

**BYLAWS of the
DISTRICT 6 COALITION of NEIGHBORHOOD ASSOCIATIONS**

ARTICLE I - NAME

The name of the organization is the District 6 Coalition of Neighborhood Associations, hereinafter referred to as the COALITION. The COALITION shall be a non-profit organization.

ARTICLE II - PURPOSE

The purpose of the COALITION shall be to serve as the point of strategic communication, encouraging the direction of available resources to enhance equity, and to provide safe and healthy communities for all participating neighborhood associations (NA), business associations (BA), and homeowner associations (HOA). The boundaries of the COALITION shall be the boundaries of City of Albuquerque Council District 6 as of the date of adoption of these Bylaws. See the Request for Membership Form on the District 6 Coalition website.

ARTICLE III - MEMBERSHIP

Section 1. There shall be two types of memberships; REGULAR and ASSOCIATE. All NAs, BAs and HOAs—hereinafter referred to as ASSOCIATIONS—located wholly or partially within the boundaries of District 6 shall be eligible for REGULAR membership. Any ASSOCIATIONS adjacent to a District 6 boundary shall be eligible for ASSOCIATE, non-voting membership.

Section 2. All ASSOCIATIONS wishing to be members of the COALITION shall provide, in writing, their desire to join the COALITION, along with the names and contact information for both a Primary and Alternate REPRESENTATIVE, as well as an additional third contact. This written membership request shall be submitted and updated annually. See the Request for Membership Form available on the District 6 website.

Section 3. Any ASSOCIATION eligible for REGULAR membership in the COALITION that has provided a written membership request shall be a member and be entitled to one vote. ASSOCIATE members shall be non-voting members.

Section 4. Dues are not required. Donations of any amount are accepted from REGULAR ASSOCIATIONS, ASSOCIATE ASSOCIATIONS, or individuals.

ARTICLE IV - REPRESENTATION & MEETINGS

Section 1. The REPRESENTATIVES shall be the governing body of the COALITION, hereinafter referred to as the BOARD. The BOARD shall consist of one REPRESENTATIVE from each ASSOCIATION. Both REPRESENTATIVES from an ASSOCIATION may attend meetings, however only one is authorized to vote at each meeting.

Section 2. REPRESENTATIVES shall be elected or selected annually by their respective ASSOCIATIONS prior to the COALITION's Annual Meeting. There is no limit on the number of terms served by any one primary or alternate REPRESENTATIVE. Vacancies are filled by the affected ASSOCIATION, and such replacement REPRESENTATIVE shall serve for the unexpired term of their predecessor.

Section 3. The COALITION shall hold an annual meeting, which ~~The Annual Meeting of the BOARD~~ shall be held in March of each year. Officers shall be elected at this meeting. The date, time and place of the Annual Meeting shall be set by the BOARD. Notice of Annual Meeting shall be provided to the ONC and all ASSOCIATIONS in District 6, by email or any other electronic means, a minimum of seven (7) days prior to the meeting, at least two weeks in advance, and reasonable attempt will be made to give notice to all members at least two weeks advance notice through two or more of the following:

- a. Website or social media posting;
- b. One or more signs placed in prominent locations; or
- c. E-mail, text message, direct message through social media, or other form of electronic messages delivered to the known address of each member.

Section 4. Regular Meetings of the BOARD shall be held a minimum of six times a year. The date, time and place of Regular Meetings shall be set by the BOARD. Notice of Regular Meetings shall be provided to all ASSOCIATIONS in District 6, by email or any other electronic means, a minimum of seven (7) days prior to the meeting.

Section 5. A Quorum consists of a simple majority of those member ASSOCIATIONS with current written membership requests. A quorum is necessary to conduct the business of the COALITION.

Section 6. Attendance at the Annual and Regular Meetings shall be in person or via electronic meeting platform; voting by phone may be allowed in special circumstances. The COALITION may notify an ASSOCIATION if there has been no representation for three consecutive meetings.

Section 7. Special meetings of the BOARD may be called by the President, or any three REPRESENTATIVES. The President or REPRESENTATIVES who called the special meeting are responsible for notifying the entire BOARD, with acquiring the time, place, and stating the reason for the meeting at least 48 hours prior to the meeting.

Section 8. Executive Sessions will be established by a quorum of BOARD voting to enter and exit an executive session. The reason for the session must be stated prior to the vote to hold an Executive Session. The President will provide a verbal summary of the Executive Session. No official action will be taken.

ARTICLE V - POWERS

Section 1. Each ASSOCIATION is autonomous. Membership in this COALITION does not preclude an ASSOCIATION from supporting any policy or from opposing any policy or activity it deems detrimental to its membership.

