

HISTORIC IRVINGTON COMMUNITY COUNCIL Bylaws

As revised and adopted by the Board on

Saturday, January 6, 2024

and published as of

Monday, January 8, 2024

TABLE OF CONTENTS

I General

II Governing Structure, Amendments, Appeals and Interpretation

III Definitions, Mission & Purpose

IV Council Boundaries

V Council Board of Director Members

VI Executive Officers and Executive Committee

VII Duties of the Officers

VII Committees

IX Presidential Voting, Quorum, & Absentee Voting

X Board Meetings

XI Indemnification and Insurance

XII Dissolution

XIII Non - Discrimination

XIV Fiduciary Duties

Policies and Procedures

Amendments

Appendices

ARTICLE I: *General*

SECTION 1 – NAME. The name of the organization shall be The Historic Irvington Community Council, Inc. (hereinafter "Council") and any persons considered on the Council referred to as "Members."

SECTION 2 – PRINCIPAL OFFICE. The post office address of the Corporation shall be Box 19721, Indianapolis, Indiana 46219.

SECTION 3 – FISCAL YEAR. The fiscal year of the Council shall begin the first day of January in each year and end the last day of December of said year.

ARTICLE II: *Governing Structure, Amendments, Appeals and Interpretation*

SECTION 1 – GOVERNING STRUCTURE

Subsection A – Bylaws. The structure and running of the Council shall be governed by the Bylaws. No action by any member or executive officer may be taken that is in contradiction of the Bylaws and any action so taken shall become void and without effect.

Subsection B – Policies and Procedures. In addition to the Bylaws, the Council may also, from time to time, establish and amend Policies, Procedures or appendices, which are consistent with the Bylaws. The Policies and Procedures shall be binding upon a simple majority vote of the Council's members approving the proposed policies, procedures, or appendices. Any Council member may propose a change to a policy, procedure or appendix. Once proposed, the amendment is placed on the agenda for vote at the next regularly scheduled meeting.

SECTION 2 – AMENDMENTS TO THE BYLAWS. The power to make, alter, amend or repeal the Bylaws shall be open to any Council member.

Subsection A – Proposal. Any current Council member may propose an amendment to the Bylaws. Such a proposal may be put forth at any meeting of the Council.

Subsection B – Review.

Paragraph 1 – By Board. To give Council members appropriate time for review, the amendment must wait until the next official Council meeting before it can be voted on for recommendation to the Bylaws Committee.

Paragraph 2 – Bylaws Committee. The President or a simple majority of the Council may have an amendment sent to the Bylaws Committee for review and recommendation. The Bylaws Committee must meet before the next Council meeting to give its recommendation to the Council.

Subsection C – Recommendation. Once a proposed amendment to the Bylaws is brought back to the Council for a vote, a two-thirds (2/3rds) majority vote of the Council shall be required for the change to take effect.

Subsection D – Archival. The council will keep previous versions of the Bylaws in an agreed upon electronic space. Records will be available upon request.

SECTION 3 – INTERPRETATION

Subsection A – Robert’s Rules of Order. Unless otherwise specified in the Bylaws, all Council related business shall be conducted according to the current edition of Robert’s Rules of Order.

Subsection B - Gender The use of pronouns they/them throughout this document are intended to include and shall be construed to include all persons regardless of gender or identity.

ARTICLE III: *Definition, Mission & Purpose*

SECTION 1 – DEFINITIONS. As used in these Bylaws, the following words shall have meanings herein stated:

Subsection A - Council Member. Those persons who are at least eighteen (18) years of age and meet one of the following criteria:

1. A resident within the Council Boundaries further defined in Article IV
2. A property owner
3. An owner, manager, or director of a legally established business, located at a legal street address within the designated Council Boundaries further defined in Article IV

Subsection B – Voting. Only Council members shall have voting privileges concerning Council business.

Subsection C – Executive Officers. Refers to those four members serving as President, Vice-President, Secretary, and Treasurer.

