

**By-Laws**  
**Raynolds Addition Neighborhood Association**

**ARTICLE I - Name.**

The name of this organization is the Raynolds Addition Neighborhood Association, hereafter referred to as the RANA.

**ARTICLE II - Purpose.**

The purpose of the RANA shall be the enhancement of the quality of community life for the residents of the City of Albuquerque and the County of Bernalillo, bounded by the centerline of the following:

6th Street on the east,  
Central Avenue on the north,  
the alley west of 14th Street on the west,  
the alley south of Coal Avenue on the south.

**ARTICLE III - Membership.**

Section 1. There shall be three types of membership in the RANA:

1. Resident property owner and renters located within the RANA boundaries.
2. Business/institutional and/or non-resident owners of property located within the RANA boundaries.
3. Associate (those interested parties who do not own properties or reside within the RANA boundaries.)

Section 2. Voting privileges shall be extended to all participants of RANA attending any meeting where a vote takes place. As per Abq City Neighborhood Association Recognition Ordinance of 2022, voting is tied neither to membership, nor to dues payment.

Section 3.

1. Dues are voluntary. Dues shall be:
  - a. \$15 per person per year for resident owners and renters
  - b. \$ 20 per year per business/institution and non-resident owners
  - c. \$10 per year per associate member

2. Board of Directors may review dues. Adjustments shall be approved by majority vote at meeting where adjustments are proposed.

#### Section 4.

1. New memberships shall be available at any time. Membership is not dependent upon dues payment.

### **ARTICLE IV - Board of Directors.**

Section 1. The Board of Directors shall be the governing body of the RANA and shall consist of at least seven (7) and not more than nine (9) persons. The Directors shall be elected by the general membership at the annual meeting. At least three (3) board members shall be elected every even numbered year and at least four (4) board members shall be elected every odd numbered year. Board members shall serve for a term of two (2) years at which time they may choose to renew their term or their successor shall be elected. Board members shall assume office at the end of the annual meeting, or when elected. The Board of Directors or Officers shall not receive any compensation for their services as such, but the Board may authorize reimbursement by prior approval for expenses incurred by Board members in connection with the performance of their duties; provided, however, that nothing herein contained shall be construed to preclude any Board member from serving the RANA in any other capacity or receiving compensation for any such service rendered on behalf of the RANA.

Section 2. The Board of Directors shall have all the usual powers of a director of an organization, and the immediate direction and government of the affairs of the RANA. It shall make all rules and regulations, and appoint such employees or agents as may be necessary in its judgement to conduct the business of the RANA.

Section 3. A majority (one more than half) of the Board of Directors shall constitute a minority number for the transaction of business at any meeting of the Board. Voting by email is permissible among Board members when necessary.

Section 4. The Board of Directors may have a special meeting at any time upon the call of the President or a majority of the Board.



Section 5. Vacancies of the Board of Directors shall be filled for the unexpired term by a majority vote of the Board.

Section 6. Any member of the Board of Directors who fails to fulfill the duties of that office or has more than two successive unexcused absences from a regular monthly general meeting or Board of Directors meeting, may be replaced by a majority vote of the entire Board, and shall be notified in of his/her replacement.

## **ARTICLE V - Officers.**

Officers of the RANA shall be President, Vice-President, a Secretary, and a Treasurer, elected by and among the Board of Directors immediately following the annual meeting. The term of each office shall be one (1) year. Vacancies occurring in any office shall be filled for the unexpired term by a majority vote of the Board of Directors. An officer may be asked to serve as additional signatory on the RANA bank account. The duties of the offices shall include, but are not limited to the following:

**President:** The President shall preside at all meetings of the RANA, and shall appoint all standing and special committees. The President shall make an annual report to the general membership at the annual meeting. The President shall file the annual report for the RANA with the Office of Neighborhood Coordination (ONC) of the City of Albuquerque. The President shall keep in good order all records of the RANA, except those kept by Secretary and/or Treasurer, and shall pass those records to the successor upon completion of the President term.

**Vice-President:** The Vice-President shall be ex-officio member of all committees, and shall assist the President and assume the duties of the President in the absence or inability of the President to serve.

**Secretary:** The Secretary shall keep all minutes to the meetings of the Board and Membership and shall pass those records to the successor upon completion of Secretary term. Secretary shall present for approval the minutes from each previous meeting at each successive meeting.

**Treasurer:** The Treasurer shall collect all monies due to the RANA and shall have custody of all funds of the RANA, serve as one of two signatories on the RANA bank account, pay all bills approved by the Board/Membership, keep all accounts of all receipts and expenditures, including dues payments, and make a report to the general membership at all regular meetings.

## **ARTICLE VI - Meetings.**

Regular meetings of the general membership shall be held at least quarterly. Section 1. The meeting held in November shall be known as the annual meeting. The time and place shall be communicated via digital and/or hardcopy announcements, and posted publicly.

Section 2. Special meetings of the general membership may be called as the President or majority of the Board deems necessary or as mandated by petition by the majority of the membership. The time and place shall be announced not less than ten (10) days prior to the selected date.

Section 3. The majority of the those present at any regular meeting or special membership meeting shall constitute a majority for transaction of business of any such meeting, provided that a majority of the Board, including at least two (2) Officers, are in attendance. No proxy votes shall be allowed. Voting by email is permissible among Board members when necessary.

## **ARTICLE VII - Committees.**

Section 1. Special Committees shall be appointed by the President as deemed necessary by the Board/Membership to carry on the work of the RANA.

## **ARTICLE VIII - Parliamentary Authority.**

In cases of a dispute, and where they are not in conflict with these by-laws, Robert's Rules of Order Newly Revised shall govern the RANA.

## **ARTICLE IX - Amendments.**

These by-laws may be amended at any regular or special membership meeting proposed by a two-thirds vote of those present, provided that written notice of such changes shall have been given at least 10 days prior to the meeting.

## **ARTICLE X - Dissolution of Funds.**

Upon dissolution, the RANA's assets shall be distributed exclusively either for the purposes of the RANA or to organizations then exempt under Section 501 (c)



or 501 (c) (4) of the Internal Revenue Code and its regulations as they now or hereafter exist.

#### **ARTICLE XI - Indemnification.**

Any person made a party to any action, suit or proceeding by reason o the fact that s/he was a Board member, officer or employee of the RANA, or of any corporation for which s/he served as a director or officer at the request of the RANA, shall be indemnified by the RANA against the reasonable expenses, including attorneys' fees, actually and necessarily incurred by him/her in connection with the defense of such action, suit or proceeding, or in connection with any appeal therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such person is liable for willful misconduct or recklessness in the performance of his/her duties. The foregoing right of indemnification shall be deemed exclusive of any other rights to which any such director, officer or employee may be entitled as a matter of law.

I (We) certify that these bylaws were adopted and ratified by the members of the Raynolds Addition Neighborhood Association (RANA) on the 3rd day of November, 2022 and were adopted and ratified by the Board of Directors at a meeting held on the 3rd day of November, 2022.

Janet Manry  
Signature

22 November 2022  
Date

Janet Manry, President  
Printed Name

Danille Schlobach  
Signature

27 November 2022  
Date

Danielle Schlobach, Vice President  
Printed Name