

**BYLAWS OF:  
THE DISTRICT FOUR COALITION OF NEIGHBORHOOD ASSOCIATIONS  
City of Albuquerque, New Mexico**

**Article I - Name, Boundaries, and Purpose**

1. **NAME:** The name of this organization is the Coalition of Neighborhood Associations, District 4. For the balance of this document, this organization will be identified as the Coalition or D4C.
2. **BOUNDARIES:** The boundaries of the Coalition are the boundaries of City Council District 4 of the City of Albuquerque.
3. **PURPOSE AND MISSION:** The purpose of the Coalition is to facilitate communication between Coalition members and government officials and community leaders; to provide a united voice on important issues. A member may petition the Coalition for assistance on any governmental entity-related issue.

While the Coalition may be involved in a discussion of issues which may be political in nature, the Coalition shall not participate in or intervene in any political campaign or endorse any candidate for public office. The Coalition is prohibited from the publication or distribution of any political candidate's campaign literature. However, the Coalition may publish and distribute materials for educational purposes.

No public funds or donations shall be accepted by the Coalition unless the public donor entity certifies in writing that the use of the public funds is consistent with pertinent provisions of the New Mexico State Constitution and New Mexico Statutes adopted thereunder.

**Article II – Membership and Friends**

1. **REGULAR MEMBERSHIP:** Any neighborhood association, homeowner association, business group, or community group with any portion of their respective boundary within the D4C boundary shall be eligible for membership.
  - a. Working through their representatives, Regular Members have all voting and office holding rights as set forth in Articles III and V.
  - b. To initially join and for annual membership renewal, each eligible association and group shall complete and submit the D4C member application form.
  - c. In the past, the Coalition had expenses that had been funded by the dues it collected from its members. While dues are now not required as a condition of membership, the Coalition suggests a voluntary donation amount as set forth in the annual renewal form to cover continuing expenses.
  - d. D4C will make reasonable attempts to reach out to all associations within its boundary to make them aware of the coalition and their membership eligibility.

2. **FRIENDS OF D4C:** If not within the boundary of a D4C member neighborhood association, individual households within the D4C boundary and individual non-resident owners of property within the D4C boundary shall be able to participate in D4C meetings and activities. Such participation shall be without regard to race, creed, religion, color, gender, gender identity, sexual orientation, age, heritage, national origin, or income.
  - a. Such participation does not include voting or office holding rights.
  - b. Initial and annual registration assures the participant's correct email address is on the "Friends of D4C" email list to keep the participants informed.

### Article III – Organization

1. **Representation:** Coalition business that requires membership consensus is conducted by the representatives of its members. While the current elected President of a regular member is an "ex officio" representative for that member, to assure representation at all D4C meetings the member shall observe the following:
  - a. There shall be one principal representative from each member association and organization that is elected or appointed by that member for a term to be determined by that member.
  - b. Each member may also elect/appoint an alternate representative to attend meetings. The alternate may vote on issues in the absence of the principal representative.
  - c. Each member shall notify the Coalition Secretary if there is a change in its representation, including any change to who holds the member's Presidential position. The notice must be delivered electronically prior to the first meeting at which the new representative will be voting the member's position.
  - d. The Coalition places no restrictions on the number of terms a duly elected/appointed representative can serve.
  - e. When both the principal representative and alternate are unable to attend a meeting, notification from the member indicating the party who is the authorized representative for that meeting must be delivered electronically to the Coalition Secretary prior to the start of the meeting. The member is also responsible for getting the proposed agenda, past minutes, and other materials to the delegate in a timely manner.
2. **MEMBERSHIP MEETINGS:** The Coalition shall hold regular membership meetings at least once per calendar quarter with the meeting in November being the Annual meeting. The date, time, and place of meetings shall be set by the Board.
  - a. Notice of regular membership meeting date, time and place will be given to member representatives and presidents, ONC (annual meeting only), and the district councilor at least two (2) weeks in advance of the meeting. At least seven (7) days in advance of the meeting, the proposed agenda that includes anything the membership will be asked to vote on, the minutes of the previous meeting, and any

officer/committee reports shall be posted on the D4C website followed by an emailed meeting reminder to the member and district councilor with links to the posted material.