SECTION 2 MISSION & PURPOSE

Subsection A - Mission. In accordance with the Articles of Incorporation, the mission of the Council is to have a positive, lasting impact on the quality of life in Irvington, and the Greater Indianapolis as a whole. Through active partnerships with other civic groups, businesses, schools, libraries, neighbors, and government, our intent is to make a sustained and positive impact upon the stability and growth of the neighborhood. We will seek this through our support of public art and entertainment (e.g., music, film, festivals); through an active interest in local environmental concerns (e.g., waterways, green space); and other projects and partnerships that protect property values, encourage business and foster pride in our community.

Subsection B - Purpose of Council and its members is:

1. To be a non-partisan representative civic organization in and for the Irvington Community of Indianapolis, Indiana.
2. To enhance and preserve a desirable quality of life for the Irvington Community.
3. To promote activities and support projects which will benefit the people and businesses of the Irvington Community.
4. To work with and advise governmental and private institutions with regard to improving the Irvington Community.
5. Provide input to the city government to assist them in prioritizing services planned for the Irvington Community.
6. To support and coordinate activities with other civic organizations which work for the benefit of the Irvington Community.
7. Sponsor community activities and events that bring neighbors together and promote civic engagement.

ARTICLE IV: *Council Boundaries*

SECTION 1 – MEMBERSHIP BOUNDARIES. The Council boundaries shall be as follows and be referenced henceforth as the “Community”:

North: South of the centerline of East 10th Street from its intersection with the centerline of Emerson Avenue eastbound to its intersection with the centerline of Pleasant Run Parkway (N. Kitley Ave.).

East: West of the centerline of Pleasant Run Parkway from its intersection with the centerline of East 10th Street southbound to the south Corporation boundary of Warren Park Indiana; thence southeast following Warren Park corporate boundary to its intersection with the centerline of N. Edmondson Avenue; thence southbound and west of the centerline of N. Edmondson Avenue to its intersection with the former railroad right-of-way; thence westbound to its intersection with the centerline of S. Kitley Avenue; thence west of the centerline of S. Kitley Avenue southbound to its intersection with the centerline of E. Brookville Road.

South: North of the centerline of E. Brookville Road westbound from its intersection with the centerline of S. Kitley Avenue to its intersection with the centerline of S. Emerson Avenue.

West: East of the centerline of South Emerson Ave. from its intersection with the centerline of E. Brookville Rd. northbound to its intersection with the centerline of E. 10th St.

ARTICLE V: *Community Council*

SECTION 1 – Composition: The members shall be the Council consisting of no more than twenty-one (21) Council members but a minimum of nine (9) Council members who meet the requirements described in Article III, Section 1, Subsection A.

SECTION 2 – Term: Each member duly appointed to the Council shall not have term limits.

SECTION 3 – Duties: The Council shall govern/manage the business affairs of the corporation, subject to the limitations of the Article of Incorporation and the State laws regulating nonprofit organizations. (Ind. Code 23-17, et seq.) The Council has the authority and power to establish policies and regulations for the operational management of the organization. The Council has ultimate authority over all business and actions of the Council. The members of the Council shall attend all regular and called meetings of the Council subject to the attendance policies of the Council. They shall vote on all issues and actions as may be required. They shall in all respects faithfully represent the overall best interests of Irvington.

SECTION 4 – Violations. If any action by a Council member is believed to be in violation or contradiction of the Bylaws, notice of such allegation shall be given to the Vice President or the President. The matter shall then be resolved by the Executive Officers.

SECTION 5 – Vacating Office: Members of the Council may vacate their office by death, resignation, or removal.

Subsection A – Resignation: Any member of the Council may submit notification of resignation to the Secretary of the Council and/or the President of the Council. The resignation shall become effective upon a date agreed upon by the Council.

Subsection B – Removal: Any member of the Council may be removed for cause or by failure to attend meetings, or with cause defined in the following paragraphs:

Paragraph 1 – With Cause. The Council may, after showing good cause and hearing all the issue(s), remove any Council member by a two-thirds (2/3rds) majority vote providing that such Council Member shall be previously notified ten (10) days in advance of the hearing date.

Paragraph 2 – Failure to attend Meetings. If any Council Member shall fail to attend three (3) consecutive regularly scheduled meetings of the Council and/or any committee meetings they are on without prior notice, their absence shall automatically constitute a de facto resignation from the Council. Notice of said resignation will be provided by the President to the resigning Council member via United States mail or electronic mail.

