
COMMUNITY PARTICIPATION PROGRAM
Application Template.

Please feel free to use this template as a guide to developing your submission for funding from the Community Participation Program. The level of detail should be appropriate to your organization's proposed activities, and to the level of funding allocated for your organization.

CONTACT INFORMATION:

Organization Name:	Hawthorne Neighborhood Council
Address:	2944 Emerson Ave N Minneapolis MN 55411
Website url:	www.hawthorneneighborhoodcouncil.org
Organization email:	jskrenes@hawthorneneighborhoodcouncil.org , ajasicki@hawthorneneighborhoodcouncil.org
Federal EIN:	41-1372123
Board Contact:	Name: JoAnne Kelty 
Staff Contact:	Name: Jeff Skrenes Phone: 612-529-6033 x204 Email: jskrenes@hawthorneneighborhoodcouncil.org Address: 2944 Emerson Ave N Minneapolis MN 55411

FUNDING ACTIVITIES.

Use the following questions as a guide for your submission.

1. After this first funding year, neighborhood organizations will submit proposals for three years of funding from the Community Participation Program. How will your organization engage residents and other stakeholders in 2011 to develop your three-year proposal?

Hawthorne will use many of the same outreach and engagement strategies employed in our NRP Phase II implementation process. These include door knocking, fliers and mailings, and community input surveys. Many of our residents are already organized through their church, school, or workplace, and often the most efficient way to reach them is through their existing networks. Hawthorne employed such tactics in our NRP Phase II implementation, and will continue to participate in meetings at community

gathering places such as Kwanzaa Church, St. Phillip's Church, and Nellie Stone Johnson School. Over the course of our three-year plan, HNC intends to develop a land-use plan for the neighborhood.

2. What regular outreach and engagement activities will your organization carry out in 2011?

Hawthorne holds an annual dinner every fall, and also participates in National Night Out each year. The full board meets monthly, as do several sub-committees such as Business and Economic Development, Crime Prevention and Family Safety, Environment, and Housing. In the Phase II NRP plan, Hawthorne created a new committee, Community and Communications, which will facilitate outreach to the neighborhood.

We will continue effective strategies such as door knocking and fliers, and other activities listed above.

3. How will your organization reach out to under-represented groups in your community? Who are these groups?

Hawthorne has supported Hmong youth soccer programs at Farview Park for many years. Our partners at CURA coach these children and are engaged in discussions with them and their families around issues affecting Hmong in our neighborhood. The youth have done door-to-door outreach to the Hmong community on behalf of the organization and have filled the multi-purpose room at Hawthorne several times for community meetings. Over the last two summers, Hmong youth have volunteered or worked as interns for HNC and Farview Park, and we hope to continue that relationship in the future.

Building on that success, we have given a similar grant to youth soccer through the Tawfiq Islamic Center in Hawthorne. One of their members sits on our board, and we will build on that relationship. Several new homeowners from the Oromo community have been moving into homes built or rehabbed by Habitat for Humanity. We are still learning how best to engage these new residents. Building on the belief that people are already organized (via jobs, families, religion, etc.) we will first seek to build on the support systems our new owners already have, even if those are outside of Hawthorne.

4. What planning activities would your organization like to carry out in 2011? (This could include strategic planning, land use planning, NRP planning, etc).

Our housing committee has begun work on creating a standard set of criteria for evaluating whether homes should be acquired by city or non-profit partners, and if those houses should be rehabbed or demolished. Hawthorne expects to continue its design planning in the EcoVillage. Three other areas slated for long-term development, Block 009 at 24th Ave N and Lyndale Ave N, the intersection of Emerson Ave N and Lowry

Ave N, and the southwest corner of Lowry and Lyndale, will be the focus of other planning efforts.

HNC will continue to engage residents around the evaluation and implementation of the Great Streets proposal for Lowry Avenue and the Above the Falls plan for the Mississippi River.

5. How does your organization provide information to the community? How do you gather information from the community?

Information is both distributed and gathered through many of the outreach activities listed above. Hawthorne also sends out a regular newsletter, and uses electronic/social media such as our website, blog, and Facebook page to disseminate information and receive neighborhood feedback.

