

Leona Valley Town Council Bylaws

ARTICLE I. NAME

The name of this organization shall be the "LEONA VALLEY TOWN COUNCIL", hereinafter referred to as "LVTC".

ARTICLE II. AUTHORITY

The Leona Valley Town Council derives its authority from the "LEONA VALLEY TOWN COUNCIL CHARTER OF INCORPORATION". The CHARTER takes precedence over these bylaws.

ARTICLE III. PURPOSE

The purpose of the LVTC shall be to engage in such activities as may promote the common good of the community of Leona Valley and provide for the preservation of the community's rural environment, values, and lifestyle. The LVTC shall provide a frequent forum and/or other means of gathering community views, wishes and concerns on issues to be brought before the LVTC; to disseminate information of value to Leona Valley residents; to present community concerns to appropriate agencies; and to review public or private proposals that may affect the community. The LVTC shall be apolitical, neither supporting nor opposing any political party or candidate.

ARTICLE IV. ORGANIZATION OF THE LEONA VALLEY TOWN COUNCIL

SECTION 1. Duties and Responsibilities:

- a. The LVTC shall at all times strive to accurately mirror in its policies, actions, and decisions, the opinions, positions and concerns of the Leona Valley community.
- b. Function as a voluntary organization of elected Board Members who receive no remuneration.
- c. Encourage the flow of information between individuals and community organizations who are working for the betterment of Leona Valley.

- d. Represent the LVTC and the community with equal authority and position.
- e. Not borrow money nor incur any indebtedness.

SECTION 2. Contracts:

- a. LVTC contracts must be authorized and executed by a majority vote of the LVTC Board Members with all members present.
- b. LVTC contracts must be fully funded.
- c. Unless authorized by the LVTC, no officer or agent shall have any power or authority to contractually obligate the LVTC.

SECTION 3. Reports:

- a. Records. The LVTC shall cause to be kept detailed records of the actions of the LVTC, minutes of the meetings of the LVTC, minutes of the meetings and actions of the Committees, and the financial records and books of the LVTC.
- b. Annual Report. The LVTC shall generate an annual report of the receipts and expenditures of the LVTC at the end of each fiscal year and report to the community of Leona Valley at the next regularly scheduled LVTC meeting.

ARTICLE V. MEMBERSHIP

SECTION 1. Members: The Board Members of the LVTC shall be five (5) members elected by Leona Valley registered voters. There shall be no membership dues.

SECTION 2. Alternates: Each year, the two candidates receiving the next highest number of cast votes, following the candidates elected to fill the vacant LVTC Board Member seats, shall be Alternate LVTC members.

SECTION 3. Substitution: Alternate LVTC members, in the order of their vote count, shall fill LVTC Board Member seats made vacant by resignation, death or removal of a LVTC Board Member, and shall serve the full unexpired term of the replaced LVTC Board Member.

SECTION 4. Votes: Each LVTC Board Member shall have one vote. All votes shall be recorded on a roll call basis. Alternate members do not have a vote. Absentee or proxy voting shall be prohibited.

SECTION 5. Conflict of Interest: Each LVTC Board Member shall sign a Conflict of Interest form after election and prior to being sworn in.

SECTION 6. Length of Term: The LVTC Board Member's term of office is two years. No one may serve continuously for more than five years. The length of an Alternate LVTC member's term is one year.

ARTICLE VI. ELECTIONS

SECTION 1. Committee: The Election Committee shall be formed a minimum of four months prior to the election and shall report to the LVTC during its term of operation and shall submit a final written report to the LVTC.

SECTION 2. Election: The Annual Election shall be concurrent with the November municipal or federal election. The election shall be by secret ballot on ballots prepared by the Election Committee. The election process shall follow policies and procedures as defined by the County Registrar of Voters.

