

**BYLAWS  
OF  
NORTH OF GRAND NEIGHBORHOOD ASSOCIATION**

**ARTICLE I  
NAME AND OFFICES**

The principal office of North Of Grand Neighborhood Association (hereinafter called “Association”) in the State of Iowa shall be in such locations within the City of Des Moines, Polk County, Iowa, as determined by the Board of Directors.

**ARTICLE II  
BOUNDARIES AND SERVICE TERRITORY**

The boundaries and service territory of the Association shall be the centerlines of I-235 on the north, 31st Street on the east, Grand Avenue on the south, and 42nd Street on the west, in the city of Des Moines, Iowa.

**ARTICLE III  
PURPOSES**

The Association is organized to:

- 1) enhance the quality of life of the people who live and work in the neighborhood;
- 2) preserve and enhance the residential character of the neighborhood;
- 3) strengthen communication between and among the Association’s residents, property owners, business owners, Polk County and the City of Des Moines;
- 4) preserve and enhance the historic character and aesthetic qualities of the built and natural environments, both public and private;
- 5) ensure all existing and projected infrastructure systems are managed or developed so they enhance the physical, visual, and spatial qualities of the neighborhood;
- 6) promote a healthy climate for area businesses, and public and private properties;
- 7) provide opportunities for its citizens to celebrate and promote the neighborhood.

**ARTICLE IV  
MEMBERS**

Section 1. Members. Eligible members shall be any or all persons who are residents, property owners, and business owners within the Association’s boundaries. Any person who is eligible for membership shall become a member by completing an application and payment of annual dues.

Section 2. Termination. Members shall be removed from the current membership who are not residents, property owners, or business owners within the Association’s boundaries, or do not remain current with annual dues.

Section 3. Dues and Payment Schedule. Annual dues and payment schedule shall be established by the Board of Directors, ~~and approved by the members at the annual meeting.~~

Section 4. Membership Vote. Each adult member of the Association who is eighteen (18) years of age or older shall be entitled to one vote on each matter submitted to the membership. Voting rights will be limited to members of the Association.

Section 5. Annual Meeting. The annual meeting of the membership shall be held on a date set by the Board of Directors in November of each year, beginning with the year 1995 for the purpose of electing Board of Directors and for the transaction of such other business as may come before the meeting, including the amendments of these Bylaws in accordance with Article X of these Bylaws.

Section 6. Regular Meetings. The regular meeting of the membership shall be held on a date set by the Board of Directors in February, May, August, and November of each year to provide information and resources to the membership and to gather input from them. All meetings held for the North of Grand Neighborhood Association shall be open to the public.

Section 7. Special Meetings. Special meetings of the membership may be called for any purpose or purposes, by the President, by the action of the directors, or by a written request of not less than ten percent (10%) of the voting members of the Association.

Section 8. Place of Meeting. The directors may designate any place within Polk County, Iowa, as the place of meeting for any annual meeting, regular meeting, or any special meeting.

Section 9. Notice of Meeting. Written or printed notice stating the place, day and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered in person or by mail or electronic mail to members of the Association, not less than fourteen (14) days before the date of the meeting.

Section 10. Order of Business. The order of business shall be determined by the President of the Association and made available at the beginning of the meeting. A portion of all meetings shall be devoted to inquiries and suggestions from the general membership.

Section 11. Manner of Acting. A minimum of fifteen (15) voting members of the general membership and a quorum of the Board of Directors shall be present at any annual, regular, or special meeting of the Association at which official action can be taken.

Section 12. Minutes of Meetings. Minutes of annual, regular, or special meetings shall be available to review at all meetings. Copies of the latest minutes of meetings shall be made available to the membership. Board meeting minutes should be sent to the Board within 7 calendar days.

[More language to come from the city.](#)

Section 13. Conduct. All members, officers, and representatives shall conduct themselves with honesty, respect, and professionalism in all activities related to the organization. Behavior that is dishonest, harassing, discriminatory, or otherwise harmful to individuals or the organization is

prohibited and may result in disciplinary action, up to and including removal from membership or office.

## ARTICLE V

### BOARD OF DIRECTORS

Section 1. General Powers. The affairs and management of the Association, including the control and distribution of its property and funds, are vested in the Board of Directors.

