

# **CONSTITUTION AND BYLAWS**

## **OF THE**

### **NEWBERRY SPRINGS/HARVARD REAL PROPERTY OWNERS ASSOCIATION**

#### **PREAMBLE**

Recognizing the advantage and necessity of cooperative effort properly and legally directed to protect and defend our rights and interest as “real property owners” in all matters affecting our existence in the Newberry Springs area, we hereby pledge our united efforts and support as members of the Newberry Springs/Harvard Real Property Owners Association, in the accomplishment of such purpose.

It is essential and mandatory that we organize in order to establish and maintain conditions in our community regarding property rights and investments to provide for ourselves and our families that measure of comfort, happiness and security to which every citizen is entitled.

For reasons stated, we adopt this Constitution and By-Laws, pledge our support to the said organization, and, as members thereof, we agree to abide and be governed by the provisions, requirements, purpose and intent of this Constitution and all subsequent amendments duly enacted hereto.

#### **CONSTITUTION AND BY-LAWS**

##### **Article I**

###### **NAME AND LOCATION**

Section 1: This organization shall be known as the Newberry Springs/Harvard Real Property Owners Association. For simplicity and to avoid general confusion, the term ‘real’ shall be dropped from the name, only to the public’s view. The name shall remain as stated above for the purpose of the CONSTITUTION AND BY-LAWS.

Section 2: It shall be a non-profit organization.

Section 3: The organization shall be located (headquartered) in Newberry Springs, CA 92365 and shall encompass the Newberry Springs planning area as formulated by San Bernardino County and shown on the map thereof.

## **Article II**

### **PURPOSE**

Section 1: To promote and protect the rights and interests of property owners of the Newberry Springs/Harvard areas as formulated by the San Bernardino County Planning Boundaries.

Section 2: To provide a public forum for the membership for discussion and proposed solution of problems inimical to the welfare and well-being of said property owners.

Section 3: To act as a liaison between the property owners and the agencies of government, or any entity promoting conditions that would adversely affect the residents of the communities.

Section 4: To establish standards and criteria for the future needs of an existing and growing population in Newberry Springs and Harvard that will afford clean air, pure and sufficient water, open spaces, schools churches, recreational facilities, and roads, with business and industrial zones for the accommodation of the residents.

Section 5: To enlist cooperative effort toward the solution of problems adversely affecting the real property owners of the said area.

## **Article III**

### **MEMBERSHIP**

Section 1: Membership shall be open to all Newberry Springs/Harvard Real Property Owners.

Section 2: Eligibility for membership will be proof of real property ownership of property within the boundaries of the areas as stated in Article (I), Section (3). This proof will be any one of the following:

- a. By furnishing a Grant Deed showing the name of the grantee(s).
- b. By furnishing a tax bill containing the name of the owner and a parcel number or a legal description of the real property.
- c. In the case of a family trust, by furnishing written proof from other family members of the trust that the applicant is the legal member of the trust and either a, b, or c, above.
- d. Power of Attorney from the family member or partner/associate who is listed on the parcel to confirm the applicant's vested interest.
- e. In situations such as properties owned by a business, church or corporation a letter from the executive head indicating the person authorized to act on their behalf and by

furnishing a legal contract containing a legal description of the real property and showing the names of all parties to the contract and all shareholders if held in a corporation.

- f. Any situation not covered by the above may be brought before the Board of Directors for a decision.

Section 3: Persons who are not property owners within the Newberry Springs/Harvard Planning areas may become an Associate Member by paying the annual dues as specified in Article IV, Section 1. Associate Members do not have the right to vote or hold an office.

Section 4: Regardless of number of parcels or value of respective parcels, membership (vote) shall be as follows:

- a. An individual owner of one or more parcels is entitled to one vote.
- b. Husband and wife, owners of one or more parcels, are entitled to one vote only.
- c. Joint ownership, owning one or more parcels, are entitled to only one vote, not one vote each.
- d. A Corporation, (church or business) owning one or more parcel/s is entitled to only one vote.

Section 5: Members in good standing shall be eligible to vote on all matters presented at all regular meetings and will be eligible to hold office provided they do not hold office on any board having the power to tax or regulate within the boundaries of this organization. Voting on motions and other regular meeting business (other than elections) shall be by a) an oral vote by “aye” or “nay” as called for by the president or presiding officer, b) a counted showing of hands if necessary due to close vote or c) a written ballot if deemed necessary by the board of directors.