6. What festivals and events will your organization host or support in 2011?

HNC holds an annual dinner in the fall, supports community gardens throughout the neighborhood, and supports National Night Out activities throughout the neighborhood. Our new Communications and Community committee will host events through the summer such as popsicle socials and neighborhood barbecues. The Hawthorne Huddle occurs each month at Farview Park. Hawthorne and other partners are building a community garden space in the EcoVillage and plan on having at least two events at that site over the summer of 2011.

7. What else would you like the Neighborhood and Community Engagement Commission know about your organization?

The Hawthorne Neighborhood Council has been in place for over thirty years, and is operated by a committed board, a strong volunteer base, and staff who have been with the organization for several years. A primary focus in 2011 for HNC staff and members will be to increase involvement in planning activities.

8. Besides funding, what are some other ways that the NCR and NCEC can help your neighborhood organization?

NCR and NCEC can assist Hawthorne through board training activities, administration of neighborhood programs and funding, and continued relationship-building with the city of Minneapolis and its various departments. The latter is especially important as neighborhood organizations are often the primary conduit for citizen engagement with their local government. Strong communication between NCR/NCEC and Hawthorne will provide relevant information regarding upcoming city and community changes, and facilitate neighborhood input and involvement. NCR/NCEC could also assist Hawthorne by making interpreters available for public meetings or translating appropriate materials for the organization.

ESTIMATED BUDGET

Staff Expenses	\$48,000
Employee Benefits	\$10,360
Professional Services	\$990
Occupancy	\$4,500
Communications/Outreach	\$650
Supplies and Materials	\$500
Festivals and events	\$1,446.38
Food and refreshments	\$1,200
Development	\$
Fundraising	\$1,200
Other Services	\$
TOTAL:	68,846.38

Notes:

- Staff expenses should include payroll, FICA, and withholding, or staff contractors.
- Employee benefits should include any health insurance, retirement, or other benefits.
- Professional services should include the cost of temporary contractors, bookkeepers, accountants, etc.
- Occupancy should reflect costs related to rent, utilities, phone, websites and email expenses, and other similar expenses.
- Communications/Outreach should include costs of publications, printing, postage, delivery, flyers, etc.
- Supplies and materials should include office supplies as well as expenses for supplies related to ongoing programs such as block patrols, etc.
- Festivals and events can include any costs related to community events and festivals.
- Food and refreshments can include the cost of any food or refreshments related to your organization's community engagement efforts (may not exceed 5% of your organization's CPP allocation).
- Development expenses could include costs related to training, education, recognition, or orientation for board, staff and volunteers.
- Fundraising could include any costs related to fundraising for your organization (hiring of consultants, costs of materials, postage, events, etc).

**Bylaws of
HAWTHORNE AREA COMMUNITY COUNCIL**

Revised September 25, 2003

ARTICLE 1: Purpose

The Hawthorne Area Community Council (HACC) is a non-profit neighborhood organization organized for the purpose of encouraging neighborhood communication and citizen participation. The Council shall be educational and advisory in nature.

The secondary purpose of the organization shall be to expand the opportunities for neighborhood residents to obtain adequate affordable housing, to promote the establishment of businesses that meet the neighborhood's needs and that are located within the Hawthorne neighborhood, and to promote neighborhood improvement and revitalization.

ARTICLE 2: Area

The Hawthorne neighborhood, for the purposes of the Articles of Incorporation and the Bylaws, shall be defined as that part of the City of Minneapolis bounded by Lowry Avenue North on the north, West Broadway Avenue on the south, the Mississippi River on the east and Emerson Avenue North on the west.

ARTICLE 3: Membership

All people living or working in the Hawthorne neighborhood who have attended at least one HACC sponsored meeting in the past year shall be considered members in good standing. HACC sponsored meetings include but are not limited to Board, committee, and community or block club coalition meetings.

The organization shall maintain a list of all persons who attend any meeting of the Hawthorne Area Community Council.