- b. The required notices will be given by email. For members who are unable to receive email, the Coalition will work with those members to identify a mutually acceptable alternative.
- c. Special membership meetings of the Coalition may be called by the President or any three (3) Coalition representatives. The date, time, place, and purpose of the meeting shall be set by the individual(s) calling the meeting. The representatives and President of each member shall be notified at least forty-eight (48) hours before any special meeting. Notification to the ONC and/or district councilor are discretionary.
- d. Unless there are issues that might impact the health and safety of the membership, meetings will be held in-person. If there are such issues and the Board has determined that postponing a meeting would not be appropriate, the meeting will be conducted remotely using internet methods. Voting at remote meetings can be done when a quorum is determined and by using a roll call for the votes. If a meeting cannot be held due to technical reasons, then voting on an issue may be done via email or by other electronic means. Electronic and paper ballot votes must be tallied by a committee of two (2) member representatives. Voting will be done in a reasonable time frame and the Coalition Secretary will record the votes.
- e. **QUORUM:** Representatives from forty percent (40%) of the current members, rounded up to the nearest whole number, will constitute a quorum at Coalition meetings. A quorum is necessary to conduct business, and once attained, continues until adjournment.
- f. **VOTE:** Each regular member is afforded one vote. A simple majority vote of member representatives voting is necessary on all matters requiring Coalition action except as otherwise provided in these bylaws.
- g. **PARLIAMENTARY PROCEDURES:** Membership meetings shall be conducted using a simplified set of procedures based upon *Robert's Rules of Order, Newly Revised*. If a web link to this set of procedures is not available, a copy of the current simplified procedures shall be emailed to all board members and member representatives immediately following the Annual meeting in which general elections were held.

#### **Article IV – Rights of Members and Support from the Coalition**

1. Every Coalition member is autonomous. Membership in this Coalition does not preclude a member from individually supporting or opposing an issue it deems appropriate and in the best interest of its own membership.
2. Generally, if the Coalition is petitioned by a member to support or otherwise endorse a certain issue or proposal, the Coalition may, by a simple majority decide its position on the

member's request. In all instances, the Coalition may remain neutral on the member's petition.

## Article V – Board of Directors

The Board of Directors (aka Board) is comprised of the Elected Officers of the Coalition and elected Members-at-large.

1. **Officers of the Coalition:** The Officers elected by the membership shall perform the duties and have the powers and authority as allowed by these bylaws. The Officer positions and duties are as follows.
  - a. **PRESIDENT:** The President shall propose agendas, conduct meetings, respond to all correspondence as necessary, recommend standing and special committees with specific tasks assigned thereto. The President may appoint a parliamentarian. If that person is a member representative, his/her representative duty shall not be restricted.
  - b. **CO-PRESIDENTS:** If there are no candidates for the position of President then Co-Presidents may be elected to collectively perform the duties of the President. The position of Co-President will consist of two member representatives willing to serve in leadership positions and approved by a vote of the membership. The division of responsibilities will be determined by the serving members.
  - c. **VICE PRESIDENT:** The Vice President shall perform the duties of the President in his or her absence or upon the request of the President.
  - d. **SECRETARY:** The Secretary shall send notices of all membership and board meetings and keep official minutes of membership and board meetings. Minutes shall consist of official actions and decisions made at such meetings, a record of the name and subject of guest speakers, and committee reports required by the Board to be included or attached. Other submitted reports shall be maintained and made available upon request. The Secretary is responsible for the notifications, web postings and/or email distributions required by Article III Section 2. All communications, minutes, and other records shall be passed on to the succeeding Secretary. In event of the Secretary's absence at a meeting, the meeting will be taped for later transcription of the minutes. The Secretary will maintain a current copy of *Robert's Rules of Order Newly Revised*, which will be passed on to the succeeding Secretary, and will also retain and distribute the simplified set of procedures by which Coalition meetings shall be run as referenced in Article III, Section 2g.
  - e. **TREASURER:** The Treasurer shall collect, protect, and disburse Coalition funds. A report must be given at each annual and regular meeting. All financial and bank account records shall be passed on to each succeeding Treasurer. The Treasurer will send membership renewal notices to member representatives two months ahead of the new fiscal year. A reminder is to be included in the meeting notice for the first meeting of the new year.

