

El Rancho Vista Estates Neighborhood Organization

Bylaws

ARTICLE I-NAME

The name of the corporation shall be the **El Rancho Vista Estates Neighborhood Organization**, hereafter referred to as the Organization or ERVENO. The El Rancho Vista Estates Neighborhood Organization is organized as a Nonprofit Public Benefit Corporation under the California Nonprofit Public Benefit Corporation Law for public purposes, to be a tax-exempt organization under Internal Revenue Code Section 501(c)4.

ARTICLE II-PRINCIPAL OFFICE

The principal office of the organization shall be at the residence of the acting secretary of the Organization. The mailing address shall be at the residence of the secretary of the Organization or a United States Post Office Box, as designated by the Board of Directors.

ARTICLE III-PURPOSE

The **El Rancho Vista Estates Neighborhood Organization** is a group of neighbors organized to address a range of issues for the purpose of maintaining and improving the livability and character of the ERVENO neighborhood by encouraging neighborhood identity and participation. ERVENO facilitates communication with the City of Palm Springs through its active involvement as an officially recognized Neighborhood Organization and member of Organized Neighborhoods of Palm Springs (“ONE-PS”). The ERVENO is not an HOA and will not impose restrictions on individual properties.

ARTICLE IV-NEIGHBORHOOD BOUNDRIES

The **El Rancho Vista Estates Neighborhood Organization** is the area bordered by the streets of Vista Chino (along the north), Gene Autry (along the east), and Chia (along the south). The Palm Springs International Airport land is along the west.

ARTICLE V-MEMBERSHIP

Section 1: All property owners and residents within the area defined in Article IV are eligible for membership. Notwithstanding the number of adults, each household shall have one vote in matters relating to a vote of the membership of the **Rancho Vista Estates Neighborhood Organization**. Each property equates one vote.

- Section 2: Membership dues, when established by the **Rancho Vista Estates Neighborhood Organization**, shall not bar any resident, occupant or property owner from participating or voting in neighborhood meetings.
- Section 3: Members in good standing are entitled to hold positions on the **El Rancho Vista Estates Neighborhood Organization** Board of Directors-

ARTICLE VI-DUES

The Board of Directors shall determine annual membership dues. Dues shall be payable before the beginning of the **El Rancho Vista Estates Neighborhood Organization** fiscal year. The fiscal year will begin January 1. Dues are not assessed at this time.

ARTICLE VII-BOARD OF DIRECTORS ADVISORS

- Section 1: The management of all affairs of the **El Rancho Vista Estates Neighborhood Organization** shall be vested in the Board of Directors, who shall have discretion in determining all expenditures in order to carry out the purpose of the Organization.
- Section 2: Five members shall comprise the Board of Advisors. All Board decisions will be arrived upon by a simple majority vote of the Board of Directors-
- Section 3: Any member in good standing is eligible to be elected to the Board of Directors for a one-year term.
- Section 4: There shall be no term limit for Board Members.
- Section 5: Elections will take place for the Board of Directors at the April 19, 2016 Corporate Organizational Meeting and thereafter at the annual **El Rancho Vista Estates Neighborhood Organization** General Membership meeting.
- Section 6: **A Majority number** of the Board of Directors at a Board meeting shall constitute a quorum.
- Section 7: No compensation of any kind shall be paid to the members of the Board of Directors.
- Section 8: The Board of Directors shall meet at least four times each year including the annual **El Rancho Vista Estates Neighborhood Organization** General Membership meeting. These meetings will take place once each calendar quarter year.
- Section 9: A majority of Board Members must approve any expenditure of \$100 or more. All expenditures via check shall require two signatures. A written or electronic message may constitute the second approving signature, including specific description of the nature of the expense, when filed with the Treasurer.

- Section 10: The Board of Directors shall determine the annual membership dues, if any, for the upcoming fiscal year at least three months prior to the end of the current fiscal year and notify the membership.
- Section 11: Should a vacancy occur on the Board of Directors in the middle of a term and one or more candidates express an interest in serving, a simple majority vote of the Board of Directors at its next meeting at which a quorum is present can fill the open position(s). Directors appointed in this manner shall be of equal status and privilege as other Board members. Such Directors do not begin a new one-year term, but complete the current one-year term, and their term will expire simultaneously with that of other Board members.
- Section 12: The Board of Directors shall not at any time, in any way, involve the Organization in political campaign activities, nor shall it authorize or approve any Officer or member to do so in the name of the Organization.
- Section 13: Members of the Board of Directors shall not use their position for personal gain and shall comply with Sections 5233 and 5234 of the California Corporations Code and disclose any potential self-dealing transaction to the Board of Directors for evaluation in accordance with such Sections.
- Section 14: A Representative and Alternative Representative to the Organized Neighborhoods of Palm Springs (ONE-PS) Committee shall be elected from among the current Directors based on a simple majority vote of the Directors. Representative and Alternative Representative positions will be elected immediately following the annual seating of Directors. The Board of Directors shall similarly elect replacements for these positions if a vacancy arises.

