



June 8, 2024

From: the Resident Council Bylaws Committee
Subject: Updated Bylaws for the July 10, 2024 Special meeting

Please find attached the proposed update to the Resident Association Bylaws and a brief summary of the proposed changes. These have been prepared by the Bylaws Committee.

Note that these Bylaws were updated on June 8, 2024 (after the June 4 Council meeting) to state that in addition to all Council positions having the ability to make and second motions and to vote, **all Council positions will be elected as described in the summary.** In a vote taken by email, all 12 voting Councilors supported this change.

Please take time to review the summary of changes and the proposed Bylaws document. We will be holding District meetings to discuss the Bylaws and answer any questions you may have. The district meeting schedule is:

Middle District: June 25 at 1pm in the PAC and on Zoom
South District: June 26 at 11am - by Zoom only
North District: June 28 at 10am - by Zoom only

The official voting will be held at a special Resident Association meeting on Wednesday, July 10 at 4pm in the PAC. This meeting will incorporate Happy Hour, so there will be beverages and snacks!

Absentee ballots will be available starting July 1 for those who are not able to attend on July 10, or who would rather vote early. Ballots should be returned to the ballot box that will be at the Resident Services desk, and the ballot-return deadline is noon on July 9. For those who do not vote absentee, ballots will be available at the July 10 meeting.

Finally, of course, we recommend that you please vote to approve the Bylaws!

Best regards,
The Bylaws Committee

Joncile Martin
Jude Watson
Paul Wathen
Steve Morris

Proposed Bylaws Update

Now that we have some experience with the Bylaws that were modified in 2022, we've discovered some things that needed to be either changed or clarified. The major changes proposed for the Bylaws address 4 areas:

- Functional Areas
- District Definitions
- Council Voting
- Appointment of Residents to Open District Council Positions

Below is a summary of the main changes in the proposed 2024 Bylaws update:

Purpose: The Bylaws previously have included a statement of purpose for the Resident Association that included the statement "Represent the residents, through an elected Council in communicating matters of mutual concerns to the Rose Villa Administration and Board of Directors". In the previous update to the Bylaws, that language was inadvertently deleted. The Bylaws committee proposes correcting that by adding it back, but with broader language - using the broader term "mutual interests" as opposed to "mutual concerns".

Functional Areas: The 2022 Bylaws created a list of Functional Areas with the idea that each Councilor would be assigned a functional area. The list included Sustainability, Safety and Preparedness, General Services, Communications, Finance, etc.

The problem is that almost all of those functional responsibilities are also assigned to existing Council Standing Committees or to the Workgroups that were created in response to the 2022 Holleran survey. There was confusion as to the role of the Councilor who was assigned a Functional Area versus the role of the Chair of the corresponding Council committee, or the Councilor co-lead of the corresponding Workgroup. That also lead to confusion as to who to residents should approach to have an issue addressed in a particular Functional Area.

The Standing Committees and Workgroups are composed of volunteers who are interested in and passionate about those functional areas, and it seemed to make more sense to have those Committees and Groups be the focal point for the functional focus rather than assign them to Councilors.

Given the above considerations, a change proposed in the Bylaws is to eliminate the Functional Areas for Councilors. Instead we propose tightening the relationship between the Council and the Standing Committees and Workgroups. This would be accomplished by empowering the Standing Committees and Workgroups with the right to request that the Council consider motions that are relevant to the focus of the Committee or Group. In return, those Committees and Groups would commit to providing the Council with an annual report of what they have accomplished in the past year, and their plans for the coming year.

District Definitions: The definition of the Districts in the 2022 Bylaws resulted in a South District with significantly fewer independent living residents than the North and the Middle Districts. The overall head count of the South includes Madrona Grove residents, so there are relatively fewer independent living residents.

So many fewer independent living residents made it more difficult to recruit Council candidates for the much smaller South District, and resulted in an uneven level of representation due to the difference in the size of the Districts. The Bylaws Committee also considered the fact that Madrona Grove residents already have a liaison Councilor representing the interests of Madrona Grove residents.

To address the difference in independent living residents in the South District, the Bylaws Committee proposes a change to the District definitions, moving Schroeder into the South District (from the Middle) and moving Garden Grove from the South District to the Middle District. That change rebalances the number of independent living residents across the 3 districts to being very, very close to the same.

