

**By-Laws of**  
**Silver Platinum Downtown**  
**Neighborhood Association**  
*A New Mexico Non Profit Corporation*

**Article I**  
**Name and Office**

**Section 1:** The name of this group shall be the Silver Platinum Downtown Neighborhood Association

**Section 2:** The principal office of the corporation in the State of New Mexico shall be located at 205 Silver Ave Ste. 428 SW, Albuquerque NM 87102.

**Section 3:** The agent in charge of the office is the President of the Association.

**Article II**  
**Purpose**

The purpose of the Association shall be to enhance that area of the City of Albuquerque, Bernalillo County, and State of New Mexico bounded on the West by: (1) **Beginning on the east side of 4<sup>th</sup> St. at Mountain Rd. heading south on the west side of 4<sup>th</sup> St., to the south side of Slate Ave. (2) Western border continues from the south side of Slate Ave. south to the south of Roma Ave. (3) Western border continues from the south of Roma Ave. south to the south of Tijeras Ave. (4) Western border continues from the south side of Tijeras then south on 8<sup>th</sup> St. to the junction to Park & Central Avenues. (5) Western border continues from the south side of Central Ave. then south on the east side of 6<sup>th</sup> St. then south to the north side of Coal Ave. bounded on the East by(1) North side of Coal Ave then north and parallel of the West side of the Rail Road tracks, north to south side of Tijeras Ave. (2) East border continues north on the west side of Broadway Blvd. to the south of Lomas Blvd. (3) East border continues north, on the west side of the Rail Road tracks to the north side of Mountain Rd. , bounded on the North by: (1) from the west side of Broadway Ave. to the south side of Lomas Blvd west, to the west side of the Rail Road tracks. (2) From the west side of the Rail Road tracks heading west on the south of Mountain Rd. to the east side of 4<sup>th</sup> St. NW. (3) Northern border continues from the east side of 4<sup>th</sup> St west, to the south side of Slate Ave & 6<sup>th</sup> St. (4) Northern border continues from the east side of 6<sup>th</sup> St. then west on the south side Roma Ave. & to east side of 7<sup>th</sup> St. (5) Northern border continues from the east side of 7<sup>th</sup> St. parallel to the south side of Tijeras Ave. to 8<sup>th</sup> St.; bounded on the South by (1) Northern side of Coal Ave from 6<sup>th</sup> Street east to the west side of the Rail**

**Road tracks. (2) Southern border continues from the east side of 7<sup>th</sup> St. west & parallel to the north side of Central Ave. & Park Ave. (3) Southern border continues on the north side of Tijeras Ave east, to the west side of Broadway Blvd.;** hereinafter referred to as the Silver Platinum area, to promote a better neighborhood and community through group action, so that the quality of life in the area shall be in keeping with the social, environmental, cultural, and historic needs and interests of the residents and businesses. To this end, the activities of the Association shall include, but are not limited to, sponsoring cooperative planning, research, fundraising, and public education programs, as they are deemed necessary.

### **Article III Membership**

**Section 1:** There shall be two types of membership in the Association, regular and business.

**Section 2:** A regular membership shall be limited to residents over the age of (?) and we suggest inclusion of young people whenever possible and/or property owners of the Silver Platinum area. (There shall be one voting membership for each household) - OR – (There shall be one vote per paid membership).

**Section 3:** A business membership shall be limited to any person or legal entity who operated a place of business or institution within the boundaries of the Silver Platinum area. There shall be one voting membership for each place of business.

**Section 4:** Voting privileges for a regular membership shall be: one vote per member household or business which may split proportionally between members of the household or business that attend any meeting where voting is required OR- one vote per paid membership.

**Section 5:** Annual dues shall be \$5.00-\$10.00 per households depending on income and \$25.00 per local business and \$75.00 for nationally affiliated corporations; and thereafter shall be set by the Board of Officers

**Section 6:** The Association shall conduct an annual enrollment of members in the month of June. New memberships shall be available any time. Memberships expire the last day of month members join, first year membership will end on the last day of May of the following year.

**Section 7:** Each membership of the Association shall receive a receipt for membership dues which shall serve as evidence of membership.

