

BYLAWS FOR PFLUGERVILLE COUNCIL OF NEIGHBORHOOD ASSOCIATIONS

ARTICLE I: NAME

The organization shall be named the Pflugerville Council of Neighborhood Associations (abbreviated as "PfCONA").

ARTICLE II: OBJECTIVES

The organization's purpose is to provide assistance and support to its member associations. The organizations may also engage in charitable or political activities of interest to its member associations that are relevant to the functions and interests of neighborhood associations or the betterment of the greater Pflugerville area. The organization shall not make endorsements of political candidates. This restriction does not apply to individual endorsements made by its officers or member associations.

ARTICLE III: MEMBERSHIP

3.1 General Membership

Any Homeowners, Neighborhood, or other Property Owners association, whether mandatory or voluntary, located in whole or in part within the boundaries of the City of Pflugerville Extraterritorial Jurisdiction (ETJ) is a member of PfCONA. Each member association may be represented by one or more designated representatives. In the absence of any designation, the president or chairman of the member association shall serve as the de facto representative.

Each member association shall be entitled to cast one vote, with an additional vote allocated for member associations made up of more than 1,000 homes.

3.2 Associate Members

PfCONA may, at any time, allow any number of Associate Members. Associate Members may be individuals, governmental, or quasi-governmental entities, civic organizations, or others interested in furthering the Objectives of PfCONA. Associate Members may attend meetings and participate in PfCONA activities, but are not entitled to vote. Associate Membership may be approved by either the Officers or the Membership, but may only be withdrawn by vote of the Members.

3.3 Dues

The annual dues for each General Member and Associate Member will be \$10 per year.

3.4 Officers

The officers of the organization shall consist of a Chairman, Vice-Chairman, and Secretary / Treasurer nominated from the general membership on an annual basis.

ARTICLE IV: COMPOSITION OF EXECUTIVE COMMITTEE

4.01 Number and Composition

The composition of the Executive Committee shall include the Officers of the organization and other representatives from the Membership.

4.01a. Elected Officers

The officers of the organization shall be a Chairman, Vice-Chairman, and Secretary / Treasurer.

4.01b. Ex-Officio Members

Any Associate Member shall be an ex-officio, non-voting member to the Executive Committee.

4.01c. Committee Chairpersons

Any general member appointed as a Committee Chairperson is a member of the Executive Committee.

4.2 Terms of Office

Members of the Executive Committee shall hold office for a one-year term, elected at the annual meeting. There are no term limits for officers, provided they are reelected according to these bylaws.

4.3 Resignation

A member of the Executive Committee who resigns before completion of his or her term shall submit a written resignation to the Chairman.

4.4 Vacancies

In the case of a vacancy on the Executive Committee, the remaining members shall nominate and determine a replacement for the remainder of the term. That person elected or appointed to fill a vacancy shall hold office until the end of the original term of office and is eligible to be elected to an additional term of office.

4.5 Removal

Any member of the Executive Committee may be removed, either for or without cause, by the affirmative vote of a quorum of Officers at any annual or special meeting of the Executive Committee, if notice of the intention to act upon such matter was given in the notice for the meeting.

ARTICLE V: DUTIES OF THE EXECUTIVE COMMITTEE AND ITS OFFICERS

5.1 General Powers

The responsibility for the conduct of all programmatic affairs of PfCONA shall be managed by the Executive Committee.

5.2 Executive Committee

The executive committee composed of the Chairman, Secretary, and Treasurer shall be authorized to act for the association between meetings. The executive committee shall report to the general membership at the first available opportunity any activity conducted by the executive committee.

5.02a. Chairman

The Chairman shall be responsible for ensuring that the purposes of PfCONA are fulfilled and shall, in general, supervise and control all of the business and affairs of PfCONA, including:

- preside at all meetings of the Executive Committee and of the general membership;
- ensure the association abides by its bylaws and established policies;
- appoint all committee chairpersons;
- prepare agendas and summaries of voting items for all meetings;
- represent PfCONA and its members as necessary;
- receive and review reports from all officers and committees;
- train and otherwise prepare the incoming Chairman for the responsibilities of the office;
- exercise all the powers usually appertaining to the office of Chairman.

In the absence or disability of the Chairman, his or her duties and powers shall be performed by the Vice-Chairman unless otherwise determined by the Chairman or Executive Committee.