SECTION 3. Candidates: To be eligible to run for the LVTC, a candidate shall be at least 18 years of age, have been a resident of Leona Valley for a minimum of two years, as defined by the boundaries described in the Leona Valley Community Standards District, reside in Leona Valley for 90% of the year, and be a registered voter in a precinct in the Leona Valley Community Standards District; all at the time of announcement of candidacy. Candidates shall submit Statements of Candidacy at least 30 days prior to the Annual Election. In the Statement they shall certify under penalty of perjury that they meet the above candidacy requirements.

SECTION 4. Voter eligibility: Voters must be registered to vote in Leona Valley at least 30 days in advance of the date of the Annual Election. The Leona Valley area shall be defined by the boundaries described in the Leona

Valley Community Standards District.

ARTICLE VII. OFFICERS

SECTION 1. The officers of the LVTC shall consist of a President, Vice President, Secretary, Treasurer, and a Member-at-Large.

SECTION 2. Election of Officers:

- a. After the Annual Election, the LVTC shall convene a special personnel meeting at which the LVTC Board Members shall prepare a list of recommended Officer Candidates to be presented to the public at the next LVTC meeting. A Leona Valley resident or committee of residents may also prepare a list of recommended Officer Candidates for vote by the LVTC Board Members. The lists of recommended Officer Candidates shall be presented from the floor before the Officer election and the lists shall be accepted at the time of election for voting.
- b. The election of Officers shall take place at the first regularly scheduled LVTC meeting after the Annual Election of the new LVTC Board Members.
- c. The LVTC Board Members shall elect Officers from the nominated candidates by majority vote.

SECTION 3. Duties of Officers:

- a. President: The President shall preside at each meeting of the LVTC. The President shall be responsible for preparing the agenda, maintaining order and keeping the meeting on schedule according to parliamentary authority as defined in these bylaws.
- b. Vice President: In the absence of the President, the Vice President shall preside and perform the duties of the President.
- c. Secretary: The Secretary is the recording officer of the LVTC and the custodian of the records except those records assigned to other officers. The secretary shall keep a notebook containing the bylaws and policies; prepare and certify the correctness of the minutes of each regular or special meeting and enter them in the official minute book; notify the LVTC Board Members of special and regular meetings, bring to all meetings the bylaws, rules, minute books, and a list of

standing and special committees, and a copy of Robert's Rules of Order, Modern Edition. The Secretary will also maintain all files of the LVTC, including written reports from Committees, and LVTC correspondence. The Secretary will conduct the correspondence of the LVTC.

d. Treasurer: The Treasurer shall receive and hold funds, conduct necessary banking, maintain pertinent financial books and records and sign checks. The Treasurer will ensure that all government filings are kept up to date and will procure and maintain appropriate insurance coverage for the LVTC. The Treasurer shall also serve as Chair of the Finance, Ways and Means Committee.

SECTION 4. Appointed positions: The LVTC may establish positions as needed to further the goals of the LVTC.

ARTICLE VIII. MEETINGS

SECTION 1. Monthly meetings: The LVTC Board Members shall transact the business of the community as may come before them at LVTC meetings held at least once per month. LVTC meeting agendas shall comply with standard parliamentary procedure. At a minimum, the agenda shall contain a call to order, the pledge to the flag, roll call, approval of the previous meeting minutes, a financial report from the Treasurer, and an allotted time for public comments. Each LVTC Board Member and Alternate shall be notified and provided a copy of the agenda 72 hours in advance of the meeting. The Agenda shall be posted to the LVTC website 72 hours in advance of the meeting.

SECTION 2. Notice: Monthly LVTC meeting dates, times, and places shall be established by the LVTC at the first meeting of each fiscal year and publicized on the LVTC website. The LVTC shall publicize all meeting notices and/or special events on the LVTC website and other public forums.

SECTION 3. Special meetings: "Special/Emergency" meetings of the LVTC may be called by any two LVTC Board Members or by the President. LVTC Board Members shall be notified of the time, place and subject of a "Special/Emergency" meeting of the LVTC. At least two hours notice of the

meeting shall be given. The “Special/Emergency” meeting shall be limited to the announced subject. The Leona Valley Community shall be notified by all possible means.

SECTION 4. Quorum: A LVTC quorum shall consist of three LVTC Board Members.