### **Article IV Board of Directors and Officers And Election**

**Section 1:** A Board of Directors shall be the governing body of the Association and shall consist of 13 persons who are members of the Association (*this should be an odd number to prevent tie votes*). The Board of Directors shall be elected by the general membership at the annual meeting for terms of one year.

**Section 2:** The Officers of the Silver Platinum Downtown Neighborhood Association (SPDNA) shall be a President, Vice President, Secretary, Treasurer, and a Sergeant at Arms.

**Section 3:** The term of office for the President Vice – President, Secretary, Treasurer, and Sergeant at Arms shall one year.

**Section 4:** Should there be any vacancy occurring within the Offices, may be filled by the affirmative vote of the majority of the remaining Officers though less than a quorum of the Officers, unless otherwise provided by law. An Officer elected to fill a vacancy shall be elected to fill the remainder of the term of the Officer whom they replace.

**Section 5:** Any officer may be removed, either with or without cause at any time by vote of the members holding two thirds or more of the outstanding membership of the Association at a special meeting for that purpose.

## **Article V**

### **Duties of the Officers**

**Section 1; *President:*** The President shall be the principle executive office of the Association and subject to the control of the other Officers, shall in general supervise and control all of the business and affairs of the Association. She/he shall be elected by popular vote of the general membership. He shall when present preside at all meeting of the members and Officers of the SPDNA.

**Section 2: *Vice- President:*** In the absence of the President or in the event of their death, inability or refusal to act, the Vice President shall perform the duties of the President, and when so acting shall have all powers of and be subject to all restrictions upon the President. The Vice President shall perform such other duties from time to time may be assigned to them by the President or my other officers

**Section 3: *Secretary:*** The Secretary shall be sworn to the faithful charge of their duty and shall: (A) keep the minutes of the members and the Officers meeting in one or more books provided for that purpose; (B) see that all notices are duly given in accordance with provisions by these By-Laws or as required by law; be custodian if the Association's records and see that the "Seal of the Association" is affixed to all the documents the

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execution of which on behalf of the Association its Seal is duly authorized. (D) Record all the notes of the Association and Officers in a book to be kept for that purpose, in general, perform all duties incident to the office of the Secretary and such other duties as from time to time may be assigned the secretary by the President.

**Section 4: *Treasurer:*** If required by the Officers, the Treasurer shall give bond for the faithful discharge of their duties in such sum and with such surety or sureties as the

Officers shall determine. They (secretary) shall (A) have charge and custody of and be responsible for all funds of the Association; (B) receive and give receipts for all monies due and payable from any source whatsoever, and deposit or depositories as shall be selected in accordance with the provisions of Article V of these By-Laws; in general perform all the duties incident to the office as from time to time may be assigned to then by the President of the Association. A checking account will be set up requiring two (2) signatures and a third signatory in case one of the others is not able to sign the checks.

**Section 5: *Sergeant at Arms:*** The sergeant at arms typically sets up the venue before the meeting starts and checks that everything is in order before other board members arrive. He may organize equipment and set up refreshments. If new members are attending their first meeting, the sergeant at arms greets them and briefs them on protocol and procedures; he also welcomes any guests. The sergeant administers sign-in documentation, ensures that the meeting starts on time and checks that only authorized members are present. The sergeant at arms typically sets up the venue before the meeting starts and checks that everything is in order before other board members arrive. He may organize equipment and set up refreshments. If new members are attending their first meeting, the sergeant at arms greets them and briefs them on protocol and procedures; he also welcomes any guests. The sergeant administers sign-in documentation, ensures that the meeting starts on time and checks that only authorized members are present. During meetings, the sergeant at arms keeps order. If other board members or meeting attendees are disruptive, the sergeant may warn them and, in extreme cases, eject them from the meeting. The role may involve some administrative tasks such as collecting ballots, tallying votes and recording attendance. In addition to sergeant at arms duties, this director also has to meet his responsibilities to his general board and committee roles during meetings.

**Section 6: *Chair/Spokesperson:*** The Chair/Spokesperson reports directly to the President and shall in general supervise and oversee all the business, affairs and perform Chair/Spokesperson duties with the media as directed by the SPDNA board and members of the association. They shall be elected by popular vote of the general membership.

