

**ANGUS VALLEY AREA NEIGHBORHOOD ASSOCIATION
(AVANA)
Austin, Texas 78727**

ANGUS VALLEY AREA NEIGHBORHOOD ASSOCIATION BYLAWS

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Article I: NAME OF ORGANIZATION AND PURPOSE

Section 1. Name of Organization:

The name of this organization shall be the Angus Valley Area Neighborhood Association, also referred to and known as “AVANA” and hereinafter referred to as the “Association”. The organization shall function and operate as a non-profit neighborhood organization, located in Austin, Travis County, Texas.

Section 2. Boundaries:

The boundaries of the Association shall be as follows:
North is the North boundary of Yett Creek Park and Riata Vista Circle
East is the Union Pacific Railroad
South is Duval Road and U.S. 183
West is Riata Trace Parkway and U.S. 183

Section 3. Purpose of Association:

The purpose of the Association is to seek to improve the quality of the neighborhood in matters such as land use, environmental protection, public services; and other matters of neighborhood concern. The purpose includes:

1. Inform residents of Angus Valley Area about issues of general concern to the neighborhood through newsletters, association meetings, and other means.
2. Promote a sense of community through neighborhood activities.
3. Protect and improve Yett Creek Park by organizing park clean up days, cooperating with city departments in its maintenance, and notifying police of suspicious activities.
4. Encourage the enhancement of property values and aesthetics throughout the neighborhood.
5. Represent the interests of the neighborhood to relevant governmental and civic agencies and assist in the planning and development of the neighborhood and its environs.
6. Promote community safety through the neighborhood watch program, the dissemination of information, education and other means.

Article II: MEMBERSHIP

Section 1. Eligibility:

Membership in the Association shall be open to all residents and property owners 18 years of age who live or own property within the boundaries of the Association. There are four (4) categories of membership in the Association:

Category 1: Resident Membership— Residents living within the boundaries of the Association.

Category 2: Non-Resident Property Owners Membership— Individuals that own property and are not residents within the boundaries of the Association.

Category 3: Business Owners Membership— Business owners/organizations who operate a business or organization within the boundaries of the Association.

Category 4: Honorary Membership—An Honorary Membership may be awarded to a person(s) who has excelled in performing services that tend to further the purpose of the Association or provide certain extraordinary services to the Association. Such person(s) may be from outside the membership of the other three categories. The election of Honorary Membership shall be by a majority vote of the Board of Directors.

Section 2. Membership Information:

The Association will maintain a membership list of those who wish to provide their contact information to the Secretary and who desire to be informed of Association activities on a regular and continuing basis. Association information and news will be disseminated to all residents and property owners by the most economical means possible, considering the availability of funds and assistance of volunteers, by the use of emails, website, posted notices, newsletters and/or bulletin boards. The membership list with contact information gathered by the Association is to be used solely for conducting Association business and for notification purposes. This information will not be used, released, distributed, disseminated, or sold by the Association for any other purposes. Any members of the Association who are privileged to have access to this information shall respect the purpose for its use.

Article III: BOARD OF DIRECTORS

Section 1. Board of Directors -- Number and Tenure:

The Association shall be managed by a Board of Directors, hereinafter referred to as the "Board", which shall consist of eleven (11) in number, four (4) elected as officers and seven (7) elected as members-at-large. All Board Members shall be elected for one (1) year terms, and shall serve from January 1, through December 31, of each year or until their successor is elected for another year.

Article III

Section 2. Election and Eligibility to be a Board Member or Officer:

Board members and officers shall be elected from the membership of the Association who qualify under Category 1 and Category 2 memberships. The election shall be held at the General Meeting of the Association in the Fall of each year and each member shall be entitled to one vote. Only one member of the same household may serve on the Board at any given time. No person may hold more than one position on the Board at any given time. There shall be no limits on re-election.

A member of the Association may request that any eligible person be nominated for a position on the ballot for election of Board members. Such request should be in writing and presented to the Secretary at least 45 days prior to the scheduled General Meeting. The secretary shall verify with the candidates that they are willing to serve. The list of candidates nominated for election as Board members shall be published by the Secretary and available for review at least 15 days prior to the meeting. (Publishing a list of the nominees allows for easier dissemination of information about candidates and insures a written ballot for voting at the General Meeting). Nothing contained in these By-laws shall preclude nominations of eligible persons from the floor at the time of the General Meeting for any office in the Association.