Section 2. In general, if the COALITION is petitioned by an ASSOCIATION to support a proposal, a majority vote of the eligible voting members present shall determine the BOARD position on the proposal. However, when one or more ASSOCIATIONS are opposed to the proposal, the BOARD may support the proposal with the concurring vote of a majority of the member ASSOCIATIONS eligible to vote. In all instances, the BOARD may choose to remain neutral, neither supporting nor opposing a proposal. Nothing herein shall prevent an ASSOCIATION from taking a position opposite to that of the BOARD.

Section 3. The City of Albuquerque's Integrated Development Ordinance (IDO) requires Notification of Recognized Neighborhood Association representatives in certain circumstances. In the absence of a recognized association, the COALITION may respond to the Notification Letter. IDO Notification Letters may be posted on the District 6 website.

ARTICLE VI - OFFICERS

Section 1. The Officers of the COALITION are President, Vice-President, Secretary, and Treasurer, and other such Officers as the BOARD may decide. They will be elected by the BOARD from its membership at its Annual Meeting. Officers' terms are for one year and there is no limit to the number of terms that may be served. Vacancies and newly created offices shall be filled by the BOARD from its membership. Officers shall perform the duties, have the powers, authority, and obligations assigned by the BOARD to the office and provided by these Bylaws. An Officer may also serve as the REPRESENTATIVE of an ASSOCIATION if there is no other Primary or Alternate REPRESENTATIVE present at the meeting.

Section 2. Duties of the Officers:

PRESIDENT: The President shall be the principal spokesperson for the COALITION. The President shall preside at all meetings of the BOARD and generally do and perform all acts incident to the office of the President, and shall have additional powers and duties as may, from time to time, be assigned by the BOARD. The President may sign and execute in the name of the COALITION, those agreements, contracts, and other instruments authorized by the BOARD. The President shall present an Annual Report to the BOARD at the Annual Meeting. The President shall arrange for a written agenda in advance of each meeting. The President will only vote in order to break a tie vote.

VICE-PRESIDENT: The Vice-president shall perform the duties of the President, with all the powers and restrictions placed on that office during the President's absence, disability, or at the President's request.

SECRETARY: The Secretary shall keep the minutes of all COALITION meetings, passing them on to the successor Secretary. The Secretary shall maintain a current membership list of

the COALITION REPRESENTATIVES, both Primary and Alternate. At the request of the President, the Secretary may be asked to give notice of all COALITION meetings. The Secretary will be in charge of all official records of the COALITION except those of a financial nature and shall perform such other duties as may be assigned by the President, or the BOARD.

TREASURER: The Treasurer, under supervision of the BOARD, shall collect and have custody of all COALITION funds, shall report upon the financial condition of the COALITION as may be required by the board or as directed by the President. The Treasurer shall pass auditable records to the successor Treasurer.

ARTICLE VII - COMMITTEES AND DELEGATIONS

Section 1. COMMITTEES: The BOARD shall determine the committees necessary to fulfill the objectives of the COALITION. All committee chairpersons and members shall be appointed by the President, subject to BOARD approval. The President and Vice-president shall be ex-officio members of all committees.

Section 2. DELEGATION: Delegates may be appointed by the President, subject to BOARD approval, to represent the COALITION as necessary. Delegations shall have only those powers vested in them by the BOARD.

Section 3. REPORTS: An oral and written report of any action taken by a committee or a delegation shall be given at the next Regular Meeting or Annual Meeting. No report, newsletter, position, endorsement, policy, letter or other action of any committee or committee members, or any Officer or Director of the COALITION shall be considered as the act of the COALITION unless and until it has been approved by the BOARD. The use of the District 6 Coalition name for any purpose must be approved by a majority of the BOARD.

ARTICLE VIII - MONETARY MATTERS

Section 1. FUNDS: The depository for COALITION funds and the manner of accomplishing these matters will be determined by the BOARD. All expenditure of funds requires prior approval by the BOARD.

Section 2. COMPENSATION AND PECUNIARY BENEFITS: No part of the funds of the COALITION shall be used for the benefit of its officers, directors, representatives, or other private or public persons. The COALITION shall be authorized and empowered to make reimbursement for approved expenses incurred on behalf of the COALITION. To receive reimbursement for expenses incurred on behalf of the COALITION, receipts must be provided to the Treasurer.

Section 3. RECEIVING AND DISBURSING FUNDS: All dispersion of funds require BOARD approval. The Vice President and Treasurer are signatories on the account.

Section 4. AUTHORITY TO BIND: No member of or representative to the COALITION shall incur any debt for, or enter into any agreement for or otherwise obligate the COALITION, except by authorization of the BOARD.

Section 5. ACCOUNTING YEAR: The accounting year of the COALITION shall be the calendar year beginning on January 1 and ending on December 31.

