

# **Angus Valley Area Neighborhood Association Bylaws**

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# **Angus Valley Area Neighborhood Association Bylaws**

## **Article I: ORGANIZATION**

### **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 operate as a non-profit neighborhood organization located in Austin, Travis County, Texas.

### **Section 2. Boundaries**

The neighborhood is delineated by:

1. The north boundary of Yett Creek Park and Riata Vista Circle
2. The Union Pacific Railroad
3. Duval Road and U.S. Highway 183
4. Riata Trace Parkway and U.S. Highway 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 the 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. 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.
5. 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 18 years of age and older who live or own property within the boundaries of the neighborhood.

## ***Section 2. Membership Information***

The Association will maintain a membership list of those who provide their contact information to the board. Association information and news will be disseminated by the most economical means possible. The membership list 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. Number***

The Association shall be managed by a Board of Directors consisting of five officers and two to six members-at-large.

### ***Section 2. Terms of Office***

Directors shall serve for one year.

### ***Section 3. Eligibility***

Directors shall be elected from the voting membership of the Association. Only one member of the same household may serve on the Board at the same time.

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 requests must be in writing and presented to the secretary at least thirty (30) days prior to the scheduled general meeting. The secretary shall verify with the candidate that the person is 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 two (2) weeks prior to the meeting. Nothing contained in these bylaws shall preclude nominations of eligible persons from the floor at 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. Candidates may not speak for more than two minutes. The total amount of time for such presentations shall not exceed one hour.

### ***Section 4. Election of the Board***

The election of the Board of Directors shall be held at the General Meeting of the Association in the fall of each year and each member of the Association present shall be entitled to one vote. Candidates receiving the most votes are elected. In the event of a tie vote, a runoff election will be held by paper ballot. Vote counting shall be fair and impartial.

There shall be no limits on re-election. Directors take office immediately upon being elected.

### **Section 5. 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.

### **Section 6. Notice of Board Meetings**

Notice of Board meetings shall 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 defined by the President or any three Directors, forty-eight hours notice shall suffice.

### **Section 7. Method of Notice for Meetings and Elections**

Primary notice shall be via the AVANA website at: [www.angusvalley.org](http://www.angusvalley.org).

### **Section 8. Removal from the Board**

Any member of the Board may be removed by a two-thirds vote of the Board providing that written notice has been furnished to all Board members at least two weeks prior to said meeting.

### **Section 9. Vacancies**

The board may fill any vacancy on the board by majority vote of the board. A vacancy occurs whenever a board member misses three consecutive meetings, resigns, or is no longer eligible for membership. A member appointed to fill a vacancy shall serve the remainder of the unexpired term and until a successor is elected or appointed.

## **Article IV: DIRECTOR POSITIONS and DUTIES**

### **Section 1. Officers**

1. **President.** The president shall preside at all meetings of the Board and the Association and shall be a member ex-officio, with vote, on all committees. The President shall, with the concurrence of the Board, have the power to establish various committees to consider issues that may come before the Board or the Association.
2. **Vice-President.** The Vice-President shall fulfill the duties of the President in the President's absence and shall have other duties delegated by the President.
3. **Secretary.** 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)

4. Treasurer. 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, and prepare a cash flow report each year for Board review.
5. Safety Officer and Neighborhood Watch Captain. The Safety officer shall act as liaison with law enforcement agencies, promote and coordinate the neighborhood watch effort, keep the association and the watch groups informed, and follow guidelines set by the police department.

### **Section 2. Committees**

Standing and ad hoc committees may be established as necessary. Committees shall make recommendations to the board.

## **Article V: MEETINGS AND ORGANIZATION**

### **Section 1. General Membership Meetings**

Meetings of the general membership shall be held annually in the fall. Only members of the Association may hold office, introduce motions, participate in floor debate, and vote. Members must be present to vote.

Any member of the Association may request that specific items be placed on the agenda for consideration at a General Meeting. Such request must be in writing and presented to the Secretary at least thirty (30) days prior to the scheduled General Meeting. The agenda for the General Meeting shall be published by the Secretary and available for review at least (2) weeks 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. Board meetings are open to the public. Only members of the Board shall be entitled to introduce motions and vote at Board meetings. Any member of the Association may appear at a Board meeting and present information and items for consideration.

### **Section 3. Method of Notice for Meetings and Elections**

Primary notice shall be via the AVANA website at: [www.angusvalley.org](http://www.angusvalley.org).

## **Article VI: QUORUM**

### **Section 1. Quorum**

For General Meetings of the Association, a quorum is defined as the members present.

For Board meetings, a quorum is defined as fifty-one percent (51%) of the currently filled board positions.

A quorum as defined in this section shall be necessary for the transaction of all Association business. A quorum having been properly established, votes taken shall be binding on the association.

### ***Section 2. Voting***

Members must be present to vote. Proxy voting is not permitted.

## ***Article VII: FINANCES***

### ***Section 1. Income***

The Association charges no dues or membership fees; however, voluntary contributions are accepted. Activities to raise funds for Association use may be held if appropriate.

### ***Section 2. Expenses***

1. The fiscal year of the Association shall run from January 1<sup>st</sup> to December 31<sup>st</sup> of each year.
2. The Board may consider any comments and suggestions from the general membership for recommendations, but the final decision regarding expenditures is at the discretion of the Board.
3. Expenditures shall be approved by a majority vote of the Board.
4. 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.
5. Any donation received for which the donor has specified a particular use must be used for the specified purpose or returned to the donor. Such donations are accepted at the discretion of the Board.

## ***Article VIII: APPROVAL OF EXPENDITURES***

### ***Section 1. Approval***

All expenditures must be approved by the board.

### ***Section 2. Signatures***

Signatures on checks drawn on the Association's account must be signed by at least two (2) authorized Board members. Authorized Board members are the President, the Treasurer, or a member appointed by the Board.

## ***Article IX: CONFLICT OF INTEREST***

### ***Section 1. Definition***

A conflict of interest occurs whenever a member, board member, or member of his/her family holds a personal financial interest that would be impacted by action or inaction by the Association.

### ***Section 2. Declaring a Conflict of Interest***

Whenever a member or board member determines that he/she has a conflict of interest, he or she must inform the 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: 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 XI: 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. The amendment(s) shall be in writing and available for review at least two (2) weeks prior to the meeting. Primary notice shall be via the AVANA website at: [www.angusvalley.org](http://www.angusvalley.org).

## ***Article XII: 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 XIII: ROBERTS RULES of ORDER Newly Revised***

All Association meetings are to be conducted in accordance with Roberts Rules of Order.



**Article XIV: ACCEPTANCE AND ADOPTION OF BYLAWS**

These Bylaws, consisting of eight (8) pages, were approved and adopted by the residents in a general meeting, (called 30 days in advance), and held on \_\_\_\_\_ 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 \_\_\_\_\_ day of \_\_\_\_\_, 2010