

# Greater Cement Hill Neighborhood Association By-Laws

Ratified 6/19/00, amended 2001 & 2002

1. NAME: The name of this entity shall be the *Greater Cement Hill Neighborhood Association* (GCHNA).
2. LOCATION: The location of GCHNA shall be in the County of Nevada, State of California, within the geographical area known as Cement Hill.
3. FORM OF ORGANIZATION: This entity shall be a non-profit public corporation, if appropriate. The incorporation process shall follow the initial ratification of these bylaws. Appropriate governing statutes will be referenced at the completion of the incorporation process.
4. MISSION STATEMENT: The mission of the Greater Cement Hill Neighborhood Association is to protect and preserve the rural qualities of our neighborhood by providing a forum for group action as needed.
  
5. PURPOSE:
  - Communicate information quickly and efficiently about matters of neighborhood interest to its members and associates.
  - Raise funds and supply volunteer labor for projects that enhance or improve our neighborhood.
  - Be an organization through which our neighbors can meet and get to know each other in meetings and social gatherings.
  - Work to reduce fire hazards in our community.
  - Promote safety on Cement Hill Road and local trails.
  - Collaborate and communicate with Nevada County Board of Supervisors and Departments.
  - Identify and help preserve historic sites in the area.
  - Represent and provide balance of diverse interests in reviewing and prioritizing projects or issues of concern to our neighborhood.
  - Support other neighborhood associations as their interests coincide with GCHNA.
  
6. MEMBERSHIP:
  - A. All property owners shall be eligible for membership and have full voting rights. Membership is granted upon payment of annual dues, currently \$20. Payment is due on February 1 of each year. If not paid by May 1, then membership is cancelled until renewed by payment of full dues for that year.
  - B. The term of membership shall be one year.
  - C. Types of Membership:
    - Active Member: individual or group owner of one or more parcels, and in good standing; shall have one vote, regardless of number of parcels owned.
    - Associate Member: renter(s), leasehold; or persons interested in learning organization and function of an association such as GCHNA; in good standing; may not vote, but may have a voice in proceedings.
  - D. To remain in good standing, members must abide by the by-laws of GCHNA and be current in their dues.
  - E. Members, including Steering Committee representatives, shall not enter into any contract concerning GCHNA, without the prior expressed approval of the Steering Committee.
  
7. MEMBERSHIP MEETINGS:

- A. Annual Meeting: There shall be an annual meeting of the members each calendar year. The date, time, and location of the meeting shall be established by the Steering Committee.
- B. Other meetings: Besides the regular annual meeting, additional membership meetings may be called when appropriate during the year by the Steering Committee or by petition of at least thirty percent of the membership.
- C. Location and time of membership meetings shall be chosen to encourage maximum attendance.
- D. Notice of membership meetings shall be mailed to each member at least two weeks prior to the meeting, and shall be posted at the kiosk. The notice shall contain the time, location, and agenda of the meeting.  
Note: The Fall / September Newsletter to contain Picnic / Annual Meeting information and agenda.
- E. Agenda topics for a membership meeting may be submitted by any GCHNA member to the Steering Committee at least five weeks prior to the meeting. All reasonable requests for topic presentation at the meeting shall be considered.

Note: The increased lead time is necessary to facilitate printing in the Newsletter.

- F. Actions needing to be agendized:  
A written notice of the following types of actions must be made available to the GCHNA membership, along with the notice of the meeting, in order for those actions to be voted on in the meeting.

Note: This will save us the time and cost of a separate mailing. We will utilize the Kiosk, email, web site, and Newsletter to accomplish the “written notice” prior to a meeting.

- Removal of Steering Committee representatives.
- Removal of officer.
- Referendum of prior Membership or Steering Committee actions.
- Non-budgeted expenditures and contracts.

The notice of the meeting must contain a complete description of any issue, including a jointly-prepared discussion of any point in contention.

- G. Quorum: At least thirty percent of the members in good standing must be present to establish a quorum.

## 8. BOARD of DIRECTORS / STEERING COMMITTEE:

- A. The GCHNA Board of Directors shall be known as the Steering Committee and shall have the power to conduct GCHNA business. For matters of general Association policy, the GCHNA membership shall provide direction to the Steering Committee through membership meetings and/or the Phone Tree.
- B. The Steering Committee shall be comprised of at least 13 local neighborhood representatives. There may also be additional “at large” representatives. The maximum number of representatives shall be 21.
- C. The initial working number of Steering Committee representatives shall be 21. This number may be changed by the Steering Committee at any time, within the above limits, but a decrease must not serve to remove a representative.
- D. The Steering Committee representatives shall be elected for a three-year term, with one-third of the representatives elected each year. There shall be no limit to the number of terms of a Steering Committee representative.
- E. Terms of the initial Steering Committee representatives shall be determined by lot: one-third of the representatives shall have a one-year term, one-third a two-year term, and the remaining third a three-year term.
- F. A Steering Committee representative or officer may be removed if found derelict in his/her duty. The removal must be by at least a two-thirds vote of either the Steering Committee or the membership.
- G. A vacancy on the Steering Committee may be filled by appointment of the Steering Committee until the next annual election.

9. OFFICERS:

- A. A President, Vice-President, Secretary, and Treasurer shall be elected annually by the Steering Committee at their first meeting following the Steering Committee election.
- B. Term limits: An officer shall serve no more than 2 consecutive one-year terms in the same office. After at least a one-year absence from that office, he/she may be re-elected to that office.
- C. An exception to the term limit rule will exist if no other Steering Committee member accepts a nomination to the specific officer position.

