

SOUTHERN GABLES NEIGHBORHOOD ASSOCIATION

BYLAWS

The following bylaws were voted and approved as the revised bylaws of Southern Gables Neighborhood Association, an unincorporated nonprofit association duly organized at the first annual meeting of the general membership held in Jefferson County, Colorado on April 10, 1973, further revised and approved by the membership.

Article I – NAME

Section I: The name of the Association shall be the Southern Gables Neighborhood Association.

Article II – PURPOSE

Section II: The purpose of this non-profit Association is to promote and protect the common interests of the members, keep informed of current developments, investigate issues of area wide concern, and provide citizen input to appropriate governmental agencies, in the following ways.

A. Promote the maintenance and continued improvement of public parks, recreation areas, schools, transportation networks and street lighting.

B. Promote the efficient provision of services and long-range planning by tax collecting entities including cities, county, special districts, and school districts.

C. Encourage a cohesive community by providing opportunities for social activities and supporting worthy local civic organizations.

D. Provide forums for the dissemination of information affecting the residents.

Article III – MEMBERSHIP

Section I: Each resident household of the Southern Gables area is eligible for membership in the Association. A resident household shall consist of all persons residing in a single residence.

A. The Southern Gables Area shall be defined as the area known as Southern Gables and Valley View. This area is bounded by Wadsworth Boulevard on the east, Morrison Road on the south, Jewell Avenue on the north and Garrison Street on the west.

B. Memberships are established and renewed by payment of annual membership dues as set forth in Section II below.

C. Honorary membership may be conferred at the discretion of the Board of Directors, and for a period established by said Board, upon persons whose character, conduct, or whose services rendered to the community are of an exemplary nature or of great public benefit to the area. Honorary members are not voting members.

D. Membership rolls are confidential and are not released for commercial purposes.

Section II: A. Dues: Annual dues per household shall be determined by the Board of Directors. They shall be payable at or before the annual business meeting held in May of each year and apply to the succeeding fiscal year (May 1st to April 30th). Dues collected after the May meeting, for the current fiscal year, shall not be prorated and shall be valid for the remaining portion of the membership year.

B. Any special fees and assessments must be recommended by the Board of Directors and approved by the membership.

C. Refund of dues or assessments may be made if requested by a member and approved by the President or Treasurer.

Section III: Voting – Each member household shall have one vote. All voting shall be done by a member in good standing. Cumulative and proxy voting is prohibited. A simple majority of the eligible voters present at a meeting of the Association will constitute passage of any measure before the membership with the exception of amendments to the bylaws or assessments. These exceptions require a two-thirds majority vote of the eligible voters present.

Section IV: Membership in the Association is not transferable or assignable.

Article IV – BOARD OF DIRECTORS

Section I: The activities of the Association shall be managed, governed and controlled by the Board of Directors (“the Board”). The Board shall preserve, promote and protect the interest of the Association in accordance with the wishes of its members. The Board shall supervise all transactions of the Association and the conduct and work of its Officers and committees.

Section II: The Board shall consist of the Officers and Directors. Directors include one Area Representative from each area shown on the attached map plus a maximum of three Directors at Large. The Board shall commence its term

of office at the May business meeting, during which the election of Officers is held. Area Representatives and other Directors are appointed by the Board as needed.

- Section III: Officers shall be elected during the Association business meeting held in May. The term of office shall be one year.
- Section IV: Vacancies – The Board shall fill vacancies on the Board by appointment to complete the term of office. Three successive absences from Board meetings by a Board member may be considered as grounds for replacement.
- Section V: The power to encumber, transfer, assign, and sell any of the assets of the Association is vested in the Board.
- Section VI: Removals – A Board member may be removed for cause by a majority vote of the Board.
- Section VII: A. Board Meetings – Regular meetings of the Board shall be held at least semiannually, the time and place of such meetings to be decided by the Board. Board meetings are open to Association members as observers.
- B. Special meetings of the Board may be called at the request of the President or any two Board members.
- C. Notice of regular and special Board meetings must be given at least five days prior as circumstances dictate.
- Section VIII: A quorum for any meeting of the Board shall consist of a majority of the Board members.

