

Fair West Neighborhood Association ~ Bylaws

Article I ~ Name

The name of this group shall be “Fair West Neighborhood Association” and may be abbreviated as “FWNA”

Article II ~ Purpose

The purpose of the Fair West Neighborhood Association shall be to enhance the area of the City of Albuquerque, Bernalillo County, State of New Mexico; bound on the West by San Mateo Boulevard, bound on the North by Lomas Boulevard, bound on the East by San Pedro Boulevard, and bound on the South by Central Avenue. The Fair West Neighborhood Association will enable local residents, businesses, and city officials to exchange ideas and promote the well-being and safety of the people who live and work in the community. FWNA will function as a point of strategic connection and a unified voice representing the concerns of all in our community to the City of Albuquerque and others who share the same social, environmental, cultural, and historical needs. To this end, the activities of FWNA shall include but are not limited to: communicating with Fair West residents and businesses, holding community-building events, sponsoring cooperative planning, research, fund raising, and implementing public programs as necessary and appropriate provided such activities are consistent with the Neighborhood Association Recognition Ordinance (§ 14-8-2-1), and to undertake all acts, purposes, and powers authorized by law.

Article III ~ Membership

Section 1: There shall be two types of Membership in Fair West Neighborhood Association, “Resident” and “Business.”

Section 2: A Resident Membership shall be defined as any adult resident and/or property owner within the boundaries of the FWNA area. A voting Resident Membership shall be defined as any resident member who has current paid annual dues of \$15 per year. There shall be only one (1) voting membership for each address.

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 FWNA area and shall have one (1) vote. Business members are required to pay annual dues of \$15 per year.

Section 4: If a Resident Member in *FWNA* operates a business from their residence, or if a Business Member resides at their business address, there shall be allowed one (1) vote for the address as either a Resident Member or as a Business Member, but not for both.

Section 5: FWNA shall conduct an annual enrollment of Members in the month of April at the annual Regular Meeting. New Memberships shall be available at any time. Each Member of FWNA shall receive a receipt from the Treasurer for dues which shall serve as proof of Membership, and a record of paid dues shall be made with the Secretary. All Memberships expire at midnight on March 31st each year and shall not be renewed unless all required annual dues are paid in full. Low-income families may apply for a one-year annual dues waiver by submitting a request to the Board of Directors for approval.

Section 6: Voting privileges shall be: one (1) vote per paid Membership and must be cast in person during meetings where voting is required. If a Resident Member and a Business Member share an address, and have paid their annual dues, both may cast a vote. This is the only circumstance where two (2) or more votes from one address will be accepted.

Fair West Neighborhood Association ~ Bylaws

Article IV ~ Board of Directors, Officers, & Their Elections

Section 1: A Board of Directors or “Board Members” shall be the governing body of FWNA and may act on behalf of FWNA between meetings. The Board of Directors shall consist of seven (7) general Board Members and four (4) Officers who are adult voting Members of FWNA.

Section 2: Board Members shall be elected by the voting Membership at the annual meeting for a term of two (2) years. Five (5) shall be elected in odd-numbered years, and six (6) shall be elected in even-numbered years. No more than one (1) adult person per Membership shall be eligible to sit on the Board of Directors. Business Members are restricted to five (5) Board Member positions in total at any given time.

Section 3: Officers of the FWNA shall consist of a President, a Vice President, a Secretary, and a Treasurer. Length of term for Officers shall be for two years. Officers shall be elected by FWNA Resident and Business Members at the end of the annual meeting. There are no limits to the number of terms someone may serve as an Officer.

Section 4: A majority vote of FWNA Resident and Business Members may restrict a nomination for one (1) term when in the judgement of FWNA restriction is in the best interest of FWNA.

Section 5: Nominating and Election of Board of Directors and Officers.

- a. The Board of Directors shall have first consideration for Officer nominations. If no Board Members accepts a nomination for an Officer position, nominations for Officer positions shall open up to Resident Members.
- b. The Board of Directors shall pick a nomination committee chair at the annual meeting. The nomination committee chair shall fill the nominating committee with any FWNA resident interested in joining.
- c. Any FWNA Resident Member may nominate themselves or other eligible FWNA resident for an open position on the Board of Directors or Officer position.
- d. Any FWNA Business Member may nominate themselves or other eligible FWNA resident for an open position on the Board of Directors.
- e. Election to a position on the Board of Directors or Officer position shall be done by voice vote of present FWNA Resident and Business Voting Members decided by simple majority. If two people are nominated for a single position, vote shall be held by paper ballot and decided by simple majority. If three or more people are nominated for a single position, vote shall be held by paper ballot and decided by ranked choice voting. If there is a tie vote, the eldest present resident may cast the tie-breaking vote. Eldest present resident shall be identified at the start of any meeting where voting may occur.
- f. Officers leaving their position do not automatically become board members, but may be re-elected to the board at the same meeting as long as it is consistent with *Article IV*.