Paragraph 3 - Failure to meet membership criteria. If any Council Member shall no longer meet the requirements outlined in Section 1 subsection A, their membership will be terminated immediately.

SECTION 6 – New Membership. In the case of a Council member vacancy, persons may obtain membership to the Council by nomination, and appointed by the current Council as follows:

Subsection A – Nomination to the Council. The following shall be set forth for nomination:

1. Any Council member may nominate individuals of the Community for membership
2. Individuals of the Community may contact the Council to express interest in being considered for appointment to a Council seat.

Subsection B – Appointment to the Council. A two-thirds (2/3rds) majority vote is required to confirm the nominees as members. The newly appointed Council Member shall assume the role immediately.

Subsection C - Interview committee. The President of the Council may name a committee to interview prospective members and this committee can institute policies that conform and complement these bylaws.

ARTICLE VI:

Executive Officers & Executive Committee

SECTION 1 – EXECUTIVE OFFICERS. The executive officers of the Council shall be: President, Vice President, Secretary, and Treasurer.

Subsection 1 – Term. The Executive Officers shall be elected for one (1) two-year term in January of odd years beginning in the year 2021. Executive Officers shall not serve more than four (4) consecutive terms unless the Council determines by a two-thirds (2/3rds) majority vote to allow serving another term(s).

Subsection 2 – Membership. All Executive Officers must be members of the Council.

Subsection 3 – Election of Executive Officers.

- Nominations for officers shall be made by any Council Member.
- The President shall have the first option to nominate a Vice President.
- To be elected, a nominee must receive a simple majority vote of the Council.

SECTION 2 – EXECUTIVE COMMITTEE. The Executive Committee shall exist for the purpose of providing continuity in the day-by-day affairs of the Council. The Executive Committee shall exercise only those duties as provided for in this Article and will conduct no business that can reasonably be conducted at a regular Council meeting.

Subsection A – Composition. The Executive Committee shall consist of Council Members. The immediate former President may serve in an advisory capacity only and is not required to be a member.

Subsection B – Duties: The duties of the Executive Committee shall be as follows:

- Issue checks and drafts not requiring prior Council approval.
- Issue any correspondence not requiring prior Council approval.
- All meetings of the Executive Committee shall be called by the President.
- Informing Council members of actions taken by Executive Committee

Subsection C – Appeal. Any member of the Council may appeal any action of the Executive Committee during any regular Council meeting and the contested action shall be reversed in the event of a two-thirds ($\frac{2}{3}$) majority vote to that effect.

ARTICLE VII: *Duties of the Officers*

SECTION 1 – PRESIDENT. The President shall preside at all meetings of the Council. The President shall be an ex-officio member of all committees and shall have the authority to appoint individuals to those committees. The President shall have the authority to call special meetings of the Executive Committee or the Council upon giving due notice. The President shall be responsible for setting the agenda of the Council meeting.

SECTION 2 – VICE PRESIDENT. The Vice President shall act as President Pro-Tem in the absence of the President and shall assist the President in all matters of business before the Council. If for any reason the President cannot fulfill their term, the Vice President shall move into the position of President.

SECTION 3 – SECRETARY. The Secretary shall record the minutes of each meeting of the Council. A copy

of those minutes shall be distributed to each member of the Council prior to the following meeting. Once adopted, the meeting minutes shall be posted onto the Council website and other reasonable public forums for public view. All correspondence shall be answered by the Secretary, if requested by the President.

Subsection A - Website Manager. The President or the Secretary may appoint a Website Manager to help with their functions including managing the Website. The Website Manager may fill in for Executive Officer duties at the discretion of the Executive Committee.

SECTION 4 – TREASURER. The Treasurer shall be responsible for receiving and depositing in an appropriate bank account, all funds received in the name of the Council. The Treasurer shall be responsible for making payment from said account on approval of the Council. All federal, state, and local tax or corporate reports shall be filed by the Treasurer.

Subsection A – Assistant Treasurer. The President or the Treasurer may appoint an assistant treasurer to help with their functions including writing or depositing of checks and managing the bank accounts. The assistant Treasurer may fill in for Executive Officer duties at the discretion of the Executive Committee.

