

BYLAWS

SWEETWATER VALLEY CIVIC ASSOCIATION REVISED 6/1/2011

ARTICLE I-NAME

SECTION 1: The name of this organization is "THE SWEETWATER VALLEY CIVIC ASSOCIATION" hereinafter known as "THE ASSOCIATION".

SECTION 2: THE ASSOCIATION is a non-profit organization organized in conformance with the California General Non-profit Laws (Part 1, Division 2, Title 1, California Corporation Code).

SECTION 3: The area that THE ASSOCIATION represents shall be that part of the Sweetwater Valley within the County of San Diego, State of California, originally defined in the corporate charter of Bonita/Sunnyside Fire District. (Department)

ARTICLE II- OBJECTIVE

SECTION 1: The objective of The Organization is to promote civic, cultural, social and general welfare for the area within the Sweetwater Valley.

SECTION 2: In keeping with the objectives, THE ASSOCIATION shall.
Conduct all activities in a constructive, non-partisan, non-sectarian manner.

Prohibit any member of THE ASSOCIATION or anyone representing THE ASSOCIATION from taking part in, or lending influence of THE ASSOCIATION to the election, appointment, or removal of any candidate for, or incumbent of, any political office.

ARTICLE III-MEMBERS

SECTION 1: Classification of Members.

- a. Active Members. Any person over eighteen (18) years of age who resides in or owns real property within the Sweetwater Valley.
- b. Associate Member. The Board of Directors may elect any person to this membership who may not qualify for Active Membership.
- c. Honorary Member. The Board of Directors may elect any person to this membership who has made a valuable contribution to the community.

SECTION 2: Application for Membership. the Secretary will furnish Forms to those persons seeking membership. They shall state their residence address or description of any real property that would qualify them for membership.

SECTION 3: Fiscal Year. The Fiscal Year shall commence on July 1st and end the following June 30th.

- a. Dues. The amount of dues shall be set by the active members of THE ASSOCIATION and be payable at the first of the Fiscal Year, and delinquent thirty (30) days after the beginning of the Fiscal Year.

SECTION 4: Voting Rights. Each active member shall be entitled to one vote as long as he/she retains eligibility and is a member in good standing.

- a. No person shall be entitled to carry more than one membership or be able to vote under such rationale.
- b. Members are entitled to carry proxies and may cast a vote for each proxy held, as well as his/her own vote.

Honorary members do not carry the right to vote.

ARTICLE IV- OFFICERS

SECTION 1: The elected officers of THE ASSOCIATION shall be. President, Vice-President, Secretary, Treasurer.

- a. President. The President shall be the Chief Executive Officer of THE ASSOCIATION and shall, subject to the control of the total Board of Directors, have general supervision, direction, and control for the business of THE ASSOCIATION. The President shall preside at all meetings of THE ASSOCIATION and may appoint such committees as hereinafter defined and any other committees as deemed necessary for the benefit of THE ASSOCIATION, subject to ratification of the Board of Directors.
- b. Vice-President. The Vice-President shall, in the event of the absence, resignation, removal, disability or death of the President, assume the duties and powers of that office and shall perform such other duties as the Board may deem necessary.
- c. Secretary. The Secretary shall take the minutes of all meetings and provide copies of same to all officers and Board members. The Secretary shall have custody of all records of THE ASSOCIATION, shall make needed reports and perform such other duties as may be determined incidental to this office.
- d. Treasurer. The Treasurer shall have custody of all monies and securities of THE ASSOCIATION and shall keep regular books of account. The Treasurer shall disburse the funds of THE ASSOCIATION in payment of just demands against THE ASSOCIATION or as may be ordered by the Board of Directors. Proper vouchers shall be prepared and maintained for all disbursements. The Treasurer shall provide all reports of finances and accounting procedures as may be required by the Board of Directors.

SECTION 2: Vacancies. In the absence, resignation, removal, disability, or death of any officer of THE ASSOCIATION, the Board of Directors may appoint a temporary or permanent successor, with the exception of the accession of the Vice-President as President. Any officer may be

removed for just cause. Procedures outlined in the Parliamentary Authority shall be followed in such causes.

SECTION 3: Nominations and Elections: Officers shall be nominated by a committee appointed by the President and approved by the Board. Such committee shall present selected nominees to the regular meeting of the Board of Directors preceding the Annual Membership Meeting. Each nominee shall provide written consent to serve and (support these bylaws) prior to his/her name being offered for the position. Nominations may be made from the floor. Each nominee shall give acceptance of the nomination prior to the election.

- a. Each nominee shall have attended at least two regular meetings of the Board of Directors immediately preceding the meeting at which his/her nomination is voted upon.
- b. Each officer shall be elected at the Annual Membership Meeting.
- c. Each nominee must be a member in good standing.

SECTION 4: Term of Office: Each officer shall serve for a term of one (1) year.

ARTICLE V-BOARD OF DIRECTORS

SECTION 1: COMPOSITION. The Board of Directors shall be composed of the elected officers and selected representatives of the local neighborhoods as defined herein. Community

SECTION 2: Neighborhood Directors. One director shall represent each of the neighborhoods established and defined by the incumbent Board of Directors prior to the Annual Meeting.

a. The total number of Neighborhood Directors is determined by the division of the Sweetwater Valley into a number of geographical zones. Geological

(1) The division will be by even and odd zones of existing neighborhoods that have common streets, location, character and development. These zones are to correspond to odd and even years.