10. STEERING COMMITTEE MEETINGS:

- A. The Steering Committee shall meet at least six times a year. Special Steering Committee meetings may be called at any time by the President or by one-third of the Steering Committee. All Steering Committee meetings shall be open to all GCHNA members.
- B. Notice of Steering Committee meetings shall be posted at the kiosk at least 24 hours prior to the meeting. The notice shall contain the time, location, and agenda of the meeting, and the unapproved minutes of the prior Steering Committee meeting.
- C. Actions needing to be agendized: A notice of the following types of actions must be provided to Steering Committee representatives in order for those actions to be voted on in the meeting.
  - Any matter requiring a financial expenditure or a contractual agreement.
  - Filling of a Steering Committee vacancy.
- D. Quorum: A majority of the Steering Committee representatives must be present to establish a quorum.
- E. Referendum procedure for Steering Committee actions:
  - 1. Thirty percent of the GCHNA membership may, by written notice, petition the Steering Committee to reconsider a prior vote of the Steering Committee.
  - 2. One or more petitioners will be asked to present their request at the next regular Steering Committee meeting. The issue will be discussed, and an attempt will be made to reach a consensus or a compromise solution.
  - 3. If the matter is not resolved to the satisfaction of the petitioning membership group, they may call for a special membership meeting to discuss the issue. The Steering Committee shall schedule the meeting, notify the full GCHNA membership, and assist the petitioners in distributing any appropriate printed material provided by the petitioners.
  - 4. Except for matters noted herein requiring a different plurality, a majority vote of the membership is needed to overturn the Steering Committee action.

11. NOMINATION and ELECTION of STEERING COMMITTEE REPRESENTATIVES:

- A. The President shall appoint a Nominating Committee consisting of three members.
- B. The Nominating Committee shall prepare a slate of eligible and willing persons to fill all vacancies on the Steering Committee.
- C. The Nominating Committee shall also send a notice to the membership identifying all positions needing to be filled. The Newsletter may be utilized to accomplish this notice.
- D. The Spring Newsletter will notice to the membership a Steering Committee Candidate Drive explaining vacancies available and a request for participation. The April Steering Committee meeting will agendize the formation on an initial election slate. The May Steering Committee meeting will agendize final approval of the Steering Committee Slate. Ballots will be sent to GCHNA members, with a stamped return envelope by the following Friday, with notice that the ballots are to be returned no later than 31 May.
- E. A member must be a member in good standing at least 5 days prior to an election in order to vote.

12. COMMITTEES:

- A. Standing:
  - Events
  - Fire/Emergency
  - Hospitality
  - Newsletter
  - Nominations
  - Phone Tree
  - Propane
- B. Ad Hoc: as needed, established to serve for a term as directed by the Steering Committee.
- C. Reports from committees shall be presented at the regular Steering Committee meetings, and updates from those reports shall be printed in the newsletter.

13. FINANCIAL REPORT:

- A. A budget shall be prepared for each fiscal year by the GCHNA officers, and shall be presented to the Steering Committee for approval. This should occur as soon as is practical after the annual election of officers.
- B. The new budget and a full report of the prior year's budget shall be presented to the GCHNA members as an enclosure in the first available GCHNA newsletter.
- C. An Auditing Committee of three members shall be appointed by the President in the last month of the calendar year. This committee shall audit the accounting records of GCHNA and submit a report to the Steering Committee within 90 days following the close of the year.

14. VOTING:

- A. Election or removal of Steering Committee representatives or officers shall be conducted by written ballot. Votes shall be counted and the results announced immediately.
- B. Voting on other matters will be conducted by any appropriate means.
- C. Proxies will not be accepted for any voting matter at either a membership meeting or a Steering Committee meeting.

15. MISCELLANEOUS:

- A. Parliamentary Procedure: All GCHNA Membership and Committee meetings shall be governed by Robert's Rules of Order, insofar as such rules are consistent with these bylaws, with the Articles of Incorporation of GCHNA, or with any applicable provision of law.
- B. GCHNA Records: Minutes of GCHNA meetings and all correspondence and records concerning GCHNA shall be kept by the Secretary. These records shall be kept available for examination by any GCHNA member in good standing.
- C. No "C.C.&R.'s": GCHNA shall not adopt any requirements or restrictions pertaining to the property of a resident or a property owner within the Greater Cement Hill area.
- D. Insurance: GCHNA shall have the right to purchase and maintain insurance to the full extent permitted by law on behalf of its officers, Steering Committee representatives, members, and/or agents.
- E. Amendment of By-laws: These by-laws may be amended by at least a two-thirds vote of the GCHNA membership. Such a vote shall be conducted with full notification and balloting procedures as prescribed above.
  - a. The Spring Newsletter to be utilized for first notification of a proposed By-Laws Change.
  - b. The April Steering Committee meeting to be the Second Reading for clarification and changes.
  - c. The May Steering Committee meeting to be utilized for approval of final wording.

- d. Ballots then sent to members, with a stamped return envelope by the following Friday, with a May 31 deadline for return.
- F. Policies and Procedures: Additional details needed to implement the principles set forth in these by-laws may be maintained in a separate document of Policies and Procedures. When established, this document shall be deemed as having the full force and effect as the above by-laws, with the sole exception of needing only a majority vote of the membership to amend.