Section 6. ANNUAL EXAMINATION: An annual examination of the financial records shall be performed by two REPRESENTATIVES of the COALITION, appointed by the BOARD. They will report their findings during the Annual Meeting.

Section 7. DISSOLUTION: In the event of dissolution, the BOARD shall, after paying or making provisions for payment of all liabilities of the COALITION, dispose of all the assets of the COALITION to a charitable organization or Member Association as selected by the BOARD.

ARTICLE IX - REMOVAL or RESIGNATION FROM OFFICE

Section 1. Any Officer of the COALITION may be removed from office for failure to fulfill the duties of said office or for conduct ~~detrimental to the best interests of the COALITION,~~ such as being disruptive or using threatening or abusive language or physical actions which create a hostile and/or unsafe environment during meetings, or for misrepresentation. This action requires a two-thirds (2/3) vote of the members at a regular membership meeting.

- a. This action shall not be considered until the issues have been documented by the Board and the officer or board member in question has been apprised of the concerns at least once and given a chance to resolve the issue(s).
- b. Once the decision is made to proceed with the action, the officer or board member in question will be given written notice at least two weeks ahead of the meeting that will take up the vote. The notice is to include a summary of the reason for the action and the date, time, and place of the meeting.
- c. The proposed action must be included in the agenda and membership notification given as required for any regular membership meeting (Article IV, Section 4).
- d. This action may be nullified after one year in a new election but with a two-thirds (2/3) vote of the membership rather than the simple majority.

~~by a two-thirds (2/3) vote of the member associations represented at a meeting at which the proposed removal was on the agenda. The Officer whose removal is to be considered shall be provided written notice of the meeting at least four (4) days in advance of such meeting.~~

Section 2. RESIGNATION: An Officer or REPRESENTATIVE of the COALITION in good standing may resign by sending a written notice of resignation to the COALITION president by email or First-Class mail. In the event of a Representative's resignation, the affected ASSOCIATION may replace their REPRESENTATIVE by informing the President of the COALITION by email or in writing. In the event of an Officer's resignation, the BOARD may, by majority vote at the next regular meeting or by email, approve a replacement Officer to serve the remainder of the term.

ARTICLE XI - PARLIMENTARY AUTHORITY

The current edition of *Robert's Rules of Order Newly Revised* may govern the proceedings of the COALITION in all cases in which they are applicable, and when they are not in conflict with these Bylaws.

ARTICLE XII – POLITICAL ACTIVITY

Section 1. The COALITION will have no direct or indirect participation or intervention in political campaign on behalf, or in opposition to any candidate for public office. This does not preclude inviting candidates for office to address members of the COALITION at a meeting, providing the invitation is extended to all candidates for the same office. Invitations are not to be construed a COALITION advocacy. Furthermore, the COALITION may sponsor a candidate forum or debate to promote members understanding of candidates' positions on issues affecting the member associations. It does not preclude the COALITION from criticism of candidates or office holders with views detrimental to the purposes of the COALITION.

Section 2. The COALITION does not discourage member's participation on or in other boards, commissions, coalitions, and similar groups. When such an outside group has business before the COALITION, the member shall advise the COALITION of the facts and shall recuse him or herself from voting on the matter. If the member does not recuse him or herself, the COALITION shall have the option—by an affirmative vote of the majority of the BOARD present—to enforce recusal of the member from voting on the matter.

Section 3. ~~Conflict of interest; Members of the COALITION shall not use their position to benefit or promote their own personal or a client's interests. If a member has direct personal, electoral, or financial interest, (such as an interest in a development project or representing a developer or being on a development team for a proposed project) the member shall be considered to have a conflict of interest. The member shall advise the COALITION of that conflict of interest and shall recuse him or herself from voting on that matter. If the member does not recuse him or herself, the COALITION shall have the option—by an affirmative vote of the majority of the BOARD present—to enforce recusal of the member from voting on the matter.~~

ARTICLE XIII –AMENDMENTS

These bylaws may be amended by a vote of 2/3 of the member ASSOCIATIONS represented at a regular or special meeting, provided that written notice of the proposed amendment has been emailed or mailed to the last known address of each REPRESENTATIVE (Primary and Alternate) of every active ASSOCIATION, and posted to District 6 Coalition website at least fourteen (14) days prior to the date of such meeting.

ARTICLE XIV –POLICIES AND PROCEDURES

Section 1. Items and procedures that require some degree of flexibility, such as dates and times of regular meetings, are included in the Policies and Procedures document located on the District 6 website.

Section 2. Policies and Procedures may be amended at a Regular Meeting and with a simple majority of the BOARD.

These Bylaws were adopted and ratified by the BOARD of the COALITION on the sixteenth day of October, 2023.

President _____ Peter Belletto

Vice President _____ Sandra Perea

Secretary _____ Calvin Martin

Treasurer _____ Patricia Willson