

THE PUEBLO ALTO NEIGHBORHOOD ASSOCIATION BY-LAWS (2019)

Article I – Name

The name of this group shall be *The Pueblo Alto Neighborhood Association (PANA)*.

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 Washington Avenue, bounded on the north by Constitution Avenue, bounded on the east by San Mateo Boulevard, bounded on the south by Lomas Boulevard; hereinafter referred to as the Pueblo Alto 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 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 programs as they are deemed necessary, providing 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 corresponding section of law, and to undertake all acts, purposes and powers authorized by law for non-profit organizations.

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 residents and/or property owners of the Pueblo Alto area. There shall be one (1) vote per membership.

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 Pueblo Alto area. There shall be one (1) voting membership for each place of business.

Section 4. Voting privileges for a regular membership shall be: one (1) vote per unique address of adult members of the household who attend any meeting where voting is required.

Section 5. Dues shall be \$10.00 per year per regular household membership and \$20.00 per year per business membership.

Section 6. The association shall conduct an annual enrollment of members in the month of October. New memberships shall be available at any time. Memberships expire one year after payment is received.

Section 7. Each membership of the association shall receive a receipt for membership dues, which shall serve as evidence of membership.

Article V – Officers and Their Election

- Section 1. A Board of Directors shall be the governing body of the Association and shall consist of 6-9 (six to nine) person who are adult members of the Association. The Board of Directors shall be elected by the general membership at annual meeting for terms of one (1) year.
- Section 2. Officers of the Association shall be President, Vice President, Secretary and Treasurer (hereafter “officers”). They shall be selected from the Board of Directors chosen by members of the Board following the annual meeting. The remaining directors shall be designated “at large” Board members.
- Section 3. Only members of the Board of Directors shall be eligible to be officers of the Association.
- Section 4. To ensure an orderly and informed succession of Board members, members of the past Board will be available as consultants to the new Board as needed.
- Section 5. Vacancies occurring in any office shall be filled for the unexpired term by a majority vote of the Board of Directors.
- Section 6. Any elected officer may be removed from office by a majority of the membership, whenever, in its judgment, the best interests of the Association would be served thereby.
- Section 7. Nominations for the Board
- a. The President of the Association, assisted by the other Board members as needed, shall be responsible for gathering names of persons who are willing to participate on the Board by persona; contact or response to an email sent to generate interest in Board participation.
 - b. The election shall be by voice vote, except when additional nominations have been made, in which event the election shall be by ballot.

Article VI – Duties of the Officers

The duties of the officers shall include, but 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 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 Ex-Officio member of all the committees. The President shall make an annual report to the general membership at the annual meeting and file such report with the Secretary.
- Section 2. **Vice President:** The Vice President shall serve as the President-elect, when necessary, to 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.
- Section 3. **Secretary:** The Secretary shall keep minuts 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 make all necessary reports to the city of Albuquerque in compliance with the Neighborhood Association Recognition ordinance. 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 bill 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 meeting.

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.

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 a membership meeting.

Article VIII – Executive Board

The Board of Directors shall act as the Executive Board and may act for the group between meetings.

Article IX – Meetings

Section 1. Regular meetings of the general membership shall be held semi-annually during the months of April and October unless otherwise ordered by the Board of Directors.

Section 2. The Association shall hold at least one meeting a year for which it makes a reasonable attempt to give notice to every household and place of business within the Association boundary by e-mail, telephone, mail, website posting, delivered handbills, 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. The October meeting shall be known as the annual meeting.

Section 5. 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.

Section 6. Members present at any regular or special membership meeting shall transact the business at any such meeting. Voting in absentia is permitted if the member is ill or incapacitated provided written/verbal notice has been forwarded to the Board of Directors prior to the meeting.

Section 7. All votes shall be decided by a majority of the members present at any meeting.

Section 8. The Board of Directors has the option of requiring written ballots with proof of membership in the Association.

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 him or her 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.

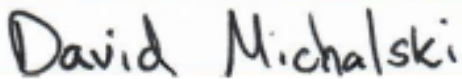
Article XII – Dissolution

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.

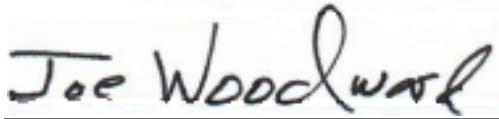
Article XIII – Amendments

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 and that amendments will be entertained at the meeting.

We certify that the foregoing by-laws were amended, adopted, and ratified by the members of the Pueblo Alto Neighborhood Association at the October general meeting, 2019.



David Michalski
President



Joe Woodward
Vice President