Section 6: A special meeting shall be called when a Board Member or Officer vacates their seat before the scheduled end of their term. The seat shall be filled for the remainder of the term by a majority vote of the Board of Directors and FWNA Resident and Business voting Members present. Any Officer or Board Member may be removed from office by a majority of the FWNA voting Membership present when in its judgement removal is in the best interest of FWNA.

Fair West Neighborhood Association ~ Bylaws

Article V ~ Duties of the Officers

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Section 1: President. The President shall be the Chief Executive Officer of the Fair West Neighborhood Association and shall in general supervise all the business and day-to-day affairs of FWNA in conjunction with the Officers and Board of Directors. The President shall submit the required annual report to the Office of Neighborhood Coordination (ONC); City Council department within sixty (60) days of the annual meeting. The President shall make an annual State of the Neighborhood report to the FWNA membership at the annual meeting and file such report with the Secretary. The President shall preside at all meetings of the Board of Directors and the FWNA Membership. The President shall, with the approval of the Board of Directors, appoint all standing and special committees. The President shall be the primary point of contact for the City of Albuquerque, County of Bernalillo, and State of New Mexico unless otherwise delegated with the approval of the Board of Directors. The President shall be the primary liaison to media and press unless otherwise delegated with approval by the Board of Directors.

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 death, disability, removal or resignation of the President and shall hold that office until such time a successor shall be elected. The Vice President shall be in charge of approving the public notice sign and posting to the kiosk in Fox Park, creating a monthly newsletter, and assisting the webmaster with maintaining the FWNA web page and other online platforms in coordination with the President and Board of Directors. The Vice President may form a committee of Resident Members to help with public communication duties.

Section 3: Secretary. The Secretary shall work with the officers to create meeting agendas. The Secretary shall keep minutes of all meetings of the Board of Directors and of the General Membership. The Secretary shall keep all records of the FWNA, shall maintain an up-to-date record of dues-paid Members, and give notice of all meetings as directed by the Officers. Minutes of the previous meeting shall be approved by majority vote of the Board of Directors at the following meeting. Approved minutes shall be provided to the Vice President and webmaster within thirty (30) days of approval to be posted on the FWNA online platforms.

Section 4: Treasurer. The Treasurer shall collect all monies due to the FWNA and shall have custody of FWNA funds, shall pay all bills approved by the Board of Directors with those funds, and keep account of all receipts and expenditures. The Treasurer shall present a financial statement at each Board of Director and FWNA Membership meeting. The Treasurer shall keep records of all members annual dues payments.

Section 5: General Officer Duties. All Officers are expected to attend every FWNA meeting. The Officer shall give notice to the President if they are unable to attend a scheduled meeting and shall submit any scheduled report to the President for presentation. Officers unable to attend meetings may provide a proxy to attend and vote in their place by providing prior written notice to the Board of Directors in advance. Officers missing three (3) meetings in a row will be subject to review and removal from office. Upon leaving their office, the outgoing Officer shall surrender copies of all FWNA records, including login and password information, kept during their time in office and cooperate as needed for a smooth transition to the succeeding Officer.

Section 6: Board of Director Duties. The expectation of sitting on the FWNA Board of Directors are that every meeting is attended. If unable to attend a meeting, notice must be given to the President. If a Board Member misses three (3) meetings in a row, they will be subject to review and removal. All FWNA Board Members are required to read all FWNA communication and respond promptly.

Fair West Neighborhood Association ~ Bylaws

Article VI ~ Office

The registered office of Fair West Neighborhood Association shall be the address of the President, or other address to be designated by majority vote of the Board of Directors. Any changes in office address, email, or telephone number(s) shall be updated to all Members within 48 hours.

Article VII ~ Necessary Committees

Section 1: The Resident and Business Members may establish Necessary Committees at any meeting with a simple majority vote of present members. A Committee Chair may be nominated by anyone present and shall be appointed by majority vote of present members.

Section 2: A Committee Chair or Committee Member need not be a Resident or Business Member of FWNA if they can convince by simple majority of present Members their skill and or expertise meets the needs of the Necessary Committee being proposed. At the formation of the Necessary Committee, a presentation date shall be agreed upon between the Necessary Committee and the Board of Directors. Reports made by Necessary Committees shall be kept by the Secretary.

Section 3: No report or other action of any Committee shall be considered as an official act of FWNA unless and until it is approved by a simple majority vote of the Board of Directors.

Article VIII ~ Meetings

Section 1: A Regular Meeting of the FWNA General Membership shall be held annually on the second Sunday of April unless otherwise ordered by the Board of Directors and approved by simple majority vote. The Secretary shall make a reasonable attempt to give fourteen (14) days in advance notice to every household and place of business within FWNA boundaries by a minimum of two (2) methods including, but not limited to; mail, email, delivered handbills, posted signs, website(s), and social media. Notice shall include an agenda of topics to be discussed, prepared by the Secretary with the approval of the Officers.

Section 2: The attendance of at least five (5) Board Members, including any attending Officers, shall be necessary to establish a quorum. No election shall be held at a meeting of the FWNA unless the election has been advertised as noted in *Section 1* above.

