

Draft By-Laws of The Kenner Manor Neighborhood Association

ARTICLE 1 IDENTIFICATION

Section 1. Name. The name of the association is The Kenner Manor Neighborhood Association.

Section 2. Purpose. The purpose and goals of The Kenner Manor Neighborhood Association are:

To preserve and promote the quality of residential life in the Kenner Manor area;

To foster the growth of a neighborhood identity and community spirit;

To advocate the preservation of the Kenner Manor area as a residential neighborhood free from the encroachment of industrial, commercial and other developments;

To encourage the enforcement and maintenance of zoning ordinances protective of the residential community;

To inform Kenner Manor residents and property owners of proposed changes to the neighborhood and other community issues which may arise, and to act as a representative of the neighborhood on such issues;

To promote safety and security in the neighborhood;

To encourage the delivery of services to the residents of the area by the Metropolitan Government of Nashville-Davidson County, the State of Tennessee, and the United States of America; and

To assist the residents of the Kenner Manor area in the maintenance of homes in the area.

Section 3. Neighborhood Boundaries. The Kenner Manor neighborhood is that sector of Nashville, Davidson County, Tennessee within Area 5E of Subarea 10 as defined by the Metropolitan Planning Commission of Nashville/Davidson County which includes the following streets:

Kenner Avenue
Woodmont Circle
Clearview Drive
Crescent Road

The boundaries of the neighborhood may be changed from time to time by action of the Board of Directors.

ARTICLE II MEMBERSHIP

Section 1. Regular Membership. Any adult person who:

- (A) Maintains his or her principal place of residence within the boundaries of the Kenner Manor neighborhood, as previously defined, and who owns said residence (as evidenced by the records of the Register of Deeds, Davidson County, Tennessee); or
- (B) Rents or leases a room, apartment or house within the boundaries of the Kenner Manor neighborhood and who has done so for a continuous period of two (2) years or more prior to the date of his or her application for membership, shall be eligible for membership in The Kenner Manor Neighborhood Association (hereinafter called the "Association").

Section 2. Dues. The payment of membership dues is not required for membership in the Association.

Section 3. Application for and Determination of Membership. Application for membership shall be by either appearing at a regular or special meeting of the Association and informing the Secretary or other officer of the Association of the applicant's intention to be listed as a member of the Association or by otherwise informing the Secretary or other officer of the Association of the applicant's intention to be a member, by meeting the membership requirements listed in this Charter.

A list of current members of the Association shall be maintained by the Secretary of the Association and shall be available for inspection by any member.

Section 4. Annual Meeting. An annual meeting of the members shall be held each year for the purpose of electing directors and for the transaction of such other business as may come before the meeting. The Board of Directors shall set the day for the annual meeting. The annual meeting shall be held within the neighborhood at a place determined by the Board of Directors.

Section 5. Voting Rights. Only members of the Association will be permitted to vote on Association issues. There will be a maximum of two (2) votes allowed per property.

ARTICLE III BOARD OF DIRECTORS

Section 1. Membership and Composition. The Board of Directors shall consist of six (6) members with at least one (1) director from each street represented in the Association. Four (4) directors shall constitute a quorum for the transaction of business at any director's meeting.

Section 2. Elections. The Board of Directors shall be elected at the annual meeting of the members. The directors remaining in office shall fill vacancies in the Board of Directors, though less than a quorum, and such director so appointed shall hold office until the next regular election of directors. At such time, the unexpired term shall be filled by a vote of the general membership. Their term of office shall begin immediately after election.

Section 3. Term of Office. Upon effective date to be determined, there shall be elected at the annual meeting of the membership, six (6) Directors who shall qualify under the provisions of Section 1 of such Article III. Two (2) of said Directors shall be elected for a three (3) year term, two (2) Directors shall be elected for a term of two (2) years and two (2) Directors shall be elected for a term of one (1) year.

Section 4. Authority. The Board of Directors shall have power to conduct, manage and control the affairs and business of the corporation and to make rules not inconsistent with laws for the management and guidance thereof. The Board of Directors shall have the power to incur indebtedness, but only for nominal amounts constituting incidental overhead and operating expenses, the terms and amounts of which shall be entered in the minutes of the board. All other indebtedness and expenditures must be approved at and by a regular, general or special meeting of the membership, a quorum present; and all instruments shall be signed by the President and Secretary and have affixed the seal of the corporation.

ARTICLE IV OFFICERS

Section 1. Officers. The officers of the Association shall be a President, Vice-President, Secretary and Treasurer.

Section 2. Election and Term of Office. The officers of the corporation shall be elected annually by the Board of Directors from its members. New offices may be created and filled at any regular or special meeting of the Board of Directors. Each officer shall hold office for one year.

Section 3. President. The President shall preside at all meetings of the board and of the membership and have and exert all the ordinary powers of such office. He sees that the bylaws are enforced; reports any infraction of same; calls special meetings of the membership or of the Board as and when he deems necessary or when requested to do so by a majority of the Board; or at any written request of fifteen (15) members in good standing; appoints all standing and special committees, unless a motion or resolution calling for a special committee shall otherwise provide. He shall not be required to appoint on any special committee the maker of the motion or author of the resolution, pursuant to which the special committee shall be appointed.

Section 5. Vice President. The Vice President shall preside and perform all the duties of the President in the absence or other inability of the President to act.

Section 6. Secretary and Treasurer. The Secretary and Treasurer shall have a right to vote and discuss all questions before the Board or membership.

The Secretary shall perform all of the duties pertaining to such office; keep a record of the proceedings of all meetings; and perform such other duties as may be required by the Board or membership.

The Treasurer shall receive all monies belonging to the association and deposit the same in the association's name in such banking institution as shall be designated by the Board of Directors. Checks shall be signed by two of the following officers: President, Secretary and Treasurer.

The Treasurer shall perform all duties customary to such office; keep an accurate account of all monies received and disbursed; make reports to the association at its meetings showing the condition of the association's finances.