Here is the comparison of the approximate number of independent-living residents per District with the current vs. the proposed District boundaries:

District	Current	Proposed
South	81	113
Middle	144	112
North	119	119

Council Elections: Under the current Bylaws, 9 District Councilors are elected (3 each year) for 3 year terms. The Vice Chair (who becomes the Chair and then the Past Chair over 3 years) is also elected for a 3 year term. The Secretary, Treasurer, Archivist, Madrona Grove Liaison, and Foundation Liaison are currently appointed.

The updated Bylaws propose that all the Secretary, Treasurer, Archivist, Madrona Grove Liaison, and Foundation Liaison be also elected, every three years for a three year term. We will add to the Council Procedures that, as today, the Executive Committee will take the lead in nominations for the Secretary, Treasurer, Archivist and Madrona Grove Liaison with particular attention to the special requirements of those positions. The Foundation will propose a nominee for the Foundation Liaison.

Council Voting: Currently, there are 12 members of the Council who vote: 9 District Councilors plus 3 officers (Chair, Vice Chair and Past Chair), although the Chair votes only to break a tie. Note that all of these positions are elected positions, but they are often filled by appointees when a Councilor decides to leave the Council before their term is complete.

The 5 Council members who currently are not elected and cannot vote and cannot make or second motions are:

- Secretary
- Treasurer
- Archivist
- Foundation liaison
- Madrona Grove liaison

Because the Madrona Grove liaison represents Madrona Grove residents, the Bylaws Committee believes that it is appropriate for the Councilor also to vote. They also thought that the remaining 4 Councilors who do not vote also bring an important perspective to the Council,

while also doing a lot of work for the Council, and they too should have the right to vote. The Committee therefore proposes that all 17 members the Council be able to make and second motions, participate in discussions, and participate in Council voting. As described in the previous section, all 5 of these positions will also become elected positions, not appointed.

Appointment of Councilors: The Bylaws from 2022 did not provide guidelines on who can be considered as a replacement for a District Councilor who opts to leave the Council prior to the completion of their term. The Bylaws Committees proposes a priority in who is to be considered in appointing a resident to an open Council seat:

- An unsuccessful candidate for Councilor in that District in the most recent election
- Any resident in that District
- An unsuccessful candidate for Councilor from a different District in the most recent election
- Any resident from a different District

Council Funds: The Council receives \$2,500 each year from RVI, but we do not have any guidelines on how those funds are to be spent. That results in a confusing process every time a resident, group, or committee requests funds. The Bylaws committee is proposing language that provides some guidance: "Funds at the discretion of the Council shall be spent only when deemed by the Council to advance the purpose of the Association as set forth in Article III".

General Changes: Throughout the Bylaws document, the Bylaws Committee has tried to clarify language. It has also reordered the Articles into a more logical sequence, added a Table of Contents, and tried to remove redundancies.

Council Procedures Manual: The Council Procedures manual will be updated after the vote on the Bylaws update.

PROPOSED ROSE VILLA RESIDENTS' ASSOCIATION BYLAWS

ASSOCIATION	2
Article I - Association Name	2
Article II - Association Membership	2
Article III - Association Purpose	2
Article IV - Definitions	2
Article V - Association Meetings	3
Article VI - Constitution	4
GOVERNANCE	4
Article VII - Who May Be on the Council	4
Article VIII - Board of Directors Representation	4
Article IX - Resident Rights and Responsibilities	5
Article X - Council Voting, Participation, and Terms	5
Article XI - Council Meetings	6
Article XII - Council Meeting Process	6
Article XIII - Councilor Duties	7
Article XIV - Council Funds	8
COUNCIL COMMITTEES	8
Article XV - Council Committees and Groups	8
Article XVI - Executive Committee Duties	8
Article XVII - Resident Finance Committee	9
Article XVIII - Resident Governance Committee	10
ELECTIONS AND REPLACEMENTS	10
Article XIX - Elections and Voting	10
Article XX - Geographical Representation	11
Article XXI - Replacement of a Chair or Vice Chair	11
Article XXII - Removal of a Councilor	11
Article XXIII - Changes to the Bylaws	12
Article XXIV - Effective Date	12

ROSE VILLA RESIDENTS' ASSOCIATION BYLAWS

Proposed

ASSOCIATION

Article I - Association Name

Section 1. The name of this organization shall be Rose Villa Residents' Association.

Article II - Association Membership

Section 1. Every resident of the Rose Villa Life Plan Community becomes a voting member of the Rose Villa Residents' Association upon admission to the community.