No person shall be denied membership in the organization because of consideration of race, religious belief, color, gender, age, sexual preference, natural origin, economic status or disability. Membership is not transferable or assignable.

ARTICLE 4: Membership Meetings

Section 1: Annual Meetings

There shall be at least one Annual Meeting of the members during each calendar year at a time and place in the Hawthorne neighborhood as set by the Board.

At such time, reports of the activities of the organization shall be presented by the officers to the members, board members shall be elected and other membership business transacted.

Section 2: General Meetings

General meetings of the membership will be held at least six (6) times a year at a time and place to be determined by the Board. These meetings shall be informational and participatory in nature.

Section 3: Special Meetings

Special meetings of the membership may be called by the Chairperson of the Board or by twenty-five (25) members of the organization.

Section 4: Notice

Notice of general or annual meetings shall be posted in the Hawthorne Newsletter.

Section 5: Quorum

A quorum for the transaction of business shall consist of one-third (1/3) of the Board and twenty-five (25) voting members of the organization. Robert's Rules of Order, Newly Revised, shall apply at all times during meetings.

Section 6: Voting

Passage of a motion or resolution shall require the vote of a majority of the voting members present for the meeting unless otherwise required by law or these Bylaws. All members 18 years of age and older are entitled to vote; no member may vote by proxy or more than once per issue.

Section 7: Dissolution

Dissolution of the organization shall require a two-thirds (2/3) vote of the voting members present at a meeting called specifically for this purpose. A 30-day notice of such action shall be given in the HACC's Newsletter.

Section 8: Open Meetings

All meetings shall be open to the public.

Section 9: Minutes

Minutes of all meetings will be kept in the minutes book of the organization and will be available upon request.

ARTICLE 5: Board of Directors

Section 1: Powers and Responsibilities of the Board

Subd. 1: General Powers and Responsibilities - The business and property of the organization shall be managed and controlled by its Board of Directors. The Board as a whole shall have the authority and responsibility to take actions as necessary to

accomplish the purpose of the organization and directives of the general membership, subject to the provisions of the Articles of Incorporation, these Bylaws, and all applicable laws. Board members shall receive no compensation for their services as Board members. This shall not restrict the reimbursement, by resolution of the Board, for reasonable expenses incurred by a Board member when rendering administrative, professional, or other bona fide services to the Council in a capacity other than as a Board of Director of the Council, subject to Conflict of Interest provisions in these Bylaws and law.

A Board of Director shall discharge the duties of the office in good faith, in a manner they reasonably believe to be in the best interests of the Council and with the care an ordinarily prudent person in a like position would exercise under similar circumstances.

Subd. 2: Specific Powers of Directors – Among the powers outlined above, members of the Board of Directors have the following limitable authorities and privileges: To be recognized and speak at all Council meetings, to have access to information of the organization, including office, publications and files, and to be able to solicit donations in the name of the Council. These specific powers are subject to limits within the law, the Articles of Incorporation, and within these Bylaws. These specific powers may also be limitable by the Board’s action, as a policy or as an act of censure for their abuse.

Subd. 3: Specific Responsibilities of Directors – Among the general responsibilities outlined above, Board members’ responsibilities specifically include active participation on the Council, on at least one of the Council’s committees, and Board Training sessions. Board training shall be at the Council’s expense.

Section 2: Number of Board Seats

The Board shall consist of eighteen (18) directors, including: Eight (8) District representatives, Four (4) At-Large representatives; two (2) youth representatives, two (2) business owners’ representatives, and two (2) non-profits representatives.

Section 3: Qualifications

All Board members must qualify as voting members of the Council, as specified in Article 3.

Subd. 1: Age Qualifications – With the exception of the Youth Representative, all Board members shall be at least eighteen (18) years of age.

Subd. 2: District Seat Qualifications – Two (2) residents Board of Directors shall be elected from each of the following four (4) districts:

District One: The area bordered by 26th Avenue North on the north, West Broadway Avenue on the south, Lyndale Avenue North on the east, and Emerson Avenue North on the west.