ARTICLE VIII: *Committees*

SECTION 1 – MEMBERSHIP. Membership in all standing and special committees (“committee”) shall be open to all Council Members. The President shall appoint a Council Member to serve on committees within the Council to extend the mission. Council members may also be associated with other community organizations in lieu of Council committees.

SECTION 2 – RULES. Rules regarding the function of a committee shall be implemented by its Chair as long as they are consistent with the Bylaws.

SECTION 3 – AUTHORITY. All standing and special committees have recommendation authority only. They shall not be able to spend money, enter into contracts or take any other official action on behalf of the Council without the express consent of the Council.

SECTION 4 – DONATIONS.

Subsection A – In General. No Committee, Member, or Executive Officer without the express consent of the Council, may spend or donate Council funds without prior approval of the Council members.

Subsection B – Community Organizations or Charities. No funds may be given to any community organization or charity without prior Council approval even if it was included in the budget.

SECTION 5 – STANDING COMMITTEES. The constant committees of the Council shall be:

Subsection A – Zoning and Land Use Committee

Subsection B – Events and Festivals Committee

Subsection C – Public Relations Committee

Subsection D – Legacy Committee

SECTION 6 – CREATION OF SPECIAL COMMITTEES

Subsection A – By the President. The President may establish special committees which may serve on either a terminable or ongoing basis. The chair of a special committee created by the President shall be appointed on at least an annual basis by the President and shall report to the President. The President may also direct that a special committee report directly to a standing committee or another Council Member. The chair of a special committee shall then be appointed by the chair of that standing committee, or officer, to whom they report.

Subsection B – By the Council. The Council may also establish special committees which may serve on either a terminable or ongoing basis. The chair of a special committee created by the Council shall be appointed on at least an annual basis by the Council and shall report to them. The Council may also direct that a special committee report directly to a standing committee or a Council Member. The chair of a special committee shall then be appointed by the chair of that standing committee, or officer, to whom they report.

ARTICLE IX:

Presidential Voting, Quorum, Absentee Voting, & Electronic Voting

SECTION 1 – PRESIDENTIAL VOTING. In all questions that come before the Council or Executive Committee, the President or acting President of the Council shall only vote if their vote will make a difference in the outcome of the vote as the result of a tie. The President may vote after the decision has been made in order to have a vote on record. The President may vote by proxy or absentee if they are not in attendance since they are not acting in the capacity as President for that meeting. The President shall vote on all supermajority issues.

SECTION 2 – QUORUM. A majority equal to or greater than 50% (>50%) of the current membership of the Council shall constitute a quorum for purposes of doing business. In the event that a quorum is not present, the President may conduct the business of the meeting as usual, but all actions taken or acted upon must be ratified by the Council at its next regular meeting.

Subsection A – Continued Lack of Quorum. If for two (2) regularly scheduled meetings in a row, a quorum is not present, the Council may act for one (1) night as though they have a quorum. Two (2) additional months must pass before such action may be taken again.

SECTION 3 – ABSENTEE VOTING. A Council Member shall be allowed to vote absentee on a specific question or election. To vote absentee, the Council Member must state, in writing or electronic communication, the specific question or election for which they intend to vote and what their vote will be on that question or

election. This submitted statement must be delivered to the President or acting President of the meeting at or before the meeting in which the vote is to take place. In the event the question or election to which the Council Member is voting absentee changes in a material fashion from the way stated or intended in the Council Member's written statement, then it shall no longer be a valid vote. The determination of whether an absentee vote is still valid shall be made by the President or acting President of the meeting.

SECTION 4 – ELECTRONIC VOTING. The Council President may call for an electronic vote via email, website, or social media on an issue, question, or request that arises between regular Council meetings. The total number of votes cast for, against, and abstaining must equal a quorum of the Council. Such votes will be considered as binding as votes taken at regular meetings and documented in the minutes of the next regular Council meeting.

ARTICLE X: *Board Meetings*

SECTION 1 – Schedule. Regular Council meetings will be held the third Tuesday of each month at a time and location to be publicly announced. There shall be no regular meeting held in December.

SECTION 2 – SPECIAL MEETINGS. The President may call a special meeting of the Council with at least three (3) days' notice. Time and place are to be determined by the President. Minutes of these meetings shall be recorded and documented in the minutes of the next regular Council meeting.

