

FAX #0:

MARY LOU HAYWOOD-SPELLS  
DEPT. OF FAMILY & COMMUNITY SERVICES

OFFICE OF NEIGHBORHOOD COORDINATION

768-3791

FROM.:

RITA VANGAASBEEK 268-5836

## FAIR WEST NEIGHBORHOOD ASSOCIATION--BYLAWS

### ARTICLE I--NAME

The name of this group shall be the *Fair West Neighborhood Association*.

### ARTICLE II--PURPOSE

The purpose of the Association shall be to enhance that area of the city of Albuquerque, Bernalillo county, State of New Mexico bounded on the West by San Mateo Boulevard; bounded on the North by Lomas Boulevard; bounded on the East by San Pedro Boulevard; bounded on the South by Central Avenue; hereinafter referred to as the *Fair West area*, to promote a better neighborhood and community through group action, so that the quality of life in the area shall be in keeping with the social, environmental, cultural and historic needs and interests of the residents. To this end, the activities of the Association shall include, but are not limited to, sponsoring cooperative planning, research, fund raising, and public education programs as they are deemed necessary, provided they are consistent with one or more of the purposes set out in Section 501 (c) (3) of the Internal Revenue Code or any applicable corresponding section of the law, and to undertake all acts, purposes, and powers authorized by law for non profit organizations.

### ARTICLE III--OFFICE

The registered office of the Association shall be the address of the president or agent to be designated by the Board of Directors.

### ARTICLE IV--MEMBERSHIP

*Section 1.* There shall be two types of membership in the Association, regular and business.

*Section 2.* A regular membership shall be limited to adult residents and/or property owners of the Fair West area. There shall be one (1) voting membership for each household.

*Section 3.* A business membership shall be limited to any person or legal entity who operates a place of business or institution within the boundaries of the Fair West area. There shall be one (1) voting membership for each place of business.

*Section 4.* Voting privileges shall be: one (1) vote per membership and may be split proportionally between adult members of that household that attend any meeting where voting is required.

*Section 5.* Dues shall be \$5.00 per year per regular membership and \$15.00 per year per business membership.

*Section 6.* The association shall conduct an annual enrollment of members in the month of January. New memberships shall be available at any time. Memberships expire the last day of December.

*Section 7.* Each membership of the Association shall receive a receipt for membership dues which shall serve as evidence of membership.

## ARTICLE V--OFFICERS AND THEIR ELECTION

*Section 1.* A Board of Directors shall be the governing body of the Association and shall consist of 11 persons who are adult members of the Association. The Board of Directors shall be elected by the general membership at the annual meeting for term of two (2) years. 6 Directors shall be elected every even-numbered year and 5 Directors shall be elected every odd-numbered year. 5 board of directors shall be elected for two years and 6 shall be elected for one year.

*Section 2.* Officers of the Association shall be a President, a Vice President, a Secretary, and a Treasurer, who are members of the Board of Directors chosen by the Board at their first meeting immediately following the annual meeting.

*Section 3.* The term of office for the President, Vice President, Secretary, and Treasurer shall be for 1 year.

*Section 4.* Only members of the Board of Directors shall be eligible to be officers of the Association.

*Section 5.* Vacancies occurring in any office shall be filled for the unexpired term by a majority vote of the Board of Directors.

*Section 6.* Any elected officer may be removed from office by a majority of the membership, whenever, in its judgment, the best interest of the Association would be served thereby.

*Section 7. Nominating Committee.*

- a. At their regular meeting immediately following the annual meeting, the Board of Directors shall appoint a Nominating Committee of five members of the Association to serve for a term of one year. The chairperson of the Nominating Committee shall be a member of the Board of Directors.
- b. The Nominating committee shall entertain suggestions for Directors during the year, and shall provide a single slate of candidates to be voted upon by the general membership at the annual meeting.
- c. The election shall be by voice vote, except when additional nominations have been made, in which event the election shall be by ballot.

## ARTICLE VI--DUTIES OF THE OFFICERS

The duties of the officers shall include but not limited to the following:

*Section 1. President.* The President shall be the chief executive officer of the Association and shall in general supervise all the business and affairs of the Association between the meetings of the Board of Directors. The President shall preside at all meetings of the Board of Directors and the General membership. The President shall, with the approval of the Board of Directors, appoint all standing and special committees except the Nominating Committee. The President shall make an annual report to the general membership at the annual meeting and file such report with the Secretary.

