

pdrRA

PLAZA DEL REY RESIDENTS ASSOCIATION

PROPOSED REVISIONS TO

CONSTITUTION AND BY-LAWS

The Plaza Del Rey Residents Association was founded to act as a liaison between the Plaza Del Rey Owners of homes, the Plaza Del Rey Land Owners and the designated on-site management. We perceived a need to foster and maintain a positive and collaborative relationship between Residents, owners and the management team on all issues of park interest.

In a mandate voiced at a first organizational General Meeting, we establish the PLAZA DEL REY RESIDENTS ASSOCIATION in an effort to best achieve more effective pro-active representation of the Owners of homes and their invested interests.

OUR GOALS ARE TO:

- 1. Enlist and retain a Majority Membership of Residents in Plaza Del Rey in order to legitimize our association as a their representative;**
- 2. Establish and maintain an avenue of communication with the owners of the park regarding the majority view of said member Home Owners;**
- 3. Have a positive relationship and voice with the Management Team in meeting the needs and best interests of said ~~home-owners~~ membership who are Owners of Homes;**

4. **Work together to maintain the high quality of lifestyle and atmosphere that has been the standard in Plaza Del Rey Mobile Home Park;**
5. **Facilitate a process that allows us to sit down with Owners and the Management Team to take an active part in important decisions being made regarding the future of Plaza Del Rey Mobile Home Park where we are also invested.**

All of this we undertake, having the Residents' best interests at the core of our actions. This organization is a vital association that represents the residents in dealing with ownership, management and the city of Sunnyvale for as long as Plaza Del Rey Mobile Home Park is in operation.

WE ESTABLISH THESE BY-LAWS TO GOVERN OUR ASSOCIATION:

Article I: Organization

The name of this organization shall be the Plaza Del Rey Residents Association hereafter known as pdrRA.

We have these By-Laws to guide our actions for the long term. The By-Laws can only be altered by a 2/3 vote of the members at a meeting where a quorum is present – and the changes have been publicly posted.

We have Policies and Procedures that guide our current activities and processes and which can be changed by action of the board.

We are a service organization serving the needs and best interests of the Plaza Del Rey Residents.

We are a Non-Profit organization. Our Non-Profit number is _____.

Donations to our organization are tax-deductible.

ARTICLE II: Communication

We will maintain consistent communication with all the PDRra residents regarding matters of interest to all – using various methods (e-mail, website, flyers, phone tree), as determined by needs. We will:

- 1) Represent the majority wishes of the membership.**
- 2) Keep up to date on member resident's concerns.**
- 3) Conduct surveys of the member residents to establish our objectives on a regular basis.**
- 4) Hold a minimum of two (2) general ~~population~~ meetings each year to socialize and to keep the member residents fully informed and involved in the Association.**
- 5) Hold regular and special Board Meetings to communicate regarding timely issues and needed actions in the best interest of the member residents.**
- 6) Post pertinent information and updates on our website:
plazadelreyra.com**

ARTICLE III: Membership

Plaza Del Rey residents are eligible for membership in the Plaza Del Rey Residents Association who are owners of homes in the park and over eighteen years of age.

- 1) Active membership in the Plaza Del Ray Residents Association is free but an annual fee to help with the expenses of flyers, website, publicity and the business of the association is suggested. (Details in Current Policies and Procedures.)**

- 2) The Board of Directors can review membership fees and the membership **requirements** as need arises. No one will be denied membership who is unable to pay (**even though** dues are suggested).
- 3) Potential applicants can establish active membership by:
 - Submitting their name, space #, email and phone number to a member of the board, through the website (plazadelreyra.com) or at a General Meeting.

ARTICLE IV. Officers:

- 1) The officers of this association shall be President, Vice President, Secretary, and Treasurer.
- 2) The Board of Directors will consist of seven (7) members: The four officers and three members-at-large (chosen to represent all areas of the Plaza del Rey Park).
- 3) Terms of Office will be for two (2) years and may be re-elected for a maximum of three (3) terms.
- 4) Electing four (4) new board members in odd years and three (3) new board members in even years will rotate board Membership. This is to insure continuity of leadership on the board. Nomination and election procedures will be set in the Policies and Procedures.
- 5) Members can indicate they want to serve by contacting a Board Member via their e-mail addresses on the PDRra website. Any Resident who is a member is eligible to serve on the board. The slate will be presented at the February General Meeting. Further nominations will be accepted from the floor (with candidate permission). The election will be held by the method currently in use in the Policies and Procedures. Newly elected Board Members are considered immediately installed on the board with the transfer taking place at the next scheduled board meeting.