Section 2. Residents of Madrona Grove who were Rose Villa Life Plan Community members before moving into Madrona Grove shall continue to be voting members of the Association. Residents of Madrona Grove who were not previously Rose Villa Life Plan Community residents do not become voting members of the Rose Villa Residents' Association upon admission to Madrona Grove.

Article III - Association Purpose

Section 1. Promote an atmosphere of collaboration among residents, management, and the Rose Villa Board of Directors to ensure the social, spiritual, cultural, recreational, and environmental well-being of the entire community.

Section 2. Enable residents to participate in decision-making that affects or furthers a meaningful, independent lifestyle.

Section 3. Represent the residents, through an elected Council (the Council or Resident Council), in communicating matters of mutual interest to the Rose Villa Administration and Board of Directors.

Article IV - Definitions

RVI means Rose Villa Inc.

District: Association members are divided into 3 Districts based on the location of their residence. The boundaries of the South, Middle and North Districts are defined by the District Map attached to and incorporated into these Bylaws.

The **Council** consists of the following members:

- Three officers of the Council: Chair, Vice Chair and Immediate Past Chair (the Officers)
- 9 District Councilors: 3 representing each District

- Secretary
- Treasurer
- Archivist
- Foundation Liaison
- Madrona Grove Liaison

Councilors: Collectively, Council members are Councilors and individually each is a Councilor.

Council Board Members are Councilors who, because of their Council status, serve on the RVI Board of Directors, as specified in the RVI Bylaws.

The **Executive Committee** (EC) shall be the Officers of the Council plus three (3) Councilors, one from each District. The three District Councilor members shall be appointed by the Officers each year to serve a one year term. The District Councilors may be reappointed to the Executive Committee.

A **Standing Committee** exists to address an ongoing issue of mutual interest for resident members. Such a committee is specified in these Bylaws or by action of the Executive Committee. The Executive Committee is a Standing Committee.

An **Ad Hoc Committee** exists on a temporary basis to perform a specific task and is disbanded when the task is completed. Such a committee is specified in these Bylaws or by action of the Executive Committee.

A **Work Group** is a collaborative group co-chaired by a Council member and a Rose Villa Inc. manager or Director.

A **Council Recognized Group** is any informal group of residents that requests and is granted recognition by the Resident Council.

Council Procedures Manual: The Council shall develop, approve, and update as needed a Council Procedures Manual which provides additional details for the implementation of these Bylaws.

Article V - Association Meetings

Section 1. The purpose of Association Meetings shall be any combination of the following:

Section 1A. To announce election voting results for Councilors

Section 1B. To announce the results of a vote to update the Bylaws as recommended by a Bylaws Committee.

Section 1C. To conduct any other business as determined by the Chair or the Council or by the members of the Association requesting the meeting.

Section 2. The Annual Meeting of the Association shall be held in November of each year.

Section 3. Special meetings of the Association may be called upon the request of fifty (50) or more members of the Association, or by the Chair of the Council, or by action of the Council.

Section 4. Voting for Councilors and for Bylaws updates is done by ballot.

Section 5. Election of a District Councilor requires a quorum of 25% of Association members within that District to participate in the vote.

Section 6. A quorum for all Councilor elections other than for District Councilors and for approval of Bylaws updates is 25% of all Association members.

Section 7. Bylaws are approved by a majority vote. Councilor elections are won by the person receiving the most votes.

Section 8. In the case of a tie vote for any Councilor position, the Executive Committee will select a winner. Any Executive Committee member who is a candidate in a tied vote will recuse themselves from deciding that particular vote.

Article VI - Constitution

Section 1. A constitution was created at the inception of the Association to specify the Name, Purpose and Membership of the Association. Because those issues are defined in these Bylaws, the Constitution is redundant and no longer serves a separate purpose.

Therefore, the Constitution is no longer an Association document.

GOVERNANCE

Article VII - Who May Be on the Council

Section 1. Only members of the Association may serve on the Council.

Section 2. Only one member of a household may serve on the Council at any given time.

Article VIII - Board of Directors Representation

Section 1. Council Board Members have the right to participate in discussions, the right to serve on Board Committees, and other rights which may include voting rights as defined in the RVI Bylaws.

Section 2. Board membership is a powerful avenue for representing resident concerns. Therefore, the Council Board Members shall:

Section 2A. Make reasonable efforts to attend each Board meeting.

Section 2B. Share responsibility to present at each regular Board meeting a brief resident report prepared by the Executive Committee.

Section 3. Statutory Rights. Oregon law ORS 101.112 specifies certain rights residents have for Board representation

Article IX - Resident Rights and Responsibilities

Section 1. Every resident has the right to bring their concerns or questions to the Council and to be informed of the answer to the question or the resolution of the concern in a timely manner.