Section 2. Number. The number of the directors shall be at least nine (9) and not more than 15 and of odd numbers, which at least 60% shall be owner-occupants of residential property within the Association.

Section 3. Qualifications. Directors shall be voting members of the Association in good standing prior to election to the Board of Directors. Relatives or cohabitants cannot hold an officer and/or Board member position simultaneously.

Section 4. Election of Directors. The term for each board member shall be two (2) years.

Section 5. Quorum and Manner of Acting. The majority of the number of directors fixed by Section 2 of this Article V shall constitute a quorum for the transaction of business. No director shall vote by proxy. In cases where an action or vote needs to be resolved electronically, replies must be obtained from a majority of the Board of Directors to be carried.

Section 6. Meeting Attendance. Board members are expected to attend all Board of Directors meetings. Members having three (3) consecutive unexcused absences in any Association fiscal year, shall be considered to have resigned their position, unless the Board of Directors, by majority vote, permits the member to remain.

Section 7. Resignation. Any director of the Association may resign at any time by giving written notice to the President and the Board of Directors. The resignation of any director shall take effect upon receipt of notice thereof or at such later date as shall be specified in such notice; and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.

Section 8. Removal. Any director or officer of the Association may be removed, either for or without cause, at any special meeting of the Board of Directors by the vote of a majority of the Board of Directors or by a vote of two-thirds (2/3) of the general members attending a regular or special meeting. Causes can include but are not limited to criminal activity, repeated violation of Bylaws, lack of attendance, and/or are no longer resident of the neighborhood.

Section 9. Vacancies. Any vacancy in the Board of Directors or officers through resignation removal or death shall be filled by action of the Board of Directors. A director so appointed to fill a vacancy shall be appointed for an unexpired term of his or her predecessor in office and until the appointment of his or her successor.

Section 10. Place of Meeting. Except as provided in Section 13 of Article V of these Bylaws, the Board of Directors may hold its meetings and keep the books and records of the Association

at such place or places, within Polk County, Iowa, as the Board of Directors may from time to time determine.

Section 11. Annual Board Meeting. The annual meeting of the Board of Directors shall be held on a date set by the Board of Directors each year. The purpose of this Annual Board Meeting is to welcome and orient new Board members to the structure and priorities of the board. Meeting notices shall be delivered in the same manner as stated in Article IV, Section 9.

Section 12. Regular Board Meetings. Regular meetings of the Board shall be held at least four times each year. Notice of regular meetings shall be delivered personally, or sent to each Board member by electronic mail or postal mail or fax or telephone.

Section 13. Special Board Meetings; Notice. Special meetings of the Board of Directors shall be held whenever called by the President, or by a majority of the Board of Directors. Any person or persons authorized to call special meetings of the Board of Directors may designate any place within Polk County, Iowa, as the place for holding any special meeting of the Board of Directors called by them. Notice of any special meeting of the Board of Directors shall be given at least two (2) days previously thereto by written notice delivered personally, or sent by electronic mail or fax or telephone, or sent by mail to each director at his or her address as shown by the records of the Association. The purpose of any special meeting of the Board of Directors shall be specified in the notice. In case of emergencies or convenience, if the President determines a meeting of the Board of Directors is not feasible, a proposal may be voted upon by telephone and/or by electronic mail or fax. Affirmative votes by a majority are needed for any action and the Secretary shall provide a written record of any action taken.

Section 14. Manner of Acting. A majority of the Board of Directors shall be present at any annual meeting, regular meeting, or special meeting of the Association at which official action can be taken. Robert's Rules of Order, newly revised, shall govern the deliberations of the Board of Directors, except as they may be modified by these bylaws.

Section 15. Committees. The Board of Directors may establish one or more committees, including an Executive Committee. Each such committee shall have the powers and duties delegated to it by the Board of Directors. Committees can be either standing or ad hoc. Committee members shall be appointed by the President. Committee chairs must be board members however; committee members don't need to be Association members.

**ARTICLE VI**  
**NOMINATING COMMITTEE AND ELECTIONS OF BOARD OF DIRECTORS**

Section 1. Appointment of Nominating Committee and Chair. The nominating committee shall be composed of three (3) members appointed by the president with approval of the Board of Directors. The chair of the committee shall be named by the President. This nominating committee should meet twice per year to address successorship and to find and nominate officers and board members. This committee's charge is to ensure balance with respect to gender, neighborhood geographic area coverage, and to explore any potential conflicts of interest (perceived or real) in considering candidates.