At the General Membership meeting where Board Members are to be elected candidates will be introduced and given time to speak on behalf of him/herself. The Board president shall established a set time for presentations by the candidates. The total amount of time at the meeting for such presentations shall not exceed one hour and it shall be divided evenly among the candidates.

Candidates receiving the highest number of votes are to be considered elected to the Board in the respective office to which they were nominated. In the event of a tie vote between two or more candidates for any of the four officer positions, a subsequent ballot shall be held between the candidates nominated for that office. The candidates for the seven (7) at-large members receiving the highest number of individual votes out of all candidates nominated shall be elected. In the event of a tie vote among two or more candidates receiving the least number of qualifying votes, a subsequent ballot shall be held between the candidates receiving the tie votes to determine which seven (7) candidates will serve. Vote counting shall be fair and impartial and shall be continued until all ballots and all tie votes are counted and all Board Members determined.

Section 2, (above) amended by membership vote on Oct. 21, 2008.

Section 3. General Powers:

The Board shall manage the affairs of the Association and shall have full authority to implement Association policy and speak to elected officials on behalf of the Association. The power to authorize the expenditure of Association funds shall rest solely with the Board.

Section 4. Vacancies:

Any vacancy occurring on the Board may 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 moves out of the Association boundaries and does not own property in the area, resigns from the Board, or misses three consecutive meetings unless excused by a majority of the voting Board Members. 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 ten days prior notice.

Section 5. Notice of Board Meetings:

Notice of Board meetings may be given in accordance with Article II, Section 2 of these bylaws at least two (2) weeks 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, forty-eight hours' notice to all Board members shall suffice.

Section 6. Removal from the Board:

Any member of the Board may be removed at any meeting by a two-thirds vote of the Board members present, providing that written notice has been furnished to all Board members at least two weeks prior to said meeting. A two-thirds majority vote of the Board is required to remove a Board member.

Article IV: DUTIES OF THE OFFICERS

Section 1. Officer Positions and Duties:

The President shall preside at all meetings of the Board and the Association and shall be an ex-officio member of all committees. The President shall have the right to approve all statements made on behalf of the Association. The President shall, with the concurrence of the Board, have the power to establish various committees to consider issues which may come before the Board or the Association from time to time.

The Vice-President, shall fulfill the duties of the President in the President's absence and shall have other duties delegated by the President.

The Secretary shall be responsible for keeping an accurate written record of all business conducted by the Association; shall serve as the custodian of the correspondence of the Association (will maintain an orderly file of the correspondence received by or sent from the Association); and serve as the custodian of the membership list (shall maintain the membership list in an orderly and timely fashion and assist with notices and correspondence as necessary)

The Treasurer shall be responsible for the Association funds and shall keep an accurate record of income and expenditures, provide receipts for all monies received, prepare a cash flow report and draft a budget each year for Board review.

Section 2. Board of Directors and Committees:

The Board may establish various committees to review and consider issues which may come to the attention of the Association. Committees may be chaired by a member of the Board or members of the Association. Committees may be either standing committees which consider on-going issues or as ad-hoc committees considering special issues of limiting interest or issues requiring a resolution of short-term issues or attention. Standing committees may include communication (newsletter-website), traffic and safety, park, crime issues, etc. Members of the Association are encouraged to be active in committees in which they have an interest.

Article V: MEETINGS AND ORGANIZATION

Section 1. General Membership Meetings:

A meeting of the general membership shall be held annually in the Fall (October to mid-November) and at such other times as called by the Board with notification to the membership being given in accordance with Article II, Section 2 of these bylaws. Any member of the Association may request that specific items be placed on the agenda for consideration at a General Meeting. Such request should be in writing and presented to the Secretary at least one (1) week prior to the scheduled General Meeting. The agenda for the General Meeting shall be published by the Secretary and available for review at least 3 days prior to the meeting. Any member may appear at a General Membership meeting and present information and comments for consideration.

Section 2. Board Meetings:

Meetings of the Board shall be held at least quarterly and at such other times as the Board may determine necessary. Any member of the Association may appear at a Board meeting and present information and items for consideration. Only members of the Board shall be entitled to introduce motions and vote at Board meetings.

Article VI: VOTING AND QUORUMS

Section 1. Voting:

Each member of the Association is entitled to one vote on all matters coming before the Association. Voting for issues, other than the election of the Board members and amendment of bylaws, shall be open to all members of the Association. Any item coming before a general meeting of the Association or any item before the Board may be approved by a majority vote of a quorum present, unless otherwise stated. Proxy voting on any issue coming before the Association or the election of the Board members is not permitted.

