

Platt Park People's Association (3PA) By-Laws

Article 1: NAME

- 1.1 The name of this association shall be the Platt Park People's Association, hereinafter referred to as 3PA.

Article 2: PURPOSE

- 2.1 The purpose for which this association is established is four-fold:
 - 2.1.1 To foster a spirit of community by finding positive, supportive means to meet the human, social and environmental needs which exist among the residents, businesses, and organizations of the Platt Park neighborhood.
 - 2.1.2 To preserve and enhance the low density character of our neighborhood by undertaking such activities as community-based planning. To assist in the planning and development of guidelines for decisions made by the City and County of Denver, the Denver School Board, the Regional Transportation District, the State of Colorado, and other such institutions and agencies whose overall programs directly affect and impact our community.
 - 2.1.3 To aid in promoting a sense of security for all residents of the neighborhood by developing methods for dealing with and combating crime.
 - 2.1.4 To foster a spirit of cooperative understanding between the residents, business and industrial concerns located within our community. To work with other organizations in carrying out the foregoing concerns and to serve as a coordinating center for community residents' concerns.
- 2.2 Geographic Boundaries. The geographic boundaries of the 3PA area are defined as Broadway on the west, I-25 on the north, Downing Street on the east, and Evans Avenue on the south; all within the City and County of Denver.
- 2.3 Political statement – 3PA is not and will not become a forum for political action or for the promotion or endorsement of any political party or candidate.

Article 3: MEMBERSHIP

- 3.1 There shall be three classes of membership:
 - 3.1.1 Regular members shall be any person eighteen years or older of any household who lives or owns property in the 3PA geographic area as defined in Article 2 and whose household has paid annual membership dues as required for the current fiscal year.
 - 3.1.2 Organizational members shall be any club, church, business, or institution located within the 3PA geographic area as defined in Article

2 which wishes to support 3PA and which has paid the annual membership dues. Each organizational member of 3PA shall designate one representative for communication and voting.

3.1.3 Affiliate members shall be any person or organization wishing to support the association but who does not live in or own property in the geographic area of 3PA.

3.2 Voting rights.

3.2.1 Each regular member shall have one vote, with a maximum of two votes per household membership. The designated representative of each organizational member shall have one vote. Affiliate members shall not have any voting rights.

3.3 Dues:

3.3.1 A schedule of dues shall be established by the Board of Directors.

3.3.2 Any increase in annual dues shall be voted on by the general membership.

3.3.3 Except for the organizational meeting where the initial set of by-laws are adopted, a member shall be eligible to vote only if dues have been paid in full at least 30-days prior to the date of any general membership meeting.

Article 4: BOARD OF DIRECTORS

4.1 Powers. The management, control and government of this association shall be vested in a Board of Directors. The Board of Directors shall preserve, protect and promote the interests of the association and its members. The Board shall supervise all transactions and the conduct and the work of officers of this association in regards to the performance of their assigned responsibilities.

4.2 Membership. The Board of Directors shall consist of those officers defined in Article 5, plus the immediate past president, and

4.2.1 not more than five (5) directors elected by the general membership by zone when possible.

4.2.2 Zones shall be defined by the board with at least 30-days notice to the membership prior to elections.

4.3 Term of Office. The term of office for the Board of Directors shall be from the time of the election of the new Directors at the Annual Business Meeting. Appointed members of the Board of Directors shall serve either to the end of the term of the office they are filling, or the expiration of their temporary office. No one, however, may serve more than three consecutive terms as a Director (including terms as an Officer), except the Immediate Past President, as defined in 4.3.2, below.

4.3.1 Board members shall serve 1-year terms.

4.3.2 The Immediate Past President may, in that capacity, serve one additional 1-year term (beyond the three-term limit).

