

Bel-Air Neighborhood Association

REVISED BYLAWS, APRIL 13, 1998

SECOND REVISION, January 26, 2009

THIRD REVISION, April, 2015

Article I - Name

The name of this group shall be the Bel-Air 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 Carlisle Boulevard, bounded on the North by Candelaria Road, bounded on the East by San Mateo Boulevard, bounded on the South by Menaul Boulevard; hereinafter referred to as the Bel-Air 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, 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 progress as they are deemed necessary.

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 (an adult being a person 18 years of age or older) residents and/or property owners of the Bel-Air area. Voting privileges for a regular membership shall be one (1) vote per membership.

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 Bel-Air area. There shall be one (1) voting membership for each place of business.

Section 4. Dues shall be \$10.00 per year per regular membership and \$25.00 per year per business membership.

Section 5. The Association shall conduct an annual enrollment of members in the month of April. New memberships shall be available at anytime. Memberships expire the last day of April of the following year.

Section 6. Each membership in the Association may request a receipt for membership dues to serve as evidence of membership or may use their cancelled check as receipt and proof of membership.

Section 7. The Organization shall be noncommercial, nonsectarian, and nonpartisan.

ARTICLE V - Officers and Their Election

Section 1. A Board of Directors shall be the governing body of the Association and shall consist of seven (7) 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. Three (3) Directors shall be elected every even-numbered year and four (4) Directors shall be elected every odd-numbered year. In the first year, four Board of Directors shall be elected for two years and three shall be elected for one year.

Section 2. Officers of the Association shall be a President, Vice President, a Secretary, and a Treasurer who are members of the Board of Directors chosen by the Board at their first meeting following the annual meeting, but no later than 45 days after the Annual Meeting.

Section 3. The term of office for the President, Vice President, Secretary and Treasurer shall be for one (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 or Board of Directors shall be filled for the unexpired term by a majority vote of the Board of Directors.

Section 6. Any elected officer or board member may be removed from office by a 2/3 majority of the Board of Directors, whenever, in its judgment, the best interest of the Association would be served thereby. All Board members are expected to attend all Board meetings. Reasons for removal may include, but are not limited to, failure to attend meetings and/or participate in activities. Notice of intent of such shall be given to the Board Member in question ten (10) days prior to the meeting at which such action shall be discussed and decided.

Section 7. Nominating Committee

a. At a regular meeting, at least three (3) months prior to the Annual meeting, the Board of Directors may appoint a Nominating Committee of at least three (3) members of the Association, of which at least one (1) shall be a Board Member.

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, unless circumstances dictate a written vote.

ARTICLE VI - Duties of the Officers

The duties of the officers shall include but are 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, and shall be Ex-Officio member of all the 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. 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 the death, disability, and removal from office or resignation of the President until such time as a successor to the President shall be elected. The Vice-President shall be the Ex-Officio member of all committees.

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 Meetings. A verification of the accuracy and completeness of the financial records shall be

performed at the end of every fiscal year by a committee of at least two persons persons, one being a Director (excluding the Treasurer). An audit by an outside, independent person, chosen and approved by the Board of Directors, may be ordered at any time by a vote of the Board of Directors and shall be conducted whenever a new Treasurer is installed. The fiscal year shall be May 1 through April 30.

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 and may be removed by the President. Committee Chairpersons shall report all authorized and interim actions of the committees to the Board of Directors at all Board meetings.

Section 2. No report or other action of any committee or officer 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. In any situation that would normally require Board decision the President or designee may make immediate decision in the event of an emergent situation, but shall as soon as possible make the Board of Directors aware of the situation and the action taken and shall require a vote by the Board of Directors within 48 hours. The Board of Directors, as it sees fit, may authorize a committee chairperson to act as a spokesperson for the Neighborhood Association when acting within the scope of the Chairperson's duties to carry out the policy directions given to the said committee by the Board of Directors.

Section 3. Standing Committees are Membership Committee, Crime Prevention Committee, Zoning and Beautification Committee and Education Committee. The Board of Directors may determine at any time whether or not any Committee is to remain or not.

ARTICLE VIII – Steering Committee

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

ARTICLE IX - Meetings

Section 1. Regular meetings of the general membership shall be held at least annually in April at a day and time specified by the Board of Directors, unless otherwise ordered by the Board of Directors. The Board of Directors shall meet at least once prior to a General Membership meeting.

Section 2. The Association shall hold an April meeting, known as the Annual Meeting 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, email, delivered handbills, and/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. 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 as noted in Section 2 above.

Section 5. Members present at any regular or special Membership Meeting shall transact the business at any such meeting. A minimum of four (4) Board Members must be present at a Board of Directors Meeting in order to conduct business.

Section 6. All votes shall be decided by a majority of the members present at any meeting.

Section 7. The Board of Directors has the option of requiring written ballots with proof of membership in the Association.

Section 8. No member of the General Membership may vote by proxy, although a Director may vote by proxy if they have been fully apprised of the issue at hand and if they are previously excused from meeting attendance.

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.

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 XIII - 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 ten (10) days in advance of the meeting that amendments will be entertained at that meeting. I certify that the foregoing By-Laws were adopted and ratified by the members of the Bel-Air Neighborhood Association on the ____ day of _____ and adopted and ratified by the Board of Directors at a meeting held on the _____ day of _____