

# SANTA FE VILLAGE NEIGHBORHOOD ASSOCIATION BY-LAWS

AMENDED 1-10-89

AMENDED 10-25-90

AMENDED 9-16-93

~~AMENDED 10-25-90~~

~~AMENDED 1-10-89~~

AMENDED 6/22/08 at time of Reactivation

Technical adjustments to restore business membership 6/25/08

Proposed amendments May 2015

## ARTICLE I - NAME

The name of this group shall be the Santa Fe Village Neighborhood Association, hereafter referred to as the Association. The Association will be a non-profit organization. *The Association will operate within the regulations of the City of Albuquerque's Office of Neighborhood Coordination.*

## ARTICLE II - PURPOSE

The purpose of the Association shall be the enhancement of the quality of community life for all residents through community involvement. The Association shall 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 not be 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 correspondence section of the law, and to undertake all acts, purposes, and powers authorized by law for non-profit organizations. The boundaries are as follows: The centerline of Unser Blvd. on the east; the southernmost edge of Tract 1 and Tract 4B on the south; the western edge on tract A-i and Tract 3 on the west and northwest boundary. On the north, where Tract 3 and Unser Blvd. intersect. On the East by Unser and surrounded otherwise by the Petroglyph National *ParkMonument*.

## ARTICLE III - OFFICE

The registered *officeaddress* of the Association shall be 5601 Bogart St. NW, Albuquerque, NM 87120-4225.

## ARTICLE IV - MEMBERSHIP

~~Section 1.— There shall be two types of memberships in the Association; Individual and Business.—~~

~~Section 2.— Any adult property owner, resident, (minimum age: 18 years) within the boundaries of the Association is eligible for membership.—~~

~~Section 3.— Each property owner or resident is entitled to one membership.—~~

~~Section 4.— 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 Association. There shall be one (1) voting membership for each place of business.—~~

~~Section 5.— To be a voting member of the Association, annual dues must be paid in full. Voting privileges shall be one vote per paid membership.—~~

~~Section 6.— The amount of annual dues shall be set by the board of directors for the following year at each annual meeting.—~~

~~Section 7.— New memberships shall be available at any time. All membership dues expire on the last day of January.—~~

~~Section 8.— Each membership of the Association shall receive a receipt for membership dues, which shall serve as evidence of membership.—~~

Section 1. All adult residents living within the Association boundaries will automatically be considered a member of the Association.

Section 2. Each member is entitled to one vote.

Section 3. There shall be no dues assessed or charged, however voluntary contributions are welcome.

## ARTICLE V - BOARD OF DIRECTORS

Section 1. A Board of Directors shall be the governing body of the Association and shall consist of **five seven (75)** persons who are members of the Association. As much as possible these **five (5) directors** shall be from all areas of the neighborhood in order to create a balance of representation of the Board. The Board of Directors shall be elected by the general membership at the annual meeting for a term of two (2) years. ~~Three Directors shall be elected every odd-numbered year and two Directors shall be elected every even-numbered year. Directors shall assume office at the end of the annual meeting or~~

~~when elected.~~ The Board of Directors will serve without compensation for services rendered on behalf of the Association.

Section 2. The Board of Directors will be responsible for the immediate direction and government of the Association. The Board shall make all rules and regulations, appoint such employees or agents as necessary to conduct the business of the Association, and determine titles and compensation, if any. The Board shall also be responsible for the interpretation of the By-Laws.

Section 3. A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 4. The Board of Directors shall have, **at a minimum**, quarterly meetings at a time and place designated by the Association President, and will be announced to the Directors by a written (electronic or hard-copy) notice at least seven (7) days in advance. Special meetings shall be held as deemed necessary by the President.

Section 5. Vacancies on the board of Directors shall be filled for the expired term by a majority vote of the Board of Directors.

Section 6. Any member of the Board of Directors who fails to fulfill the duties of that office or has two (2) successive unexcused absences from regular Board meetings may be replaced by a two-thirds vote of the Board, and shall be notified in writing of the replacement. The entire Board of Directors may be replaced by a two-thirds vote of the entire membership.