Section 2. Quorum:

For General Meetings of the Association, a quorum is defined as the number of members present. For Board meetings, a quorum is defined as fifty-one percent (51%) of the currently filled board positions. The quorums as defined in this section shall be necessary for the transaction of all Association business.

Article VII: FINANCES AND BUDGET

Section 1. Income:

The Association may raise funds by establishing a dues structure for each Membership Category, securing sponsorships for advertising in the Association newsletter, voluntary contributions, donations, and by fundraising events. Payment of dues shall be voluntary and shall not be a condition of membership nor a qualification to hold an office in the Association. The Board shall set the dues and subscription fees by the end of February each year.

Section 2. Budget and Expenses:

1. The fiscal year of the association shall run from January 1st to December 31st of each year.
2. The Board shall adopt a budget by the end of February of each year describing the projected income and planned expenditures for the fiscal year.
3. The budget shall be published after adoption and may be modified as necessary by the Board during the year.
4. The Board may consider any comments and suggestions from the general membership for recommendations to the budget, but the final decision with respect to the budget is at the discretion of the Board.
5. Expenditures not included in the budget may be approved by a majority vote of a quorum of Board members at any board meeting.
6. No officer, Board member, or member of the Association shall receive any compensation for services rendered to the Association, but may be reimbursed for expenses upon approval of the Board.
7. Any donation received for which the donor has specified a particular use, shall be used for the specified purpose or returned to the donor. Such donations shall be accepted or rejected at the discretion of the Board.

Article VIII: APPROVAL OF EXPENDITURES

Section 1 - Unique expenditures

Unique expenditures are commitments of AVANA funds that are not expected to occur again or at least not on a regular basis. These expenses must be approved by the Board. The Board may give approval to a maximum limit that the President and the Treasurer can approve without Board action.

Section 2- Recurring expenditures

Recurring expenditures are disbursements of AVANA funds that are expected to occur on

an ongoing and somewhat regular basis. These would include such Items as postage, supplies, publication of a newsletter, and postal box rental. These expenditures may be approved in advance for future payment as the expenses are incurred. These payments should be reviewed and re-approved on an annual basis.

Section 3 - Signatures on checks

All checks drawn on the Association's account shall be signed by at least two (2) authorized Board members. Authorized Board members shall consist of the President, the Treasurer and one member appointed by the Board.

Article IX: NON-DISCRIMINATION

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

Article X: AMENDMENT OF BYLAWS

These Bylaws may be amended at any General Meeting of the Association by a two-thirds majority vote of those in attendance at a General Meeting of the membership provided that the amendment(s) are in writing and are available for review by the membership at least fifteen (15) days prior to the General Meeting of the Association.

Article XI: DISSOLUTION

Upon the dissolution of the Angus Valley Area Neighborhood Association no member shall be privileged to receive any assets of the Association. The assets of the Association shall be distributed, after payment of all debts, to an organization which exists for community service purposes, within the City of Austin, which may be tax exempt under the relevant provisions of the Internal Revenue Code, and is politically non-partisan and religiously non-sectarian.

Article XII : ACCEPTANCE AND ADOPTION OF BYLAWS

These Bylaws, consisting of seven (7) pages, were approved and adopted by the residents in a general meeting, (called 30 days in advance), and held on March 27, 2007, at Davis Elementary School, 5412 Duval Road, Austin, Texas, and are hereby certified by the action of the Officers and Board subsequently elected in accordance herewith, and whose names and signatures appear hereon.

Dated this ___27th___ day of _____March_____, 2007.

Officers Elected:

 /s/ John Baylor

(signature)

President: John Baylor

 /s/ Rod Reames

(signature)

Vice President: Rod Reames

 /s/ Sheridan Foster

(signature)

Secretary: Sheridan Foster

 /s/ James Lorance

(signature)

Treasurer: James Lorance

Board of Directors Elected:

Brad Arndt _____/s/ Brad Arndt _____

Chuck Pace _/s/ Chuck Pace _____

Dennis Barnes _____/s/ Dennis Barnes _____

Kimberly Parker /s/ Kimberly Parker

David Brown _____/s/ David Brown _____

Lori Yuja __ /s/ Lori Yuja _____

Harry Lundell ____/s/ Harry Lundell _____

**Angus Valley Area Neighborhood Association
P.O. Box 200542
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