

Bylaws of the Talavera Community Association

Article I – Name

The name of this group shall be the Talavera Community Association (TCA), Doña Ana County, State of New Mexico.

Article II – Purpose

The purpose of the TCA shall be to promote a better Talavera neighborhood and community through group action, ensuring the quality of life in the Talavera area shall be in keeping with the social, environmental, cultural and historic needs and interests of Talavera area landowners and residents. To this end, the activities of the TCA shall include, but are not limited to:

- Preserving and enhancing the physical and aesthetic environment within the Talavera community;
- Maintaining and improving Talavera area property values while encouraging a sense of community pride and identity;
- Serving as a mechanism for communication and advocacy within the Talavera community and beyond; and
- Sponsoring cooperative planning, research, fundraising, and public education programs as deemed necessary.

The TCA is an advocate for homeowners and residents; it is not a homeowners association, and has no role in enforcing covenants or zoning laws.

Article III – Membership

Section 1. TCA Membership shall be limited to Talavera area property owners over the age of 18 years. The Talavera area shall be defined as all properties adjacent to Dripping Springs and Soledad Canyon roads or adjoining those roads that lie east of Tortugas Mountain.

Section 2. Annual dues shall be \$25.00 per household Membership. Dues may be adjusted by the TCA Board of Directors (Board), as needed, upon approval by a majority vote of the TCA current paid member households (Memberships).

Section 3. Voting privileges shall be one (1) vote per current paid member household (Membership).

Section 4. The TCA shall conduct an annual enrollment of members at the end of each calendar year. TCA members renew their Membership on the date of the first TCA meeting of the calendar year (Annual Meeting). New Memberships shall be available anytime.

Section 5. Membership shall be recorded by the Secretary in the "Membership Database" and by the Treasurer in the "Deposit Summary".

Article IV – Board of Directors and Their Election

Section 1. A Board of Directors (Board) shall be the governing body of the TCA and shall consist of ~~six (6)~~ persons

a minimum of five (5) and a maximum of eight (8)

persons who are current with their membership dues. The Board shall be elected by the TCA Membership (Article III, Section 3) by paper ballot for terms of three (3) years. Individual Directors of the Board (Directors) shall assume office upon completion of the election process at the Annual Meeting.

Section 2. Directors of the TCA shall be a President, Vice President, Secretary, Treasurer and ~~two (2) Members At Large elected by the Membership. Directors shall be elected on a staggered basis so that only two (2) Director positions will be filled each year. The Directors shall be elected in the following pairs: President and Member at Large position (1); Vice President and Treasurer; Secretary and Member at Large position (2).~~

~~one to four (1-4) Members-At-Large elected by the Membership. The Directors shall be elected on a staggered three year basis: President and Member-at-Large position(s)-(1)(3); Vice President and Treasurer; Secretary and Member-at-Large position(s)-(2)(4).~~

Section 3. Director vacancies shall be filled pro tem for the unexpired term by a majority vote of the Board. Any pro tem Directors will be confirmed by a majority vote of the Membership at the next Annual Meeting (Article III, Section 3).

Section 4. Any Board member may be removed for cause from office by a majority of the Board or Membership, whenever, in its judgment, the best interest of the TCA would be served.

Article V – Duties of the Directors

The duties of the Directors shall include but not be limited to the following:

Section 1. President: The President shall be the chief executive officer of the TCA and shall in general supervise all the TCA business and affairs handled by the Board. The President shall preside at all meetings of the Board and general membership. The President shall, with the approval of the Board, appoint all standing and special committees except a nominating committee. The President shall make an annual report to the general membership at the Annual Meeting and file such report with the Secretary. The President shall make all necessary reports to the County of Doña Ana in compliance with any Neighborhood Recognition Ordinances that may exist.

Section 2. Vice President: The Vice President shall when necessary perform the duties of the President, and shall succeed to the Presidency in the event of the death, disability, removal from office or resignation of the President until a successor to the President is elected.

