

Concord Neighborhood Association (CNA) BYLAWS

ABOUT THE CONCORD NEIGHBORHOOD ASSOCIATION

Serving approximately 586 households in the Concord neighborhood of Edina, the Concord Neighborhood Association (CNA) was organized in October of 2013 for the promotion of the neighborhood's welfare. The neighborhood's boundaries commence at the intersection of South View Ln and Concord Ave, thence south along the centerline of Concord Ave to the centerline of W 58th St, thence east along the centerline of W 58th St to the west line of Lot 1 Block 1 Fairfax, thence south along west line of Lot 1 Block 1 Fairfax to centerline of Fairfax Ave, thence west along the centerline of Fairfax Ave to the west line of Lot 11 Block 1 of Valley View Terrace Third Addition, thence southwest and south along the west line of Lot 11 Block 1 of Valley View Terrace Third Addition to the centerline of Valley View Rd, thence east and south along the centerline of Valley View Rd to the centerline of Highway 62, thence west along Highway 62 to the centerline of Highway 100, thence north along Highway 100 to the extended centerline of South View Ln, thence east along the centerline of South View Lane to the point of beginning. See the map of the neighborhood in Appendix A, attached hereto. The CNA is a non-partisan organization. The purpose of the CNA and its governing structure are defined in the organization's Bylaws.

CONCORD NEIGHBORHOOD ASSOCIATION BYLAWS

The following Bylaws were adopted at an organizing meeting held at the Edina Community Center on October 10, 2013. All 586 households within the CNA boundaries were notified of the meeting by official postcard mailing.

Section 1.0—NAME--The name of the Association is the Concord Neighborhood Association (CNA).

Section 2.0—PURPOSE--The purpose of the CNA is to promote a better neighborhood through group action, to promote involvement in decisions made by the Edina City Council and other local government entities, to facilitate communication between developers and residents within the Concord neighborhood boundaries, and to represent the interests of all residents and property owners in the Concord Neighborhood of the City of Edina, Minnesota.

Section 3.0—MEMBERSHIP--Meetings of the CNA are open to all residents and friends of the Concord Neighborhood. Voting membership in the CNA is open to all residents, businesses and property owners in the Concord Neighborhood, who are at least 18 years of age.

Section 4.0—STEERING COMMITTEE--Members of the CNA shall elect a Steering Committee of not less than five active members of the CNA. The Steering Committee shall plan and conduct all CNA meetings, take action

between meetings on issues identified at the Annual Meeting, and act on time-sensitive matters with the agreement of a majority of its members. The term of office shall be one year and a member of the Steering Committee may be re-appointed to additional terms.

Section 4.1--The Steering Committee may appoint subcommittees as it deems necessary to accomplish neighborhood business.

Section 4.2--The Steering Committee shall appoint one of its members as Secretary to keep minutes of its meetings and all meetings of the CNA, and shall make such minutes available to CNA members at the Annual Meeting or upon request.

Section 5.0—ANNUAL MEETING--An Annual Meeting of the CNA shall be held once a year in October or November, on a date and at a time to be determined by the Steering Committee. Notice of the date and time shall be emailed, delivered or mailed to each residence in the Concord neighborhood not less than two weeks before the meeting. The business of the Annual Meeting shall be the election of a Steering Committee, discussion of neighborhood issues, and planning of any other neighborhood events. General or special meetings of the CNA may be called by the Steering Committee, with notice given in writing, by e-mail, or by telephone to all members of the CNA.

Section 5.1—The location of the Annual Meeting shall take place at the Edina Community Center, unless otherwise noted. Any change in the location of an Annual Meeting shall be communicated to all residents pursuant to Section 5.0.

Section 6.0—VOTING—All actions taken by the CNA shall be by majority vote of those members present at a meeting. Voting by proxy is not allowed. There are no minimum quorums.

Section 7.0—REMOVAL FROM STEERING COMMITTEES—A steering committee member may be removed from office if 4/5 of the Steering Committee votes to remove such member. Upon removal, a new steering committee member shall be appointed by the Steering Committee.

Section 8.0—USE OF THE CNA NAME--The CNA name may not be used in connection with a solicitation for a donation—whether financial or in kind— or be used in connection with another group/organization/event without prior approval of the CNA Steering Committee.

Section 9.0—FLYER DELIVERY-- CNA flyers may be distributed with the approval of the Steering Committee to publicize CNA meetings, events, or other activities supported by the CNA. Flyers are intended to be hand-delivered by CNA

volunteers to every household in the Concord neighborhood. Flyers are not intended to be mailed. Volunteers may not place flyers in mailboxes because such placement violates federal law.

Section 10.0—CONFLICT OF INTEREST—

Steering Committee members are responsible for administering the affairs of the Concord Neighborhood Association (CNA) prudently and honestly and for exercising their best care, skill, and judgment for the sole benefit of the CNA. Steering Committee members shall not use their positions with the CNA for personal benefit. The interests of the organization must be the first priority in all decisions and actions.

Section 10.1—CONFLICT OF INTEREST AND VOTING—Any CNA member, whether a Steering Committee member or general member, who has received a donation or other benefit from any individual, business, or other entity to be impacted from an impending decision of the CNA shall recuse himself or herself and shall not vote regarding such a matter.

Section 11.0--FIDUCIARY RESPONSIBILITIES--

Members of the CNA Steering Committee should be personally committed to the mission of the organization, willing to volunteer sufficient time and resources to help achieve the organization's mission and to fulfill their fiduciary responsibilities of Duty of Care and Duty of Loyalty, as elaborated in Minnesota law.

Section 12.0—AMENDMENT OF BYLAWS—These Bylaws may be amended by a 2/3 vote at an Annual Meeting by residents present.

Section 13.0 – NON_DISCRIMINATION – The CNA will not discriminate based on race, color, creed, religion, age, sex, sexual orientation, gender expression, marital status, disability, status with regard to public assistance, familial status or national origin in connection to employment, housing and real property, public accommodations, public services, credit, and education.

APPENDIX A

