

**BY-LAWS OF
PUEBLO GARDENS NEIGHBORHOOD ASSOCIATION (PGNA)**

ARTICLE I- NAME

The name of this organization shall be PUEBLO GARDENS NEIGHBORHOOD ASSOCIATION.(PGNA)

ARTICLE II-PURPOSE

Said Association is organized exclusively for charitable and educational purposes, including for such purposes as the promotion of economic, social, welfare and civic interests of Pueblo Gardens, and the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III-MEMBERSHIP

Section 1 - MEMBERSHIP ELIGIBILITY: Any person who is a resident, property owner or owner of a business within the area known as Pueblo Gardens subdivision; bounded by Martin Avenue and Cherrybell on the West, Twenty Second (22) Street and the Railroad on the North, Country Club on the East and Thirty-sixth (36) on the South is automatically a member of PGNA.

Section 2 - DUES. Annual dues of five dollars (\$5.00) one vote per household shall be paid on or before the first Monday in January in order to be a voting member at the Annual January Meeting. **Extra voting members in the household shall have to pay \$5.00 dues also.**

Section 3 - VOTING MEMBERS. A voting member is any person 18 years or older from a household that has paid up dues.

ARTICLE IV - BOARD OF DIRECTORS

Section 1- NUMBERS AND TERMS OF BOARD. The Board of Directors shall consist of four (4) officers, President, Vice-President, Secretary, and Treasurer, four (4) elected Directors and the Past President, the last named shall serve until his/her successor retires to become a board member. Election shall as held in odd-numbered years for four (4) Officers and two (2) Board Members. Two (2) Board Members shall be elected in even-numbered years.

Section 2 -VACANCIES. Any vacancy occurring in the Board of Directors may be filled, until the next Annual Meeting, by a majority vote of the remaining members of the board. Three consecutive unexcused absences from Board Meetings may be deemed a resignation. To be excused from a Board Meeting the Board Member shall call an officer PRIOR to the meeting.

Section 3 - QUALIFICATIONS. No person shall be elected or appointed to the Board unless he/she is a paid-up member by the January General Meeting. To be eligible to run for President or Treasurer a candidate must have seen an active member of PGNA who has attended at least six (6) meetings in the previous year.

Section A-DUTIES. The Board of Directors shall plan and direct activities of the organization and shall create and designate such special committees as it may deem necessary. No person (except the President, or in his/her absence, the Vice President) shall represent this Association in any business without the consent of The Board of Directors.

The Board of Directors may vote and take action by telephone and by written resolution as long as 2/3 of the Board concur.

ARTICLE V- OFFICERS

Section 1-ENUMERATION AND ELECTIONS. The officers of the PGNA shall be a President, Vice-President, Secretary, and Treasurer, who shall be elected for a term of two (2) years by the General Membership at the Annual Meeting. They shall take office immediately upon election. No person, except the Secretary, shall hold one office for more than two (2) consecutive terms. **In the situation where no one is willing to run for the offices, the current officers may serve until someone runs against them.**

Section 2-PRESIDENT. The President shall preside at all meetings of the organization and of the Board of Directors, shall be an ex-officio member of all committees, except the Nominating Committee and shall have such usual powers of supervision and management as may pertain to the Office of President.

Section 3-VICE-PRESIDENT. The Vice-President shall perform such other duties as the President, and/or the Board of Directors may designate. The Vice President shall, in the event of the absence, disability, or death of the President, possess all of the powers and perform all of the duties of the Office of President.

Section 4-SECRETARY. The Secretary shall keep minutes of all meetings of the organization and of the Board of Directors, shall give notice of all meetings to the members, and shall perform such other functions as may be incidental to the Office of Secretary.

Section 5-TREASURER. The Treasurer shall collect and receive all monies due; shall be the custodian of same, and shall deposit them in a bank designated by the Board of Directors, and shall disburse same only on the order of The Board or upon written approval of an Audit Committee, which shall be authorized by the Board to act in such matters. The Treasurer shall present current statements at The Board Meetings, a current statement at General Meetings, and an annual report shall be submitted at the Annual Meeting.

The Treasurer's books shall be audited each year after the Annual Meeting, by the Audit Committee, and reported upon at the next General Meeting.

ARTICLE VI-FINANCIAL ADMINISTRATION

Section 1-FISCAL YEAR. The Fiscal Year of PGNA shall commence on the First (1) day of January each year.

