

**COLONY PARK NEIGHBORS ASSOCIATION
BYLAWS**

ARTICLE I NAME

The name of the organization will be the "Colony Park Neighbors Association" herein referred to as the CPNA or the Association.

ARTICLE II PURPOSE & GOALS

The purpose and goal of the Association is to promote the general welfare of all residents of Colony Park.

Toward that end, the Association will:

1. Strive to enrich the sense of community by encouraging and enabling residents to meet and get to know their neighbors.
2. Provide a consistent forum where matters of interest or concern can be discussed and acted upon.
3. Keep residents informed on matters that affect the general welfare of the neighborhood.
4. Interact with appropriate agencies regarding issues that affect Colony Park and its residents.
5. Act as a resource for the neighborhood by referring people to appropriate agencies, departments, or individuals for information or services offered.
6. Maintain contact with other neighborhood associations or groups to pursue common goals and exchange information on matters of mutual concern.

ARTICLE III MEMBERSHIP

Membership in the Association will be open to all households who reside and/or own property in the Colony Park neighborhood bounded by Bancroft Road, Hampton Drive, Stimel Drive, Mountbatten Drive, and the Walnut Creek flood control channel in Concord, California. A member household is one in this neighborhood and is considered "in good standing" upon payment of current year membership dues. All adults in a member household shall be members.

ARTICLE IV VOTING

All member households in good standing, as described in Article III will be eligible to vote in any election called by the Board of Directors as required in these Bylaws. Voting will be by

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household, with one vote for each household, regardless of the number of persons in that household or the number of properties in the neighborhood owned by that household.

ARTICLE V FUNDING

The Board of Directors may levy membership dues or special fees by a simple majority vote of the member households in good standing who are casting a vote at a membership meeting. The payment of dues and fees is strictly voluntary. The CPNA, through its Board of Directors, may accept voluntary donations and engage in activities to raise funds for the Association's use.

ARTICLE VI MEETINGS

Section 1 General Membership Meetings

There will be one annual General Meeting of the membership of the Association. The Board will notify all neighborhood households of a General Meeting at least fourteen (14) days before the meeting date.

Section 2 Special Membership Meetings

The Chair of the Board, or a majority of Board members by vote, may call a special meeting of the membership. The Board will notify all neighborhood households of a special meeting in writing at least fourteen (14) days prior to the meeting date.

Section 3 Agenda

Subject to approval of the Board of Directors, the Chair will prepare the agenda for General Meeting and special meetings of the membership. Any person may submit an item for the agenda. Submissions must be received for consideration no later than the Board of Directors' scheduled meeting preceding the membership meeting. A member of the CPNA may make a motion to add an item to the General Meeting or special meeting agenda at those respective meetings. Adoption of that motion requires a second and majority vote.

Section 4 Quorum

A quorum for any General Meeting or special meeting of the CPNA will be the number of member households attending. Unless otherwise specified in these Bylaws, decisions of the CPNA will be made by a majority vote cast. A majority of the Board will also be required to be present at these meetings.

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Section 5 Participation

Any meeting of the CPNA membership, Board, or committee is open to any person.

Section 6 Meeting Records

All proceedings of the General Meeting or special meetings will be documented and made available upon request. Attendance will be taken at every Board, General Meeting, and special meeting. These records will be kept and maintained by the Recording Secretary of the CPNA.

Section 7 Procedures

The CPNA will follow Robert's Rules of Order and California statutes governing non-profit corporations in all areas of procedure not covered by the Bylaws.

ARTICLE VII BOARD OF DIRECTORS

Section 1 Composition of the Board

The Board of Directors, herein referred to as the Board, will be composed of twelve (12) members: five (5) officers and seven (1) Area Representatives. The five officers will be Chair, Vice-Chair, Recording Secretary, Corresponding Secretary, and Treasurer. All members of the Board must be members in good standing of the CPNA.