SECTION 5. Attendees: All LVTC meetings, including committee meetings, are public except when an executive session is necessary for private matters such as legal actions. LVTC Alternates are encouraged to attend all LVTC meetings. Representatives from interested community organizations and business groups are encouraged to attend LVTC meetings and will be given an opportunity to speak and be consulted.

SECTION 6. Location: Every effort shall be made to hold LVTC monthly and “special” meetings in public areas or buildings.

ARTICLE IX. COMMITTEES

SECTION 1. Executive Committee:

- a. The Executive Committee shall consist of the five LVTC Board Members. Any three members shall make up a quorum.
- b. The Executive Committee shall act as a steering committee formulating recommendations for LVTC action, initiating the preparation of the agenda for LVTC meetings and generally addressing the routine business of the organization of the LVTC.
- c. Meetings of the Executive Committee can be called by the President or by any two of the five LVTC Board Members.
- d. The power of the Executive Committee shall be limited to executing existing LVTC policy and it shall not be empowered to establish new or conflicting policy. The scope of the power of the Executive Committee shall include emergency situations and routine operational business. Recommendations, findings, and action on such shall be brought before the LVTC for further action.

SECTION 2. Standing Committees:

- a. The four Standing Committees shall be: (a) Community Standards

and Land Use, (b) Community and Public Relations, (c) Finance, Ways and Means, and (d) Community Health, Safety, and Welfare.

b. The President shall appoint a LVTC Board Member to serve as a Standing Committee Chair every year or when necessary. The selections shall be confirmed by a majority vote of the LVTC Board Members.

c. Standing Subcommittees may be established as needed by the Standing Committee Chair who shall also appoint a Chair for each subcommittee.

d. Committees and Subcommittees shall meet at the direction of the Chair.

e. Committees shall make a report at monthly meetings or at “special” meetings when requested by the LVTC President, or at the first LVTC meeting following a meeting of the committee. Standing Subcommittees shall report to their respective Standing Committee Chair, who shall report to the LVTC at the next monthly meeting.

f. The powers of any Committee shall be as set forth in these Bylaws except when specific powers are given by a majority vote of the LVTC Board Members.

g. All Committees and Subcommittees shall produce minutes. Minutes shall be submitted to the LVTC Secretary for filing.

SECTION 3. Duties of Standing Committees:

a. Community Standards and Land Use: The Community Standards and Land Use Committee shall serve as liaison for the LVTC, with respect to growth and land use policies and shall act accordingly with governmental agencies as well as public and private interest groups.

b. Community and Public Relations: The Community and Public Relations Committee shall facilitate communications for the LVTC and strive to develop and maintain communications within the community and the public sector.

c. Finance, Ways and Means: The Finance, Ways and Means Committee shall prepare a budget for the coming year and shall oversee the finances as well as raise funds for the LVTC as necessary.

d. Community Health, Safety, and Welfare: The Community Health, Safety, and Welfare Committee shall develop and maintain programs to promote the health, safety, and welfare of the community of Leona

Valley.

SECTION 4. Special Committees:

a. Special Committees of the LVTC shall perform special tasks as directed by the LVTC. A LVTC Board Member shall serve as Chair and shall appoint additional Committee members as needed. A Special Committee shall cease to exist when its final report is submitted and approved by the LVTC.

b. The Election Committee shall be a special committee composed of LVTC Board Members and/or community members, as needed, to coordinate the Annual Election of LVTC Board Members. No member of the Election Committee can run for election or reelection. The Election Committee shall prepare for, conduct, and report on elections in compliance with these Bylaws.

ARTICLE X. FINANCES

SECTION 1. Dues: The LVTC shall not adopt a system of fixed dues.

SECTION 2. Audit: The financial books of the LVTC shall be audited annually. The audit shall be conducted by an outside auditor selected by the LVTC Board Members or be reviewed by a committee of three community members and/or LVTC Board Members who do not have authority to sign checks. The Audit shall be completed within one month of the new fiscal year.

SECTION 3. Signature: Two LVTC Board Member signatures are required for all written checks.