Section 6: Responsibility for establishing membership and maintaining good standing in accordance with this Constitution rests entirely with each member. Payments of dues are to be acknowledged by the membership card signed by the treasurer or membership chairman and a receipt, if requested, signed by the treasurer or membership chairman. If the membership card or receipt is unavailable, a current membership roster will be maintained and available at all meetings to evidence all members in good standing. Members in good standing are defined as those members who have paid their dues in full at least 30 days prior to voting.

## Article IV

### FINANCES

Section 1: The annual membership dues shall be \$15.00 beginning the year 2008 and shall be payable each ensuing year on the anniversary date of the joining member. A grace period of 90 days will exist from that anniversary date to allow sufficient time to renew annual memberships. After the grace period, a member shall be removed from the membership roster and his/her voting right shall be revoked until such time as he/she brings the dues current.

Section 2: The membership dues shall be modified as necessary by two-thirds vote of the members present at any meeting.

Section 3: Expenditures up to five hundred dollars (\$500.00) shall be approved by a majority vote of the Board. Cost of printing and mailings to membership on a periodic schedule is to be set by vote.

Section 4: The Secretary shall be permitted a petty cash fund of one hundred dollars (\$100.00) for small expenses and shall be included in the Financial Report made to the Board.

Section 5: Checks written in the name of the Association shall require any two (2) signatures of three officers of the Association authorized to sign checks by the officers of the Association and one of the two signatures must be that of the President.

Section 6: All finances, files, records, and correspondence are the exclusive property of the NS/HRPOA and will be relinquished to the governing board of directors upon request.

## **Article V**

### **OFFICERS**

Section 1: The officers of this organization shall be President, Vice-President, Secretary and/or Treasurer, Executive Director, and at least three (3) directors. Other officers may be appointed or elected if deemed necessary by the Board of Directors.

Section 2: Those elected Executive officers and (elected or appointed Directors shall constitute the Board of Directors.

Section 3: The duties of the President shall be the legislative head of the association and shall preside at all meetings. He/She shall be the official legislative representative and spokesman of the NS/HRPOA in all instances and situations when such representation is appropriate. He/she shall with counsel and advice of the Board of Directors appoint as needed the program, steering committees and task forces. He/she, with authorization of the Board shall sign all deeds, contracts, and other instruments affecting the operation of the NS/HRPOA and of any of its properties. The president may ask the Board to add specific items to the agenda. The president of the board of directors shall approve all outgoing correspondence, which represents this association or an action of the association.

Section 4: Duties of the Vice-President. In the absence of the President he/she shall perform the duties of the President and assume any duties directed by the President.

Section 5: Duties of the Secretary shall be to record the minutes of all meetings, coordinate with President to prepare agenda for board meetings and general membership meetings and perform any other duties assigned by the President.

Section 6: Duties of the Treasurer shall be to have charge and custody of and be responsible for all funds, render an accounting thereof at all Board Meetings, be accountable for membership dues, shall receive and give receipts for money due and payable to the organization and deposit all such monies in the name of the organization in one or more depositories as shall be selected by the Board.

Section 7: Duties of the Executive Director works as administrative officer and general manager of the organization, is in charge of the central office, and acts under the direction of the Board. The specific duties of the Executive Director shall be: filing and keeping of all files and records including banking, ordering and purchasing all office supplies, copying agendas and other materials for board and membership meetings, coordinating banking of dues with treasurer, coordinate setup and break down of meetings.

Section 8: Duties of the Directors. The Directors shall be present at all meetings and have the right to vote on all matters requiring action by the Board and will be available for such duties as may be assigned to them by the President.

## **Article VI**

### **MEETINGS**

Section 1: The membership meetings shall be held a minimum of four times a year. The membership meetings may be held on the second Saturday of each month from January through December. The regular membership meetings in July and August may be excluded with approval of the Board. Additional meetings may be called if deemed necessary. Such meetings shall be by public notification.

Section 2: The board of Directors shall meet as needed when called by the President, as such time and place as designated by the President. The presence of half plus one of the Board of Directors shall constitute a quorum for conducting a Board Meeting.

Section 3: The presence of half plus one of the Board of Directors plus six members in good standing at any legal membership meeting shall constitute a quorum for the transaction of business.