Section 2 Duties of the Board

- A. Management: The Board will manage the affairs of the CPNA in the interim between meetings of the membership. The Board will be accountable to the membership; will seek the views of those affected by any proposed policies or actions before adopting any recommendations on behalf of the CPNA; and will comply with these Bylaws.
- B. Vacancies: The Board may fill any vacancy on the Board, any committee position, or any coordinator position by majority vote of the Board. The appointee will serve the remainder of the unexpired term until his/her successor is elected or appointed.
- C. Absences: Any Board member unable to attend a Board meeting shall notify the Chair prior to the meeting. In cases where a Board member has missed three (3) consecutive meetings without notification, the Chair will notify that member that the Board may elect to remove that Board member from office. If the Board then decides to remove the member, the Chair will notify the member before the Board meeting following that decision.
- D. Fund Raising: The Board will be responsible for any fund raising activities including collection of fees, special assessments, and acceptance of gifts.

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Section 3 Board Meetings

The Board will meet at least seven (7) days before any scheduled membership meeting and at any other time the Chair or Board designates. Their meetings will be open sessions, however only Board members may vote. A quorum for Board meetings will be a majority of the membership of the Board and must include one officer. Decisions will be made by a majority of Board members present at a meeting, unless otherwise specified in these Bylaws. Board members will be notified no less than seventy two (72) hours before each meeting. A majority of Board members may call a Board meeting or a meeting of the membership. The Board will prepare a calendar of scheduled membership and Board meeting dates and distribute it to neighborhood households.

Section 4 Legal Counsel

The Board of Directors is empowered to seek legal and/or professional advice whenever they deem it necessary to further the welfare of the members of the CPNA. A majority vote of the Board will be necessary to seek legal or professional advice.

Section 5 Terms of Office

- A. All members of the Board will be elected for a one year term at the annual General Meeting by the attending member households.
- B. The term for all Board members will begin on January 1 of the year for which they are elected and continue until December 31 of that year.

ARTICLE VIII DUTIES OF THE OFFICERS AND AREA REPRESENTATIVES

Section 1 Chair

- A. The Chair will be an ambassador for the CPNA and at no time will the Chair use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Chair will act beyond the following duties only upon the direction of the majority of the Board.
- B. The Chair will manage the affairs of the Association between Board meetings and report to the Board any actions taken.
- C. The Chair will prepare the agenda and preside at all meetings of the Board or CPNA membership.
- D. At the beginning of the year the Chair will prepare, for Board approval, a tentative schedule of regularly scheduled Board and membership meetings. Upon approval the Chair will provide the tentative schedule to the Information Coordinator.

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- E. As necessary, the Chair will prepare press releases subject to approval of the Board.
- F. The Chair will sign all reports, documents and correspondence that may require his/her signature. In the absence of the Chair, the Vice-Chair, Recording Secretary, Corresponding Secretary or Treasurer, in the order mentioned, can sign for the Chair.
- G. At the first Board meeting of each new term the Chair and Board will review the CPNA Bylaws.
- H. The Chair is responsible to; (1) interact with area jurisdictions and monitor their actions on behalf of CPNA; (2) coordinate such efforts and share information with other neighborhoods and neighborhood associations that share common concerns with CPNA. Impacts on Colony Park of proposed or existing actions will be assessed, and communicated to the CPNA Board of Directors along with recommendations. The Chair will take no action inconsistent with Board direction or with procedures as set forth in the CPNA Bylaws. Upon Board direction, the Chair will coordinate with CPNA committees/coordinators, such as the Information Coordinator, to develop and effect strategies to achieve CPNA goals.
- I. The Chair will appoint coordinators and committee chairs unless otherwise specified herein. The appointments must be ratified by the majority of the Board.

Section 2 Vice-Chair

- A. The Vice-Chair will be an ambassador for the CPNA and at no time will the Vice-Chair use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Vice-Chair will act beyond the following duties only upon the direction of the Chair.
- B. If the Chair is unable to attend a scheduled meeting the Vice-Chair will preside over that meeting and assume the duties of the Chair in his/her absence.
- C. Should the office of the Chair become vacant, the Vice-Chair will assume the duties and serve the remainder of the Chair's term, upon confirmation by a majority vote of the Board. Should he/she decline to remain as Chair, or fail to be confirmed in that office by the Board, the Vice-Chair will assume the duties of Chair only until the Board appoints a Chair.

