact the Governing Board business between meetings of the full Governing Board. All actions of the Executive Committee shall be subject to ratification by the Governing Board except under emergency conditions.

## **Section 7.3 Membership Committee**

There may be a Membership Committee which shall have at least the following duties:

- A. Maintain membership records of the Association.
- B. Supervise and implement a program to recruit and retain Association members.

## **Section 7.4 Budget and Finance Committee**

There may be a Budget and Finance Committee which shall have the following basic duties:

- A. To identify community resources that can be of assistance either directly or indirectly in achieving goals and objectives established by the Governing Board.
- B. To prepare the first draft of each annual budget for Governing Board consideration.
- C. To monitor the Association's financial transactions to assure compliance with the Annual Budget.
- D. To oversee assets and liabilities to assure that recognized principles of good financial administration are being followed.

# **ARTICLE VIII: GEOGRAPHIC BOUNDARY**

## **Section 8.1 Primary Boundaries**

The Association will focus its primary attention on the following geographic area in the near-western part of the City of Springfield:

- A. Starting at the intersection of South Walnut Street and South Grand Avenue West,
- B. then along South Grand Avenue West to the intersection of South Grand Avenue West and South MacArthur Boulevard,
- C. then North to the intersection of West Fayette Avenue and South MacArthur Boulevard,

- D. then West on West Fayette Avenue to Chatham Road,
- E. then North on Chatham Road to the intersection of Chatham Road and Lawrence Avenue,
- F. then East on Lawrence to the intersection of Lawrence and Amos Avenue,
- G. then North on Amos Avenue to the intersection of Amos Avenue and West Jefferson Street,
- H. then East on West Jefferson to the intersection of West Jefferson Street and North Walnut Street,
- I. then South on Walnut Street to the intersection of South Walnut Street and South Grand Avenue West.

These boundaries may be adjusted by policies and procedures adopted by the Board and ratified by the Association Membership.

## **ARTICLE IX: AMENDMENT TO BYLAWS**

### **Section 9.1 Notice and Voting Threshold**

These Bylaws may be altered, amended or repealed at any meeting of the Governing Board provided that notice of the proposed changes shall have been given to each member at least fourteen (14) days before the meeting. Changes in the Bylaws shall require a minimum of 50% (1/2) of the current authorized membership of the Governing Board and ratification by the general membership.

## **ARTICLE X: DISSOLUTION OF THE ASSOCIATION**

### **Section 10.1 Recommendation, Voting Threshold, and Bequeathment**

The Board may recommend dissolution of the Association, and the Association shall be dissolved subject to approval of a 60% (3/5) majority of the Membership of the Association at a special meeting scheduled by the Board for that particular purpose. In the event of the dissolution of the Association, all outstanding debts shall be paid and the remaining assets, both real and personal, including all property and monies donated at any time to the Association, shall become the property of the Springfield Independent Coalition for Our Neighborhoods ("Springfield ICON") located in Springfield, Illinois.

**ADOPTED BY THE ASSOCIATION: October 15, 2025**