SECTION 3 – ANNUAL MEETING. The regularly scheduled February meeting of the Council shall constitute the required Annual Meeting. A closed annual meeting shall be held in January prior to the first regular Council meeting to be held that year.

SECTION 4 – VOTING. All votes cast by the Council shall be recorded by count in the minutes and be made available to the general public on request. At the President's discretion, a roll call may be called by the Secretary for recording purposes.

SECTION 5 – EXECUTIVE SESSIONS. Upon request of the President or upon request and approval by a majority of the Council, an Executive Session may be held. The Executive Session shall be open only to Council Members or individuals the Council invites. The Executive Session may discuss and vote on time-sensitive items deemed of high-importance by the President. If a call to vote is questioned, a simple majority by the Council to postpone voting to the next regular Council Meeting shall determine if a vote shall proceed. Minutes of these meetings shall be recorded and documented in the minutes of the next regular Council meeting if voting shall occur.

ARTICLE XI: *Indemnification and Insurance*

SECTION 1 – INDEMNIFICATION The Corporation shall indemnify any Council Member or Executive Officer of the Council, or any former Council Member for actions in the interest of the Corporation, to the extent indemnification is required or permitted by law; provided, however, that expenses of any Council Member or Executive Officer of the Council incurred in defending and action, suit or proceeding, civil or criminal, may be paid by the Corporation in advance of the final disposition of such action, suit or proceeding, at the discretion of the Council, but only following compliance with all procedures set forth and subject to all limitations as provided by law.

SECTION 2 – INSURANCE. Insurance shall be such as authorized by the Council.

ARTICLE XII: *Dissolution*

SECTION 1 – Dissolution In the event of the complete liquidation, dissolution of the Corporation, or the winding up of its affairs, the Corporation shall, after paying or making provisions for the payment of all the liabilities of the Corporation, distribute the remaining assets of the Corporation to such organizations operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent Federal tax laws. Any organization that receives assets of the Corporation must use those assets for the benefit of the Irvington Community. Any assets not so disposed of shall be disposed of by the Judge of the Superior Court of Marion County, Indiana exclusively for such purposes or to such organizations as said Court shall determine, which are organized and operated exclusively for the benefit of the Irvington Community

ARTICLE XIII: *Non - Discrimination*

SECTION 1 - The services and activities of this Council and affiliated members shall, at all times, be administered and operated on a nondiscriminatory basis regardless of race, color, national origin, religion, age, disability, or sex (including pregnancy, sexual orientation, and gender identity).

ARTICLE XIV: *Fiduciary Duties*

SECTION I – CONTRACT AUTHORITY. The Council members may authorize any Executive Officer or Member to enter into any contract or execute any instrument on its behalf. Such authorization may be general or confined to specific instances. Except as provided in the Bylaws, no Officer or member shall have any power to bind the Council or to render it liable for any purpose or amount unless so authorized by the Council.

SECTION 2 – EXPENDITURES

Subsection A – Standard Procedure. A formal budget must be recommended by the Executive Committee and approved by the Council no later than February each year. Any previously approved budget line item may be spent without further approval, UNLESS the amount exceeds the line item amount or includes funds ‘shifted’ from another line item. Any expense, other than those previously budgeted and approved made by or on behalf of the Council of Five Hundred Dollars or greater shall require prior approval by the Council. This shall apply to initial outlays of funds in addition to any contract or other financial understanding entered into, by or on behalf of the Council in which a total expenditure of Five Hundred Dollars (\$500.00) is realized. If no quorum is present and financial approval is needed, the Council may vote for said item pursuant to rules in these Bylaws.

Subsection B – Emergency Procedure. In the event of an emergency, when prior Council approval is not possible, then an expense of Five Hundred Dollars (\$500.00) or greater must be requested by two (2) members who are not the President or Vice-President. The request must then be approved by the President and the Vice-President. If, for any reason, the President and/or the Vice President cannot or do not approve the request, the request can be approved by a majority of the Council. In the event such an expenditure is approved, the Council Member(s) requesting the funds shall, within forty-eight (48) hours of receiving appropriate approvals, attempt to notify the remaining Council Members.