District Two: The area bordered by 26th Avenue North on the north, West Broadway Avenue on the south, the Mississippi River on the east, and Lyndale Avenue North on the west.

District Three: The area bordered by Lowry Avenue North on the north, 26th Avenue North on the south, Lyndale Avenue North on the east, and Emerson Avenue North on the west.

District Four: The area bordered by Lowry Avenue North on the north, 26th Avenue North on the south, the Mississippi River on the east, and Lyndale Avenue North on the west.

District representatives shall live within the district they represent and shall be elected by members from that district.

Subd. 3: At- Large Board of Directors – Four (4) residents Board members shall be elected at-large.

Subd. 4: Business Owner/Designee Seats –There shall be two (2) Board of Directors who either own a business or rental property or are their designee; these representatives shall be elected by the business owners/designee members of the organization during a caucus held at the Annual meeting. Not more than one (1) representative from any single organization or business may be elected.

Subd. 5: Youth Seats - Two (2) Youth Directors shall be elected by the youth membership during a caucus held at the annual meeting. Youth Directors shall be at least sixteen years of age. The Youth Directors are subject to the same qualifications as those for adult Board of Directors, except for age.

Subd. 6: Non-Profit member seats- Two (2) representatives from the non-profit sector will be elected. These representatives shall be elected by the non-profit sector members of the Council during a caucus held at the Annual meeting.

Subd. 7: Employee Eligibility –Employees of the Council are not eligible for election or appointment to the Council.

Section 4: Selection

The Affirmative Action section of the Bylaws shall be read prior to the opening of nominations for elections at the Annual meeting. The community will thus be advised that the election of Board of Directors should, to the greatest extent possible reflect the cultural diversity of the Hawthorne neighborhood.

All Board of Directors shall be elected at the HACC Annual Membership Meeting. Nominations may be brought forward by either the Board Membership Committee or directly from the floor.

Section 5: Tenure

All Board members shall be elected to two (2) year terms starting at the Annual Meeting. Board elections shall be staggered: one (1) District representative from each district and one-half (1/2) of the at-large Board of Directors shall be elected annually. Board seats filled by appointment or special election to fill a vacancy shall be for the remainder of the two-year term until the Annual meeting.

Section 6: Vacancies

Any vacancies that occur either between Annual Meetings or at the Annual Meeting due to the lack of candidates for a position, shall be filled either by appointment by the Board of Directors, or by election by the General Membership with voting rights at the meeting scheduled for that purpose. The Board shall seek a candidate for the vacant position(s) who meets the qualifications of Section 3 of this Article. A notice of all board vacancies shall be posted for a minimum of twenty-one (21) days prior to the appointment or election to fill a vacancy. All appointments by the Board shall be put before the membership for endorsement at the next special or annual meeting.

The Board may fill vacancies by appointment prior to the effective date of the vacancy, provided the successor does not take office until the effective date of the vacancy.

Section 7: Removal of a Board Member

Subd. 1: Qualification - A board of director who no longer qualifies under Section 3 of this article shall be removed automatically by the Board Chair. A board of director may be removed at any time for just cause, by a two-thirds (2/3) vote of the Board. Removal for just cause shall include, but not limited to: Dereliction of responsibilities and misdirection of resources as defined in these Bylaws.

Subd. 2: Notice - Written notice must be given by the Board of Directors twenty-one (21) days prior to the proposed action. The Board of Director scheduled for removal shall have the opportunity to be heard either in writing or orally immediately prior to the proposed action.

Subd. 3: Derelictions of Responsibilities - The Board is authorized to remove one of its own members for Dereliction of Responsibilities as defined below:

A total of three (3) absences from duly called and scheduled Board of Directors regular and special meetings within the immediately preceding twelve (12) month period shall be considered dereliction. The lack of participation on a committee of the Board or lack of other public commitment to the business of the Council for three (3) months shall be considered dereliction.