Section 2. The Council's responsibility is to address resident concerns.

Section 3 Every resident has the responsibility to be respectful, prepared, and ready to seek solutions in open-minded conversations.

Article X - Council Voting, Participation, and Terms

Section 1. Voting and Motions: The person presiding over a Council meeting, usually the Council Chair, may speak to a motion but may not make or second motions and may not vote except to break a tie. All other Councilors may make and second motions, speak to a motion, and vote at Council meetings.

Section 2. Election Schedule and Terms:

Section 2A. Each year, a Vice Chair is elected for a 3-year term by Association Members. In the second year the then Vice Chair becomes the Chair. In the third year the Chair becomes the Past Chair. At the end of his or her term, a Past Chair may run again for Vice Chair.

Section 2B. Each year a District Councilor is elected by each Association District. These elected Councilors serve a 3-year term so that over a 3-year period each District elects 3 Councilors. A District Councilor may run for consecutive terms.

Section 2C. Every 3 years the Secretary, Treasurer, Archivist, and Madrona Grove Liaison are elected and each serves for a 3-year term.

Section 2D. The Foundation Liaison is elected each year and serves for one year. The Foundation Board proposes a nominee to run for Foundation Liaison.

Section 3. All Councilors may run for consecutive terms.

Section 4. Appointment of Councilors

Section 4A. Appointment of District Councilor: If a District Councilor is unable to complete their term, the two remaining Councilors in the District will recommend a replacement for the open seat. The Executive Committee will consider that recommendation in appointing a replacement Councilor to complete the open term. When selecting a replacement for a District Councilor, the following hierarchy of preference is to be observed.

- An unsuccessful candidate for Councilor in that District in the most recent election
- Any resident in that District

- An unsuccessful candidate for Councilor from a different District in the most recent election
- Any resident from a different District

Section 4B. Appointment of Councilors who are not District Councilors: If any Councilor other than a District Councilor is unable to complete their term, the Executive Committee will appoint a replacement Councilor to complete the open term.

Article XI - Council Meetings

Section 1. The purpose of a Council meeting is to address mutual interests presented by Councilors, a Council Committee, a Work Group, residents, or RVI.

Section 2. Council meeting time should be devoted primarily to discussion, Councilor motions, and other actions in furtherance of the purpose set forth in Section 1.

Section 3. Routine committee reports shall be submitted in written form but not presented at a Council meeting, unless a presentation is requested by the meeting Chair, or by one or more Councilors, or by a Standing Committee.

Section 4. The Council shall hold one regular meeting each month.

Section 5. Over half the voting members of the Council shall constitute a quorum.

Section 6. Agenda items proposed by Members of the Association should be submitted to the Chair. Members of the Association may attend regular meetings and, generally, special meetings of the Council.

Section 7. Special meetings of the Council may be called by the Chair, Vice Chair, Immediate Past Chair, or by a quorum of the members of the Council. The call for a special meeting shall state the business to be transacted and no other business shall be in order at such a meeting.

Section 8. Members attending a meeting by electronic means shall be considered to be present at the meeting.

Section 9. Reasonable efforts shall be made to include every member who wishes to attend.

Article XII - Council Meeting Process

Section 1. The governance process for Council meetings shall be either the most recent edition of *Robert's Rules of Order*, or a consensus-like approach. The consensus-like procedure requires each voting Council member to comment on a motion prior to a vote, and a motion requires a super-majority of 75% of the Councilors present to pass.

Section 2. The Chair, or the person chairing the meeting if the Chair is not present, shall select and announce the governance process to be used at the beginning of each meeting.

Article XIII - Councilor Duties

Section 1. The Chair presides at meetings of the Council and the Association unless he or she is not available.

Section 2. The Vice Chair shall attend Council meetings. In the absence of the Chair, the Vice Chair shall perform the duties of the Chair. The Vice Chair shall perform other duties as the Chair may direct.

Section 3. The Past Chair shall attend Council meetings and perform other duties as the Chair may direct.

Section 4. The Secretary shall keep minutes of Council and Association meetings, shall record procedures approved by the Council, check the Association information published by RVI from time to time and keep it up to date, and shall record issues not yet resolved for inclusion in the next meeting agenda. The Secretary shall also perform other duties as the Council may direct.