## ARTICLE VI - OFFICERS

Officers of the Association shall be a President, a Vice-President, and a Secretary/Treasurer, appointed by the Board of Directors from within its membership. The term of each office shall be one year. Vacancies occurring in any office shall be filled for the unexpired term by a majority vote of the board of Directors. The duties of the officers shall include but not limited to:

President: The President shall preside at all meetings of the Association and with the approval of the Board, appoint all committees, and shall be an 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 will also monitor the filing of the annual report to the City of Albuquerque.**

Vice-President: The Vice-President shall assist the President and assume his duties in the event of his absence or inability to serve.

Secretary/Treasurer: The Secretary shall keep the minutes of all meetings of the Board of Directors and Membership, shall keep all records of the Association and give notice

of meetings as directed, shall collect all monies due to the Association, and shall have custody of all funds of the Association, pay all bills approved by the Board/Membership, keep an account of all receipts and expenditures, make a report to the membership at regular meetings, and furnish a current financial statement to the general membership at the annual meeting.

## ARTICLE VII - ELECTION OF DIRECTORS

Section 1. The Board of Directors shall appoint a nominating committee 60 days prior to the annual meeting.

Section 2. The Nominating Committee shall entertain suggestions and recommendations for the nominees to the Board of Directors and shall secure their consent. The Nominating Committee shall provide a single slate of candidates for the elected Board positions to be voted on by the membership at the annual meeting. The annual meeting will be advertised as to time, place, and purpose.

Section 3. At the annual meeting of the general membership, held in April or May of each year, elections shall be held for the Board of Directors. Nominations can be made from the floor in addition to the slate recommended by the Nominating Committee.

Section 4. Election shall be by ballot. In the event of nominations from the floor, votes for those candidates shall be accommodated by write-in on the official ballot.

Section 5. The election process does not provide for voting by absentee ballot.

Section 6. The election process does not provide for voting proxy.

Section 7. Directors shall assume office at the end of the annual meeting or when elected.

## VIII - MEETINGS

The business of the Association shall be conducted electronically whenever possible. A website and online collaboration has been established for this purpose. Membership in the online site is free. This online site is <http://groups.yahoo.com/group/SFVNA/>. This site maybe changed without amendment of these bylaws. However access to the site must remain free of charge. An in-person meeting will be held in April or May to satisfy the requirements of an annual meeting.

Section 1. The time and place of the April Annual Meeting shall be advertised by means of emails, online postings, mailers, hand-delivered flyers, prominently posted signs or a combination thereof to all residents and businesses within the Association's boundaries. No election shall be held at a meeting unless so advertised.

Section 2. 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 and two (2) board members. The President shall set the meeting within thirty (30) days and the Secretary/Treasurer shall give notice of any such meeting.

Section 3. Those members present at any general membership meeting shall constitute a quorum.

~~Section 4. A majority of the quorum shall be necessary for the transaction of business.~~

Section 45. The Board of Directors has the option of requiring written ballots with proof of membership (**residence**) in the Association.

#### ARTICLE IX - COMMITTEES

Section 1. All committees shall be appointed by the President as deemed necessary by the Board/Membership to carry out the work of the Association. ~~Committee members shall serve for a term of one year.~~

#### ARTICLE X - PARLIAMENTARY AUTHORITY

Roberts Rules of Order Newly Revised shall govern the conduct of Association meetings in all cases in which they are applicable and where they are not in conflict with these By-Laws.

#### ARTICLE XI - AMENDMENTS

These By-Laws may be amended at any regular or special membership meeting by a two-thirds vote of those members present, provided that notice shall be given at least ten (10) days prior to such meeting of the proposed changes.

#### ARTICLE XII - DISSOLUTION

In the event of the dissolution of the Association, the Board of Directors shall, after payment of liabilities of the Association, dispose of all 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.

Approved

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President

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Secretary/Treasurer