Section 2-EXPENDITURE OF ASSOCIATION FUNDS. Expenditures of Association Funds shall require the approval of the majority of the Board prior to expenditure. If the amount is over one hundred dollars (\$100.00), it must go to the General Membership for approval.

Section 3-FINANCIAL RECORDS AND FUNDS. Financial records and funds of the Association must be reviewed at least once a year by the Audit Committee. The Audit Committee shall consist of the Treasurer and two members selected by the General Membership at the November meeting. If the Treasurer relinquishes that office the financial records and funds shall be reviewed by a specially appointed Audit Committee. This Committee shall be appointed by the remaining members of the Board.

Section a-LIABILITY. No officer, representative, spokesperson, or member shall have any financial liability for the Association.

Section 5-RECORDS. All records, letters, and other written documents of the Association are property of the Association. At the end of a term of office or any part thereof such records shall be turned over to the incoming Secretary. This includes minutes and or other records of Board Meetings, committee meetings, fundraising events, etc. A receipt shall be given upon the acceptance of these properties.

Section 6 - EVENT INCOME. Incoming monies from events shall counted as soon as possible by at least two (2) people and shall be turned over to the treasurer.

ARTICLE VII-MEETINGS

Section 1-MEETINGS. General meetings of the membership of the PGNA shall be held each month, at which time reports of committees and transactions of current business shall be the order of the day. The hour and place of meetings shall be determined by the Board of Directors and announced by proper notice at least 48 hours in advance. A Call to the Audience must be included in each agenda. ALL MEETINGS OF PGNA ARE OPEN TO THE PUBLIC.

Section 2-BOARD OF DIRECTORS MEETINGS. A Board of Directors meeting shall be held once a month prior to the General Meeting. When necessary, extra Board Meetings may be called by one-third (1/3) of the Board.

A. Actions taken or discussed at The General Meeting are to be reported to the General Membership at the next General Meeting.

B. Time and place of all Board Meetings should be available and open to all the General Membership.

Section 3-ANNUAL MEETING. The Annual Meeting shall be held on the date of the General Meeting for the month of January, at which time, the membership shall elect officers and directors; and shall transact such other business as may properly come before it.

Section A- QUORUM. Membership in attendance at a General Meeting constitutes a quorum. At a Board of Directors meeting a majority of the Board shall constitute a quorum. A majority vote is required to pass any pending business.

Section 5- SPECIAL MEMBERSHIP MEETING. Special membership meetings may be called by a written request, signed by ten (10) voting members, submitted to the Board at a Call to the Audience or having been put on the agenda.

Ten (10) days written notice shall be sent to all membership giving time, place, and topic of the meeting.

If a Board Member is Involved in the "concern" the meeting may be chaired by any Board Member not so involved in said "discussion". If the total Board is involved the general membership may select a chairperson, by majority vote, for this meeting only. No business shall be transacted at this meeting except the items in the call.

Section 6-EXECUTIVE SESSIONS- Executive sessions shall be invoked only to protect the reputation of persons accused of improprieties who are accused of wrong doings which have not been proven.

ARTICLE VIII-NOMINATIONS, ELECTIONS, INSTALLATIONS OF OFFICERS, VACANCIES AND .REMOVALS FROM OFFICE.

Section 1-NOMINATING COMMITTEE. The Nominating Committee shall consist of a Chairperson (appointed by the Board) who shall then appoint two (2) other committee persons from the General Membership. This shall be done in October so Committee Members may be introduced to the General Membership in November.

Any meeting of declared candidates called by the Nominating Committee must include ALL candidates.

Section 2-QUALIFICATIONS. President and Treasurer have already been covered in Article IV-Section 3. Secretary, Vice President and Board Members shall be selected from membership at large.

Each Nominee shall give their platform, reason for running and qualifications, in person at both the December General Meeting and the January Annual Meeting, prior to the election. Nominations may be accepted from the floor at the January Meeting if the permission of the Nominee has been secured.

Section 3-ELECTIONS. The election shall be by secret, ballot. The ballots shall be counted by the members of the Nominating Committee. The results of elections shall be announced and published with counts in the Newsletter. The ballots shall be retained by the Secretary for at least three (3) months.

Section 4-RESIGNATIONS OR REMOVAL OF OFFICERS, BOARD MEMBERS OR COMMITTEE MEMBERS. Resignations should be in writing.

