

## Proposed Changes to the FHVA Bylaws

	Old Version (January 26 <sup>th</sup> , 2019)	Proposed New Version (FHVA Board approved 2020.07.21)
<b>ARTICLE I: Name</b>		(No change.)
<b>ARTICLE II: Boundaries</b>		The list of streets is updated to include Lorman Place and to reorder the presentation of the list for logical flow.
<b>ARTICLE III: Objectives</b>	Titled "Objectives".	The title is now " <b>Mission.</b> " Added the statement, "FHVA's mission is to represent residents and property owners with city, county, and state governments; to provide liaison with public K-12 educational organizations; and to coordinate with area organizations that have similar interests." Replaced "a fully incorporated part of the City of Albuquerque" with "in the City of Albuquerque."
<b>ARTICLE IV: Membership</b>	<b>Section 1: Membership:</b> Membership in the Association is open to persons (18 years of age or older) residing within the boundaries of the Association (limit two individuals per household) and to all persons and legal entities owning a property or having a place of business within the boundaries of the Association.	<b>Section 1. Membership:</b> Membership in the Association is open to all persons 18 years of age or older, including renters, who reside within the boundaries of Four Hills Village, as defined in Article II, and to all persons and legal entities owning property or having a place of business within these same boundaries.  A. One adult member is allowed with each membership effective with the 2022 membership year. B. Multiple memberships are allowed at any residence. C. Members are those persons who have paid dues for the calendar year. D. Membership is for a calendar year, running from January 1 to December 31.
	<b>Section 2: Classification*</b> There shall be two classes of membership <b>A. Active Members</b> shall be those persons who have paid dues for the current year. <b>B. Associate Members</b> shall be those persons eligible to join this Association who have not become active members, that is, have not paid dues. Associate members may attend the Annual Meeting but are not eligible to make motions or vote.	<b>Section 2: Dues*</b> A. Annual dues shall be established by the FHVA Board. B. At the discretion of the Board, new residents of Four Hills Village may be given a complementary membership for the balance of the year in which they join FHVA after the annual meeting.  * Note: As there will now be only one class of membership, there is no need for a section dealing with classification.
	<b>Section 3: Voting Members:</b> Voting members shall be active members. Voting rights are limited to one vote per adult member, not to exceed two votes per household.	<b>Section 3. Voting:</b> Voting rights in open general meetings are limited to one vote per adult Member (see <a href="#">ARTICLE V – Governance</a> and <a href="#">ARTICLE VIII – Meetings</a> ).
	<b>Section 4: Dues:</b> Annual dues per property shall be \$25.00 per calendar year. A. For eligible members who were not members the previous year and joining after June 30 <sup>th</sup> dues will be one half of the annual dues for the remainder of the calendar year. B. Dues may be changed by a recommendation of the Board of Directors and approved by a two-thirds vote at the Annual or a Special Meeting or by written mail-in ballot.	<b>Section 4: Income:**</b> None of the net income shall inure to the benefit of any of the Members.  ** Note: This used to be Section 5 but, with the deletion of the Classification section, it is now Section 4 (with no Section 5).
<b>ARTICLE V: Governance</b>	<b>Section 1: Officers:</b>	<b>Section 1: Form of Government:</b> FHVA Governance