Section 2. Candidate Terms. The nominating committee shall submit a slate of nominations for all Board of Director and officer positions to be to be filled for two year terms. Board members shall serve until his/her successor is appointed or elected.

Section 3. Nominees. The chair of the committee shall present a list of eligible nominees to the Board of Directors and the general membership at the November Annual meeting of each year. The nominating committee shall secure consent of its nominees to serve if elected.

Section 4. Election. The election of officers and Board of Director members shall take place at the annual meeting. Ballots shall be available at the annual meeting and nominations are accepted on the floor.

Section 5. Assumption of Duties. Members of the Board of Directors shall assume their duties January 1 of the Association's next fiscal year.

## **ARTICLE VII**

### **DUTIES AND CONDUCT OF THE BOARD OF DIRECTORS**

#### **Officers**

Section 1. Number. The officers of the Association shall be a President, a Vice-President, a Secretary and a Treasurer and such other officers as may be appointed in accordance with the provisions of Section 3 of this Article VII.

Section 2. Election of Officers. The officers of the Association shall be elected annually by the membership of the Association at the annual meeting and shall hold office until the end of the elected term.

Section 3. Subordinate Officers and Agents. The Board of Directors may appoint other officers or agents as it may deem necessary or advisable, to hold office for a period, and have authority to perform duties as the Board of Directors may determine necessary. The Board of Directors may delegate to any officer or agent the power to appoint any subordinate officers or agents and to prescribe their respective terms of office, authorities and duties.

Section 4. Vacancies. A vacancy of any office by reason of resignation, removal, disqualification, death, or any other cause shall be filled by a voting member of the Association as specified in Section 9 of Article V of these Bylaws.

Section 5. President Duties. The President shall:

(a) be the chief executive officer of the Association and, subject to the control of the Board of Directors

(b) have general and complete management and supervision of the operations of the Association, to evaluate, retain and discharge all employees, and generally to manage and supervise the operations of the Association, including the investment of the Association funds and properties

(c) perform all duties incident to the office of President and see that all orders and resolutions of the Board of Directors are carried into effect

(d) at each board meeting, report to the Board of Directors all matters within his or her knowledge which the interests of the Association may require to be brought to their notice;

(e) have authority to sign, execute and acknowledge all contracts, checks, or other obligations up to \$500 on behalf of the Association. Any amount over that shall be authorized by the Board of Directors and require two signatures;

(f) sign in the name of the Association reports and all other documents or instruments which are necessary or proper in the course of the Association's business;

(g) perform such other duties as are given to him or her by these Bylaws or as may be assigned to him, from time to time, by the Board of Directors;

(h) preside at all meetings of the general membership, the Board of Directors, and the executive committee;

(i) appoint all committees, committee chairs and Board of Director liaisons to each committee;

(j) be an ex officio member without vote on all committees, except the president shall not be a member or ex officio member on the nominating committee;

(k) present a written annual report to the general membership at the annual meeting; and

(l) provide one of the two required signatures on all depository accounts.

Section 6. Vice President Duties. The Vice President shall:

(a) In the absence or disability of the President, or whenever requested by the President, the Vice-President may perform all the duties of the President, and when so acting, shall have all powers and be subject to all restrictions upon the President;

(b) shall attend Association general membership quarterly and Association Board meetings; and perform other duties as are given to them by these Bylaws or may be assigned to them by the Board of Directors or by the President; and

(c) shall oversee the counting of paper ballots, votes, and hand votes at General Membership Meetings.

Section 7. Secretary Duties. The secretary shall:

(a) attend Association general membership quarterly and Association Board meetings;

(b) record all the proceedings of the meetings of the Board of Directors and the general membership;

- (c) make copies of minutes available to the Board of Directors and general membership within one calendar week following each meeting;
- (d) cause all notices to be duly given in accordance with the provisions of these Bylaws and as required by statute;
- (e) be custodian of the records of the Association;
- (f) see that the reports, statements, and other documents and records required by statute are properly kept and filed; and
- (g) in general, perform all duties incident to the office of Secretary and such other duties as are given by the Board of Directors or the President.