Subd. 4: Misdirection of Resources - The Board is authorized to remove one of its own directors for Misdirection of Council's resources as defined below. The direction or dispensation or commitment of Council monetary, time, space, or equipment resources without proper authority as defined by law, the Articles of Incorporation, these Bylaws, or Council policy, shall be considered Misdirection of Resources.

Section 8: Resignation of a Board Member

Any Board member may resign at any time by giving written notice to the Chair of the Board. The resignation shall take effect when it is delivered, unless the written notice states otherwise. Letter of resignation shall be read into the record at the next regularly scheduled Board meeting.

ARTICLE 6: Meetings of the Board

Section 1: Regular Meetings

The Board of Directors shall hold monthly meetings. These meetings shall be held in the Hawthorne neighborhood at such time and place as may be fixed by resolution of the Board.

Section 2: Special Meetings

Special meetings may be called by the Chairperson or by fifty percent (50%) of the Board members then in office. Notice of special meetings shall be given at least forty eight (48) hours in advance of the meetings, either by mail, telephone, fax, or e-mail, and shall include time, place and agenda. Business at special meetings shall be limited to the written agenda.

Section 3: Notice

Written notice of regular meetings, including a written agenda, shall be distributed at least three (3) days prior to the meeting to all Board members. If notice is given by mail for either a regular or special meeting, such notice shall be mailed at least two (2) additional days prior to the meeting and shall be deemed delivered when deposited in the United States mail properly addressed with postage thereupon prepaid. No notice shall be given more than thirty-one (31) days before any meeting.

Section 4: Open Meetings

Decisions by the Board and its Committees shall be reached at regular meetings, open to any director of the Board and to the general public. Meetings, or portions of meetings, may be closed, however, to allow the Board to discuss potential or pending litigation, labor, and personal matters. Committees may meet as often as they deem necessary without public notice, except that they must hold regular public meetings as well.

Section 5: Quorum

A quorum for the transaction of business shall consist of one-third (1/3) of the Board members then in office. If that number of a quorum is lost before the meeting is adjourned, business may still be conducted. Parliamentary Procedure (Robert's Rules of Order, most recent edition) shall apply at all times during board meetings.

Section 6: Agenda

The proposed agenda of all meetings of the Board shall be made available to the public and the Board at the same time. The Executive Committee, the Board's staff, the Chair and Committees may place items on the proposed agenda. Any of the above may be contacted by a general member of the organization to request that an item be added to the agenda. The Board must place submitted complaints on the agenda, consider, and respond as specified in Article 17.

Section 7: Voting

Subd. 1: Only duly elected or appointed Board of Directors may vote on Council business at Board meetings.

Subd. 2: Passage of a Motion or Resolution requires a vote of a majority of Board members present at a meeting, unless otherwise provided for in the most current edition of Robert's Rules of Order, or these Bylaws. Sale, dispensation, or mortgage of Council assets shall require a two-thirds (2/3) vote of the Board of Directors present. A director who is present at a meeting of Board when an action is voted upon is presumed to have voted with the majority, unless they object to the meeting, vote yes or no, abstain, or are prohibited from voting because of a conflict of interest.

Subd. 3: A call for division of the vote shall be honored and the minutes shall then include a complete record of the vote.

ARTICLE 7: Officers of the Board

Section 1: Officers of the Board and their Duties

The Officers of the Board shall consist of the Chair, the Vice Chair, the Second Vice Chair, the Secretary and the Treasurer elected by the Board of Directors from among the Board of Directors. The officer's duties in general are to establish procedures with which to carry out the policies of the Council, and to carry out their specific duties for the organization. The offices of Chair and Treasurer must be filled at all times.

No person shall hold more than one office at a time and only one member per household or immediate family may serve as an Officer of the Board. Except as provided in these by-laws, the Board of Directors shall fix the powers and duties of all officers.

Section 2: Responsibilities and Limits

No officer shall in any way bind the Council to do or not to do any certain things unless expressly authorized by the Board to do so. No such action shall in any way be recognized by the Council, unless expressly ratified or approved by the Board.

Section 3: Term of Office

Officers shall serve one (1) year terms or until their successors are elected or until resignation or, removal from office.

