



## **TRES VOLCANES NEIGHBORHOOD ASSOCIATION BYLAWS**

### **Article I: Name**

The name of this group shall be the Tres Volcanes Neighborhood Association.

### **Article II: Purpose**

The purpose of the Association shall be to enhance that area of the City of Albuquerque, Bernalillo County, and State of New Mexico bounded from the North side of Interstate 40, North along the East side of 98<sup>th</sup> St NW / Arroyo Vista Blvd NW to the South side of Tierra Pintada Blvd NW all the way to the West side of Unser Blvd NW (excluding the Las Lomas Neighborhood Association) and South to the North side of Ladera Dr NW including West from the East side of Molten PL and South to the North side of Interstate 40, hereinafter referred to as the Tres Volcanes 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, fundraising, and public education as they are deemed necessary.

### **Article III: 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 residents over the age of eighteen (18) and/or property owners, as well as renters of the Tres Volcanes area. There shall be one (1) voting membership for each household for which membership has been paid.

*Section 3.* A business membership shall be limited to any person or legal entity that operates a place of business or institution within the boundaries of the Tres Volcanes area. There shall be one (1) voting membership for each place of business for which membership has been paid.

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*Section 4.* Dues shall be twelve dollars (\$12.00) per year per regular membership and twenty four (\$24.00) per year per business membership. If a member joins during the membership term (June 1 through May 30), the Association shall prorate the membership fee.

*Section 5.* The Association shall conduct an annual renewal of member enrollment during the month of June. New memberships are available at any time. Memberships expire on the last day of May annually.

*Section 6.* Each membership of the Association shall receive a receipt for membership dues which shall serve as evidence of membership.

#### **Article IV: Board of Directors and Officers and Their Election**

*Section 1.* A Board of Directors shall be the governing body of the Association and shall consist of nine (9) persons who are members of the Association. The Board of Directors shall be elected by the general membership at the Annual Meeting for terms of two (2) years. With the exception of the first year, five (5) Directors shall be elected every even-numbered year and four (4) Directors shall be elected every odd-numbered year. In the first year, five (5) Directors shall be elected for two (2) years and four (4) Directors shall be elected for one (1) Year. Directors shall assume office at the end of the Annual Meeting or when they are elected.

*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 the office for President, the Vice President, the Secretary and the Treasurer shall be for one (1) year. There shall be no limit on consecutive one-year terms for each office.

*Section 4.* Vacancies occurring in any office shall be filled for the unexpired term by a majority vote of the Board of Directors.

*Section 5.* Any elected officer or board member 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, provided that notice of intent to remove shall be furnished to said subject officer in writing at least five (5) days prior to the meeting at which such action is to be discussed.

*Section 6.* Any paid member can nominate a candidate for any position. The election of the candidate to this position shall be by ballot.

*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 (5) members of the Association to serve for the term of one year.
- b) The Nominating Committee shall entertain suggestions for the 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 V: Duties of the Officers**

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

*Section 1. President:* The President shall be the chief executive officer of the Association and shall, in general, supervise all business and affairs of the Association between 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 and shall be the *ex officio* member of all committees. The President shall make an annual report to the general membership at the annual meeting and file such report with the Secretary. The President shall make all necessary reports to the City of Albuquerque in compliance with the Neighborhood Association Recognition Ordinance.

*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 from office or resignation of the President until such time as a successor to the President shall be elected. The Vice President shall also assist the President with his/her duties.

*Section 3. Secretary:* The Secretary shall keep minutes of all meetings of the Board of Directors and of the general membership and shall keep records of the Association and give notice of all meetings as directed. The Secretary shall perform all other duties incident to the office of 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, and keep account of all receipts and expenditures. The Treasurer shall present a financial statement at each Board of Directors and general membership meetings.

*Section 5. Members at Large:* The remaining members of the Board of Directors, as well as the Board of Directors, shall serve as representatives of residents and shall conduct the business of the Association as is required. These members will vote on

matters before the Association, they may chair committees and perform any other duties as may be deemed appropriate on behalf of the Association.

### **Article VI: Committees**

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

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

### **Article VII: Meetings**

*Section 1.* The Board of Directors shall meet as necessary, but at least quarterly to conduct the business of the Association at such time and place as determined by its members. The date and place of the meeting of the Board of Directors shall be announced to the general membership whenever possible.

*Section 2.* Regular meetings of the general membership shall be held at least quarterly in the months of January, April, August, and September unless otherwise directed by the Board of Directors.

*Section 3.* The regular meeting held in August (refer to Article III, Section 5) shall be known as the Annual Meeting. The association will make reasonable attempts to give prior written notice to every household and place of business within the Association boundaries by mail, email, delivered handbills, a number of posted signs or a combination thereof.

*Section 4.* The Annual Meeting shall be for the purpose of electing Board Members, receiving Annual Reports of officers and committees and other business as determined by the Board.

*Section 5.* No election shall be held at a meeting of the Association unless the meeting is advertised as noted in Article VII, Section 3 above.

*Section 6.* Special meetings of the general membership may be called by a majority of the Board of Directors, by twenty (20%) of the voting membership, or by the President. The President shall set the meeting within fifteen (15) days and the Secretary shall give notice of any such meeting.

*Section 7.* A quorum of fifteen percent (15%) of the paid membership, including a minimum of fifty percent (50%) of the Board of Directors much be present to make any final decisions or take any votes.

*Section 8.* All issues shall be decided by a majority of the paid members present at any meeting, providing that a quorum is present.

*Section 9.* The Board of Directors has the option of requiring written ballots with proof of membership in the Association.

*Section 10.* No member of the Association may vote by proxy.

### **Article VIII: Monetary Matters**

*Section 1.* The depository for 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 the Association may reimburse for expenses made for the benefit of the Association.

*Section 3.* A minimum of two signatures are required on any checks written to pay expenses of the Association.

### **Article IX: Parliamentary Authority**

*Section 1.* 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 Bylaws.

### **Article X: Dissolution**

*Section 1.* 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 by donating the monies to an organization with similar purposes as those listed in Article II.

### **Article XI: Amendments**

*Section 1.* The Bylaws may be amended at any general or special meeting of the general membership by two-thirds (66<sup>2/3</sup>%) vote of those in attendance, provided the

membership has been notified fifteen (15) calendar days in advance of the meeting that amendments will be entertained at the meeting.

I certify that the foregoing revision of the original 15 March 2006 Bylaws were adopted and ratified by the members of the Tres Volcanes Neighborhood Association on the **7** day of **August, 2011** and adopted and ratified by the Board of Directors at the meeting held on **3** day of **January, 2012**.

/s/ Tommy Borst

President

/s/ Tabitha King

Secretary