- 6) The designation of titles and duties of the Board Members will be decided by the members of the Board, taking into account continuity, skill sets and personal desires, at their first organizational Board meeting.**
- 7) In case of a vacancy in the office of President, the Vice President shall become President. The Board shall fill the vacancy on a temporary basis until the next designated election meeting.**
- 8) In case of inability to serve, an office may be declared vacant after a period of three (3) months at the discretion of the majority vote of the board.**

Resignations:

- 1) A board member may resign from his/her elected position on the board by submitting resignation to the members of the board; such resignation effective on the date the president receives said resignation. Again, the Board then names a replacement until the next scheduled election, when the replacement member is eligible to seek election to that seat on the board.**

Removals:

- 1) A board member may be removed from the board by majority action of the board when there is due cause. That cause can remain private, but it must be duly documented.**

ARTICLE V: Duties of Officers

The officers on the Board of Directors shall perform the duties prescribed by these bylaws.

All board members need to be fully informed about their job and keep their job description updated regularly in the Policies and Procedures.

- 1) The President shall preside at all meetings of the board. He/She shall be the chief executive officer of this Association. He/She will inform the ownership and management team of Plaza Del Rey of the officers of the Association each year. He/She, at the discretion of the Board, shall appoint all committees, except for nominations, and shall be an ex officio member of all committees except nominations. He/She or a designee shall provide the Agenda for all meetings of the Association: Board and General Meetings. He/She will be a signee on the Bank Account of the Association – along with the Treasurer and another board member to assure ability to always have two people available for our double signature check writing policy.**
- 2) The Vice President shall, in the absence of the President, perform the duties pertaining to that office. He/She shall introduce any guests and/or speakers at regular meetings, or in his/her absence, ask another officer to do so. He/She will work with the President in planning programs for General Meetings of the Association and assume ex officio membership on committees as requested by the President. He/She will assist in the record keeping regarding committees and their reports to the Board.**
- 3) The Secretary shall keep a record of the proceedings of the meetings of the general membership and the executive board. He/She shall notify board officers of their election and committees. He/She or a designee shall keep a roll of members of committees and of the board. He/She or a designee shall send out communications about the activities of the Board and of General Meetings (as explained in the Policies and Procedures). The Secretary will maintain a record of the Minutes of the Board and General Meetings in a digital file to pass along to the incoming Secretary.**
- 4) The Treasurer shall receive all funds of the board and deposit them in such bank or banks - as may be designated by the board. The President, the Treasurer and one other board member will be designated signees on checks of the Association (as two signatures are required on all checks). He/She shall disburse the funds as directed by the board. No**

funds will be disbursed nor bill shall be paid without the direct authorization of the Board. The Treasurer shall provide a monthly report of funds at each Board meeting and to each annual meeting. The Treasurer will maintain a Balance Sheet of all the designated accounts of the association and pass all records on to the incoming Treasurer. The accounts shall be audited by an outside Auditing Committee at least every ~~two~~ four years. The Treasurer is responsible for supervising the renewals of the non-profit status of the association annually (or as needed) and maintaining our P.O. Box and all mail received therein.

5) There will be three (3) Members at Large. These Board Members bring the views of their neighborhood and assume various committee duties at the discretion of the Board:

- One will be designated to maintain the list of Members, to enlist members of the Plaza Del Rey Residents Association and to keep the board and Webmaster informed regarding membership enrollees.**
- One will be Parliamentarian who will be informed about the By-Laws and maintain those procedures in the actions of the organization and at all meetings.**
- One will serve as Sergeant-at Arms at all meetings.**

They may also serve on “called committees” of the Board as requested or assigned by the president.

6) All other actions of the board and activities of the board will be defined in the Policies and Procedures. The Secretary or a designee will be responsible for updating and maintaining and posting the current policies and procedures to the website.

ARTICLE VI: Meetings:

1) The Board of Directors will meet at least six (6) times a year on a weeknight agreed upon by the currently elected Board. Members of the

Association may request to be on the Agenda at a Board Meeting to present ideas, concerns or information, and members may be called to attend meetings to lend their expertise to the success of the Board.

