

# **FIDDYMENT FARM NEIGHBORHOOD ASSOCIATION BYLAWS**

## **ARTICLE I – NAME**

The name of this organization shall be the Fiddymment Farm Neighborhood Association, hereinafter referred to as the Association.

## **ARTICLE II – PURPOSE AND OBJECTIVES**

### **SECTION 1 – Purpose**

The purpose of the Association is to maintain and/or improve the quality of life within our neighborhood and community by working together to solve social, physical, crime and other problems; by facilitating communication between neighbors; by working to increase the level of neighborhood and community participation; and by engaging in any lawful activity in support of those goals.

### **SECTION 2 – Objectives**

The objectives of the Association are to:

- A. Represent and advance the interests of the neighborhood as determined in a democratic process.
- B. Keep the neighborhood informed of vital issues by appropriate communications and meetings.
- C. Promote a safe neighborhood.
- D. Maintain and preserve property values.
- E. Cooperate with other neighborhoods within the community by working with the Roseville Coalition of Neighborhood Associations.

## **ARTICLE III – NA MEMBERSHIP**

Membership in the Association shall be open to any person over the age of eighteen (18) years who lives, owns property, or owns and/or operates a business within the boundaries of the Fiddymment Farm developments of the West Roseville Specific Plan. Only one representative per business may hold NA Board membership at any given time.

## **ARTICLE IV – MEETINGS AND ORGANIZATION**

### **SECTION 1 – General (Neighborhood and NA Board) Meetings**

Neighborhood Associations shall conduct one (1) General Election Meeting to be held each year in September or early October. Other General Meetings and/or events may be held at other times as may be scheduled by the NA Board. Open Neighborhood Association Board meetings are to be held at least Bi-monthly. Both General Meetings and NA Board meetings are considered open to the public; special meetings should be set where an item of a confidential personal nature must be discussed.

### **SECTION 2-- Special Meetings**

Special meetings of the Board or Association may be called by the president or any 3 board members providing at least forty-eight (48) hours of notice is given to all Association members by any manner that ensures reasonable notification is made to all members within the 48-hour

time frame, to include, but not limited to flyer, newsletter, all dedicated NA social media, e-mail, telephone call, direct mail, or direct person to person word of mouth.

### SECTION 3- Notice of Meetings

All open NA General or Board meetings are to be held at public locations in or near the neighborhood and shall be openly publicized. Publication shall include, at a minimum, a posting of a notice of the meeting in a public place within the neighborhood at least seven (7) days prior to the meeting, except when voting for proposed bylaws amendments which requires a fourteen (14) day notice. The seven-day notice requirement may be waived where meetings are regularly scheduled at the same place, time and date. Neighborhood Associations shall publish meetings with the best media available to the neighborhood, host elections, elect officers, publish minutes within 10 days after approval to neighborhood association members publicly [see RCONA's NA websites or the Association's own website ([www.fiddymmentfarm.org](http://www.fiddymmentfarm.org))].

### SECTION 4- Quorum

**Ten (10)** members of the Association shall constitute a quorum for General Membership meetings. For Board meetings a quorum is defined as a majority of the Board members. The quorums as defined shall be necessary for the transaction of Association business.

### SECTION 5 – Membership Rights

Only members of the Association may hold office, introduce motions or agenda items, or vote as set forth in Article VII, Section 1 of these By Laws and Association Standing Rules.

### SECTION 6 – Fiscal Year

The fiscal year of the Association shall be the calendar year (January 1<sup>st</sup> through December 31<sup>st</sup>).

### SECTION 7 – Standing Rules

The Board may adopt rules of procedure not in conflict with these By Laws or any rule adopted or action taken by the members of the Association at a meeting of the Association.

### SECTION 8 – Robert's Rules of Order

Robert's Rules of Order, most recently published edition, shall govern the procedures and proceedings of the Association when the procedure is not covered by these By Laws or in the Standing Rules/Rules of Procedure, or RCONA Bylaws or Code of Ethics.

## **ARTICLE V – NA BOARD OF DIRECTORS**

### SECTION 1 – Number of Directors

The Board shall consist of at least four (4) and no more than ten (10) members, including the officers and members at large as set forth in Article VI. Voting members of the Board shall be as specified herewith: elected Officers, Members-At-Large, RCONA Representatives or as otherwise specified herein:\_\_\_\_\_.

### SECTION 2 – General Powers

The Board shall manage the affairs of the Association and shall have full authority to set policy, and speak on behalf of and as authorized by the Association. At NA Board meetings, only NA Board members have the privilege of making motions and voting.

### SECTION 3 – Business of the Board

The Board may conduct business by mail, electronically or conference telephone when necessary. A report of any action so taken shall be made part of the minutes of the next meeting of the Board.