- 4.4 Vacancies. Vacancies on the Board of Directors shall be filled by election by the Board from among the general membership for the completion of a normal term of office.
- 4.5 Cause for removal. Failure to attend three consecutive regular meetings of the Board of Directors or absences in excess of four total per year shall automatically remove any Officer. A vacancy shall be declared to exist and shall be filled in accordance with these by-laws, except that the Board may, at its discretion, waive the application of the attendance requirement in an individual case.
- 4.6 Quorum. A quorum of the Board of Directors shall be a simple majority (50% +1) of the Directors. All actions of the board shall be only by vote of those present, or by a poll as defined in item 4.8, below.
- 4.7 Fiscal Expenditures. The Board shall have the power to authorize expenditures up to \$ 250.00. Any amount greater than \$250.00 shall be subject to general membership review. Notification of a proposed expenditure of more than \$250.00 for a single purpose shall be given to the general membership for a vote at next general meeting. An emergency expenditure of more than \$250 for a single purpose may be made by the Board and reported to the general membership at the next general membership meeting.
- 4.8 Polling. Polling may be used to obtain and record the preferences of Board members on an issue if every reasonable method is used to notify each Board member, and responses are obtained from not less than a majority of all Board members. Polling may be conducted by telephone, e-mail, or other means as approved by the Board. A written log shall be maintained by the Secretary of all contacts and attempted contacts, and shall include date, time, means of contact, summary of discussion (if any) and votes (if any).

Article 5: OFFICERS

- 5.1 Offices, Duties and Eligibility. The officers of 3PA shall be president, vice-president, secretary, and treasurer. No officer may hold more than one office at the same time.
 - 5.1.1 No officer of any other registered neighborhood association shall be permitted to serve as an officer of 3PA.
- 5.2 Election and Term. The officers of 3PA shall be elected from the membership in accordance with Item 4.3, above, at the Annual Business Meeting.
 - 5.2.1 With the exception of the initial election, Officers shall be elected for two-year terms, staggered as follows: President and Secretary in even-years, Vice President and Treasurer in odd-years. No officer shall hold an office for more than two consecutive terms.
- 5.3 President. The President shall be the principal executive officer. Subject to the control of the Board, the President shall, in general, manage all of the business and affairs of 3PA. The President shall, when present, preside at all meetings of the membership and of the Board. In general, the President shall perform all duties incident to the office of President and such other duties as may be prescribed from time to time by the Board.
 - 5.3.1 The President shall be responsible for correspondence.

- 5.4 Vice-President. In the absence of the President, or in the event of the President's death, resignation, or inability or refusal to act (as determined by the Board of Directors), the vice-president shall perform the duties of the President. When so acting, the Vice-President shall have all the powers and be subject to all the restrictions of the President.
- 5.4.1 The VP will see that regular communication is maintained with the membership of 3PA and in general perform all duties incident to the office of VP and other duties as may from time to time be assigned by the President or the Board.
- 5.5 Secretary. The Secretary shall keep minutes of the proceedings of the membership and of the Board, keep all documents and records pertaining to the operation and activities of 3PA, and file all reports required pursuant to law.
- 5.5.1 The Secretary shall maintain a current list of all voting members and be responsible for having the list available at General Membership meetings for the purpose of verifying the eligibility of voting members.
- 5.6 Treasurer. The Treasurer shall be responsible for funds collected and to protect the general welfare of all assets of 3PA. Responsibilities include, but are not limited to, the following:
- 5.6.1 receive all membership dues and other assets of 3PA; open a bank account or accounts in the name of 3PA and place all funds or other assets of 3PA in such accounts as the Board may direct; disburse such funds or other assets as the Board directs;
- 5.6.2 collect all monies due and pay routine bills and expenses of 3PA without specific resolution of the Board;
- 5.6.3 keep accurate and complete financial records for 3PA and report to the Board and the membership regularly.
- 5.6.4 All checks greater than \$100 will be countersigned by one other officer of the Board.
- 5.6.5 An annual audit shall be conducted by three members of 3PA; specifically, one Board member, one bookkeeper or accountant, and one person appointed from the general membership.

Article 6: MEETINGS

- 6.1 Annual Business Meeting. The Annual Business Meeting of 3PA shall be held in March at such time and place as determined by the Board, for the purpose of electing the Board of Directors and the officers, receiving reports of the officers and committees, and for any other business properly before the meeting.
- 6.2 General Membership Meetings. General meetings of members shall be held at least once per quarter as determined by the Board.
- 6.3 Special Meetings. Special meetings of the general membership for any purpose may be called by the president, by three members of the board, or by written petition of 10 or more members.

- 6.4 Notice. Notification of the Annual Business Meeting shall be by written communication stating the time, date, and place of the meeting. The best media for this communication (*e.g. flyer, postcard, newsletter, e-mail*) shall be determined by the Board.
- 6.4.1 Notice of the Annual Business Meeting or General Membership Meetings shall be given at least 30-days in advance.
- 6.4.2 Notice of a special meeting may be given by verbal communication but shall be available at least 24 hours in advance of the meeting.
- 6.5 Quorum. A quorum at any membership meeting shall consist of 10 voting members.
- 6.6 Board Meetings. The Board shall ordinarily meet at least once every month at a date, time and place determined by the Board.