- f. If necessary, the offices of Secretary and Treasurer may be combined.
2. **MEMBERS-AT-LARGE:** The members-at-large are from the ranks of past elected officers and up to two additional member representatives. The duty of these members-at-large is to advise and assist the current Elected Officers of the Coalition.
3. **ELECTION:** Candidates for Officer positions shall be from the ranks of all principal and alternate representatives of regular members in good standing. Candidates for members-at-large shall be as identified in subsection 2 above. General elections shall be held at the Annual meeting every other year. A Nominating Committee will be established no later than two months ahead of that Annual meeting to identify the candidates to bring forward for the general election. Between general elections, vacancies shall be filled by a vote of the membership and the new officer/member-at-large shall perform in that capacity for the remainder of the term. If a web link to the current D4C bylaws is not available, the Coalition Secretary shall email a copy of the bylaws to all board members and representatives annually and after any membership approved revisions to the bylaws.
4. **TERMS:** The term of office is two (2) years with the first year beginning on the first of January following the election of the officer. There are no term limits for officers and members-at-large.

#### **Article VI - Committees and Delegations**

1. **STANDING COMMITTEES:** The membership shall determine the committees necessary to fulfill the purposes and objectives of the Coalition. Committee chairpersons shall be appointed by the president and confirmed by the membership. All committee members shall be members in good standing from within their respective D4C member association or group. The committee chairperson is responsible for oversight of the committee but has discretion on how formal or informal the committee is run, including up to and including the use of the same set of parliamentary procedures used for regular membership meetings.
2. **SPECIAL COMMITTEES:** Special Committees may also be created by the Board for special projects or issues which have a limited duration. Committee chairs and membership of special committees will be filled by the same process as that for standing committees.
3. **DELEGATIONS:** Delegations may be appointed by the president to represent the Coalition. Such delegations shall exercise only those powers specifically vested in them by the president. No individual or committee shall represent a D4C position in writing or public testimony without the authority to do so. That authority shall be granted by the Coalition President.
4. **REPORTS:** Committees and delegations shall report to the membership any activity or recommendation they have taken. Written reports are encouraged for all and required for those with significant or complex details so that the Coalition meetings can be conducted efficiently and to assure the details are correctly captured in the minutes. For a report to be ordered into the official minutes of a meeting, it must be given to the Secretary to be distributed as per Article III Section 2a.

#### **Article VII - Monetary Matters**

1. **COMPENSATION AND PECUNIARY BENEFITS:** No part of the funds of the Coalition may be used to the benefit of, or be distributed to officers, representatives, or other private persons, except for properly approved reimbursements for valid expenses. The Treasurer is authorized to make payments up to \$250 for the usual year-to-year business expenses without additional approval. All other expenses shall be subject to membership approval.
2. **CONTRIBUTIONS:** Any changes in the suggested membership contribution amount will be determined by a vote of the membership ahead of the accounting year that the change will become effective.
3. **ACCOUNTING YEAR:** The accounting year of the Coalition will be the annual year beginning on January 1<sup>st</sup> and ending on December 31<sup>st</sup>.
4. **FINANCIAL RECORDS AND ANNUAL EXAMINATION:** Accounting and financial records of the Coalition will be maintained in good order, with sufficient detail to support an annual examination by Coalition examiners if ordered by the Board. When so ordered, an annual examination of the records will be performed by two non-office holding representatives of the Coalition, appointed by the president. They will report upon their findings, in writing, not later than the first regular meeting following the annual meeting.
5. **DISSOLUTION:** In the event of dissolution, the Treasurer will first pay, or provide for the payment of all liabilities of the Coalition. Remaining assets be distributed to charitable organizations and in the amount identified by the Board.