- **Only the Board Members will be eligible to vote on motions made. The Board does have the right to call for a closed session when a majority of the Board (4) asks to do so. Special meetings of the Board may be called at the discretion of the President based on need. Special meetings should be considered “closed meetings” due to the nature of such a “called meeting.”**

Only elected Board Members are the designated attendees and voters at scheduled meetings of the Board. A Board Member cannot send or designate a substitute to sit in for them at such a meeting. The meeting occurs with the elected members present, and any actions taken with the designated voting majority (4) will be deemed viable.

- **At a Board Meeting a majority (4) of the board shall constitute a quorum for board action.**

- 2) **There will be a minimum of two (2) General Meetings held each year. These meetings will be announced by all means available to all residents of Plaza Del Rey. Every effort should be made to give appropriate notice. The scheduled first meeting of each year will be designated as the Annual Meeting, and elections will be held at this meeting. The Agenda will be posted on the website and will be the business conducted at the meeting. Members can request that items be placed on the Agenda in advance of the meeting.**
- 3) **Special General meetings may be called by the President, the Board or a group of 10% of the active members of the Association by notifying the president and the Board of such desire. The business transacted at any special meeting shall be limited to that specifically mentioned in the call of said Special General Meeting and will be properly publicized.**

- 4) At a public meeting, 15% of the latest membership count in attendance shall constitute a quorum with at least three (3) board members present to preside. Any action will require a majority or, in some cases, a two-thirds vote of approval of said declared 15% quorum in attendance. Once a quorum is declared, that is the official authorization for the remainder of that current meeting. Board Election voting will be available on the website to broaden the ability to participate, but the results will be valid based on the declared quorum in attendance at the appropriate General Meeting.**
- 5) A revision of the by-laws requires prior public notification of action and the two-thirds vote of the 15% of total membership in attendance at any general meeting.**
- 6) Impeachment of a Board Member or Board Members requires prior public notification of such intent and a two-thirds vote of that 15% in attendance at any General Meeting.**

Notifications of Meetings:

- 1) Board meetings will be scheduled based on the current Policies and Procedures of the association. Notice shall be given by e-mail by the president or his designated agent.**
- 2) Regularly Scheduled General Meetings will be publicized as per above by all means possible in the current policies and procedures documents.**
- 3) Special General Meetings may be called with a shorter time of publicizing when deemed urgent.**

ARTICLE VII: Committees

- 1) The Standing Committees of the board shall be: Membership and Budget and/or any other committee(s) deemed necessary by the board, as designated in the current policies and procedures.**
- 2) Other Committees will be activated at the discretion of the Board as needed.**
- 3) Once formed, a committee will have the responsibility to study the task assigned. A Chairman will be charged with the responsibility of having an agenda and having minutes recorded. (These tasks may be delegated to another committee member.) The Chairman or a designated agent will be responsible for reporting the actions and progress of the committee to the Board for final disposition or action.**
- 4) Committees can be formed and dissolved at the discretion of the Board by a majority vote.**
- 5) Any other details on committees will be defined in the current Policies and Procedures of the organization.**

ARTICLE VIII: Parliamentary Authority

- 1) The rules contained in Robert's Rules of Order Newly Revised shall govern the board and all general meetings in all cases where not specifically defined in this document.**
- 2) The Policies and Procedures of the Association will be posted on the website for members to see the working routines of the organization.**

ARTICLE IX: Amendments to By-laws

These By-laws may be amended at any regular or called General Meeting by a two-thirds vote of the required 15 per cent of the total members in attendance

to establish the required quorum, provided the proposed amendment has been submitted and publicized in writing at least ten (10) days prior to the general meeting.

- 1) Unless otherwise provided prior to its adoption or in the motion to adopt, the amendment shall become effective upon adjournment of the meeting at which it is adopted.
- 2) General revisions of these By-Laws need to be reviewed every 5 years or as deemed necessary by the association.

These By-Laws are hereby adopted on this ____3rd____ day of __November__, 2015

The General Membership hereby adopts this first revision of the By-Laws with a 2/3 vote on this _____ day of _____, 2017.

President

Vice-President

Secretary

Treasurer