5.02b. Vice-Chairman

The Vice-Chairman performs duties as requested by the Chairman, Secretary / Treasurer, or Executive Committee and shall:

- assist chairman in preparing meeting agendas;
- direct special projects as directed by Chairman or Executive Committee
- act as Chairman or Secretary / Treasurer in their absence.

5.02c. Secretary / Treasurer

The Secretary / Treasurer shall be the official custodian of records and the chief financial officer of PfCONA and shall:

- ensure that the minutes of each meeting are true and accurate;
- maintain the minutes of the meetings and any other relevant papers as part of the historical archives;

- work with the Chairman to write minutes, meeting notices, and agendas with a summary of voting items;
- send all minutes, meetings notices, and agendas with a summary of voting items to the general membership at least one week prior to scheduled meetings;
- Keep minutes of Executive Committee meetings and provide a copy to the Executive Committee at the next general meeting;
- Have other such duties as determined by the Chairman;
- Keep attendance of all meetings.
- have access to and be responsible for all matters pertaining to the accounts and financed of the association;
- work with the Chairman to ensure that appropriate financial reports are made available to the Membership on a timely basis;
- supervise the accounts and auditing practices of the association;
- approve the budget;
- transact any and all other business of the association.

5.3 Completion of term of office

At the completion of their terms or departure, officers shall write a summary description of their duties, responsibilities, and activities that can be shared with the next officer in each position and can be maintained as part of the historical archives. In addition, all records will be given to the next officer.

5.4 Ex-Officio

The ex-officio members of the Executive Committee shall represent the interests and concerns of their divisions and actively participate in ensuring that the purpose of PfCONA is fulfilled.

5.5 Compensation

No officer shall receive compensation for his or her service to PfCONA.

ARTICLE VI: MEETINGS

6.01 Regular Meetings

Regular meetings of the association shall be as scheduled by the officers, but will usually be held at least bi-monthly.

6.02 Annual Meetings

The organization shall hold an annual meeting each January, at which officers shall be elected and any other business may be conducted.

6.03 Attendance

6.03a. Executive Committee

Each member of the Executive Committee must attend two-thirds of the scheduled meetings (8 meetings) and shall hold the responsibility of contacting the Chairman if he or she is unable to attend a scheduled meeting.

6.03b. General Membership

Members are strongly encouraged to attend as many scheduled meetings as possible.

6.04 Quorum and Manner of Acting

A quorum for any regular meeting shall consist of those member associations present, and any necessary decisions shall be by majority vote of those present.

Two thirds of Executive Committee shall constitute a quorum for the transaction of business at any Executive Committee meeting.

6.05 Meeting Notices

Notices of all meetings with an agenda and a summary of voting items for the meetings will be sent to all members one week before the scheduled meeting.

6.06 Special Meetings

Special meetings may be called, as necessary, by unanimous vote of the officers, or by request of a majority of the member associations that have attended at least two regular meetings in the previous twelve months. Notices will be sent at least one week prior to the meeting.

6.07 Executive Committee Meetings

The Executive Committee shall meet and/or communicate as it deems appropriate and necessary.

ARTICLE VII: COMMITTEES OF PfCONA

7.1 Number of Committees

The Executive Committee may establish as many committees as it deems appropriate.

7.2 Committee Membership

Membership in a committee shall consist of any interested members in the association.

7.3 Chairperson

Each committee will select one member to serve as Committee Chairperson. The Committee Chairperson becomes a member of the Executive Committee.

7.4 Committee Meetings

Committees shall meet at times and places as determined by their membership.

ARTICLE VIII: ELECTION OF OFFICERS

8.1 Election of Officers

At the December meeting, the Chairperson shall solicit nominations, including self nominations, from the general membership for officer positions which need to be filled at the next Annual meeting. Nominees must willingly agree to serve as an officer. A general member becomes an officer upon receiving a majority of votes of the members in attendance. Officers shall take office at the annual meeting and hold office for a one year term.

ARTICLE IX: PARLIAMENTARY AUTHORITY

The affairs of the organization shall be conducted in accordance with *Robert's Rules of Order, Newly Revised*.

ARTICLE X: AMENDMENTS

These bylaws may be amended by affirmative vote of majority of those members in attendance at any regular meeting attended by at least half of the member associations. Proxies may only be accepted to amend these Bylaws if a meeting announcement is sent to all member associations, the notice calls for proxies, and the proxies are specific to the issue of Bylaws amendments.