Section 3 Recording Secretary

- A. The Recording Secretary will be an ambassador for the CPNA and at no time will the Recording Secretary use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Recording Secretary will act beyond the following duties only upon the direction of the Chair.
- B. The Recording Secretary will be responsible for taking minutes at every Board and membership meeting. The Recording Secretary will also be responsible for retaining

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those minutes, and related documents from the meetings. At the expiration of his/her term of office, the Recording Secretary will deliver to his/her successor all minutes, correspondence and other property belonging to the CPNA.

- C. The Recording Secretary will be responsible for delivery of minutes to Board members no later than 20 days after every Board meeting.
- D. The Recording Secretary will be responsible for keeping attendance records for Board and membership meetings.
- E. If the Chair and Vice-Chair are unable to attend a scheduled meeting, the Recording Secretary will preside over that meeting.
- F. The Recording Secretary will act as Parliamentarian to assist the Board in the proper interpretation of the Bylaws, Robert's Rules of Order, and California statutes governing non-profit corporations.

Section 4 Corresponding Secretary

- A. The Corresponding Secretary will be an ambassador for the CPNA and at no time will the Corresponding Secretary use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Corresponding Secretary will act beyond the following duties only upon the direction of the Chair.
- B. The Corresponding Secretary will be responsible for handling all correspondence for the CPNA.
- C. If the Chair, Vice-Chair and Recording Secretary are unable to attend a scheduled meeting, the Corresponding Secretary will preside over that meeting.
- D. The Corresponding Secretary will be responsible for notifying all Board members of meeting times and dates at least seventy-two (72) hours in advance.
- E. The Corresponding Secretary will be responsible for assembling a packet of CPNA information for the Area Representative to give out to new neighbors.
- F. The Corresponding Secretary will be responsible for the conduct of all elections and for preparing all ballots for elections.
- G. The Corresponding Secretary will receive nominations for the next year's Board positions. The Corresponding Secretary will contact each person nominated to verify that they are interested in serving on the Board. Nominations will be presented to the Board at the Board meeting preceding the General Meeting of the membership.
- H. At the General Meeting, the Corresponding Secretary will have the members sign in and those households that are in good standing will receive a ballot.
- I. At membership meetings wherein a ballot voting takes place, the Corresponding Secretary will count the votes and report the results at the meeting.

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Section 5 Treasurer

- A. The Treasurer will be an ambassador for the CPNA and at no time will the Treasurer use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Treasurer will act beyond the following duties only upon the direction of the Chair.
- B. The Treasurer will keep true and accurate records of all financial transactions, without deletions, for the CPNA.
- C. The Treasurer will provide a written and oral report on the financial status of the CPNA at each Board and General Meeting. If the Treasurer is unable to attend, he/she will give the written report to the Chair who will report in place of the Treasurer. The written report will be included by the Recording Secretary in the minutes of the meeting.
- D. The Treasurer will prepare a financial report of the CPNA at the end of the fiscal year to be provided to the Board and made available to households upon request.
- E. The Treasurer will receive, and deposit to the CPNA account, all funds received.
- F. The Treasurer will process all authorized CPNA expenditures.
- G. The Treasurer will be responsible for all necessary bookkeeping for each disbursement of CPNA funds and keep a balanced record book showing all cash assets of the CPNA in full.
- H. The Treasurer will allow members to examine the financial records and pertinent correspondence upon request. At no time will the Treasurer let anyone remove original records and other material from his/her possession except as requested by the Audit Committee.
- I. The Treasurer will submit, upon request, CPNA financial records to the authorized Audit Committee.
- J. The Treasurer will chair the Budget Committee which will review, maintain and forecast the future expenditures and income for the CPNA, and report back to the Board its findings and proposals for the year.
- K. The Treasurer may turn archival records over to the Recording Secretary for retention.
- L. If the Chair, Vice-Chair, Recording Secretary, and Corresponding Secretary are unable to attend a scheduled meeting, the Treasurer will preside over that meeting.
- M. At the expiration of the Treasurer's term of office he/she will deliver to his/her successor all CPNA books, records, accounts, inventory, funds and other property belonging to the CPNA.