Section 5. The Treasurer shall manage Association Funds following procedures approved by the Council in the Council Procedures Manual. Association Funds shall include three categories: the General Fund, the Resident Association Council (RAC) funds, and the Employee Appreciation Gift Fund.

Section 6. The Archivist shall keep the Association files up to date, including copies of the Association and Council meeting meetings, and other materials regarding significant events of interest to Association members.

Section 7. The Foundation Liaison shall report to the Council on the activities and status of the Foundation, and serve as a liaison between the Council and the Foundation. Typically, the Foundation Liaison is a resident member of the Foundation Board.

Section 8. The Madrona Grove Liaison shall report to the Council on the activities and status of Madrona Grove, shall work to integrate Madrona Grove residents into Rose Villa community life, and shall advocate for Madrona Grove resident interests.

Section 9. District Councilors represent and assist residents of their District.

Section 10. District Councilors are readily available to residents of their District to hear and act on their questions and concerns.

Section 11. The Councilors from each District shall meet at least twice a year with the residents of their District to communicate Council activities and hear resident concerns.

Section 12. District Councilors serve on at least one Council committee or Work Group.

Section 13. District Councilors assist their replacement in understanding Councilor responsibilities during the first year of the replacement's term.

Article XIV - Council Funds

Section 1. Funds at the discretion of the Council shall be spent only when deemed by the Council to advance the purpose of the Association as set forth in Article III.

COUNCIL COMMITTEES

Article XV - Council Committees and Groups

Section 1. Responsibilities and Rights of Council Standing Committees.

Section 1A. Council Standing Committee responsibilities: provide the Council with an annual report in November summarizing the Committee's accomplishments for the year and anticipated focus areas for the upcoming year; remain focused on the charge defined either in the Bylaws or by the Executive Committee; and maintain an up-to-date resident contact name with the Secretary.

Section 1B. Council Standing Committee rights: request that a motion be presented at a Council meeting. Such a request must be sent by the Committee in writing to a member of the Executive Committee.

Section 2. Responsibilities of Council Ad Hoc Committees:

Section 2A. Remain focused on the Committee's charge as defined either in the Bylaws or by the Executive Committee.

Section 2B. Maintain an up-to-date resident contact name with the Secretary.

Section 3. Responsibilities and Rights of Council Recognized Groups

Section 3A. Council Recognized Group responsibilities: remain focused on the purpose it described when requesting recognition by the Council and maintain an up-to-date resident contact name with the Secretary.

Section 3B. Council Recognized Group rights: May submit a monthly report for distribution to residents and request a Resident Association Checking (RAC) account.

Article XVI - Executive Committee Duties

Section 1 Prepare the agenda for Council meetings.

Section 2. Meet at least twice each year with RVI for the purpose of free discussion of subjects that may include facility income, expenditures, financial trends, resident concerns, proposed changes in policy, programs and services, and any other issue identified by the Council or a resident as described in ORS 101.112(1). Report the results of those discussions to the Council.

Section 3. Prepare a brief summary report each month of resident activities and concerns for the Council Board Members to present to management or to the Board at the next Board meeting, as appropriate.

Section 4. When creating a Standing committee or a new Ad Hoc committee, the Executive Committee defines a charge for that committee describing what resident mutual interest that committee is to address.

Section 5. After creating a new Standing or Ad Hoc committee, the EC will report that occurrence at the next Resident Council meeting and include the charge for the new Committee in the Council meeting minutes.

Section 6. Ensure that Councilors have informed residents of the disposition of any resident concerns that are brought to the EC.

Section 7. Appoint Councilors and form Standing and Ad Hoc committees as needed.

Section 8. Review and take action on resident concerns.

Section 9. Prepare a report for the Association Annual Meeting.

Section 10. Hold at least one meeting each month.

Section 11. Prepare a Council Annual Report for the RVI Board of Directors.

Section 12. Provide RVI management with resident input and feedback regarding strategic planning and its impact on the resident community.

Article XVII - Resident Finance Committee

Section 1. The purpose of the Resident Finance Committee is to:

Section 1A. Enhance resident understanding of the RVI budget process.

Section 1B. Provide RVI management with resident input and feedback regarding budget elements.

Section 2. The Finance Committee (FC) is a Standing Committee of the Council.

Section 3. Finance Committee Members

Section 3A. The membership of the Finance Committee shall include the Chair, Vice Chair, Past Chair and Treasurer. Those members shall select at least two resident members of the Committee.

Section 3B. The resident members should have financial management backgrounds or experience in business, non-profit, government or education management.