#### SECTION 4– Vacancies

Any vacancy occurring in the Board shall be filled by the Board for the balance of the unexpired portion of the term, except that a vacancy in the office of president shall be filled by the vice-president. A vacancy may be assumed to exist whenever a Board member misses three (3) consecutive meetings without excuse. A meeting, for the purposes of this section shall be defined as a Board or general membership meeting for which the member had at least seven (7) days prior notice.

#### SECTION 5– Removal from the Board

Following a thorough investigation pursuant to the RCONA Disciplinary Procedures, any member of the Board may be removed for cause at any meeting by a two-thirds vote of the Board members present, providing that written notice has been furnished to all Board members at least fourteen (14) days prior to said meeting. In the event that a person is removed for cause pursuant to this Section, said person shall be ineligible to be a member of the Board, an officer or chairperson of any committee or subcommittee thereafter.

### ARTICLE VI – COMPOSITION OF THE BOARD, OFFICERS AND MEMBERS AT LARGE

#### SECTION 1 – Positions and Duties

##### A. President

The president is the executive officer of the Association and shall prepare agendas for and preside at all meetings of the Board and the Association, appoint and be an ex-officio member of all committees, ensure conformance with these By Laws and sign all contracts. The president or a designee appointed by the Board shall have the right to approve all official statements made on behalf of the Association.

##### B. Vice-President

The vice-president shall fulfill the duties of the president in the president's absence or departure and shall have other duties as delegated.

##### C. Secretary

The secretary shall be responsible for keeping an accurate record of all business conducted at meetings of the Association, keep and update these bylaws, and prepare ballots for Association elections.

##### D. Treasurer

The treasurer shall be responsible for Association monies, shall keep an accurate record of receipts and expenditures, **and shall co-sign when the check amount exceeds \$100.00**, together with one other authorized co-signer as designated by the Board, all checks drawn on the account of the Association, with the exception of when a reimbursement has been previously approved by a Board Vote, then a second signature is not required.

##### E. Members at Large

Members-at-Large (MAL) sit as members of the NLA Board. In addition to the officers, they perform such duties as the bylaws may require and have the privileges to make motions and vote.

##### F. RCONA Representative

One NA Board member shall be designated as the RCONA Neighborhood Representative (NA Rep) from his/her Association. This is not a separate position, but rather an additional 'responsibility' that may be bestowed to any officer or MAL of the current NA Board. The NA Rep shall act as liaison between his/her Association and RCONA, promote the objectives of RCONA to the best of his/her

abilities, and when called upon, to help in any other way asked of them. An NA may also have a pre-designated Alternate RCONA NA Rep declared on its active roster—this Alternate could act with voting authority at RCONA meetings in the absence of the regular RCONA NA Rep.

## ARTICLE VII – VOTING AND ELECTIONS

### SECTION 1 – General Meetings

Members of the Association present at any general membership meeting shall be entitled to one vote per developed lot or per business owned and/or operated within the boundaries of the Association on each matter submitted to a vote of the membership.

### SECTION 2 – Board Meetings

Only members of the Board shall be entitled to vote at Board meetings.

### SECTION 3 – Nominations, Elections and Tenure

#### A. Nominations for Office

Pursuant to the Association's Standing Rules, the Board will post request for nominations, receive nominations and prepare a slate of nominees (process to be completed one (1) month prior to the Annual Meeting). No nominations may be made from the floor at the Annual Meeting.

#### B. Elections

**When the number of nominees is less than or equal to the maximum of Ten (10) Board members allowed, a voice vote is allowed by the Association members present at the Annual Elections Meeting. However, Section 1 above (1 vote per lot) does apply for voice votes presented.**

**When the Nominees number exceeds the maximum of (10) Board members allowed then the paper voting system (ballot) shall be used.**

Board members shall be elected by the Association members present at the Annual Meeting, and shall each serve a one (1) year term or until a successor is elected, or until removed for cause.

## ARTICLE VIII ASSOCIATION COMMITTEES

### SECTION 1 – Purpose and Eligibility

The NA Board may create such committees as it deems necessary to carry out the work of its association. Any member of the Association is eligible to serve on any committee of the Association; however only NA Board members are eligible to be chairpersons of committees.

### SECTION 2—Committees

Committee types and details shall be maintained in the Standing Rules of the Association.

## ARTICLE IX – CONFLICT OF INTEREST

### SECTION 1 – Definition

A conflict of interest exists for an Association member or a Board member whenever that person holds a personal financial interest which will be impacted by the action or inaction by the Association on a proposal before the membership or Board. Examples of a personal financial interest would include ownership, plans to purchase or involvement in a transaction to buy or sell property the use of control of which is under discussion by the Association or its Board of Directors. In addition, a conflict of interest exists when the

member's loyalties or actions are divided between the interests of the Association and those of another. Both the fact and the appearance of a conflict of interest must be avoided.