Section 3. Secretary: The Secretary shall keep minutes of all meetings of the Board and of the general membership, ~~maintain the Membership list, keep all records of the TCA, and file notice of all TCA meetings as directed. The Secretary will keep the email list private and only use it for TCA communications approved by the President. The Secretary shall monitor the TCA PO box, record dues' payments in the Membership database, and deliver dues' payments to the Treasurer. The Secretary shall perform all other duties~~

~~and file notice of all TCA meetings as directed by the Board. The Secretary shall also assist in the preparation of the TCA newsletters.~~

Section 4. Treasurer: The Treasurer shall collect all monies due the TCA and shall have custody of all funds of the TCA, pay all bills approved by the Board, and keep account of all

receipts and expenditures. The Treasurer shall present a financial statement for review at each Board and TCA meeting.

Section 5. Member-at-Large:

~~Members-at-Large do not have a specific list of duties. Rather they serve the Board's strategic needs as determined by the President at any given time. Duties change as defined in organization bylaws or as needed to fulfill Board requirements and address overall organizational goals.~~

The Members-at-large will be responsible for the following duties: (1) coordinating the semi-annual community clean-up; (2) maintenance of the Membership List database; (3) monitor the TCA PO Box and deliver payments to the Treasurer; (4) record dues payments in the Membership database; (5) support the Treasurer functions as needed; (6) manage the four pet waste stations including ordering need supplies. These duties may change as defined by the organization as needed to fulfill the Board requirements.

Article VI – Committees

Section 1. The Membership may establish necessary committees at any TCA meeting with committee chairperson(s) appointed by the President.

Section 2. No report or other action of any committee or Director shall be considered an act of the TCA unless it has been approved by the Board or by the Membership at a TCA meeting.

Article VII – Meetings

Section 1. The Board shall meet as necessary, but at least semi-annually, to conduct the business of the TCA at such time and place as determined by the Board.

Section 2. TCA meetings of the general membership shall be held at least semi-annually unless otherwise directed by the Board.

Section 3. The first TCA meeting of the calendar year shall be known as the Annual Meeting. The TCA will make reasonable attempts to give prior written notice to every household within the TCA boundaries by email, USPS mail, the TCA website, handbills and/or posted signs.

Section 4. The Annual Meeting shall be for the purpose of electing Board members, receiving annual reports of Directors and committees and other business and topics as determined by the Board. The election ballot and dues notice for the upcoming year will be mailed to all households within the Talavera Community so that voting can be concluded at the Annual Meeting. Ballots must be returned in person at the Annual Meeting or received by the TCA at least 48 hours before the Annual Meeting.

Section 5. No election shall be held at a TCA meeting unless the meeting has been advertised as noted in Section 3 above.

Section 6. A majority of the Membership present at any TCA meeting shall transact the business at that meeting, except as directed by TCA bylaws.

Section 7. The Board has the option of requiring written ballots by Membership for any TCA vote.

Section 8. No member of the association may vote by proxy.

Article VIII – Monetary Matters

Section 1. The depository for TCA funds, the person(s) entitled to expend monies on behalf of the TCA and all such matters shall be the Treasurer, unless otherwise determined by the Board.

Section 2. No person or entity shall receive directly or indirectly any compensation for pecuniary benefit from the TCA, except for reimbursement of TCA expense approved by the Board.

Article IX – Parliamentary Authority

Robert’s Rules of Order Newly Revised shall govern the TCA in all cases in which they are applicable and in which they are not in conflict with TCA bylaws.

Article X – Dissolution of TCA

In the event of dissolution of the TCA, the Board shall pay all TCA outstanding liabilities and donate the remaining assets to an organization with similar “Purpose” as those listed in Article II above.

Article XI – Bylaw Amendments

The TCA bylaws may be amended at the Annual Meeting by a majority paper ballot vote of the Membership.

I certify that the foregoing bylaws were adopted and ratified by the Membership of the Talavera Community Association on the 27th day of October 2018.

electronic signature Bob Tyk
Bob Tyk, President

electronic signature Steve Tarro
Steve Tarro, Treasurer