



WAMM By-Laws

Article I Name

The name of the organization shall be Westheimer, Alabama, Montrose, Mulberry (WAMM) Civic Association, hereafter called WAMM.

Article II Boundaries

WAMM is bounded on the North by Westheimer (south side only), on the South by W. Alabama (north side only), on the East by Montrose Boulevard (west side only) and on the West by Mulberry Street (east side only) within the area of Houston, Harris County, Texas.

Article III Purpose

The purpose of the organization shall be to maintain the residential character of the community that this organization represents and to promote the civic and social welfare in the area defined in Article II.



Article IV Membership

Section 1. Membership in this organization shall be open to all individuals 18 years of age and over-who own property, reside, or own a business within the boundaries described in Article II.

Section 2. Membership is contingent upon payment of membership dues as set forth in Article X.

Section 3. Each member in good standing shall receive one vote.

Article V Officers

The officers of the organization shall consist of a President, a First Vice-President, a Second Vice-President, a Secretary, and a Treasurer.

Section 1. The President shall be the principal executive officer of the Association, the Chairman of the Executive Committee, an ex-officio member of all committees, and shall, in general, supervise and control all the business and affairs of the association. The President shall preside at all meetings of the members and of the executive committee and shall conduct such meetings in accordance with *Robert's Rules of Order*.

The President shall have the authority to perform all duties incident to the office of President, to appoint all committee chairpersons, and to sign and execute all contracts and



instruments authorized by the membership or the Executive Committee, except those which are required by law to be otherwise signed and executed. The President shall, thirty days before the next-to-last meeting of an election year, appoint a nominating committee to prepare a single slate of officers for service during the ensuing year. This slate, along with any candidates nominated by the membership, shall stand for election as set forth in Article V Section 8.

Section 2. The First Vice-President shall preside at meetings of the members and of the Executive Committee in the absence of the President. In the event the President is unable to act, the First Vice-President shall perform all duties of the President. The First Vice-President shall have the authority to perform all duties incident to the office of President that have been expressly delegated to the First Vice-President by the President.

Section 3. The Second Vice-President shall preside at meetings of the members and of the Executive Committee in the absence of the President and the First Vice President. In the event the President and the First Vice President are unable to act, the Second Vice President shall perform all duties of the President. The Second Vice President shall have the authority to perform all duties incident to the office of President that have been expressly delegated to the Second Vice President by the President.

Section 4. The Secretary shall file, maintain, and act as custodian for all permanent records of the organization. The Secretary shall attend all meetings of the members and of the Executive committee and shall accurately record the proceedings at such meetings in a manner suitable for that purpose. The Secretary shall receive all communications for the organization, shall keep current membership lists and attendance records, and be responsible for all notices required by these by-laws but not otherwise assigned. The Secretary



shall make available for inspection, for any proper purpose, at any reasonable time, by any member, the permanent records of the organization.

Section 5. The Treasurer shall have custody of and responsibility for all funds of the organization. The Treasurer shall keep a current record of all financial transactions, deposit all funds received by the organization in a bank or other depository selected by the Executive Committee and disburse money as authorized by the membership or the Executive Committee.

All checks issued in the name of the organization must be signed by the Treasurer and one other officer, or in a manner to be determined from time to time by the Executive Committee. The Treasurer shall prepare and mail notices for all amounts payable to the organization no less than thirty days before such amounts are due and shall maintain a record of all members in good standing.

The Treasurer shall be ready at any time to provide members of the Executive Committee with all information regarding the financial transactions of the organization and shall present, every quarter, detailed financial reports to the membership. The Treasurer shall also make available for inspection, at any reasonable time during normal business hours, by any member, the bank statements of the association.

Section 6. All officers of the organization shall be elected every two years following the initial election of officers by a plurality vote of a quorum of the members of the organization. Officers shall be installed at the first general meeting in January and shall hold office for two years.

Section 7. Officers shall be limited to serving two consecutive



terms in the same office but may serve in another capacity.

Section 8. A vacancy in an office shall be filled by a special election, to be held during the next regular meeting of the members. In the interim, the President may appoint any qualified member of the association to perform the responsibilities of the vacated office. Officers elected to fill vacancies shall assume office at the first general meeting following the special election and shall hold office until the next regular installation of officers.

Section 9. Any officer who fails to meet the obligations and responsibilities of his office may be removed from office by a two-thirds majority vote of the membership.