Article 7: COMMITTEES

- 7.1 Creation. The Board may create such committees as it deems appropriate to the stated purposes of 3PA. Creation of any committee shall be announced at the following membership meeting.
- 7.2 Chairperson. At the time of the creation of a committee, the President shall appoint with the approval of the Board a chairperson of the committee, who shall serve at the pleasure of the Board until replaced, resigned, or the termination of the committee.
- 7.3 Membership. Members of committees shall be those voting members of 3PA who volunteer to serve on the committee and any other persons appointed by the President, the Board, or the chairperson of the committee.
- 7.4 Types of Committees. A committee may be a standing committee or a special (ad hoc) committee. A special committee shall be one which has a short-term task and which disbands at the completion of that task.

Article 8: ELECTIONS

- 8.1 Eligibility for nomination. Any voting member of 3PA is eligible after three months of active membership for nomination as a candidate for election as an officer or member of the board of directors of 3PA.
- 8.2 Nominating Committee. The Board shall appoint a nominating committee of three members, of which no more than two are members of the board.
- 8.3 Elections.
- 8.3.1 Schedule. Two months prior to the March Annual Business Meeting, nominations for officer and board member vacancies will be taken from the floor. One month prior to the Annual Business Meeting, the nominating committee will report to the general membership those nominees who have agreed to stand for election.
- 8.3.2 Voting. At the Annual Business Meeting all nominees may address the membership if they so desire. Voting members will be given ballots by the election judges appointed by the President. No nominee

shall also be a judge. The election judges shall collect and tally the completed ballots.

- 8.3.3 The election judges shall, as soon as practicable, declare the election of those nominees with the majority of votes for each office and the Board. The election judges shall see that the names of all newly elected Directors and officers are distributed to all 3PA members as soon as practicable.

Article 9: SPECIAL PROVISIONS

- 9.1 Parliamentary Authority. The rules contained in the current edition of Robert's Rules of Order, Newly Revised, shall govern the conduct of all meetings of 3PA.
- 9.2 Open Meetings. All meetings of the Board and all committees shall be open to all members of 3PA.
- 9.3 Voting. There shall be no proxy or absentee voting on any action taken at any meeting of 3PA, including Board, General Membership and committee meetings.
- 9.4 Inspection of Books and Records. All members of 3PA or their duly-authorized representatives shall be permitted to inspect all books and records, including minutes of all meetings and all votes taken of 3PA for any proper purpose at any reasonable time.
- 9.4.1 Members lists provided for use within the association (by block captains, committees, board members, etc) will provide no more than the minimum information needed for the purpose, and will be provided only after such use has been approved by the board.
- 9.4.2 In the interest of privacy for 3PA members, the membership list will not be distributed outside the association for any purpose.
- 9.5 Compensation. No officer, Board member, or committee chairperson of 3PA shall receive any compensation from 3PA for their services; except that the Board may, by proper resolution, order reimbursement for any expenses incurred on behalf of 3PA.
- 9.6 Reports to the Membership. Any public endorsement, actions, or recommendations made on behalf of 3PA by the Board, any Officer, Committee, or agent of 3PA shall be reported to the membership at the next membership meeting if such action involves the name of 3PA directly or indirectly. No action taken by 3PA shall contain the name of any member without his or her prior consent.
- 9.7 Fiscal Year. The fiscal year of the association shall begin on the first day of April and end on the 31st day of March each year.
- 9.8 Dissolution. Upon dissolution of 3PA, any assets remaining after all liabilities have been paid shall be transferred to one or more exempt organizations of the kind described in section 501(c)(3) of the Internal Revenue Code, at the discretion of the Board of Directors.

Article 10: ADOPTION AND AMENDMENTS

11/18/05

- 10.1 Adoption These By-laws shall be adopted at an organizational meeting to be held for that purpose. Adoption of these by-laws requires the affirmative vote of two-thirds of those members present.
- 10.2 Amendments of By-laws. These By-laws may be amended at any General Membership meeting by a two-thirds majority of those members present and voting, provided that written notice of the intent to amend has been properly given pursuant to Article 6, Section 6.4 of these By-laws.