*Section 2. Vice President.* The Vice President shall when necessary perform the duties of the President, and shall succeed to the Presidency in the event of the death, disability, removal from

office or resignation of the President until such time as a successor to the President shall be elected. The Vice President shall make all necessary reports to the City of Albuquerque in compliance with the Neighborhood Association Recognition Ordinance, and any other required reports.

*Section 3. Secretary.* The Secretary shall keep minutes of all meetings of the Board of Directors and of the General Membership and shall keep all records of the Association and give notice of all meetings as directed. The Secretary shall perform all other duties incident to the office of the Secretary or as may be required by the President or the Board of Directors.

*Section 4. Treasurer.* The Treasurer shall collect all monies due the Association and shall have custody of all funds of the Association, pay all bills approved by the Board of Directors, keep account of all receipts and expenditures. The Treasurer shall present a financial statement at each Board of Directors and General Membership meeting.

#### ARTICLE VII—COMMITTEES

*Section 1.* The membership may establish necessary committees at any meeting. The President may also establish such committees. Committee chairpersons shall be appointed by the President.

*Section 2.* No report, or other action of any committee of the Association shall be considered as the act of the Association unless and until it shall be approved by the Board of Directors or by the general membership at a membership meeting.

#### ARTICLE VIII—EXECUTIVE COMMITTEE

The Board of Directors shall constitute the Executive Committee and may act for the group between meetings.

#### ARTICLE IX—MEETINGS

*Section 1.* Regular meeting of the general membership shall be held annually at 7 p.m. on the second Tuesday of April unless otherwise ordered by the Board of Directors.

*Section 2.* The Association shall hold at least one meeting a year for which it makes reasonable attempt to give written notice to every household and place of business within the association boundaries by mail, delivered handbills, or a number of posted signs.

*Section 3.* No election shall be held at a meeting of the Association unless the meeting is advertised as noted in Section 2 above.

*Section 4.* The April meeting shall be known as the annual meeting.

*Section 5.* Special meetings of the general membership may be called by a majority of the Board of Directors, 30% of the voting membership or the President. The President shall set the meeting within thirty (30) days and the Secretary shall give notice of any such meeting.

*Section 6.* Members present at any regular or special membership meeting shall transact the business at any such meeting.

*Section 7.* All votes shall be decided by a majority of the members present at any meeting.

*Section 8.* The Board of Directors has the option of requiring written ballots with proof of membership of the Association.

*Section 9.* No member of the Association may vote by proxy.

**ARTICLE X--MONETARY MATTERS**

*Section 1.* The depository for the Association funds, the person(s) entitled to expend monies on behalf of the Association and all such matters shall be determined by the Board of Directors.

*Section 2.* No member, director or officer will receive, directly or indirectly, any compensation or pecuniary benefit from the Association, except that the Association may reimburse them for expenses. The Association may pay reasonable compensation for services rendered, even if the recipient is a member, director or officer of the Association.

*Section 3.* Checks drawn on the Association's account shall be signed by at least two (2) members of the Board of Directors.

**ARTICLE XI--PARLIAMENTARY AUTHORITY**

Robert's Rules of Order Newly Revised shall govern the Association in all cases in which they are applicable and in which they are not in conflict with these by-laws.

**ARTICLE XII--DISSOLUTION**

In the event of dissolution of the Association, the Board of Directors shall, after payment of all liabilities of the Association, dispose of the remaining assets of the Association exclusively for such charitable or educational purposes as shall be wholly within the limitations of the provisions of Section 501 (c)(3) of the Internal Revenue Code or any applicable corresponding section of the law.

**ARTICLE XII--AMENDMENTS**

The by-laws may be amended at any regular or special meeting of the general membership by two-thirds (2/3) vote of those in attendance. The membership shall be notified 10 days in advance of the meeting and that amendments will be entertained at that meeting.

I certify that the foregoing Bylaws were adopted and ratified by the members of the Fair West Association on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_ and adopted and ratified by the Board of Directors at a meeting held on the \_\_\_\_\_ day of \_\_\_\_\_, 19\_\_.

\_\_\_\_\_  
President

\_\_\_\_\_  
Secretary