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<p>(formerly titled “Officers and Board of Directors”)</p>	<p>A. The elected Officers of the Association shall be a President, a Vice President, a Treasurer, a Secretary and up to ten additional Directors. These Officers shall perform the duties prescribed by these Bylaws and the parliamentary authority adopted by the Association. Any Officer or Director shall be an active member of the Association.</p> <p>B. The President may, with majority approval of the Board, appoint not more than four of the additional members to the Board of Directors.</p>	<p>shall be by representation rather than by direct participation of Association Members. Officers and Directors elected by FHVA Members or appointed as permitted in these Bylaws shall govern the Association.</p>
	<p><b>Section 2: Election of Officers and Directors:</b> Election of Officers and Directors shall be by mail-in ballot distributed to active members in the Winter edition of The Chronicle for completion and return at least one week before the next immediate Annual Meeting, at which time the results of the election shall be announced. A majority mail-in vote shall elect. Officers and Directors shall assume their duties at the February Board meeting.</p>	<p><b>Section 2: Nomination and Election of Officers and Directors:</b> Officers and Directors shall be nominated and elected annually in accordance with the procedures contained in the Standing Rules of the Association, <a href="#">which are to be read in combination with these Bylaws.</a></p>
	<p><b>Section 3: Term of Office:</b> Officers and Directors shall be elected for a term of one year or until their successors are elected. No elected Officer or Director shall serve more than three consecutive terms in the same office.</p>	<p><b>Section 3: Officers and Directors:</b></p> <p>A. The elected Officers of the Association shall be a President, a Vice President, a Treasurer, and a Secretary. These Officers along with the Immediate Past President, up to nine elected Directors (as detailed in the Association’s Standing Rules), and any appointed Members-at-Large as detailed in the following Section B shall be collectively known as the FHVA Board of Directors or the Board. These Board Members shall perform the duties prescribed by these Bylaws, by the Standing Rules, and by the parliamentary authority adopted by the Association (Robert’s Rules of Order).</p> <p>B. The President may, with majority approval of the Board, appoint up to three additional Members to serve on the FHVA board as Members-at-Large.</p> <p>C. All Officers, Directors, and Members-At-Large shall be Members of the Association.</p>
	<p><b>Section 4: Vacancy in Office:</b> A vacancy in the office of the President shall be filled by the Vice President. The vacancy thus created in the office of the Vice President and any other vacancy shall be filled by ballot vote of the Board of Directors.</p>	<p><b>Section 4: Term of Office:</b></p> <p>A. Officers and Directors shall be elected for a term of one year running from January 1 to December 31, or until their successors are elected or they are removed.</p> <p>B. Officers and Directors shall be limited to three successive one-year terms in the same office.</p> <p>C. Appointed members of the Board may not serve beyond the term of the President who appointed them.</p> <p>D. The Board may waive term limits.</p>
	<p>N/A</p>	<p><b>Section 5: Vacancy in Office:</b> A vacancy in the office of the President shall be filled by the Vice President. The vacancy thus created in the office of the Vice President and any other mid-term vacancy will be filled by a Board vote on no more than 3 nominees presented by the President to the Board.</p>

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	N/A	<b>Section 6: Removal from Office:</b> An Officer, Director, or appointed Member-at-Large may be removed from office by a two-thirds vote of the Board.
<b>ARTICLE VI: Duties of Officers</b>	<b>Section 1: President:</b> The President shall be the chief executive officer of the Association and preside at all meetings of the Association and the Board of Directors. The President shall, with the approval of the Board of Directors, appoint all standing and special committees except the Nominating Committee and shall be ex-officio member of all committees except the Nominating Committee. The President shall make all necessary reports to the City of Albuquerque in compliance with the Neighborhood Association Recognition Ordinance.	<b>Section 1: President:</b> The President shall be the chief executive officer of the Association and preside at all meetings of the Association and its Board. The President shall, with the approval of the FHVA Board, appoint all standing and special committees and shall be an ex officio member of all committees. The President shall make all necessary reports to the City of Albuquerque and Bernalillo County in compliance with their Neighborhood Association Recognition Ordinances.
	<b>Section 2: Vice President:</b> The Vice President shall, when necessary, perform the duties of the President, and shall succeed to the Presidency in the event of the death, disability, resignation or removal from office of the President until such time as a successor to the President shall be elected.	<b>Section 2: Vice President:</b> The Vice President shall, when necessary, perform the duties of the President, and shall succeed to the Presidency in the event of the death, disability, resignation or removal from office of the President until such time as a successor to the President shall be elected. The Vice President shall oversee the annual election process, which includes the nomination and qualification of candidates and the voting process. If conducting the election creates a conflict of interest, as when the Vice President is running for office, responsibility for managing the election process shall be delegated to an Association Member who is not running for election.
	<b>Section 3: Secretary:</b> The Secretary shall keep minutes of all meetings of the Board of Directors, General, Annual and Special Membership Meetings and shall keep all records of the Association and give notice of all meetings as directed. The Secretary shall perform all other duties incidental to the office of the Secretary or as required by the President or the Board of Directors.	<b>Section 3: Secretary:</b> The Secretary shall keep minutes of all FHVA meetings, including monthly Board Meetings, any supplemental Board Meetings, the Annual General Meeting, and any Special Meetings. The Secretary shall perform all other duties incidental to the office of the Secretary or as required by the President or the Board.
	<b>Section 4: Treasurer:</b>	<b>Section 4: Treasurer:</b> (No change.)
<b>ARTICLE VII: Committees</b>	<b>Section 1:</b> The membership may establish necessary committees at any meeting. The President may also establish such committees. Committee chairpersons may be selected by the committee-pending board approval or appointed by the President.	<b>Section 1:</b> Committees of the FHVA Board may be established at any Board Meeting. The President may also establish committees independently of a Board meeting. Participants on such committees may be non-members of FHVA. At least one member of any committee shall be a member of the FHVA Board. Committee chairpersons shall be appointed by the FHVA President. The President shall be an ex officio member of all committees.
	<b>Section 2:</b> No report or other action of a committee of the Association shall be considered as an act of the Association unless it has been approved by the Board of Directors at the monthly meeting or by the general membership at the Annual Meeting.	<b>Section 2:</b> No report or other public action of a committee of the Association shall be considered as an act of the Association unless it has been approved by the President or the Board.
	<b>Section 3:</b> Nominating Committee – deleted.	See <b>ARTICLE VI, Section 2: Vice President</b>
<b>ARTICLE VIII: Meetings</b>	<b>Section 1:</b> Robert’s Rules of Order shall govern all Association meetings.	<b>Section 1:</b> (No change.)