Section 4: Removal and Vacancies

Any officer may be removed from office at any time for just cause by the vote of two-thirds (2/3) of the Board of Directors present, following a twenty one (21) day notice of said action and the right to be heard thereon. Just cause is defined as a cause that a person of ordinary intelligence would consider a fair and reasonable justification for removal. Board of Directors may also be removed from the Board by the Board for the following reasons: Dereliction of Responsibilities and Misdirection of Resources as defined in these Bylaws.

If there is a vacancy among the officers of the Council by reason of resignation or otherwise, such vacancy shall be filled for the un-expired term by the Board at a regular meeting, or at a meeting especially called for that purpose.

Section 5: Chair of the Board

The Chair shall have the responsibility of general oversight of the business of the Council. The Chair shall preside over or delegate such authority at all meetings of the Board of Directors. The Chair shall be the Chief Executive Officer of the Council and shall see that all orders and resolutions of the Board are carried into effect. The Chair shall be a member ex-officio of all committees. The Chair shall be considered "President" of the Council for the sole purpose of carrying out the duties of signatory agent and may execute documents on behalf of the Council under that title. The Chair shall be entitled to vote in the same manner as any other member of the Board of Directors. In general, the Chair shall perform all duties usually incident to that office and such other duties as the Board may prescribe. The Board Chair also is chair of the Executive Committee.

Section 6: Vice Chair

The Vice Chair shall have such powers and perform such duties as may be specified in these Bylaws or prescribed by the Board or by the Chair. In the event of absence or disability of the Chair, the Vice-Chair shall assume the power and duties described in Subdivision 1 of Section 1 of this Article, until a new chair is elected. The Vice Chair is chair of the Membership committee.

Section 7: Second Vice-Chair

The Second Vice-Chair is the Chair of the Personnel Committee, and as such is responsible for keeping the Board aware of personnel issues and for presenting personnel issues as policy decisions to the Board as necessary. The Second Vice Chair shall assume the duties of the Chair in the absence of the Chair and First Vice Chair.

Section 8: Secretary

The Secretary shall be responsible for general stewardship and maintenance of the records of the organization including the minutes books and a record of policies set by the board. The Secretary shall cause to be taken minutes of all meetings of the Board and meetings of the General Membership. The Secretary shall sign and execute such documents as may be necessary to the transaction of business by the Council.

Section 9: Treasurer

The Treasurer shall cause to be kept accurate accounts of all monies of the Council received or disbursed and shall render to the Board or the Chair, whenever required, a monthly written account of the financial condition of the Council. The Treasurer shall be responsible for supervising the receipt, deposit and disbursement of the funds of the Council in accordance with the policies established by the Board. The Treasurer is the chair of the Finance committee.

ARTICLE 8: Committees

Section 1: General Powers and Responsibilities

At the time the Council establishes a new committee, the Council will identify the committee as either standing or temporary, select the members of the committee, identify the major purposes and duties of that committee and approve a Chair of the committee. The Council shall appoint all members of each Committee. Committee members must agree to the appointment. The Council shall review the purpose and duties of all committees and reappoint the members of each committee annually after the Annual meeting. Committees have the responsibility of keeping the board informed of their actions.

Subd. 1: The Standing Committees. The Standing Committees of the Council shall include the following committees: Executive, Personnel, Finance and Membership.

The Board may appoint such other committees and delegate to these committees such powers and responsibilities as it may, from time to time, deem appropriate. Any resident or other person eligible to vote in general elections is eligible to serve on and participate in these committees. All actions taken by a committee shall be forwarded to the full Board that shall have the right to alter, accept or reject these actions. The Board may, from time to time, delegate to a committee the authority to act on behalf of the Council.