## **Article VII**

### **ELECTIONS AND TERMS OF OFFICE**

Section 1: The president may appoint a nominating committee consisting of not less than three (3) nor more than five (5) persons at the September meeting. A Chairperson shall be selected from this committee by the committee members. The Chairperson shall get the approval from each candidate prior to placing his/her name on the proposed slate. The Chairperson and his/her committee shall prepare and submit to the Board and the general membership at the October membership meeting a slate of the candidates to be placed on the December election ballot and give a report at the October membership meeting.

Section 2: Nominations may be accepted from the floor at the November membership meeting and all nominations shall be closed.

Section 3: Absentee ballots shall be accepted.

Section 4: Notification to all members of slate of candidates. The Board may do a mailing to the general membership listing all the candidates. Prominently displayed on this mailing shall be notification that members may request an absentee ballot to vote. The mailing of the slate of candidates shall be sent to all members no later than ten (10) days after the October membership meeting. Candidates may provide a written statement of their biography and intentions. A request for nominations may be included in the Fall Newsletter.

Section 5: Newly elected Officers and Directors shall be sworn in and assume office in the following January at the membership meeting or a) immediately following the vote in the December meeting or b) at the January Board meeting if one takes place prior to the January membership meeting. Newly elected Officers and Directors shall assume office on January 1<sup>st</sup>.

Section 6: A vacancy shall be created by resignation of an Officer or director or by absence from three consecutive Membership meetings or three consecutive Board meetings. Extenuating circumstances causing such as absence may be approved by the Board of Directors.

## **Article VIII**

### **COMMITTEES**

Section 1: The President shall appoint, at the January membership meeting, an auditing committee whose duty it shall be to audit the Treasurer's accounting at the close of the fiscal year, and to report the results at the following membership meeting. All records from the previous January 1<sup>st</sup> through December 31<sup>st</sup> shall be received by the auditing committee by January 15<sup>th</sup> of the New Year or within five (5) days after the receipt of the January bank statements.

Section 2: Committees shall be appointed by the President or by the Board of Directors and will include, but not be limited to, membership, roads, MWA, Newsletters and meeting committees. Exact duties of these committees shall be clarified in the policy and procedures manual.

## **Article IX**

### **LIMITATIONS AND LIABILITIES**

Section 1: This organization shall not incur, not cause to be incurred, any liabilities or obligations whatsoever, which shall subject it to liability by any individual, corporation or organization.

Section 2: Outside of the Board, committee, and regular meetings, no officer or board member shall represent this organization without prior consent and direction of the Board of Directors.

Section 3: No officer or board member shall commit acts that may subject this organization to liability by any individual, corporation or organization.

Section 4: In the event an officer or a board member violates any of the bylaws or subjects this organization to be potentially liable, may be subject to removal from the Board of Directors. Such removal shall be initiated by a majority vote of the Board of Directors. Removal action must be confirmed by a vote at the following general meeting.

## **Article X**

### **AMENDMENTS OF BY-LAWS**

Section 1: At such time these bylaws are amended, a bylaws committee will be appointed. The proposed changes will be submitted to the Board for their review. If two or more proposals for the same Article/Section have been submitted, a majority vote of the Board will determine the proposal to submit to the membership. After Board approval, the finalized proposed bylaws will

be presented at a regular membership meeting and voted on by the membership at the following regular membership meeting.

Section 2: These bylaws can be amended at any regular membership meeting of the organization by a two-thirds vote of the votes cast by the members present, provided the amendment has been submitted at the previous membership meeting.

Section 3: A Policies and Procedures Manual shall be formulated and followed as a guideline to carryout and/or enforce the bylaws. The Policies and Procedures Manual shall be established by the Board of Directors. Any changes to the Policies and Procedures must be approved by the Board of Directors.

By-Laws amended February 14, 2015 and approved March 14, 2015

President \_\_\_\_\_  
Ellen Johnson

Secretary \_\_\_\_\_  
Margaret Graessle

### **Article XI**

#### **PARLIAMENTARY AUTHORITY**

Section 1: The rules contained in the current edition of Robert's Rules of Order shall govern the organization in all cases to which they are applicable.

### **Article XII**

#### **DISSOLUTION OF THE ASSOCIATION**

Section 1: Dissolution of this Association shall be in accordance with Robert's Rules of Order revised and State law.

Section 2: Any assets remaining in the name of the Association at its dissolution shall be distributed to one or more organizations having similar objectives.

Date Read \_\_\_\_\_

Date Approved \_\_\_\_\_

President \_\_\_\_\_

Vice-President \_\_\_\_\_

Witness \_\_\_\_\_

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