The Council Member(s) requesting the funds must wait forty-eight (48) hours after the emergent approval before spending the funds. In that time, if a majority of the Council notify the President and Vice President that they do not agree with the expenditure, then the expenditure is not approved. However, as soon as a majority of the Council approves the request, the expenditure may be spent.

Subsection C – Reimbursement Procedure. All requests for reimbursement from the Council must be submitted in writing and with the appropriate supporting documentation. If documentation is not presented, the Executive Officers must approve a request for reimbursement before payment can be made. The requests must be signed by the individual requesting the reimbursement and approved by a Committee Chair. An Executive Officer must then sign to approve the request for reimbursement. The same individuals signing the check may not sign the request or approval for reimbursement. No Council Member or Executive Officer may approve their own request.

Paragraph 1 – Timing. Receipts for expenses must be turned in no later than sixty (60) days after the actual expenses. Any reimbursement requests after sixty (60) days must have Executive Committee approval.

Subsection A – Authority. The power to sign all checks, drafts, or other orders for payment of money by the Council shall be vested in the President, Vice President, Treasurer, and Assistant Treasurer. Signatures of these people shall be on file at an appropriate bank. Upon completion of the term of any of these Board Members, their name shall be removed from the account.

Subsection B – Keeping of the Checkbook. The Treasurer shall be the primary member responsible for the keeping and maintaining of the checkbook.

Subsection C – No one available to write checks. If the Treasurer becomes aware that they will not be available or capable of writing checks for three (3) or more days, arrangements shall be made to make the

checkbook available to the President, Vice President, and/or the Assistant Treasurer. The Treasurer or other executive officers shall be considered not available if they are more than fifty (50) miles away from Irvington.

SECTION 4 – DEPOSITS

Subsection A – Time. The Treasurer shall deposit funds in a prompt manner.

Subsection B – Returned Checks. The Council shall set from time to time, an amount as a fine for any returned checks. The fine must be at least the amount charged to the council for a returned check.

SECTION 5 – REPORTS.

Subsection A – Monthly. The Treasurer shall, on at least a monthly basis, be responsible for reporting to the Council on the financial status of the Council. This report shall include, but not limited to the following:

- 1) Balance sheet
- 2) Income Statement
- 3) A record of all checks written since the last report, detailing:
 - Check Number
 - Amount
 - Recipient
 - Event
 - Purpose
- 4) A record of all deposits made since the last report, detailing
 - Number of checks deposited
 - Amount of each
 - From Whom
 - Event
 - Total
 - Purpose
 - List of from whom, how much of any returned checks and copy of letter to individual or company requesting reimbursement & fees for returned checks

Subsection B – Yearly. The Treasurer shall submit an annual report (the “Annual Treasury Report”) to the Council as of the previous calendar year to be included in the Annual Meeting held in January. The Annual Treasury Report shall include a balance sheet, income statement and an itemized listing of every event and a financial summary of those events.

SECTION 6 – LOANS. Unless authorized by the Council, no loan shall be made by or contracted on behalf of the Council and no evidence of indebtedness shall be issued in its name.

SECTION 7 – INVESTMENTS. The Treasurer, upon prior approval of the Council, shall have the ability to invest funds. Reports of such investments shall be reported to the board

SECTION 8 – RAINY DAY FUND. At the beginning of each annual budget cycle, the Treasurer shall determine the annual essential operating expenses of the Council. The Treasurer shall ensure that the Council maintains a separate savings and/or investment account, which contains three (3) years of essential operating expenses. Any excess revenue over the annual operating expenses shall first be appropriated to said account before any other discretionary Council expenditure to ensure the council maintains this period of operating expenses and shall be done automatically by the Treasurer without the vote of the council. Said fund shall be used only upon the declaration by the council of a financial emergency and may be used for no other purpose. Said funds shall be kept in an interest bearing account or may be invested upon recommendation of the Treasurer.