Subd. 2: Executive Committee. The officers of the Council and the chairs of its standing committees shall constitute the Executive Committee. The Executive committee shall have all of the power and authority of the Board to act on any matter requiring attention between the meetings of the Board of Directors. Its decisions, however, are subject to review by the Board of Directors. The Executive Committee shall fix its own rules and procedures. A majority of the Committee members shall constitute a quorum. The Committee shall keep minutes of all its meetings and shall report monthly to the Board. These minutes shall be maintained in the minute book of the Council and shall be made available upon request. The Executive Committee shall compile the agenda for the Board, and shall deal with implementation of the Board's decisions. The Executive Committee, and specifically the chair, shall oversee the Executive Director. The Executive Committee shall also oversee citizen participation functions of the Council.

Subd. 3: Personnel Committee. The Personnel Committee shall be chaired by the Second Vice Chair and have a set membership to be appointed by the Chairperson. It shall deal with the personnel matters of the Council, including the Executive Director's

performance appraisal at least annually, oversight and Annual review of the Personnel Policies, and recruitment for the Executive Director's position.

Subd. 4: Finance Committee. The Finance Committee shall be chaired by the Treasurer and appointed by the Chairperson. This committee shall ensure the accurate accounting of all financial matters and oversee the preparation of any audits, forecasts, budgets and other financial reports.

Subd. 5: Membership Committee The Membership Committee shall be chaired by the Board's Vice-Chair and appointed by the Board. The Membership Committee shall oversee and submit Board nominations for election or appointment, and prepare and coordinate the Annual meeting. The Membership Committee shall also oversee the publication of the newsletter, the membership lists and other recruitment and outreach activities in the neighborhood.

ARTICLE 9: Staff

Section 1: Executive Director

The Board of Directors shall have the authority to employ an Executive Director to run the day-to-day operation of the Council. The Executive Director shall be compensated in a manner to be determined by the Board.

The Board of Directors shall have the authority to discipline, suspend and/or terminate the Executive Director.

The Executive Director shall have the authority to hire, discipline, suspend and begin documentation to terminate all other HACC employees. Termination of a HACC employee, other than the Director, shall be subject to a final review by the Executive Committee.

Section 2: Employees

The Board may create or empower the Director to create additional staff positions as it appears necessary and prudent.

ARTICLE 10: Seal, Books and Record, Audit, Fiscal Year, Offices

Section 1: Seal

The Organization shall have no seal.

Section 2: Books and Records

The Board shall keep or cause to be kept complete books of account and minutes of meetings of the Board of Directors and all standing committees, including such additional records and books of account as the Board deems necessary for the conduct of the activities of the organization.

Section 3: Audit

The Board shall cause the records and books of account of the Council to be audited at least once every three (3) years and at such other times as the Board deems appropriate.

Section 4: Fiscal Year

The fiscal year of the Council shall be from January 1 through December 31.

Section 5: Principal Office

The principal office of the Council shall be in the Hawthorne Neighborhood of the City of Minneapolis, Minnesota.

ARTICLE 11: Contracts, Loans, Checks and Deposits

Section 1: Contracts

The Executive Director or Board Chair shall enter into all contracts, as approved by the Board of Directors.

Section 2: Loans

No loans shall be contracted on behalf of the Hawthorne Area Community Council and no evidence of indebtedness shall be issued in its name unless authorized by a resolution proposed by two-thirds (2/3) majority vote of the Board members present.

Section 3: Checks and Drafts

The Board shall authorize the Executive Director or Bookkeeping/Accounting firm to write and distribute all Hawthorne Area Community Council's checks or drafts.

All check requests for the payment of money, notes, or other indebtedness issued in the name of the Council shall be authorized by the Officers of the Board or the Director as follows:

Check requests shall require two (2) signatures. The signatures may be those of the Chair, the Vice Chair, Treasurer or the Executive Director. Additionally all checks must be signed by two (2) of the individuals listed.

Exceptions may be made by the Board of Directors so that the Council office will not be prohibited from operating efficiently.

Section 4: Deposits

All funds of the organization not otherwise employed shall be deposited from time to time to the credit of the Council in such banks, trust companies, or other depositories or investments as the Board may select.

