

BYLAWS OF THE SOUTH SKYLINE ASSOCIATION (V_2016-3-13)

- I. **AREA.** The South Skyline is defined as the area long Skyline Boulevard, or with access from Skyline Boulevard, which includes Skylonda to the north, to the southern terminus of Skyline Boulevard at Bear Creek Road. Also included are upper portions of Gist Road, Black Road, Highway 9 east, Page Mill Road, and Old La Honda Road; Highway 9 west to the Waterman Gap area; Alpine Road west to Rogers Gulch; and Portola Park Road, including the Middleton Tract.
- II. **PURPOSE.** To foster a sense of community spirit, to keep residents and property owners informed of public agency actions or other items of concern in the South Skyline sphere of influence, to protect the rights and represent the interests of the residents and property owners of our area, and to engage in various projects to enhance the unique South Skyline environment.
- III. **POLICY.** Policies are made by majority vote of the Board of Directors or by a majority vote of the membership. All sides of an issue will be considered before a policy decision is made.

No member or group may express an opinion for, or solicit money for, or obligate the south Skyline Association, unless authorized by the Board of Directors or the majority of the membership.

The South Skyline Association shall not endorse candidates for political office.

IV. MEMBERSHIP.

- A. **Regular Member.** A regular member is a resident, property owner, or lessee, over 18 years old, within the South Skyline area, who pays the annual membership dues. Each member has one vote when the general membership is voting. A family or group residing at one address may constitute a single membership.
- B. **Associate Member.** An associate member is a person or group who has an interest in the South Skyline area, pays the annual dues, and is ineligible for regular membership. Associate members do not have the right to vote or serve on the Board of Directors. They will receive all regular mailings.
- C. **Removal of Membership.** Involuntary removal of any member for good cause shall be by majority vote of the Board of Directors, or if requested in writing by the members, by majority vote of the membership.

V. BOARD OF DIRECTORS.

- A. **Composition.** The Board of Directors shall be composed of thirteen (13) regular members. These shall include the four officers comprising the Executive Committee (the President, Vice President, Treasurer, Secretary) and nine (9) others who are representative of the various jurisdictions and geographical areas of the South Skyline.
- B. **Duties.**
 1. **Board Members.** The Board members should attend business meetings, general meetings, and other Association functions. They will conduct the business of the Association, including budgeting, spending, deciding policy and positions, publishing a newsletter, organizing meetings and planning events. Each Board member should keep generally informed about issues before the Board and about member opinion on these issues. Board members may be asked by the President to take on special assignments.
 2. **President.** The President shall be responsible for upholding the Bylaws, policies, and positions of the Association. The President or appointee shall be responsible for scheduling meetings, preparing agendas, presiding at meetings, executing the decisions of

the Board, appointing committees, signing letters and representing the Association at outside meetings.

3. Vice President: The Vice President shall assist the President and take the place of the President when the President is unable to perform his/her duties. The duties of the Vice President include program and event planning responsibilities.
4. Treasurer. The Treasurer shall present a budget to the Board in November, collect dues, maintain membership records, and act as prudent custodian of the funds. The Treasurer or appointee should be prepared to give a financial report at any meeting of the Association. At his/her discretion, the Treasurer is authorized to issue checks:
 - a. Totaling up to the budgeted amount on a project previously approved by the Board of Directors, or
 - b. For unexpected, non-budgeted expenses, the Treasurer may pay an amount up to \$100 without prior Board approval and must so notify the Board within 72 hours, or
 - c. Any other expense over two hundred fifty dollars (\$250) shall be specifically authorized by the Board before payment.
5. Secretary. The Secretary or appointee shall attend all meetings of the Association, take minutes, maintain a notebook of all minutes, and conduct correspondence as directed by the Board.

C. Selection of Board of Directors.

1. Nominations. A nominating committee appointed by the President in October shall present a slate for all open Board positions to the Board of Directors for their approval in December. The approved slate shall be published in the notice of the annual meeting in January. Other nominations, with seconds, may be made by mail before the annual meeting, or in person at the annual meeting. All nominees must consent to appear on the ballot.
2. Elections. Members of the Board are elected by the general membership (majority of those present) at the annual meeting in January. If there is more than one candidate nominated for a position, then voting for that position shall occur by secret ballot.
3. Vacancies. Vacancies occurring mid-term may be filled by majority vote of the Board of Directors with a quorum present.
4. Removal from Office. Any Board member may be removed from office by majority vote of the Board with a quorum present, or by vote of the majority of the membership. The vote must occur at a scheduled meeting.
5. Terms. The terms for the officers shall be one (1) year from the February business meeting until their successors are elected the following February business meeting. The terms of all other Board members shall be two (2) years starting February 1. There is no limit to the number of terms a Board member may serve.

D. Voting at Board meetings. All decisions are made by majority vote of the Board of Directors with a quorum (7) present with the following exceptions:

1. Annual elections of Board members by majority vote of those regular members present;

2. When the bylaws are being amended (VIII);
3. When the Board of Directors votes to refer an item to the general membership by:
 - a. A majority vote of members present at a scheduled meeting, or
 - b. A majority vote by mail of the total number of members responding within ten (10) days;
4. When the Executive Committee makes a necessary decision between business meetings.
5. Voting by email:
 - a. Initiating an email vote: any Board member may submit a motion and request voting by email.
 - b. Sanction: the President or Vice-President must either reject or accept the motion within 5 days.
 - c. Debate: the President and/or Vice-President shall conduct email debates with all messages distributed to all Board members. The debate shall conclude within a limited timeframe set by the President and/or Vice-President.
 - d. Second: another Board member shall second the motion at the end of the debate. The President and/or Vice-President shall then call for a vote.
 - e. Vote: all Board members can cast their vote within a time limit as set by the President or Vice-President. The motion will pass when a majority of the Board members have voted for the motion.
 - f. Limitations: expenses authorized by an email voting process may not exceed \$1000.
6. The Secretary shall record the persons who make and second any motion and shall record the number of votes for, against and abstain for all Board votes, including votes conducted by email.

E. Executive Committee.

1. The Executive Committee shall consist of the President, Vice President, Treasurer, and Secretary. The Executive Committee exists solely for the purpose of making decisions when they must be made before the next business meeting. At least three (3) votes are necessary to make a decision. When making a decision, the Executive Committee must keep in mind the policies, positions, and prior discussions of the Board. All decisions made by the Executive Committee shall be reported at the next scheduled meeting of the Board.
2. Election of Executive Committee. The Executive Committee shall be elected from the members of the Board of Directors by the Board of Directors at the first business meeting following the annual meeting.

VI. MEETINGS. General meetings are held in January (annual meeting), April, July, and October. Business meetings will be held monthly and as otherwise required. The membership of the Association shall be notified at least seven (7) days in advance of all meetings (exception: Executive Committee meetings). Dates and locations of business meetings may be published quarterly. Board members and those members who so request will receive agendas before each business meeting.

- VII. DUES. Dues are paid annually to the Treasurer and are due January 31 for the current year. The amount of dues shall be set each year by the Board of Directors. The amount of dues should reflect the proposed obligations of the Association during the coming year and should be kept at a minimum level which members can afford.
- VIII. AMENDMENTS TO BYLAWS. An amendment to the bylaws may be proposed to the Board by any member and must be seconded by any other member. To pass, an amendment must be first published in the newsletter and then approved by a majority of the regular members in attendance at a general meeting. The Board of Directors shall make a recommendation concerning the proposed amendment.