## **Article VI Committees**

**Section 1:** The membership may establish necessary committees at any meeting. The President may also establish such committees. Committee chairpersons shall be appointed by the President.

**Section 2:** No report or other action of any committee or any officer of the Association shall be considered as the act of the Association unless and until it has been approved by the Board of Directors or by the General Membership at a Membership meeting.

## **Article VII Meetings**

**Section 1:** The Board of Directors shall meet as necessary, but at least quarterly, to conduct the business of the Association at such time and place determined by its members. The date and place of the Board shall be announced to the General Membership whenever possible.

**Section 2:** Regular meetings of the general membership shall be held at least semiannually in the months of November, May, unless otherwise directed by the board.

**Section 3:** The regular meeting held in May shall be known as the Annual Meeting. The Association will make reasonable attempts to give prior written notice to every household and place of business (stating the place, day, and hour of the meeting and, in case of a special meeting, the purpose or purposes for which the meeting is called, shall be delivered no less than ten (10) days before the date of the meeting. If mailed, such notice shall be deemed to be delivered when deposited in the United States mail, addressed to the member at his address as it appears on the address books of the SPDNA, with postage prepaid.

**Section 4:** The Annual meeting shall be for the purpose of electing Board Members; receiving Annual Reports of Officers and Committees and other business as determined by the Board.

**Section 5:** No election shall be held a meeting of the Association unless the meeting is advertised as noted in *Section 3* above.

**Section 6:** Special meetings may be called by a majority of the Board of Directors, 30% of the voting membership or the President. The President shall set the meeting within 15 days and the Secretary shall give notice of any such meeting

**Section 7:** Members present at any regular or special Membership Meeting shall transact the business at any such meeting (a quorum of 50% of the paid membership including at least 50% of the Board may be added here if desired).

**Section 8:** All votes shall be decided by a majority of the members present at any meeting (provided that a quorum is present).

**Section 9:** The board of Directors has the option of requiring written ballots with proof of membership in the Association.

**Section 10:** No member of the Association may vote by proxy.

## **Article VIII**

### **Monetary Matters**

**Section 1:** All funds of the club otherwise employed shall be deposited from time to time to the credit of the SPDNA in such banks or credit union as the Officers may elect.

**Section 2:** No member, director or officer will receive directly or indirectly any compensation or pecuniary benefit from the Association, except that the Association may reimburse them for expenses.

**Section 4:** No loans shall be made or incurred by the Association. Grants may eventually be made to needy members in times of economic crisis. (to much month at the end of the monthly income).

## Article IX Parliamentary Authority

Robert's Rules of Order Newly Revised shall govern the Association in all cases in which they are applicable and in which they are not in conflict with these By-Laws.

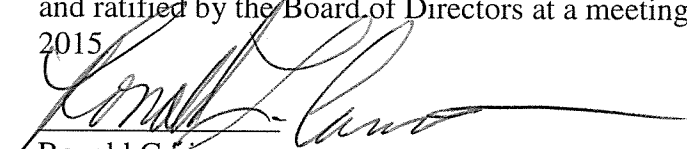
## Article X Dissolution

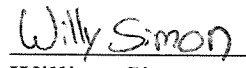
In the event of dissolution of the Association, the Board of Directors shall, after payment of all liabilities of the Association, dispose of the remaining assets of the Association by donating the money to an organization with similar purpose as those listed in Article II (Purpose).

## Article XI Amendments

These By-Laws may be altered, amended, or repealed and new By-Laws may be adopted by a majority of the Officers present at any regular meeting, or at any special meeting, if a least ten (10) days written notice is given of intention to alter, amend, or repeal, or to adopt new By-laws at such meeting.

I certify that the foregoing By – Laws were adopted and ratified by the members of the Silver Platinum Neighborhood Association on the \_\_\_ day of \_\_\_\_\_ 2015 and adopted and ratified by the Board of Directors at a meeting held on the \_\_\_\_\_ day of \_\_\_\_\_ 2015.

  
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Ronald Casias  
President

  
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William Simon  
Secretary