Article V – OFFICERS

- Section I: All Officers are elected annually by the Association membership. The Officers shall consist of a President, Vice-President, Secretary, Treasurer, and other Officers that the Board might deem necessary.
- Section II: President – Shall serve as the President of the Association and Executive Officer of the Board. The President shall preside at all meetings of the Board and have general supervision of committees and policies of the Association.
- Section III: Vice-President – Shall execute all duties of the President in the absence or inability of the President to continue. The Vice-President shall obtain the meeting place and have further duties as the Board may provide.

Section IV: Secretary – Shall be in charge of all records, documents, and papers. The Secretary shall transact all correspondence and maintain all the records of the Association, make meeting notifications, take minutes, report the proceedings of the Board and of all annual and special meetings of the Association membership, and maintain membership rolls.

Section V: Treasurer – Shall receive all revenues and pay all legitimate claims as the Board may direct. The Treasurer shall deposit all monies at a depository selected by the Board and shall maintain adequate records of all monies received and paid out. The Treasurer may, at the discretion of the Board, give and enter into a good and sufficient security bond in the amount fixed by the Board, conditioned upon the faithful discharge of these duties. This bond is to be paid for by the Association. The Treasurer shall make reports at each meeting of the Board, and at the annual May Association meeting. The treasurer shall provide such other reports as required by the Board.

The Board will appoint a committee of two to audit the books at the end of each fiscal year and at any other time the Board may specify.

Article VI – ADMINISTRATION

Section I: An annual Association business meeting will be held in May. The election of officers shall be conducted at the May meeting.

Section II: Special meetings of the Association shall be called by the President of the Board upon request of a majority of the members of the Board or upon the request of 25% of the members of the Association.

Section III: Notice of all general Association membership meetings shall be disseminated by newsletter, electronic media, or physical delivery at least five days prior to said meeting. The notice shall describe issues to be voted on at the meeting.

Section IV: The fiscal year of the Association shall begin May 1 of each year.

Section V: Robert’s Rules of Order, Newly Revised, shall govern the procedures and order of business at all meetings.

Section VI: Elections –The Board shall propose a slate of nominees for all offices to be filled, prior to sending notifications for the May Association meeting. Additional nominations may be made by any member during the meeting.

Article VII – COMMITTEES

Section I: The Board may establish committees for the purpose of accomplishing the tasks of the Association. The Board shall establish the procedures,

personnel, objectives, and term of each committee which is not contained in these bylaws.

Section II: Program Committee – Shall obtain speakers or other events for each of the regular Association meetings. These programs shall be of general interest to the Association membership and should enhance the goals of the Association. The committee shall also plan and coordinate activities for special events.

Section III: Budget Committee – Shall prepare and present an annual budget to the Board for approval. The Budget shall be adopted at the first semiannual Board meeting of the calendar year for the fiscal year.

Section IV: Communications Committee – Shall prepare and distribute the semiannual newsletter. This committee shall also prepare and release all press notices or other communications.

Article VIII – AMENDMENTS

Section I: Amendments to these bylaws or changes in assessments must be recommended by the Board and submitted in writing to the Association membership five days prior to a regular or special meeting. A two-thirds majority vote of the eligible voters present shall constitute passage and adoption of the amendment, change or assessment.

Article IX – INDEMNIFICATION

Section I: Each person who acts as a Director or Officer of this Association shall be indemnified by the Association against expenses actually or necessarily incurred in defense of any action, suit or proceeding arising from being or having been a Director or Officer of the Association, except in matters in which liability for gross negligence or willful misconduct is adjudicated, and except for any sum paid the Association in settlement of an action, suit or proceeding based on gross negligence or willful misconduct in the performance of Association duties. In the event of death this indemnification shall extend to the person's legal heirs and representatives.

