

# BYLAWS OF THE PLEASANT VALLEY NEIGHBORHOOD ASSOCIATION

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## ARTICLE I - NAME, BOUNDARIES, and PURPOSE

Section 1: Name of Organization: The name of the organization shall be Pleasant Valley Neighborhood Association.

Section 2: Geographic Boundaries: The geographic boundaries of the Pleasant Valley Neighborhood Association shall be as follows:

East Boundary: Line of demarcation begins at West Bijou St. and the west side of North 30<sup>th</sup> Street [even numbered homes] to south side of Gateway Road.

West Boundary: North side of West Bijou St. [even numbered homes], from West 30th Street to and inclusive of both sides of Echo Lane and both sides of Lonesome Road, West Platte, Valley Road and Chambers Drive to the west boundary of the Rock Ledge Ranch Historic Site including Mission Ridge, commonly referred to as "Sugar Loaf.

North Boundary: South side of Gateway Road.

South Boundary: North side of West Bijou, [even numbered homes], and inclusive of both sides of Echo Lane where West Bijou ends and becomes Echo Lane.

Section 3: Purpose: The Pleasant Valley Neighborhood Association is organized exclusively for charitable, scientific and educational purposes, more specifically to serve the members of the Pleasant Valley Neighborhood Association and, to some extent, all residents within the Pleasant Valley Neighborhood Association boundaries, especially through disseminating helpful information and providing useful services in order to work toward a safe, enjoyable, and effective Pleasant Valley neighborhood.

Section 4: Meeting Procedures: Meetings of the Pleasant Valley Neighborhood Association and its Board of Directors and Committees shall follow the procedures of Revised Robert's Rules of Order, when necessary or requested by any one Board member.

## ARTICLE II - MEMBERSHIP

Section 1: Membership Requirements. Membership is open to those who live **in** or own homes within the boundaries of the Pleasant Valley Neighborhood Association and pay annual dues in the amount decided by the Board of Directors.

Individuals and families living immediately across the street from one of the PVNA boundary lines can request to join. The decision to admit to membership rests with the Board of Directors.

Section 2: Membership Period. Membership shall be annual, from January 1 or from the date of payment of dues, whichever is later, through the last day of the year.

Section 3: Election of Board of Directors. Members elect the Board of Directors at the Annual Meeting. After the Annual Meeting, vacancies on the Board can be filled by the Board.

### ARTICLE III - ANNUAL MEETING

Section 1: Annual Meeting: The date of the regular annual meeting shall be during the fourth quarter of the year. The Board of Directors shall set the time and place.

Section 2: Special Meetings: Special meetings may be called by the President or the Executive Committee.

Section 3: Notice: Notice of each annual meeting shall be given to each voting member not less than ten days before the meeting. The Board can decide to open any meeting to people who are not members of PVNA.

### ARTICLE IV - BOARD OF DIRECTORS

Section 1: Board Role, Size, Compensation: The Board of Directors is made up of the four officers that comprise the Executive Committee and up to eight additional Board members inclusive of all Board Committee Chairs. The Board is responsible for overall policy and direction of the Pleasant Valley Neighborhood Association and the Executive Committee of the Board. The Executive Committee shall be made up of the President, Vice President, Secretary and Treasurer. The Board delegates responsibility for day-to-day operations to the President, the Executive Committee and the various committees. The Board shall have up to twelve and not fewer than four members. The board receives no compensation other than reimbursement for reasonable expenses.

All Board members must have email capability in order to easily conduct some or most of the business of the association and, thus, serve PVNA members in a timely fashion.

Section 2: Meetings. The Board shall meet at least quarterly, at an agreed upon time and place. Meetings and business may also be conducted online using email, unless objected to by 25% of the Board members.

Section 3: Board Elections. Election of the Board of Directors, including officers and Board members shall occur at the annual meeting of the corporation. Directors will be elected by a simple majority vote of those present at the annual meeting.

Section 4: Terms. All Board members shall serve one year terms, except for the President who shall be elected to serve a two-year term. All Board members are eligible for re-election.

**Section 5: Quorum.** A quorum must be attended by at least 33 percent of the Board members before business can be transacted or motions made or passed. Absent Board members who are excused by vote of those Board members present at the Board meeting may vote by written proxy.

**Section 6: Notice.** An official Board meeting requires that each Board member have one-week advance notice. This requirement can be excepted by a simple majority of the Board members, such simple majority must be present at the meeting and the meeting minutes must register such a vote. If a regular meeting time is set, that suffices for advance notice of one week.