#### **SECTION 2 – Declaring the Conflict of Interest**

Whenever a member or Board member determines that he/she has a conflict of interest relating to an item under discussion, he/she must inform the body (Association or Board) hearing the proposal that the conflict of interest exists.

#### **SECTION 3 – Abstention from Voting**

Members or Board members shall not vote on matters in which they have a conflict of interest.

### **ARTICLE X – GRIEVANCE PROCEDURES**

The standard Grievance Procedures herein pertain to matters not of a confidential nature (matters not subject to the potential removal of an NA Board member). However, where the matter at issue involves the misconduct and/or inactivity of an NA Board member, and may potentially result in the removal of the member(s), the matter should proceed under the RCONA Disciplinary Procedure and maintained in strictest Confidence.

#### **SECTION 1 - Eligibility to File a Grievance**

A person or group adversely affected by a decision or policy of the Association may submit in writing a complaint to the president of the Association. Said complaint must be submitted within thirty (30) days of the decision or policy being made.

#### **SECTION 2 – Complaint Process**

Within thirty (30) days following the receipt of a complaint, the president shall arrange with the petitioner a mutually acceptable time and place for a review of the complaint by the Board. The Board will make a good faith effort to resolve the complaint with the petitioner.

#### **SECTION 3 – Final Resolution**

If an acceptable resolution is reached, it is to be ratified at the next regular meeting of the Board and entered in the minutes of the meeting. If a resolution is not reached, the Board shall issue a Formal Decision, in writing and within forty-eight (48) hours after the close of the hearing on the matter before the Board. Said Formal Decision shall be hand delivered or mailed to the petitioner as soon as possible following its issuance. If the petitioner is not satisfied with the Formal Decision of the Board he/she/they may file an Appeal pursuant to the Grievance Appeals Procedures of RCONA, a copy of which will be provided to the petitioner together with said Formal Decision.

### **ARTICLE XI – NON-DISCRIMINATION**

The Association shall not discriminate against individuals or groups, including but not limited to discrimination on the basis of race, religion, color, gender, sexual orientation, age, disability, national origin, income or political affiliation, in any of its policies, recommendations or actions.

### **ARTICLE XII - POLITICAL ACTIVITY**

The Association shall not officially support or oppose any local or statewide candidate for elective office or initiative, referendum or recall measure, either before or after such candidate or measure has qualified for the ballot. Nothing in the foregoing shall prevent the Association from participating in city council, commission, or board proceedings on local issues of interest provided

that such participation does not involve an initiative, referendum, recall, or candidate for elective office.

**Under the Internal Revenue Code, all section 501(c)(3) organizations are absolutely prohibited from directly or indirectly participating in, or intervening in, any political campaign on behalf of (or in opposition to) any candidate for elected public office. This includes funds or public statements of position made on behalf of RCONA. Certain voter education activities conducted in a non-partisan manner, including public forums, do not constitute campaign activity.**

**(However, it does not apply to individuals who may wish to assist with an individual's candidacy, etc.)**

### **ARTICLE XIII – AMENDMENT OF BYLAWS**

These bylaws may be amended at any general meeting of the members of the Association by a two-thirds vote of the members in attendance, provided that the amendment(s) has been submitted in writing together with the notice of the meeting to the members of the Association. (See ART.IV. Sect.4 Meetings)

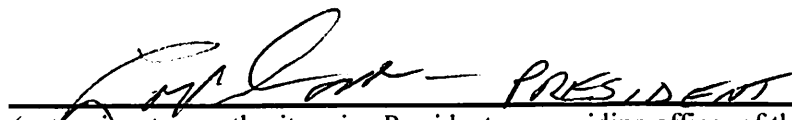
### **ARTICLE XIV– DISSOLUTION**

Upon the dissolution of the Association no class of member of the Association shall have any right to retain or receive any assets of the Association. The assets of the Association are permanently dedicated to a tax-exempt purpose. In the event of dissolution, the Association's assets, after payment of debts, will be distributed to an organization which is tax-exempt under the relevant provisions of the Internal Revenue Code and which exists for community service and not religious purposes. A second option would be to submit the funds to the RCONA impound account so future neighbors can restart the NA with funding.

The original bylaws of the Fiddymment Farm Neighborhood Association of RCONA (upon split of the WestPark and Fiddymment Farm NAs) were approved by chartering of the General Membership on October 14, 2014 and signed by Loren J. Cook, Fiddymment Farm NA President 2014.

These bylaws amended and approved by the Association of the Fiddymment Farm Neighborhood Association of RCONA as of

(Amended date) : **-October 11, 2023.**

  
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(enter signature authority – i.e. President, or presiding officer of the Board including title)

Amended 2023: ART IV.Sect.4; ART.VI.Sect.1.D; ART.VII.Sect.3.B