Section 3: Special Meetings of FWNA Membership may be called by The President, a majority of Board of Directors, or 30% of dues-paying Membership. If the President calls a Special Meeting, they shall give notice in accordance with *Section 1* above. If a majority of the Board of Directors call a special meeting, they shall give notice in accordance with *Section 1* above. The Membership may request a list of paid FWNA members from the Secretary for a petition to form a Special Meeting.

Section 4: If thirty percent (30%) of the Membership call a Special Meeting, they shall submit to the President a letter of intent to hold a Special Meeting with a petition of paid FWNA members signatures. The President, with the Vice President and Secretary, shall verify the submitted petition's signatures are current dues-paying Members within seven (7) calendar days. If the petition is verified by at least two (2) of these three (3) Officers, the President shall set the time and place of the Special Meeting within thirty (30) days and the Secretary shall give notice as noted in *Section 1* above.

Fair West Neighborhood Association ~ Bylaws

- 1 *Section 5:* Members of FWNA present at any Regular or Special Meeting shall transact the business at any
2 such meeting as set forth in the agenda using the latest version of Robert’s Rules of Order, or other version
3 of Robert’s Rules of Order agreed upon by majority vote of present dues-paying Members. All decisions
4 shall be decided by a simple majority vote of present dues-paying Members of FWNA. Members of FWNA
5 may vote by proxy with a signed designation from the Member to be kept on file by the Secretary.
- 6 *Section 6:* The Board of Directors may require written paper ballots and verifying proof of Resident or
7 Business Membership in FWNA.
- 8 *Section 7:* The FWNA Officers and Board of Directors may meet in person or discuss business via electronic
9 communication outside of Regular or Special Meetings. Official voting can only be made in person during a
10 Regular or Special Meeting.

11 Article IX ~ Monetary Matters

- 12 *Section 1:* The President, Vice President shall have banking and check signing privileges. The Treasurer
13 shall be the only person with check drafting privileges. The Treasurer shall have access to the monthly
14 statement. The depository for the FWNA funds shall be the President, Vice President, and Treasurer.
15 Electronic transfer of funds is acceptable. A physical record of all transactions must be retained and
16 produced upon request by the Board of Directors.
- 17 *Section 2:* No Member, Board Member, or Officer shall receive directly or indirectly any compensation or
18 pecuniary benefit from the FWNA, except that FWNA may reimburse for expenses.
- 19 *Section 3:* Any expenses \$75 or under may be made at the sole discretion of the President, Vice President,
20 and Treasurer and must meet the goals and objectives of FWNA. Expenses \$75.01 or more shall require the
21 approval of the Board of Directors in advance. Spending done before Board of Directors approval is not
22 guaranteed reimbursement.
- 23 *Section 4:* The FWNA may hire vendor(s) approved by the Board of Directors for services and pay
24 reasonable compensation for those services. The vendor may be a FWNA Member, but the vendor shall not
25 be a Board Member. Appropriate invoicing shall be submitted to the Board of Directors. Appropriate receipts
26 shall be issued and copies kept for record by the Treasurer.

27 Article X ~ Emergency Circumstances

- 28 *Section 1:* Emergency Circumstances shall be considered in effect when it has been determined by the Mayor
29 of Albuquerque, and/or the Governor of New Mexico that meeting in person is not considered safe.
- 30 *Section 2:* In the event the Board of Directors and Membership are unable to meet in person due to
31 emergency circumstances, meetings shall be held using an electronic platform agreed upon by the Board of
32 Directors. All Membership and Board of Directors will be notified of the meeting by the Secretary as per
33 *Article VIII; Section 1* and shall include instructions in their notice instructions on how to join the meeting. A
34 meeting held under Emergency Circumstances using an electronic platform shall be considered an official
35 meeting. Official business may be conducted and voting may occur as long as it is otherwise consistent with
36 *Article VIII.*

Fair West Neighborhood Association ~ Bylaws

Article XI ~ Dissolution

In the event of dissolution of the Fair West Neighborhood Association, the Board of Directors shall, after payment of all liabilities of the FWNA, dispose of the remaining assets of the FWNA exclusively for such charitable or educational purposes as determined by present Members. The Secretary shall archive all records in a manner determined by the Board of Directors to allow reasonable access for future reference, and shall report dissolution to the City of Albuquerque Office of Neighborhood Coordination (ONC). After report of dissolution is received and verified by the City of Albuquerque Office of Neighborhood Coordination (ONC) all Resident and Business Memberships, Board of Directors, and Officer positions shall be terminated.

Article XII ~ Amendments to Bylaws

The Fair West Neighborhood Association Bylaws may be amended at any Regular or Special Meeting of the General Membership by two-thirds (2/3) vote of Members present. Membership shall be notified by the Secretary fourteen (14) days in advance in the agenda for the meeting if amendments will be entertained or voted on.

We the undersigned Officers of Fair West Neighborhood Association hereby adopt and ratify these Bylaws with the permission of the Resident and Business Membership on this ____ day of _____, 20____

President

Secretary