#### **Article VIII - Removal of an Officer and Revocation of Membership and Friend of D4C status**

1. **Removal of an Officer:** An officer of the Coalition may be removed from office for failure to fulfill the duties of said office, for conduct such as being disruptive or using threatening or abusive language or physical actions which create a hostile and/or unsafe environment during meetings, or for misrepresentation. This action requires a two-thirds (2/3rd) vote of the members at a regular membership meeting.
  - a. This action shall not be considered until the issues have been documented by the Board and the Officer in question has been apprised of the concerns at least once and given a chance to resolve the issue(s).
  - b. Once the decision is made to proceed with the action, the Officer in question will be given written notice at least two weeks ahead of the meeting that will take up the vote. The notice is to include a summary of the reason for the action and the date, time, and place of the meeting.
  - c. The proposed action must be included in the agenda and membership notification given as required for any regular membership meeting (Article III, Section 2).
  - d. This action may be nullified after one year in a new election but with a two-thirds vote of the membership rather than the simple majority.

- 2. Revocation of Membership:** The Board can suspend/revoke a member's standing in the Coalition for conduct such as being disruptive or using threatening or abusive language or physical actions which create a hostile and/or unsafe environment during the meetings, or for misrepresentation. If the issues are with a member's representative, the member will first be requested to appoint a new representative.
  - a. The revocation/suspension of membership shall not proceed unless the Board has documented the issue(s) and apprised the member and its representative of the concerns and the possible consequence if these concerns are not addressed.
  - b. Once the decision is made to proceed with the action, the Board will give the candidate/member written notice of the decision to include a summary of the reason and any action on the part of the candidate/member that would make it possible for association/organization to re-apply for membership in the future.
  
- 3. Revocation of a Friend of D4C status:** An individual's privileges as a Friend of D4C can be denied or revoked by the Board for the same reasons and using the same process as those that apply to a member.

### **Article IX - Authority to Bind**

Without prior authorization from the Coalition, no individual, committee, delegation, or member association/organization shall incur any debt, represent a position, enter into any agreement, or in any way obligate the Coalition.

### **Article X - Parliamentary Authority**

The current edition of *Robert's Rules of Order Newly Revised* shall govern the Coalition when not in conflict with these bylaws.

### **Article XI - Amendments**

These bylaws may be amended by a two-thirds (2/3) vote of the membership at a meeting, provided written notice of the proposed amendment has been emailed to the representative and president of each member association at least two weeks prior to the meeting. The bylaws shall be reviewed at least once every 10 years. If amended, the revised bylaws shall be resubmitted to the ONC.

The D4C Bylaws were originally adopted on August 20, 1997 and subsequently amended on January 20, 1999; January 17, 2001; February 16, 2005; September 2, 2020; October 20, 2021; October 19, 2022; March 15, 2023; and May 17, 2023.

This amendment was approved by the D4C Board of Directors on August 5, 2024 and by the membership on September 18, 2024, as witnessed by the signatures on the following page.

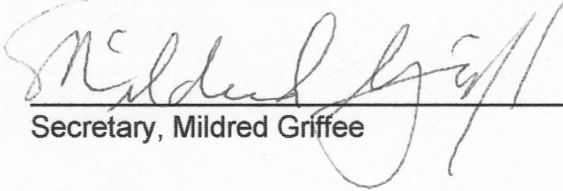
Signed by:



\_\_\_\_\_  
President, Mark Reynolds

9/18/2024

\_\_\_\_\_  
Date



\_\_\_\_\_  
Secretary, Mildred Griffie

9/18/24

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Date