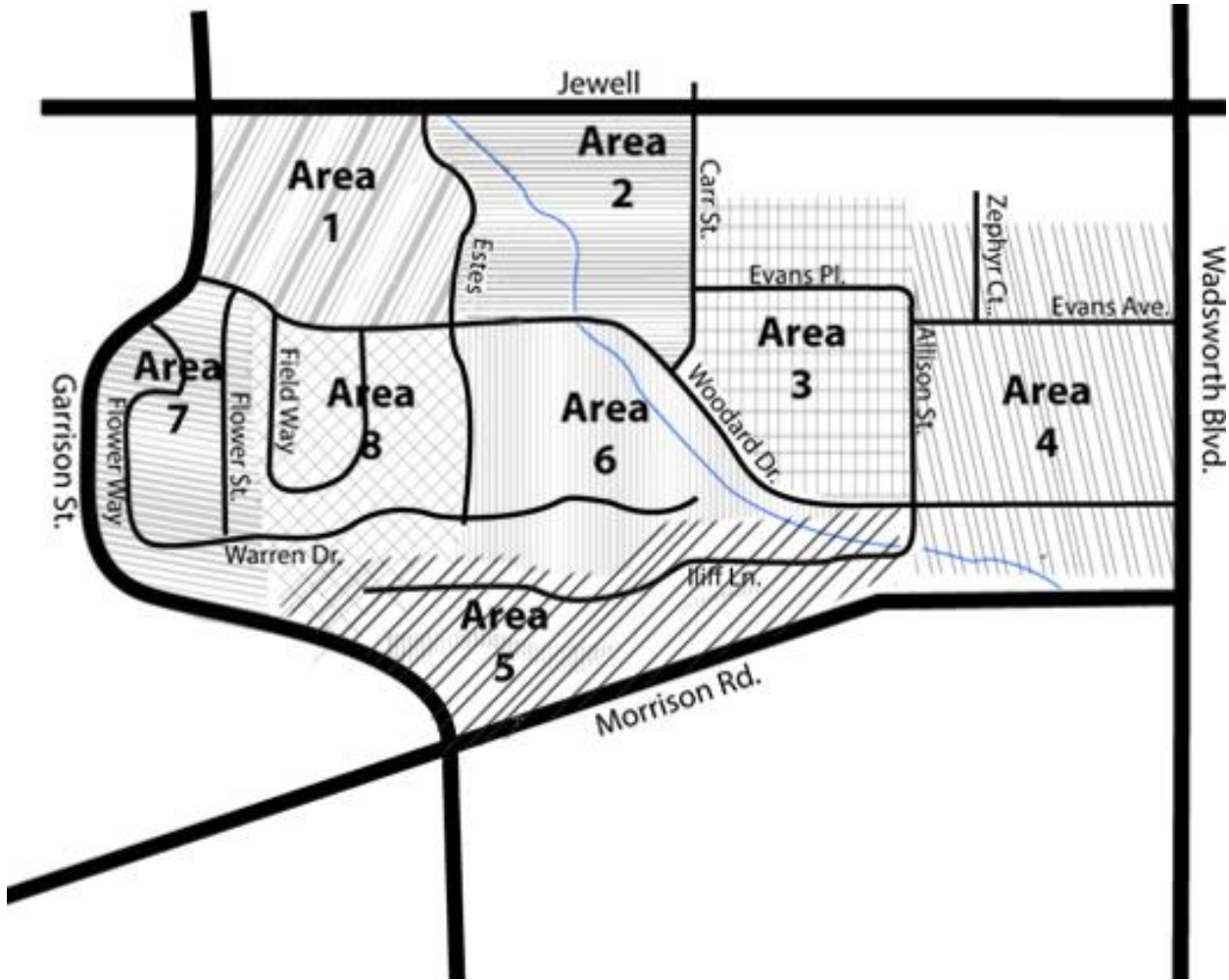
Article X – INTERPRETATION

Section I: The Board shall be the final authority in the interpretation of the provisions of these bylaws.

Record of Amendments:

1. May 8, 2018
2. June 8, 2020

Attachment to Southern Gables Neighborhood Association Bylaws



Southern Gables Neighborhood Map