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	<p><b>Section 2:</b> The Board of Directors shall meet monthly to conduct the business of the Association at a time and place as determined by its members. All Board members (and general members) shall be notified of meeting times and places in advance.</p>	<p><b>Section 2. FHVA Board Meetings:</b> The FHVA Board shall meet monthly to conduct the business of the Association at a time and place as determined by the Board. A quorum shall require seven (7) Members. All Board Members shall be notified of meeting times and places in advance, and meetings shall be publicly listed on the FHVA website.</p> <p>A. The January Board meeting shall be held before the Annual General Meeting (AGM) for the purpose of transferring Governance to the newly elected Officers and Directors.</p> <p>B. Except where otherwise specified, all votes shall be decided by a majority of the FHVA Board Members present.</p> <p>Attending Members who are not a member of the Board may be allowed to comment on issues under discussion at the discretion of the Chair but may not vote on motions before the Board.</p>
	<p><b>Section 3: Annual Meeting.</b> An Annual Meeting of the membership shall be held in January and shall be for the purpose of receiving the report of the President and Treasurer and for any other business that may arise. The time and place of the Annual Meeting shall be announced to each resident within the Association’s boundaries by mail, delivered handbills, newsletter, or conveniently posted sign.</p>	<p><b>Section 3: Supplemental FHVA Board Meetings:</b> Supplemental Board Meetings may be called by the President, or by a majority of the FHVA Board, should additional Board business need to be discussed or completed between the regular monthly meetings. All Board Members shall be notified of the meeting time and place in advance and the meeting is to be publicly listed on the FHVA website.</p>
	<p><b>Section 4: Special Meetings.</b> Special Meetings may be called by the President, a majority of the FHVA Board, or upon the written request of fifty active Members of the Association. The purpose of the meeting shall be stated in the call. Notification of Special Meetings shall be provided to the membership vial the Chronicle, email, or mail. When deemed appropriate by the Board of Directors and after proper notification, active Members may vote by mail on issues requiring action by the membership.</p>	<p><b>Section 4: Annual General Meeting:</b> An Annual General Meeting (AGM) of the membership shall be held in January. The time and place of the AGM shall be announced within the Association boundaries. FHVA Members attending the AGM may vote on issues requiring action by the membership.</p>
	<p><b>Section 5. Quorum.</b> Those active members who attend the Annual or any Special Meeting, provided that it is a stated meeting or one that has been properly called and advertised; or those active members voting by written mail-in ballots when it is deemed appropriate by the Board of Directors in lieu of conducting an Annual or Special Meeting, shall constitute a quorum. A quorum of the Board of Directors shall require five (5) members.</p>	<p><b>Section 5: Special General Meetings:</b> Special Meetings for all Members may be called by the President, by a majority of the FHVA Board, or upon the written request of fifty Members of the Association. The purpose of the meeting shall be stated in the call. Notification of these Special Meetings shall be provided to the membership. When deemed appropriate by the FHVA Board and after proper notification, Members may vote on the specific issues requiring action by the membership, relative to the Special Meeting, <b>and may do so by mail, electronically, or in person, as may be appropriate at the time.</b></p>
	<p><b>Section 6. Voting.</b> (Note: Moved to <b>ARTICLE IV, Section 3</b> of the proposed Bylaws )</p>	<p><b>Section 6. Quorum:</b> A quorum for non-Board Meetings shall consist of those Members who attend the Annual General Meeting; those Members who attend a properly</p>

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		called and advertised Special General Meeting; or those Members who are voting by written mail-in ballot, or electronically, as may be authorized by the FHVA Board.
<b>ARTICLE IX: Dissolution</b>		Added "and Bernalillo County Office of Neighborhood Coordination" to the list of applicable requirements to be met.
<b>ARTICLE X: Amendment of Bylaws</b>	These Bylaws may be amended by a majority vote, if notice of the Amendment shall have been published in The Chronicle, the official publication of the Association. Suggestions from active members regarding the wording of proposed changes, revisions, or opposition shall be submitted in writing to the President at least seven (7) days prior to the Annual or Special Meeting or written mail-in ballot at which time a vote on the proposed Amendment(s) shall be taken.	These Bylaws may be amended by a majority vote of the membership, provided that notice of the amendment and voting procedure shall have been published in the Chronicle, the official publication of the Association.