**Section 7: Officers and Duties.** There shall be four officers of the Board consisting of a President, Vice President, Secretary and Treasurer. These four officers make up the Executive Committee of the Pleasant Valley Neighborhood Association. Their duties are as follows:

The **President** shall convene regularly scheduled and emergency Board meetings and shall preside or arrange for other members of the executive committee to preside at each meeting in the following order: Vice-President, Secretary and Treasurer. The President shall assure that residents and their needs take priority.

The **Vice President** shall act on behalf of the President when the President is not available.

The **Secretary** shall be responsible for keeping records of Board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes to each Board member, and assuring that corporate records are maintained.

The **Treasurer** shall make a report monthly. The treasurer shall chair the Finance Committee when one exists, assist in the preparation of the budget, help develop fund-raising plans, and make financial information available to Board members, PVNA members, and the public.

**Section 8: Vacancies.** Vacancies will be filled by the Board of Directors as needed and in a responsible manner. Such vacancies will be filled only to the end of year.

**Section 9: Resignation, Termination and Absences.** Resignation from the Board must be in writing and received by the Secretary. A Board member shall be dropped for excess absences from the Board if s/he has two consecutive unexcused absences from Board meetings. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors.

**Section 10: Special Meetings.** Special meetings of the Board shall be called upon the request of the President, one-half of the Executive Committee, or one-third of the Board. Notices of special meetings shall be sent out by the Secretary to each Board member one week in advance.

**Section 11: Emergency Meetings.** Emergency meetings of the Board to solve urgent situations can be called by agreement of two members of the Executive Committee. Emergency meetings

shall be limited only to true emergency situations faced by the Board or the Pleasant Valley neighborhood. Business may also be conducted online using email, unless objected to by 25% of the Board members.

**Section 12: Financial Decisions.** An annual budget for the year will approve expenditures. It can be amended at any time by the Board. The Executive Committee can approve non-budgeted expenditures up to \$200. Larger expenditures must have Board approval.

Checks will usually be signed by the Treasurer. However, when necessary, checks may be written by the President, Vice President or Secretary. Expenditures by check need a second signature in the check register by a member of the Executive Committee to assure financial accountability.

## **ARTICLE V - COMMITTEES & TEAMS**

**Section 1: Committee Chairpersons.** At the annual meeting the membership elects Board members, many or all who will be officers or Committee Chairs and Team Leaders. Between annual meetings of the Pleasant Valley Neighborhood Association, the Board may fill vacant Committee Chair and Team Leader positions, those Committee Chairs and Team Leaders becoming Board Members. Interim Committee Chairs and Team Leaders may be temporarily appointed by the President to be ratified by the Board. Interim Committee Chairs and Team Leaders are not members of the Board of Directors but should attend Board meetings whenever possible.

The Board of Directors may establish teams or committees for the various needs of the Pleasant Valley Neighborhood Association and its purpose. Committee Chairpersons and Team Leaders shall be Board members and are responsible for oversight and coordination of the work of the Committee or Team. Team Leaders and Committee Chairs and Team Leaders will keep the Board informed of their activities and decisions in a timely manner that facilitates oversight of the team's or committee's work.

**Section 2: Executive Committee.** The four officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and Bylaws, the Executive Committee shall have all of the powers and authority of the Board of Directors in the intervals between meetings of the Board of Directors, subject to the direction and control of the Board of Directors.

**Section 3: Teams and Committees.** Teams or Committees may be established for any tasks, for example: Finance Committee, Membership Team, Communications and Publicity Team, Meetings and Social Events Team, Neighbor Relations and Needs Team, Ad Hoc Committee, etc.

## **ARTICLE VI - DISSOLUTION**

If the Pleasant Valley Neighborhood Association dissolves, assets will be liquidated by the Executive Committee and given to the Council of Neighborhood Organizations (CONO) or

another incorporated Colorado Springs neighborhood organization that is an IRS approved 501(c)(3) organization.

**ARTICLE VII - AMENDMENTS TO THE BY-LAWS**

These Bylaws may be amended when necessary by a two-thirds majority of the Board of Directors. Proposed amendments must be submitted to the Secretary to be sent out with regular Board announcements.

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These Amended Bylaws were approved at a meeting of the Board of Directors of the Pleasant Valley Neighborhood Association on July 11, 2018.

Joan Moon	_____	Board President
Carol Corcoran	_____	Secretary
Bruce Lane	_____	Board Treasurer
Maureen Christopher	_____	Board Member
John Horbacz	_____	Board Member
Jon Peters	_____	Board Member
Dick Wulf	_____	Board Member