Article VI Executive Committee

Section 1. The Executive Committee of the organization shall be comprised of the officers of the organization, committee chairpersons, and the immediate past president. The immediate past president shall be an ex-officio member of the Executive Committee without vote.

Section 2. The President of the organization shall be the chairperson of the Executive Committee.

Section 3. The function of the Executive Committee shall be to set policies, to evaluate projects, to authorize contracts, and to act on behalf of the organization between meetings.



Section 4. The Executive Committee shall meet once a month. The Executive Committee at its first meeting each year shall establish a time, date, and place for future meetings. Given that the Executive Committee has established a regular time, date, and place for such meetings, no notice is required.

Section 5. Special meetings of the Executive Committee may be called by the President or by any four members of the Executive Committee. In the event of a special meeting, a notice stating the time, date, place, and purpose shall be given to all members of the Executive Committee at least 24 hours before the meeting.

Article VII Meetings

Section 1. The general meetings of the organization shall be held quarterly at a time, date, and place decided by the Executive Committee. A notice stating time, date, and place shall be given to all members in good standing at least one week before the general meeting.

Section 2. Any fifteen members shall constitute a quorum for the transaction of business at a general meeting.

Section 3. Special meetings of the members may be called by the President or by a quorum of the members. In the event of a special meeting, a notice stating the time, date, place, and purpose shall be given to all members of the organization at least 24 hours before the meeting.

Section 4. Proxy voting will be allowed on all issues voted on during the meeting for which the proxy has been written or communicated electronically as long as the



proxy has been written or electronically communicated that a certain WAMM member in good standing will vote in his/her place, unless the Proxy has issued a specific single-issue proxy vote. Proxies will not count toward the requirement that 15 WAMM members in good standing must be present to constitute a quorum at a meeting. The WAMM member who holds the Proxy must have a copy of the written or electronically communicated Proxy.

Article VIII Standing Committees

Section 1. The standing committees of this organization shall be Membership, Newsletter, and Security.

Section 2. The President shall appoint all standing committee chairpersons, unless the President has expressly delegated such authority. In the event the President is unable to act, the presiding First or Second Vice President shall appoint standing committee chairpersons.

Section 3. Each standing committee chairperson shall appoint one committee member. Other committee members shall be nominated by the standing committee chairperson and approved by the President.

Section 4. All members of a standing committee shall continue as such until a new President is installed.

Section 5. Each standing committee may adopt rules for its own government not inconsistent with these by-laws or with the policies established by the Executive Committee.



Section 6. Any member of a standing committee may be removed from that committee only by a two-thirds majority vote of the membership.

Article IX Special Committees

Section 1. Special Committees shall be maintained by the membership or by the Executive Committee as the need arises.

Section 2. The President shall appoint all special committee chairpersons unless the President has expressly delegated such authority. In the event the President is unable to act, the presiding First or Second Vice President shall appoint special committee chairpersons.

Section 3. Each special committee chairperson shall appoint one committee member. Other committee members shall be nominated by the standing committee chairperson and approved by the President.

Section 4. All members of a special committee shall continue until a new President terminates that committee, by a two-thirds majority vote of the Executive Committee, or by a two-thirds majority vote of a quorum of the members of the organization.

Section 5. Each special committee may adopt rules for its own government not inconsistent with these by-laws, with the policies established by the Executive Committee, or with the purpose for which the special committee was created.



Section 6. The President may remove any member of a special committee from that committee, by a two-thirds majority vote of the membership, or by a two-thirds majority vote of a quorum of the members of the organization.

Article X Dues

Section 1. Annual membership dues shall be payable by January 31 of each calendar year. All other fees and assessments authorized by the membership are payable as determined by the Executive Committee.

Section 2. There shall be four levels of membership for all individuals who qualify for membership under Article IV. Levels of membership shall include Condominium, Single Family Household, Business, and Sponsors. Dues for these levels of membership shall be determined by a quorum of the members of the organization.

Article XI Procedure

Robert's Rules of Order shall be authorized for procedure in all points of order not covered by these by-laws.

Article XIII Amendments

These by-Laws can be amended at by popular meeting of the organization, provided that amendments have been submitted in writing at the previous regular meeting. The adoption of the



amendment shall require a two-thirds vote in the affirmative of the members present.