

# **MAIDU NEIGHBORHOOD ASSOCIATION BYLAWS**

## **ARTICLE I – NAME**

The name of this organization shall be the Maidu Neighborhood Association hereinafter referred to as the Association.

## **ARTICLE II – PURPOSE**

The purpose for which the Association is organized is to maintain and/or improve the quality of life within our neighborhood and community by working together to solve social, physical, crime and other problems; by facilitating communication between neighbors; by working to increase the level of neighborhood and community participation; and by engaging in any lawful activity in support of those goals.

## **ARTICLE III – OBJECTIVES**

The objectives of the Association are to:

- A. Represent and advance the interests of the neighborhood as determined in a democratic process.
- B. Keep the neighborhood informed of vital issues by appropriate communications and meetings.
- C. Promote a safe neighborhood.
- D. Cooperate with other neighborhoods within the community by working with the Roseville Coalition of Neighbor Associations

## **ARTICLE IV – MEMBERSHIP**

Membership in the Association shall be open to any person eighteen (18) or older who lives or owns property within the Maidu Neighborhood Association boundaries. Membership is also open to any person eighteen (18) or older who owns or is employed by a business located within the Maidu Neighborhood Association boundaries. Only one representative per business may hold membership at any given time.

## **ARTICLE V – VOTING**

### **SECTION 1 – General Meetings**

Members of the Association present at any general membership meeting shall be entitled to one vote per person on each matter submitted to a vote of the membership.

### **SECTION 2 – Board Meetings**

Only members of the Board shall be entitled to vote at Board meetings.

### **SECTION 3 – Quorum**

Six (6) voting members of the Association will constitute a quorum for General meetings. For Board meetings a quorum is defined as three (3) Board members. The quorums as defined shall be necessary for the transaction of all Association business.

## **ARTICLE VI – MEETINGS AND ORGANIZATION**

### **SECTION 1 – General Meetings**

The Association shall conduct at least one (1) general meeting a year including the Annual Meeting to be held in the fall and at such other times as called by the Board.

### **SECTION 2 – Board Meetings**

Meetings of the Board shall be held at least every other month.

### **SECTION 3 - Special Meetings**

Special meetings of the Board or Association may be called by the president or any 3 board members providing at least 48 hours of notice is given to members.

### **SECTION 4 - Notice of Meetings**

A notice of Association and Board meetings shall be publicized within the neighborhood a minimum of seven (7) days prior to the meeting. This notice requirement may be waived where meetings are regularly scheduled at the same date, time and place.

### **SECTION 5 – Membership Rights**

The privilege of holding office, introducing motions, and voting shall be limited to the members of the Association.

### **SECTION 6 – Fiscal Year**

The fiscal year of the Association shall run from January to December.

## **ARTICLE VII – BOARD OF DIRECTORS**

### **SECTION 1 – Number and Tenure**

The Board of Directors shall consist of at least five (5) and no more than ten (10) members including the officers set forth in Article VIII.

### **SECTION 2 – General Powers**

The Board shall manage the affairs of the Association and shall have full authority to set policy and speak on behalf of the Association.

### **SECTION 3 – Vacancies**

Any vacancy occurring in the Board shall be filled by the Board for the balance of the unexpired portion of the term. A vacancy may be assumed to exist whenever a Board member misses three (3) consecutive meetings without excuse. A meeting, for the purposes of this section shall be defined as a Board or general membership meeting for which the member had at least seven (7) days prior notice.

### **SECTION 4 – Notice of Meetings**

Notice of Board meetings may be given in writing or orally, at least seven (7) days prior to the meeting and is deemed to have occurred if the meeting is held at a prearranged and customary time and location. In case of an emergency, which is so defined by the President or any three directors, twenty-four hours notice shall suffice and business may be conducted with the exception of bylaws amendments or elections.

## ARTICLE VIII – OFFICERS

### SECTION 1 – Positions and Duties

#### A. President

The president is the executive officer of the Association and shall prepare agendas for and preside at all meetings of the Board and the Association, appoint and be an ex-officio member of all committees, enforce these bylaws, sign all contracts, and can sign checks drawn on the account of the Association. The president shall have the right to approve all statements made on behalf of the Association.

#### B. Vice-President

The vice-president shall fulfill the duties of the president in the president's absence or departure, can sign checks drawn on Association accounts, and shall have other duties as delegated.

#### C. Secretary

The Secretary shall be responsible for keeping an accurate record of all business conducted at meetings of the Association, keep and update these bylaws, and prepare ballots for Association elections. Meeting minutes should always include the names of attendees, the beginning and ending balance and list of expenditures of the Association's checking account since the last reporting and all motions that were voted upon. Meeting minutes should be distributed to the Board of Directors within a reasonable time frame (not to exceed two weeks following the meeting).

