

Santa Teresa Foothills Neighborhood Association By-laws
8/19/2000

Article I
Name

The name of this Association shall be the *Santa Teresa Foothills Neighborhood Association*, which is located in the City of San Jose, County of Santa Clara, State of California.

Article II
Purpose

The purpose of this Association shall be to provide a vehicle for the desires of the people within the Santa Teresa Foothills Neighborhood. The objectives of the association include safe neighborhoods, firearms control consistent with land use compatibility of hillsides and neighborhoods, preservation of the Santa Teresa Foothills as open space, promotion of the Coyote Alamitos canal as a public trail, hillside development enforcement, County / City Planning coordination improvement, and public education and analysis.

Article III
Membership

Section 1. ELIGIBILITY. The membership area is generally defined as between Santa Teresa Blvd. on the north, the Coyote Alamitos canal on the south, Cottle Road on the east and Winfield Blvd. on the west.

Section 2. MEMBERSHIP Any person who subscribes to the goals and aims of the Santa Teresa Foothills Neighborhood Association and resides in the general area shall be eligible for membership.

Section 3. VOTING. Each member shall have the right to cast one vote. In the case of family members, all adults 18 yrs or older are entitled to one vote each. A voting member must attend at least two (2) consecutive meetings and not miss two (2) consecutive unexcused meetings to remain eligible to vote.

Section 4. ASSOCIATION MEETINGS. The Association shall meet at least twice per year on dates to be determined by the officers. The August meeting shall be held for the election of officers. The meetings shall follow Robert's Rules of Order. Special meetings may be called by the order of the Board or Officers or the President. Seven (7) days notice shall be given for such meetings. A sign up list shall be taken at each Association meeting. Minutes must be taken at each Association meeting. Copies of the previous minutes are to be provided at the following meeting.

Section 5. VOTING METHOD. A project or initiative brought to vote by the directors should be the product of a committee recommendation or consensus discussion. New ideas will be submitted to the Board of directors for a scheduled vote. A quorum for the Association meetings vote shall be a majority of the Board of Directors plus 7% of the voting membership. Voting may be done through a show of hands or verbal forum for regular agenda items. A majority vote is defined as the majority of board members plus a majority of the voting

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members in attendance. When voting for officers or other action items, members may use secret ballot.

A record of how every Board member votes at the Association meeting must be kept.

Section 6. FEES Membership dues will be determined by the board of directors.

Article IV

BOARD OF DIRECTORS

Section 1. COMPOSITION. The Board of Directors shall consist of nine (9) members of the Association. Officers of this Association shall be: President, Vice President, Secretary, Recording Secretary, Treasurer and four directors at large.

Section 2. TERM OF OFFICE. The term of office shall be for one (1) year. No officer may hold the same position for more than two (2) consecutive terms.

Section 3. VACANCIES. A vacancy on the Board of Directors shall be filled by the board for the remaining period until the next annual election.

Section 4. POWERS AND DUTIES. The Board of Officers shall:

- a. Be responsible for conduct and management of the Association,
- b. Supervise preparation and maintenance of the procedures and guidelines for the Association and its activities:
- c. Appoint ad hoc committees as needed and
- d. Budget and approve all expenditures. Two board of directors must sign each check.
- e. Set agenda and items for voting at the general meeting

Section 5. MEETINGS. The Board shall meet at least six (6) times annually at times designated by the Board. The President may call special meetings at any time and shall call a Special meeting upon telephone request of three (3) members. In either case, three (3) days notice shall be given.

Section 6. QUORUM. The quorum for Board meetings shall be a simple majority.

Roll call must be take at each Board meeting.

Minutes must be kept of each meeting. Copies of the previous minutes are to be provided at the following meeting.

A record of how every Board member votes must be kept.

The Board is responsible for the semi annual association meetings and a Quarterly Newsletter

Section 7. FUTURE PROJECTS A project or new idea is submitted at the Association meeting. If said project is approved by the Board and members of the Association, then a chairperson is selected to organize the project. At the next Association meeting, the chairperson will provide a list of volunteers, supplies, and details on how the said project will

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be carried out and the date or dates of said project. The Board and Association members will vote on the project as proposed by the chairperson. If approved, then said project to proceed as proposed by chairperson.

If all Board members vote 'no" on a proposed project, then said project goes into a dead file.

Article V

DIRECTORS

DUTIES

Section 1. PRESIDENT. The President shall coordinate all Association activities, preside at meetings of the Association and the Board, and shall have the general powers of supervision and management of the Association as pertains to the office and such duties as may be designated by the Board.

Section 2. VICE PRESIDENT. The Vice President shall assume the duties of the President in the officer's absence and shall be responsible for editing the newsletter

Section 3. SECRETARY. Shall be responsible for notification of Association meetings and Board meetings. The secretary shall be responsible for the membership rolls. The Secretary has the responsibility of correspondence at the direction of the President.

Section 4. RECORDING SECRETARY The recording secretary shall keep the minutes of the Association and Board meetings.

Section 4. TREASURER. The Treasurer shall be custodian of the Association funds and shall supervise the handling of funds of any enterprises of the Association. The Treasurer shall assure the keeping of proper financial records and report regularly to the members and the Board, pay budgeted requests as directed by this Board.

Section 5. DIRECTOR AT LARGE Working with Officers to provide ongoing leadership, policy and direction for the business of the association.

Article VI

DISSOLUTION OF ASSETS

The property of this association is irrevocably dedicated to community education, prevention, intervention, preservation, maintenance, and enhancement. No part of the Association income shall ever inure to the benefit of any Director, officer, or member. Upon dissolution or winding up of the Association, it's assets remaining after payment of its debts and liabilities, shall be distributed to a nonprofit fund, a foundation, community group, or a corporation organized exclusively for the purposes and goals established by the Association.