Section 6 Area Representatives

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- A. The Area Representatives will be ambassadors for the CPNA and at no time will an Area Representative use this position to endorse his/her personal beliefs or opinions when in conflict with the positions of the CPNA. The Area Representatives will act beyond the following duties only upon the direction of the Chair.
- B. The Area Representatives will be responsible for providing new neighbors with information about the Association including Bylaws, meeting calendars, and schedules of activities. Each Area Representative will arrange to meet with all new residents of his/her area and introduce them to the work of the CPNA.
- C. Each Area Representative will be a member of the Board and will represent all of the members in his/her area. The Area Representative will vote at the Board meetings, keeping in mind that his/her vote should be representative of what his/her constituents would desire.
- D. Each Area Representative will be responsible for coordinating distribution of the newsletter and/or other items as deemed necessary to the members in his/her area.
- E. Under the direction of the Board of Directors, the Area Representative will be responsible for contacting the members in his/her area and notifying them of any special meetings and/or other important information.
- F. Each Area Representative will be responsible for the collection of dues, fees, and donations in his/her area.

ARTICLE IX COMMITTEES AND COORDINATORS

The following standing committees and coordinator positions will be responsible for programs and activities of the CPNA of a long standing nature. All committee members and coordinators must be members of the Association. Unless otherwise specified, all committee chairs and coordinators will be appointed and may be removed by the Chair of the Board of Directors. These appointees must be approved by a majority vote of the Board. The chair of a standing committee will appoint other members of the committee as stipulated by the Bylaws. Appointed committee chairs and coordinators will serve one (1) year terms, with no limit on number of terms served. Additionally, The Board may vote to establish ad hoc committees or coordinator positions as considered necessary to transact the business of the Association.

Section 1 Budget Committee

- A. The Budget Committee will be chaired by the Treasurer. Two (2) or more additional members of the Association will serve on the Committee.
- B. The Budget Committee will prepare the annual budget and present it to the Board no later than 60 days after the end of the preceding fiscal year. The proposed budget will

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outline both income and expenditures and will be in accordance with sound accounting practices.

- C. The Board may suggest changes and will approve the final budget no later than the following Board meeting.

Section 2 Audit Committee

- A. The Audit Committee will consist of two (2) members of the Association who are not current Board members.
- B. The Audit Committee will be responsible for auditing all financial records annually and reporting their findings to the Board no later than the end of the fourth month of the new fiscal year.

Section 3 Information Coordinator

- A. The Information Coordinator is responsible for the production and distribution of the newsletter. In addition, the Coordinator will prepare and distribute posters, flyers, signs and other materials as deemed necessary for the promotion of the CPNA activities.
- B. The Information Coordinator will inform the neighborhood of the scheduled dates of Board and membership meetings.
- C. The Information Coordinator is responsible for notifying the neighborhood at least two weeks in advance of any General or special meeting of the Association.
- D. The Information Coordinator will provide to each household a form and instructions for nominating Board members for the upcoming term. Instructions will include an area map outlining the areas for which representatives will be elected. Nomination form and instructions are to be provided at least two weeks prior to the regular meeting of the Board preceding the General Meeting.

Section 4 Social and Recreation Coordinator

- A. The Social and Recreation Coordinator is responsible for organizing and supervising all social and recreational activities which are approved by the Board.
- B. The Coordinator will keep the Board informed of planning for all approved activities. In addition the Coordinator will prepare a calendar of activities and events for approval by the Board each February.

Section 5 Membership Coordinator

- A. The Membership Coordinator is responsible for maintaining an updated list of all households within the neighborhood and identifying those households in good standing.