Section 3C. The resident members shall serve three-year terms, which may be renewed.

Section 3D. Finance committee members should be aware of relevant laws and regulations, including changes therein, concerning resident oversight of administration budgets and finance.

Section 4. Duties of the Finance Committee:

Section 4A. Review RVI financial information, including actual and projected income and expenses for the current year, projected income and expenses for future years, current and proposed fees and other charges, operating and capital budgets, and long term plans as required by ORS 101.112(2).

Section 4B. Meet with RVI regularly, but at least twice a year, to review and discuss RVI budgets versus actual performance as required by ORS 101.112(1).

Section 4C. Meet with RVI to review the budget development prior to budget finalization as required by ORS 101.112(3).

Article XVIII - Resident Governance Committee

Section 1. The purpose of the Resident Governance Committee is to:

Section 1A. Support the effectiveness of the Resident Council

Section 1B. Resolve disagreements about procedural protocols

Section 1C. Provide orientation for new Councilors

Section 2. The Governance Committee is a Standing Committee of the Council.

Section 3. The Governance Committee members shall include the Past Chair and at least one resident.

Section 4. Duties of the Governance Committee:

Section 4A. Assist the Ad Hoc Nominating and Elections Committees.

Section 4B. Offer expertise for the resolution of governance issues that arise within the Council, in the Council interaction with RVI, or during Council meetings.

ELECTIONS AND REPLACEMENTS

Article XIX - Elections and Voting

Section 1. Elections Process.

Section 1A. All members of the Association may vote in a general election.

Section 1B. Association members in each District vote for a District Councilor to represent their District.

Section 1C. All elections will be held by secret ballot.

Section 2. Nominating Committee.

Section 2A. An Ad Hoc Nominating Committee, consisting of the Past Chair, one additional Councilor, and three (3) at-large Association members, shall be appointed no less than thirty (30) days prior to the annual election.

Section 2B. Only one member of a household may be on the Nominating Committee at any given time.

Section 2C. At least one member of the Nominating Committee from the previous year shall be appointed to the current Nominating Committee.

Section 2D. The Nominating Committee shall publicly announce the names of all nominees no later than one week before the election.

Section 3. An Ad Hoc Elections Committee will determine the procedure to be followed during the election and will carry out the details of the election, including publicizing the election, printing and distributing the ballots, and collecting and counting the ballots.

Section 4. Voting for Bylaws Changes: Voting on Association Bylaws will be by secret ballot.

Article XX - Geographical Representation

Section 1. Each District votes for one new Councilor each year.

Section 2. A candidate running to represent a District should normally reside in that District. If no candidate who lives in the District can be found, then a candidate who resides outside that District may run to represent that District, provided they agree to carry out the duties of a Councilor for that District.

Section 3. If Bylaw updates change District boundaries such that a District Councilor no longer lives in the District which they represent, that Councilor shall continue to represent the District he or she was elected or appointed to represent through the remainder of their term.

Article XXI - Replacement of a Chair or Vice Chair

Section 1. If for any reason the Chair is unable to complete his or her term, the Vice Chair shall fill the unexpired portion of the Chair's term.

Section 2. If neither the Chair nor Vice Chair is available to serve as Chair, a Past Chair, beginning with the Immediate Past Chair, shall be asked to complete the term.

Section 3. If the Vice Chair is unable to complete his or her term and become Chair, the Chair shall serve an extra term.

Article XXII - Removal of a Councilor

Section 1. The Council may remove any member of the Council by a two-thirds (2/3) vote of all Council members then in office.

Article XXIII - Changes to the Bylaws

Section 1. Bylaws review shall be conducted routinely every five (5) years but may be done whenever a need occurs.

Section 2. The Chair shall appoint an Ad Hoc Committee comprised of three (3) Councilors and up to two (2) additional Association members to review the Bylaws and propose revisions where needed.

Section 3. The proposed Bylaws Amendments must be furnished to each member of the Residents' Association with copies published in communications media used at Rose Villa at least fifteen (15) days prior to the scheduled vote.

Section 4. A written ballot vote of not less than two-thirds (2/3) of Association members who voted shall be required for adoption of the Bylaws as amended.

Article XXIV - Effective Date

These Bylaws will become effective immediately upon announcement of the voting result at an Association Meeting that approves the Bylaws by the required majority of the Association members.

Approved on: _____ by a vote of the Association.

Secretary: _____

[Attachment: GRAPHIC OF MAP SHOWING REVISED DISTRICT BOUNDARIES]

Resident Association Districts