(2) Prior to the Annual Meeting, the Board of Directors shall re-evaluate zone boundaries and consider adding or deleting

zones. A plat showing these numbered zones shall be approved by the Board of Directors and filed with the secretary.

b. Neighborhood Directors shall serve for two (2) years. The term of office will commence on the date of the Annual Membership meeting and terminate upon expiration of the term of office (unless reelected).

SECTION 3: Organizational Directors. The incumbent Board of Directors may, by a two-thirds (2/3) vote, grant such directorship as follows:

- a. An organization must have a minimum membership of thirty (30) members and be governed by official organizational bylaws.
- b. Each Organizational Director shall pay a fee determined by the Board of Directors, as of July 1 of that year. (~~\$30~~) (~~\$50~~)
- c. The term of office for Organizational Directors is for one (1) year from the date of appointment.
- d. Organizational Directors shall serve at the convenience of both their parent organization and THE ASSOCIATION: Either such organization may remove the Director according to the specific laws of that organization. Endemic

SECTION 4: Community Directors: The incumbent Board of Directors may appoint additional directors to hold either an associate or honorary membership. These appointments are based on service to the community or other outstanding requisites.

SECTION 5: Associate Director: The immediate Past President of THE ASSOCIATION shall carry the title "Associate Director".

SECTION 6: Powers: The governing of THE ASSOCIATION is vested in the Board of Directors as defined herein and shall have all powers now permitted or hereinafter vested in directors of non-profit associations.
Corporation

SECTION 7: Vacancies: Upon a vacancy arising in the Board of Directors as a result of resignation, removal, disability or death of a director, the remaining members of The Board shall have the authority to appoint a new director to fill the unexpired term.

ARTICLE VI- MEETINGS

SECTION 1: Regular Meeting of the Membership. A regular membership meeting shall be held annually: Time and place shall be the decision of the Board.

SECTION 2: Special Membership Meetings. A special meeting of the membership may be held at the call of the President or upon petition of ten percent (10%) of the active members of the Board.

SECTION 3: Board of Directors Meeting: A Board of Directors meeting shall be held monthly. The time and place shall be fixed by the board.

SECTION 4: Special Meeting of the Board. A special meeting of the board may be called by the President or be requested by written notice submitted by a majority of the directors, stating the time, date, place, topic, and scope of the business to be transacted. No other business except as stated in the special notices shall be considered at this meeting.

SECTION 5: Notice of Meetings. Notice of all meetings shall be emailed or delivered to each Director no later than twenty-four (24) hours prior to the date of the meeting, whether regular or special. Mailed

SECTION 6: Quorum. A quorum of all meetings shall consist of no less than seven (7) members of the Board of Directors.

SECTION 7: Voting: Voting shall normally be by majority vote cast in person by a member or by written proxy.

SECTION 8: Conduct of Meetings. All meetings shall be conducted in accordance with the Association's Parliamentary Authority, unless overridden by specific rules contained in these Bylaws.

ARTICLE VII- COMMITTEES

SECTION 1: The President has the authority to appoint committees deemed necessary for the most effective functioning of THE ASSOCIATION. Such appointments shall be ratified by the Board of Directors.

SECTION 2: Committee or Office Establishment. The Board of Directors has the authority to establish an additional office or committee as deemed necessary, provided all members have been notified of such action and the appointment is ratified by two-thirds (2/3) vote of members present and voting at a regular or special meeting of the Board of Directors.

ARTICLE VIII-PUNITAVE ACTION

SECTION 1: Removal from Office. Any Director may be removed from office for the following:

- a. Absence from two (2) consecutive meetings without sufficient cause.
- b. Commission of an act that involves moral turpitude.
- c. Failure to represent the majority of actions desired by the active members of the zone from which a Neighborhood Director is elected.
- d. Arguing for or voting upon any issue in which the Director has a financial or political interest in the outcome of the vote.

SECTION 2: Hearings. At any regular meeting or special meeting called for such purpose, a Director may be removed by the Board by a vote of two-thirds (2/3) of members present and voting.

- a. Adequate facts must be presented by reliable witnesses in the presence of the accused Director, who has the right to rebut the accusations against him/her.
- b. A petition may be filed requesting the removal of a Director. Such petition must be signed by two-thirds (2/3) of the Active Members residing or owning property within the zone the Director represents.

- c. The Board shall notify the Accused director in writing of the meeting he/she is directed to attend for the hearing.

ARTICLE IX- PARLIAMENTARY AUTHORITY

SECTION 1: Robert’s Rules of Order Newly Revised, Tenth Edition 2000, shall be the Parliamentary Authority to be utilized by THE ASSOCIATION for all official action not spelled out and adopted in these Bylaws. If any type of action is in question and not covered herein, reference shall be made to the parliamentary authority and action taken as specified.

ARTICLE X- AMENDMENTS

SECTION 1: All actions deemed necessary to amend, revise, rescind, or revoke any or all of these Bylaws shall be taken in accordance with those procedures specified in the Parliamentary Authority.

SECTION 2: These Bylaws, upon proper approval by the members, shall become effective immediately. All previous Bylaws shall be come null and void.

These Bylaws were approved by the Board of Directors on: _____, 20_____

SECRETARY

PRESIDENT