ARTICLE 12: Indemnification

The Council, acting through its Board of Directors, or as otherwise provided in this Bylaw, shall as fully as may be permitted from time to time by the statutes and decisional law of the State of Minnesota, or by any other applicable rules or principles of law, indemnify each officer of the Council against the expense of any action to which s/he was or is a party or is threatened to be made a party thereof by reason of the fact that s/he is or was an Officer of the organization. Any provision in these bylaws which would prevent such indemnification to the full extent permitted by law as it may from time to time be expanded by statute, decision of court or otherwise, shall be deemed amended to conform to such expanded right of indemnification without normal action by the Board of Directors.

The organization shall maintain an Officers and Directors Liability Insurance Policy.

ARTICLE 13: Affirmative Action

No person shall be discriminated against by this organization in its hiring policies, delivery of services, or other business on the basis of race, color, creed, religion, ancestry, national origin, sex, sexual preference, disability, age, marital status, or status with regard to public assistance.

Affirmative action is action, including procedures, methods and practices that will equalize opportunities relating to all means of participating in the organization's activities for members, staff and other community residents. This organization strives to have the diversity of the community reflected by diversity on the Board.

ARTICLE 14: Conflict of Interest

A member who receives any direct or indirect financial benefit from, or serves on the Board of Directors of any organization, project, or development that is being considered by the Hawthorne Area Community Council, or by any of the organization's task force or committees, its Board of Directors, or membership, must declare that affiliation and shall abstain from voting on any related issues. A conflict of interest shall be deemed to exist if that person is a member of the same immediate family (spouse, son, daughter, father, mother, brother or sister), or household of the beneficiary of any action of the Hawthorne Area Community Council.

All Board of Directors shall sign an annual Conflict of Interest policy as approved by the Board of Directors.

ARTICLE 15: Complaints

Any complaint against the Hawthorne Area Community Council, or any of its activities, shall be made in writing and directed to a meeting of the Board of Directors, which shall respond in writing within ten (10) business days of their meeting. Complaints must be received at least five business days prior to the Board meeting.

ARTICLE 16: Review of Bylaws

These Bylaws shall be reviewed annually by a committee to be appointed by the Chairperson of the Board.

ARTICLE 17: Amendments to Bylaws

Section 1: Amendment by Membership

These Bylaws may be amended by the voting members of the organization as follows:

- A. The Board of Directors may propose an Amendment to the Bylaws by resolution setting forth the proposed Amendment and directing that it be submitted for adoption at a meeting of members; or
- B. Any fifteen (15) members may set forth a proposed Amendment by petition by them subscribed, which petition shall be filed with the Secretary of the organization.

Notice of the meeting of the members stating the purpose including the proposed Amendment shall be given as required in Article 4, Section 4, and to all Board members, If notice required by this clause has been given and a quorum present, the proposed Amendment may be adopted at any meeting of the members by a two-thirds (2/3) vote of those present and voting.

Section 2: Amendment by the Board of Directors

These Bylaws may be amended by the Board of Directors of the organization as follows:

- A. The members of the organization may, by a majority vote of the members voting at a meeting duly called for the purpose authorize the Board of Directors, subject to clause (C), to exercise from time to time, the power of amendment of these Bylaws in the manner prescribed in clause (B).
- B. Should the voting members authorize the Board of Directors under clause (A) to amend these Bylaws, the proposed amendments will be presented at any monthly Board of Directors meeting and voted on at the following monthly Board of Directors meeting. Passing of a Bylaw amendment requires a two-thirds (2/3) vote of the Board members present.
- C. The members, by a majority vote of the members present and voting at a meeting duly called for the purpose, may prospectively revoke the authority of the Board to exercise the power of the Board of Directors to amend these bylaws.



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Filing Number: S-164 **Entity Type:** Non-Profit Corporation
Original Date of Filing: 1/17/1980 **Entity Status:** Active
Duration: PERPETUAL **Good Standing:** 2011

(date of last annual filing)

Name: HAWTHORNE NEIGHBORHOOD COUNCIL, INC.
Registered Office Address: 2944 Emerson Ave N
Mpls, MN, 55411

Agent Name: No Agent Filed

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