Section 8. Treasurer Duties. The Treasurer shall:

- (a) have charge of and supervision over and be responsible for the funds, securities, receipts and disbursements of the Association and make a written report to the board to each Board meeting
- (b) cause the money and other valuable effects of the Association to be deposited in the name and to the credit of the Association in such bank or trust companies or with such bankers as shall be selected in accordance with Section 5 of Article VIII of these Bylaws or to be otherwise dealt with in such a manner as the Board of Directors may direct;
- (c) pay all obligations as presented to the Board of Directors;
- (d) present to the Board of Directors a statement of the financial condition of the Association and of all their transactions as Treasurer at meetings of the Board, and present a financial report at the quarterly and annual membership meetings.
- (e) keep correct books of account of all association business and transactions; these books shall be available to any director upon request;
- (f) be empowered to require from all officers or agents of the Association reports or statements giving information as may be required with respect to any and all financial transactions of the Association;
- (g) in general, perform all duties incident to the office of Treasurer and such other duties as are given by the Board of Directors or the President; and
- (h) be one of the two required signatures on all depository accounts.

Section 9. Board Member At Large Duties. The Board Member At Large shall:

- (a) attend NOG general membership quarterly and NOG Board meetings;
- (b) be a NOG member in good standing;
- (c) participate in NOG Association events;
- (d) take an active role in the planning and implementation of NOG events;
- (e) participate in the activities of at least one standing committee; and
- (f) in general, perform all other duties as are given by the Board of Directors or the President.

Section 10. Representation of the North of Grand Neighborhood. As directed by the president, a member of the Board of Directors, under full Board approval, can represent the neighborhood at other meetings around the city. However, the official stance of the organization must be Board approved on any issue.

Section 11. Board of Directors Conduct. A Board member must not promote ill will or take an active public stance that is in opposition to the majority of the Board of Directors, when

identifying themselves publicly as a leader of the North of Grand Neighborhood. A Board member must act in good faith without intentional misconduct regarding actions/issues of the North of Grand Association. Board members must conduct themselves in an unbiased manner that is in the best interest of the Association, and must promote the purposes of the Association as stated in Article III of these Bylaws.

Section 12. Conflict of Interest. If a Board member finds they may have a conflict of interest in an issue, they should voluntarily bring this before the Board of Directors and may refrain from discussion and voting on the issue. The Board of Directors also has the right to call to attention a possible conflict with a Board member, at which point the Board may ask the member to refrain from any discussion and decision making on this issue. Only factual information will be taken into account by the Board to determine whether the Board member should refrain from discussion and voting.

Section 13. Disciplinary Action and Guidelines. Any Board member suspected of Misconduct, or being in violation of any Bylaw, or whose actions affect the Neighborhood Association in a negative way, may be subject to disciplinary action or removal from the board. Any situation which may require disciplinary action shall be reported to the Board of Directors to determine if an actual violation has taken place. A special meeting of the Board of Directors will be called if an alleged misconduct has occurred to determine if an actual violation has occurred. After a determination has been made and if the determination finds a violation has indeed occurred, a written complaint will be filed with the Board of Directors for disposition and notification will be sent to the individual. Upon determination that a violation has occurred by the Board of Directors, a Board member may be removed by a majority vote of the Board of Directors.

## **ARTICLE VIII** **ACCEPTANCE OF DONATIONS, EXECUTION OF INSTRUMENTS, BORROWING** **OF MONEY AND DEPOSIT OF CORPORATE FUNDS**

Section 1. Acceptance of Donations. The President, Vice-President, or Treasurer may accept any and all unconditional and unrestricted donations of money and property made to the Association. The receiving member will then notify the Board of such donations.

Section 2. Execution of Investments. All instruments of assignment, transfer, conveyance, release and contract requiring execution by the Association, shall be signed by any authorized officer provided, however, that such persons may delegate, by instrument in writing, all or any part of such authority to any other person or persons, if authorized to do so by vote of the Board of Directors.

Section 3. Loans. When so authorized by the Board of Directors, any officer of the Association may effect loans and advances for the Association, secured by mortgage or pledge of the Association's property or otherwise, and may do every act necessary or proper in connection therewith. Such authority may be general or confined to specific instances.