Board Members may be removed from office by a 2/3 vote at a General Neighborhood Meeting, provided:

A. The dispute has not been resolved by mediation. Mediation is a process which insures a win/win, outcome. Each person involved will have a chance to explain the situation as he/she sees it. Discussion of the situation almost always results in a solution that is satisfactory to both parties. (Definition and process from the Tucson Community Mediation Project of Our Town)

B. The proposed action has been announced at a General Meeting and action taken at the next General Meeting. A Special written notice shall be sent to the person in question; and

C. The notice includes the reason the removal is being sought, in writing, and the response of the person whose removal is being sought, is also included in writing.

ARTICLE IX-PARLIAMENTARY AUTHORITY

Section 1-RULES. The Rules and Orders contained in Roberts Rules of Order, Revised, shall govern this Organization in all cases to which they are applicable and in which they are not inconsistent with our Articles of Association and these By-Laws.

If any part of the By-Laws or the application thereof is hereafter held invalid or unenforceable, the remainder shall not be effected thereby and only the affected portions shall be declared eliminated.

ARTICLE X- AMENDMENTS

Section 1-PROPOSED AMMENDMENTS. Notice of Proposed Amendments shall be sent to all paid members thirty (30) days in advance of the first General Meeting where copies shall be given to each paid member and read. At the second General Meeting they will be discussed and proposed changes recorded. If there are no serious challenges they will be voted upon at the third General Meeting.

Section2- By-Laws ammendments require a 2/3 vote of the qualified members present.

Addendum to Pueblo Gardens Neighborhood Association By-Laws, dated May 10,2013

By-Law Change - Proposed by the Board of Directors that Article III. Section 2 DUES be changed from:

“Annual dues two dollars (\$2.00) per household shall be paid before the December General Meeting in order to be a voting member at the Annual January Meeting.”

After being published in the August and September Newsletter and voted upon at the September 17, 1996 General Meeting to read:

"Annual dues of two dollars (\$2.00) per household shall be paid before the first Monday in January of the voting year in order to vote at the Annual January General Meeting.”

Addendum to Pueblo Gardens Neighborhood Association By-Laws, dated October 28, 2002.

By-Law Change - Proposed by the Board of Directors that Article III. Section 2 DUES be changed from:

“Annual dues five dollars (\$5.00) per household shall be paid before the December General Meeting in order to be a voting member at the Annual January Meeting.”

After being voted on at the March 19,2013 General Meeting to read:

"Annual dues of five dollars (\$5.00) per household shall be paid before the first Monday in January of the voting year in order to vote at the Annual January General Meeting."

Cynthia Ayala 5-10-2013
Cynthia Ayala, President Date

Patrick Ernest 5-10-13
Patrick Ernest, Vice President Date

IN WITNESS THEREOF, we have herewith subscribed our names this 10th day of May, 2013

Cynthia Ayala, President

Ernest Patrick, Vice President

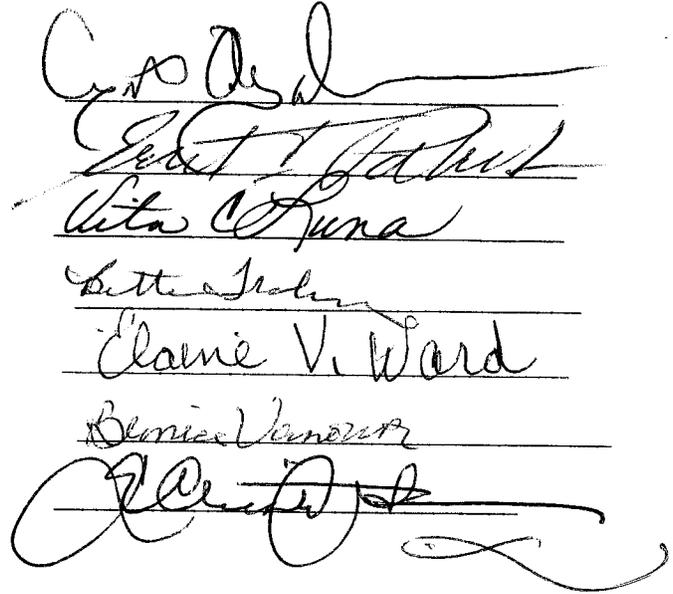
Vita Luna, Treasurer

Betty Trahan, Secretary

Elaine Ward, Board Member

Bernice Vanover, Board Member

James Christopher, Ex-officio



The image shows seven handwritten signatures, each written on a horizontal line. From top to bottom, the signatures correspond to the names listed on the left: Cynthia Ayala, Ernest Patrick, Vita Luna, Betty Trahan, Elaine V. Ward, Bernice Vanover, and James Christopher. The signatures are written in cursive and vary in style and length.