POLICIES

SECTION 1 – Volunteerism. All members of the Council will be expected to volunteer at Council facilitated events as to be good stewards of the community and actively engaged in the community work of the Council. Members will be required to complete a minimum of 15 hours of service in a calendar year. Within those hours, a minimum of 8 hrs must be donated to the Halloween Festival events. Council facilitated list of events are including but not limited to:

- Beastside Brewfest
- Farmer’s Market Council Merch booth
- Halloween Festival
- Luminaria

SECTION 2 - Events. All Council sanctioned events will follow the following processes

- Events will have an Event Lead who is approved by and will report to the Council. Events will have a budget outlined for their proposed expense and income. Event Lead will meet with the Treasurer at least three (3) times for a preliminary budget meeting, mid-planning meeting, and post event evaluation meeting. Event Lead will provide updates to the Council at monthly meetings up until the event and a post event recap.

SECTION 3 - Ethical Conduct. All Council Members are expected to conduct themselves in an upstanding manner in. Public confidence in the Council could be eroded by conduct that is unseemly or that contains even the appearance of impropriety. Members of the Council are often known as members of the Council by the community, and a member of the council should expect to be subject to public scrutiny as to their opinions and beliefs in a way others would not be. This includes comments made on social media and other platforms. Violations of these rules can subject a Council member to good cause removal as described by Article 5, Section 5, Subsection B of the Bylaws.

Subsection A - Prohibition of Abuse of Office. It is improper for a member of the Council to use their position to have a personal advantage or deferential treatment of any kind. A Member, or the immediate family thereof, shall not knowingly solicit, accept, or receive a gift, favor, service, entertainment, food, drink, travel expense, or registration fee from a person who is seeking to influence an action by the Council member in their official capacity.

Subsection B - Council support vs individual support. Council Members are active and engaged community members and are thus encouraged to be engaged in discussions, events and presentations of happenings within the community. However Council Members may not speak on behalf of the Council on those matters without prior approval from a majority of the Council. Often, committees such as the Land Use Committee will have a designated remonstrator expressing the opinion of the Council at public meetings. This is allowed under the rules and bylaws of the Council.. Members may speak to individually held beliefs on matters but cannot attempt to speak for the Council on matters that have not been agreed upon previously. Members should refrain from identifying themselves as Council members when speaking on matters of public comment or controversy unless authorized to do so by the Council. Members who identify themselves as Council members on matters they are not authorized by the Council to speak on are to affirmatively state that any opinions they give are their own and are not reflective of the Council. Council members may disagree with the decision of the rest of the Council on a particular matter and are not expected to suppress that opinion in public discussions. But members who speak for or against a matter the Council has taken a different position on must affirmatively state the Council has taken a different position than they are. .

Subsection C - Use of Council Letterhead Letters written on Council letterhead will be perceived by any logical reader as an endorsement of the Council. The President or a designee can initiate communication, write letters of recommendation or reference, or address other matters on Council letterhead only upon approval of the majority of the council. Letters of support for matters voted on in regular meetings shall be considered written with the approval of the council, as are fundraising, solicitation or award letters for Council events approved by the Committee Chair.

Subsection D - Confidentiality of In-Person and Online Communications. Council members use many methods of communication to speak to one another, including text, phone calls, in-person chat, and social media chats. Council members are encouraged to express their feelings and beliefs on matters of import to the community in a clear, frank, and candid way in internal communications. Council members often express opinions that may be contrary to their personal views and beliefs on a particular issue to ensure that both sides of an issue are addressed before a decision is made. Council members may be talking through the issues and have not yet reached a final decision on a matter in those internal communications. As such, any preliminary conversations made before a public meeting on a community issue should be considered preliminary and confidential. Council members are not to share communications regarding Council matters with non-Council members without the express authorization of that Council member.

AMENDMENTS

Ratification

Version 1 - The Bylaws were adopted in whole by the Council on May 15, 2001. A copy of the old Bylaws were given to the Council President at the time to be passed down. That President was Maria Matters, Strodman & Associates, 384 Buck Creek Road, Cumberland, IN 46229.

Version 2 - The Bylaws were restated and adopted in whole by the Council on May 15, 2018. A copy of the 2001 Version 1 Bylaws were given to the Council President at the time to be passed down. That President was Chris Moraldo.

Version 3 - The Bylaws were restated and adopted by the Council on **/**/***. A copy of the previous Bylaws were saved in the agreed upon electronic space for future reference. That President was Sue Beecher.

Amendments

Vote totals are available in the minutes

The Bylaws were restated and adopted as indicated on May 15, 2018.

V2 Adopted May 21, 2019

V3 Adopted *** date ***