Section 4. Transfer of Real Estate. Unless authorized by the Board of Directors, no right or interest of any kind or nature in and to any real estate or lease of real estate shall be either  
(a) sold, assigned, transferred, conveyed or otherwise disposed of or mortgaged or encumbered in any manner, or  
(b) acquired, either by purchase, lease or otherwise by the Association.

Section 5. Deposits. All funds of the Association, not otherwise employed, shall be deposited to its credit in such banks or trust companies as the Board of Directors may select. Financial instruments of the Association are required to have two-party signatures, that being of the President and Treasurer.

Section 6. Credit Cards. The organization shall not use credit cards. Expenses incurred on behalf of the organization must be paid for by the organization's primary checking account.

Section 7. Generally Accepted Accounting Principles. the North of Grand Neighborhood Association shall maintain a cash basis accounting system. A cash basis accounting system recognizes revenues and expenses only when cash is exchanged. Reports shall be used to facilitate financial oversight and ensuring sufficient funds are available to maintain organization operations.

Section 8. Independent CPA Firm Review. At any time, the North of Grand Neighborhood Association board of directors may approve an annual review of the organization's financial records and processes to be performed by an independent accounting firm of Certified Public Accountants.

Section 9. Internal Controls. The North of Grand Neighborhood Association will strive to separate the duties of receiving, depositing, and spending funds among different individuals when possible. If full separation is not possible, the following oversight procedures will be in place:

- All bank statements will be shared with at least one other board member monthly.
- All deposits and expenses must be listed in the Treasurer's [monthly/bi-monthly/quarterly] report to the board.
- Expenses must be approved in advance by a majority vote of the board or included in the approved budget.
- The Board will review bank statements at board meetings.
- All financial records will be open and available to any board member upon request.

**ARTICLE IX**  
**MISCELLANEOUS PROVISIONS**

Revisit after 501c3

Section 1. Fiscal Year. The fiscal year of the Association shall end at the close of business on the last day of December of each year.

Section 2. Nonliability. A director, officer, employee, member or other volunteer of the Association is not liable on the Association's debts or obligations, and a director, officer, employee, member or other volunteer is not personally liable in that capacity for a claim based upon an act or omission of the person performed in the discharge of the person's duties, except for a breach of the duty of loyalty to the Association, for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law, or for a transaction from which the person derives an improper personal benefit.

If this limitation of liability is too broad, then the above provision shall be enforced to the fullest extent as provided by law.

If Iowa law is hereafter changed to permit further elimination or limitations of the liability of directors, officers, employees, members or other volunteers for monetary damages to the Association, then the liability of such director, officer, employee, member or other volunteer of the Association shall be eliminated or limited to the fullest extent then permitted. The directors, officers, employees, members or other volunteers of the Association have agreed to serve in their respective capacities in reliance upon the provisions of this Article.

Section 3. Indemnification. This Association shall indemnify directors, officers, employees, members or other volunteers of this Association, and each director, officer, employee, member or other volunteer of this Association who is serving or who has served, at the request of this Association, as a director, officer, partner, trustee, employee or agent of another Association, partnership, joint venture, trust, other enterprise or employee benefit plan, to the fullest extent possible against expenses, including attorney's fees, judgments, penalties, fines, settlements and reasonable expenses, actually incurred by such director, officer, employee, member or other volunteer relating to such person's conduct as a director, officer, employee, member or other volunteer of this Association or as a director, officer, partner, trustee, employee or agent of another Association, partnership, joint venture, trust, other enterprise or employee benefit plan, except that the mandatory indemnification required by this sentence shall not apply

- i) to a breach of such director's officer's, employee's, member's or other volunteer's duties of loyalty to the Association,
- ii) for acts or omissions not in good faith or which involve intentional misconduct or knowing violation of the law,
- iii) for a transaction from which such director, officer, employee, member or other volunteer derived an improper personal benefit or against judgments, penalties, fines and settlements arising from any proceeding by or in the right of the Association, or against expenses in any such case where such director, officer, employee, member or other volunteer shall be adjudged liable to the Association. **Revisit after 501©3**

Section 4. Association Powers and Purposes. The Association shall have unlimited power to engage in and to do any lawful act concerning any and all lawful proposes for which

Associations may be organized under provisions of the [Iowa Nonprofit Association Act, Chapter 504A Code of Iowa, as Amended](#).