#### D. Treasurer

The treasurer shall be responsible for Association monies, shall keep an accurate record of receipts and expenditures, shall ensure every check in excess of \$200 has two authorized signatures and can sign checks drawn on the account of the Association. Expenditures must be approved by a majority vote of the Board of Directors. All Board members, with the exception of the Secretary, are authorized to co-sign checks. The Treasurer's records shall be audited by the Secretary in the month of September prior to the General Meeting.

### SECTION 2 – Nominations & Elections

#### A. Nominations for Office

The Board will receive nominations and prepare a slate of nominees thirty (30) days prior to the meeting. Any member in good standing who has submitted a statement of interest to the Board within the announced time frame shall be included in the ballot. If there is but one nominee for an office, the Board may agree to dispense with a ballot for this position.

#### B. Elections

Board members shall be elected to two year terms by the Association members present at the Annual Meeting. The Board shall elect the officers. The secretary shall prepare a written ballot for use at the Annual Meeting. Each member shall be entitled to one vote. *This section allows only those present at the Annual Meeting to vote.*

### SECTION 3 – Removal from Office

Any officer may be removed from office for cause at any meeting by a two-thirds vote of the Board providing that notice has been furnished to the officer and to all other Board members at least seven (7) days prior to the meeting.

### SECTION 4 – Replacement of Officers

Except for the office of president, vacant offices may be filled for the unexpired portion of the term by a vote of the Board. A vacancy in the office of president shall be filled by the vice-president.

## **ARTICLE IX – CONFLICT OF INTEREST**

### **SECTION 1 – Definition**

A conflict of interest exists for an Association member or a Board member whenever that person holds a personal financial interest which will be impacted by the action or inaction by the Association on a proposal before the membership or Board. Examples of a personal financial interest would include ownership, plans to purchase or involvement in a transaction to buy or sell property the use of control of which is under discussion by the Association or its Board of Directors

### **SECTION 2 – Declaring the Conflict of Interest**

Whenever a member or Board member determines that he/she has a conflict of interest relating to an item under discussion, he/she must inform the body (Association or Board) hearing the proposal that the conflict of interest exists.

### **SECTION 3 – Abstention from Voting**

Members or Board members shall not vote on matters in which they have a conflict of interest.

## **ARTICLE X – GRIEVANCE PROCEDURES**

### **SECTION 1 - Eligibility to File a Grievance**

A person or group adversely affected by a decision or policy of the Association may submit in writing a complaint to the President of the Association.

### **SECTION 2 – Complaint Process**

Within a reasonable time following the receipt of a complaint (not to exceed sixty (60) days), the President shall arrange with the petitioner, a mutually acceptable time and place for a review of the complaint by the Board. The Board will make a good faith effort to resolve the complaint with the petitioner.

### **SECTION 3 – Final Resolution**

If an acceptable resolution is reached, it is to be ratified at the next regular meeting of the Board and entered in the minutes of the meeting. If a resolution is not reached, the Board shall submit a report and recommendation to the membership and a final resolution of the complaint shall be by vote of a majority of membership at a general or special meeting.

## **ARTICLE XI –NON-DISCRIMINATION**

The Association shall not discriminate against individuals or groups on the basis of race, religion, color, sex, age, disability, national origin, sexual orientation, gender expression, income or political affiliation in any of its policies, recommendations or actions.

## **ARTICLE XII - POLITICAL ACTIVITY**

The Association shall not officially support or oppose any local or statewide candidate for elective office or initiative, referendum or recall measure, either before or after such candidate or measure has qualified for the ballot. Nothing in the foregoing shall prevent the Association from participating in city council, commission, or board proceedings on local issues of interest provided that such participation does not involve an initiative, referendum, recall, or candidate for elective office.

### **ARTICLE XIII – AMENDMENT OF BYLAWS**

These bylaws may be amended at any meeting by a two-thirds vote of the Board provided that the amendment(s) has been submitted in writing to the Board at the previous meeting.

### **ARTICLE XIV – DISSOLUTION**

Upon the dissolution of the Association no class of member shall have any right nor shall receive any assets of the Association. The assets of the Association are permanently dedicated to a tax-exempt purpose. In the event of dissolution, the Association's assets, after payment of debts, will be distributed to an organization which is tax-exempt under the relevant provisions of the Internal Revenue Code and which exists for community service and not religious purposes

These bylaws of the Maidu Neighborhood Association approved by the chartering Board of Directors on March 10, 1999. They were amended by the Board of Directors on October 26, 2010.

### **ARTICLE XV – PARLIAMENTARY AUTHORITY**

When a dispute arises for which these by-laws have no procedure to resolve, the applicable procedure from the latest print edition of Robert's Rules of Order will be used to resolve it.