

Delano United, Inc.

Bylaws

Article I: Name and Area

Section 1: Name. The name of this organization shall be Delano United, Inc., a private non-profit corporation under the laws of the state of Kansas, henceforth referred to as the Corporation.

Section 2: Area. Delano United serves an area designated by the City of Wichita as the Delano Neighborhood at the enactment of the Delano Neighborhood Revitalization Plan, henceforth referred to as the Neighborhood. The boundaries are as follows: the Arkansas River on the north and east, Kellogg/US-54 on the south, and Meridian Avenue on the west. The Board of Directors may authorize activities outside the geographical boundaries of the Neighborhood if this will be of direct benefit to the Corporation or to the Neighborhood.

Article II: Mission Statement

The mission of Delano United shall be to further the economic development of the historic Delano Neighborhood in Wichita, Kansas by: Preserving and improving housing stock; Increasing employment opportunities; Incubating and supporting small businesses; and Raising up the next generation of community leaders. Delano United unifies the Delano Neighborhood Association, Delano Clergy Association, Historic Delano, Inc., the City of Wichita and related organizations.

Article III: Structure and Membership

Section 1: Structure. A Board of Directors shall manage the affairs of the Corporation. A President, Secretary, and Treasurer shall be elected by the Board of Directors, who shall have such authority and perform such duties as provided by these Bylaws and resolutions of the Board of Directors. The Directors may also establish development projects, committees and appoint committee members.

Section 2 Membership. The Members of the Corporation shall be any owners, lessees, and supporters of real property and socio-economic advancement, whether an individual, business entity or trust, located in the Delano Neighborhood. "Owner" shall be the taxable property interest holder of record as evidenced by a deed or contract of sale, and shall include both improved and unimproved land. "Lessee" shall be any entity with the right of use of same. "Supporter" shall be any individual, multiple persons, business entity, organization or unit of government with interest in the common good, social and economic sustainability of the Delano Neighborhood.

Article IV: Board of Directors

Section 1: Number and Qualification. The business, property and affairs of the Corporation shall be managed, controlled and conducted by a Board of Directors. The Board of Directors shall consist of not less than three (3) and not more than nine (9) members. The initial Board shall consist of the existing Steering Committee. The number of Directors may be altered from time to time by resolution of a majority vote of the Board of Directors, but only within the limits prescribed by these Bylaws. In the event of any increase in the number of Directors in advance of the annual meeting, each additional Director shall be elected by the then members of the Board of Directors and shall hold office until his successor is elected and shall qualify. A simple majority of the Directors must represent the residents of the Neighborhood, either by being a member of the Delano Neighborhood Association or by being a member of the Delano Clergy Association.

Section 2: Election & Term. The principal officers of the Corporation shall be a President, a Secretary and a Treasurer, all of whom shall be elected by the Board of Directors. The Directors may appoint any such other officers as in their judgment may be necessary. Any person holding office must be a Director. Any one person may hold two or more offices at the same time, except that no one person shall simultaneously hold the offices of President and Secretary. Offices shall be held for a term of two years from the Annual Meetings.

Section 3: Powers. The Board of Directors shall have the authority to conduct the affairs of the Corporation consistent with the Corporation's mission and all applicable laws. This authority includes but is not limited to the following:

1. To appoint an Executive Director to administer the organization's daily operation and execute Board policies. The Board of Directors shall set personnel policies for and determine qualifications, duties, and compensation of the Executive Director.
2. Create an annual Budget
3. Plan and implement a fund-raising program that helps to insure continuous financial viability of the Corporation and its programs.
4. To enter into agreements and contracts to purchase, lease, and sell property.
5. To make loans or grants and purchase equity on behalf of the Corporation.
6. Provide final approval of all program and project proposals and budgets.
7. Make contracts; give guarantees; incur liabilities; borrow money at such rates of interest as the Board may determine; issue notes, bonds, and other obligations; secure any of its obligations by mortgage, pledge or encumbrance of, or secure interest in, any or all of its property or any interest therein, wherever situated.
8. Enforce compliance with all applicable conditions of grants and contributions.

Article V: Meetings

Section 1: Monthly Meetings. An annual calendar of monthly Board meetings shall be established at the Annual Meeting. The Board of Directors shall be notified at least seven (7) days in advance of any changes in meeting date, time, or place.

Section 2: Annual Meeting. The Annual Meeting of the corporation shall be held on May 17 (as the anniversary of the 1871 plat filing for Delano Town), or at another time to be determined by a vote of the Board of Directors. Each Director shall have the right to place any matter on the agenda of the annual meeting provided the Director gives written or electronic notice of the same to the Secretary of the Corporation at least ten (10) days prior to the date of the annual meeting.

Section 3: Quorum. At any meeting of the Board of Directors, a majority of the Directors then in office shall constitute a quorum, except that no quorum may consist of fewer than three Directors. If a quorum is not met by the Directors in attendance and there is business which requires a vote of the Board, absent Directors may attend the meeting by phone to meet a quorum.

Article VI: Liquidation

If, in the opinion of two-thirds (2/3) of the Board of Directors, and upon satisfaction of all requirements for dissolution set by statute, it becomes necessary or desirable to dissolve the Corporation, the assets of the Corporation shall be applied and distributed as follows:

Section 1: Liabilities. All liabilities and obligations of the Corporation shall be paid, satisfied, and discharged or adequate provision shall be made thereof.

Section 2: Assets. Assets held by the Corporation under conditions requiring return, transfer, or conveyance, which condition occurs by reason of the dissolution shall be returned, transferred, or conveyed in accordance with such requirements. All other assets shall be transferred to corporations, persons, groups, or organizations engaged in activities which substantially carry out the purposes of the Corporation, as then stated in its by-laws, and which are exempt from taxation under section 501 (c)(3) of the Internal Revenue Code of 1954, or successor provisions thereto.

Article VII: Amendments

Section 1: Amendment Procedure. These Bylaws may be amended by any Director at any scheduled Board meeting provided the Director gives written or electronic notice of the same to the Secretary of the Corporation at least fourteen (14) days prior to the date of the meeting. The Board of Directors shall be notified at least seven (7) days in advance of the request for a Bylaws vote. The change in Bylaws will become effective upon an affirmative vote of two-thirds (2/3) of the Directors present.

Section 2: Amendment History.

- Adopted on the 1st day of May, 2014.
- Amended on the 11th day of August, 2015.

Jim Martinson - Delano Neighborhood Association; Historic Delano, Inc.
President

Nancy Lawrence - Historic Delano, Inc.; GreenWay Alliance
Vice President

Melany Barnes - Delano Neighborhood Association; USD259
Secretary

Mary Lou Rivers - Historic Delano, Inc.; Delano Banners, Inc.; GreenWay Alliance
Treasurer

Cathy Holley - Delano Clergy Association, New Covenant UMC
Director at Large

Susan Schoket - Delano Business Owner; Infinite Grown Opportunities
Director at Large

Diana Tucker-Gell - Delano Neighborhood Association
Director at Large