This Association is organized and shall be operated exclusively and irrevocable for educational, charitable and scientific purposes.

Section 5. Prohibited Transactions. No part of the net earnings of this Association shall inure to the benefit of any individual and no part of the activities of this Association shall consist of carrying on propaganda or otherwise attempting to influence legislation.

Upon the dissolution or termination of this Association, whether voluntary or involuntary, all property of the Association shall be distributed exclusively for charitable, scientific, literary, religious and educational purposes, only to organizations, selected by the Board of Directors, which have been granted exemption from Federal Income Tax under the provisions of Section 501(3) of the Internal Revenue Code of 1954, as amended, or the appropriate provisions of the Internal Revenue Code then in effect, or to a local, state or Federal Government for exclusively public purposes, and cannot be distributed to any individual member, officer or director of the Association, or to any other person or persons whomever, except those who come within the purposes of the Association as above set forth; provided, however, that the Association shall have the right to pay and discharge such reasonable costs, expenses and liabilities as may be incurred in furthering such purposes.

No loans shall be made by the Association to its directors or officers. Any director or officer who assents to or participates in the making of any such loan shall be liable to the Association for the amount of such loan until the repayment thereof.

This Association shall not engage in a prohibited transaction, as defined in the Internal Revenue Code of the United States, or any amendment thereto.

This Association shall not:

This Association shall not:

- (a) lend any part of its income or property, without the receipt of adequate security and a reasonable interest;
- (b) pay any compensation, in excess of a reasonable allowance for salaries or other compensation for personal services actually rendered;
- (c) make any part of its services available on a preferential basis;
- (d) make any substantial purchase of securities or any other property, for less than an adequate consideration in money or money's worth; or
- (e) engage in any other transaction which results in a substantial diversion of its income or property; or
- (f) sell members' information for any reason.

## **ARTICLE X**

### **AMENDMENTS TO BYLAWS**

All Bylaws of the Association shall be subject to amendment, alteration or repeal and the new Bylaws or amendments, alterations or repeals may be made by the affirmative vote of at least a majority of the Board of Directors or at least two-thirds vote of the general members at any annual or special meeting, the notice or waiver of notice of which shall have summarized or set forth in full the proposed amendment.

#### Bylaws Review

It is recommended that the Bylaws are reviewed every 5 years to consider updates.

Original Bylaws were adopted by the Board of Directors on November 27, 1995.

**Include references or links to copies of prior Bylaws**

**Amendment to Article IV Section 5,6,7 effective 9/9/00**

All meetings held for the North of Grand Neighborhood Association shall be open to the public. [Added to Article IV Section 6]

Voting rights will be limited to members of the Association. [Added Article IV Section 4]

Amended Bylaws adopted by the Board of Directors on July 25, 2001.

**Amendments to Article V Section 2 and Article VI Sections 2, 3 4 effective 11/11/03**

**Amend Bylaws approved by the General membership at the Annual Meeting on 11/11/03 and adopted by the Board of Directors on 11/19/03.**

Amendments were proposed on December 5, 2009 as a result of a Bylaws Committee Meeting consisting of Kimberly Hansen, President, Gloria Gray and Cindy Short. Amendments were reviewed the by General Membership on February 9, 2010. These amendments were approved by the NOG Board of Directors on July 21, 2010.

Amendments affected the following Articles and Sections:

Article IV Members - Sections 5, 6, 9, 11

Article V Board of Directors – Sections 2, 3, 4, 5, 6, 7, 8, 9, 11, 12, 13

Article VI Nominating Committee & Elections of Board – Sections 2, 4, and 7

Article VII Duties and Conduct of the Board – Section 1, 4  
Relatives/Cohabitants, 5 Removal, 6 Resignations, 7 Vacancies, 10  
Secretary Duties, 11 Treasurer Duties, 15 Conflict of Interest

Article IX – Sections 2, 3, 6

Article X – Bylaws Review and Amendment notes updated

Amendments to the following Articles and Sections were proposed on November 12, 2013 at the Annual Membership Meeting:

- Article V, Section 4
- Article VI, Sections 1 & 2
- Article VII, Section 10
- Article IX, Section 5 (d) added

###