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- B. The Membership Coordinator will receive and record all dues, fees, and donations collected by the Area Representatives. The monies collected will then be given to the Treasurer.
- C. The Membership Coordinator will provide each Area Representative with an updated list of the neighbors in their area and will note households in good standing.
- D. The Membership Coordinator will provide the Corresponding Secretary sign-in sheets for the annual General Meeting.

ARTICLE X ELECTIONS

Section 1 Eligibility

All twelve Board positions will be considered vacant at the end of the year. Only members in good standing of the CPNA will be eligible to hold an elected position with the Association. Any Area Representative must be a member and reside in the area they represent or an adjacent area. All members of the CPNA, eighteen (18) years or older and in good standing, will be eligible to run for any office.

Section 2 Nominations of Board Members

The list of nominees gathered in the nomination process described in Article VIII, Section 4, Item G and Article IX, Section 1, Item C(3) will be presented at the General Meeting.

Nominations for election to the Board may be accepted from the floor at the General Meeting of the CPNA where elections for Board of Directors occur. An individual to be nominated from the floor must be present at the meeting and must accept the nomination. If only one person is nominated for each position they may be voted in by acclamation. If there are two or more people nominated for the same position a ballot election will be held. The Corresponding Secretary will count the votes and report the results to the membership at the meeting.

Section 3 Election Date and Procedures

Elections for Board members, Bylaws amendments, or other issues requiring the vote of the membership, will be held at the annual General Meeting unless circumstances dictate that a vote on an issue be held before that meeting. All written ballots will be retained by the Recording Secretary for one (1) year.

Section 4 Majority Vote

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Unless otherwise provided herein, Board members will be elected, and all other issues on the ballot will be decided, by a majority of those member households casting valid ballots in the election.

Section 5 Recall of Board Members

The members of the CPNA may remove any Board member only for conduct detrimental to the CPNA. To initiate a recall, a petition, clearly stating the conduct for which the Board member is being recalled, will be submitted to the Recording Secretary, who will relay the petition to the Board. The petition must bear valid signatures and represent a minimum of ten percent (10%) of the member households in good standing of the CPNA. The Chair will then call a special meeting of the membership, or use the next scheduled General Meeting if it falls within the time limits stated herein, to vote on the recall. The meeting will take place within thirty (30) days of the receipt of the petition. The Board will notify members of the meeting and the recall election no less than fourteen (14) days before the meeting. A member of the Board will be recalled upon the affirmative vote of two thirds (2/3) of the member households casting ballots at the meeting.

ARTICLE XI GRIEVANCE PROCEDURE

A person or group adversely affected by any official action, decision, or policy of the Board may submit in writing a complaint to any member of the Board. The Board member receiving the complaint will notify the Chair. The Chair will then establish an ad hoc Grievance Committee within fourteen (14) days of receipt of the complaint. The Committee will arrange a mutually acceptable place, date and hour for a review of the complaint with the petitioner. Within 30 days from receipt of the complaint, the Grievance Committee will report to the Board the outcome of their meeting with the petitioner. If the Committee and petitioner are able to reach an agreement, the terms must be approved by the Board. If the Committee, Board, and petitioner cannot reach agreement, final resolution of the complaint will be by a majority vote of the membership at a General Meeting or special membership meeting within 30 days.

ARTICLE XII ADOPTION AND AMENDMENT OF BYLAWS

Section 1 Amendment of the Bylaws

The Board will refer amendments to the Bylaws to the membership for a vote at a membership meeting. The Board will notify the members that a Bylaws amendment will be considered at the meeting and will provide members with the language of any

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proposed amendment no less than fourteen (14) days before the meeting. Adoption of amendments will require a two-third (2/3) affirmative vote of the member households casting votes.

Section 2 Adoption of Bylaws

These Bylaws of the Association were adopted May 12, 1996. Subsequent revisions were approved on these dates:

11/01/96

05/28/98

11/15/01

11/20/03

11/18/04

11/09/16