ARTICLE VIII-OFFICERS

- Section 1: The Members shall elect the Officers during the annual **El Rancho Vista Estates Neighborhood Organization** General Membership meeting. Total Members present at the Annual General Membership meeting shall constitute quorum for electing Officers.
- Section 2: The Officers are:
A-Chairperson
B-Vice Chairperson
C-Secretary
D-Treasurer
E-Communications Officer
- Section 3: The Officers shall serve a one-year term with no term limits.
- Section 4: The Chairperson's role and responsibilities are:
A-Preside over the annual membership meeting.

- B-Preside over the Board of Directors meetings
- C-Assure that the Bylaws are enforced.
- D-Have signatory authority with the Treasurer.
- E-Initiate payments and reimbursements for Organization related expenses, as approved by the Officers.
- F-Have authority to initiate any expenditure for amounts less than \$100
- G-Prepare an annual report on the status of the organization.
- H-Prepare an annual budget with the Treasurer.
- I-Oversee the planning and scheduling of Board of Directors meetings and the annual Membership meetings.

Section 5: The Vice Chairperson’s role and responsibilities are:

- A-Act as the Chairperson during any absence of the Chairperson.
- B-Assist the Chairperson, as requested, in the execution of the Chairperson’s duties.

Section 6: The Secretary’s role and responsibilities are:

- A-Record the minutes of the Board of Directors and the annual **El Rancho Vista Estates Neighborhood Organization** Membership meeting.
- B-Transmit such minutes to all appropriate parties, the Board of Directors and make them available to members upon request.
- C-Prepare official correspondence.
- D-Notify all Members and eligible Members (property owners and residents) of the annual meeting at least thirty days in advance.
- E-Notify the Board of Directors of meeting times and location as set by the Chairperson at least fourteen days in advance of any Board of Advisers meeting.
- F. Maintain the meeting sign-in sheets.
- G. Notify ONE-PS and the Palm Springs Office of Neighborhood Involvement of any changes of the Organization’s Representative and Alternate to ONE-PS.
- H. Serve as agent for service of process of the Organization, unless the Board of Directors has designated another person or entity to so act.

Section 7: The Treasurer shall:

- A-Receive and deposit monies.
- B-Pay all expenses approved by the Board and/or Chairperson.

C-Maintain on-going bank records and make such records available to the Chairperson and Vice-Chairperson on request.

D-Maintain and make available a detailed current financial statement to the Board of Directors for distribution at Board meetings. Create and make available a detailed fiscal year-end financial statement for the annual Membership meeting.

E-Assist Chairperson in preparing an annual budget.

F-Collect dues, if applicable, and maintain a list of all members in good standing.

G-Open a bank account with the Chairperson for annual dues and any other funds received via donations, fund raising events, etc.

H-Prepare or have prepared the Organization's annual federal and state exempt organization corporate registration, tax returns and statements of information.

Section 8: The Communication Officer shall:

A-Maintain a data base with address, e-mail and other contact information for all property owners and residents in the proposed boundaries of the neighborhood.

B-Develop strategic means to communicate meetings and other events to the neighborhood residents. These will include, but are not limited to, a mix of traditional mail and e-mail.

C-Establish other means of communication, such as via social media or an internet site for the neighborhood.

ARTICLE IX-MEETINGS

Section 1: There will be an Annual Meeting of the general membership at a time and place designated by the Board of Directors, which will occur during the spring as scheduled.

Section 2: Additional General Membership meetings may be called by the Board of Directors, as deemed necessary.

Section 3: Notification of the place, date and time of the annual **El Rancho Vista Estates Neighborhood Organization** General Membership Meeting, either annual or special, shall be given either by a mailed, e-mailed or hand-delivered notice to all residents and property owners within the neighborhood's boundaries. This notification shall occur at least thirty days prior to the meeting date of the general membership meeting.

- Section 4: Notification of the place, date and time of Board of Directors meetings will be supplied either by mail, e-mail or phone to any property owner or resident who requests such notification in writing to the Secretary.
- Section 5: All meetings will be open and public and will permit, to the extent feasible, every person eligible for membership to participate in the conduct of business, deliberation and decision-making.

ARTICLE X-COMMITTEES

The Board of Advisers will endeavor to form committees that reflect the concerns, needs and interests of the members.

ARTICLE XI-COMMUNICATION

Communication between members of the neighborhood and eligible members will be conducted through public meetings, mail, e-mail, Web site postings, telephone, newspaper announcements and personal contact. The Communications Officer will be responsible for these functions. The purpose of the Communication Officer is to establish regular communication channels by which members of the neighborhood and eligible members are informed of meetings, events and other matters affecting the neighborhood and to facilitate formal communication between members of the neighborhood, eligible members, the City and its representatives, and/or other public and private entities.

ARTICLE XII-AMENDMENTS

These Bylaws may be altered, amended, replaced or repealed by a majority vote of property owners and/or residents at the annual **El Rancho Vista Estates Neighborhood Organization** General Membership Meeting. Any proposed change to the Bylaws must be submitted in writing to the Secretary thirty days prior to the annual membership meeting or by a special meeting announced with at least thirty days notice by the Board of Advisers.

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