SECTION 4. Fiscal Year: The fiscal year for accounting, and for the annual audit, shall be from December 1 through November 30.

SECTION 5. Insurance: The LVTC shall maintain Officer's and Director's Insurance for the purpose of indemnifying the LVTC Board Members for liability arising out of actions taken on behalf of the LVTC.

ARTICLE XI. VACANCIES, RESIGNATIONS

SECTION 1. Vacancies: In the event a LVTC Board Member does not complete his or her term of office, the LVTC shall fill the vacancy by designating the alternate receiving the next highest number of votes in the most recent election. In the event there is no Alternate to fill the vacated LVTC Board Member position, the LVTC shall, by a majority vote, appoint an eligible resident of Leona Valley to complete the unexpired term created by the vacancy.

SECTION 2. Resignations: The resignation of a LVTC Board Member shall become effective after receipt of a written notice and vote of acceptance by the LVTC Board Members.

ARTICLE XII. REMOVAL AND DISCIPLINE OF LVTC BOARD MEMBERS

SECTION 1. Grounds for Removal and Discipline:

- a. Continued, gross, or willful neglect of duties of the office.
- b. Malfeasance of office.
- c. Failure or refusal to disclose necessary information on matters of LVTC or Leona Valley community business or issues.
- d. Unauthorized expenditures, signing of checks, or misuse of LVTC funds.
- e. Misrepresentation of the LVTC or Leona Valley community to outside parties.
- f. Absenteeism amounting to two (2) consecutive regular meetings of the LVTC, without an excuse acceptable to the majority of the LVTC Board Members, shall result in removal at the third consecutive missed regular meeting with a majority vote of the LVTC Board Members.
- g. Failure to remove oneself from a vote where a LVTC Board Member has a conflict of interest regarding the parties or issue involved. Conflict of Interest is defined as a situation in which a person has a private or personal interest sufficient to appear to influence the objective exercise of his or her official duties.
- h. For living in a residence outside the CSD boundaries of Leona Valley for more than 10% of the year.

SECTION 2. Investigation, Hearing, and Final Action by the LVTC: A motion to either remove or discipline a LVTC Board Member may be made by any other LVTC Board Member. When the motion is passed, it shall be immediately referred to an Investigation Committee, who shall meet and deliberate in a closed session. The Investigation Committee shall be appointed by majority vote of the LVTC Board Members excluding the member in question. It shall be composed of five (5) members selected from LVTC Standing Committees, none of whom are LVTC Board Members. After deliberation, the committee shall present its findings to the LVTC for action in a closed session. A motion to either remove or discipline shall require a 75% vote of the LVTC Board Members, excluding the member in question. The vote shall be by secret ballot. The party in question shall not have a vote.

SECTION 3. Recall of LVTC Board Member:

- a. A person or group of persons, eligible to vote in a regular LVTC Annual Election shall notify the LVTC in writing of intent to circulate a petition for recall of a LVTC Board Member. Said person or persons will then have 60 calendar days to circulate the petition, which must contain signatures of citizens eligible to vote in a LVTC Annual Election amounting to at least 51% of the total vote cast in the previous LVTC Annual Election. The petition must then be presented to the LVTC for action along with a filing fee sufficient to defray the estimated cost of conducting a Special Election as determined by the Election Committee.
- b. The petition shall be turned over to the Election Committee for verification of signatures.
- c. After verification, the Election Committee shall conduct a Special Election. The result shall be decided by a majority of the voters.
- d. Any monies not required to defray the costs of a Special Election shall be returned to the authorized representative of the recall petition.

ARTICLE XIII. LOBBYING ACTIVITIES

No former LVTC Board Member, who personally and substantively participated in a decision, proceeding, claim, contract, or other specific matter during his or her

service, shall attempt to influence any community decision or action regarding that specific matter on behalf of any person or entity. This prohibition shall apply only if the specific matter is still pending before a governmental agency or if the Leona Valley community is a party to, or has a direct interest in, the specific matter.

ARTICLE XIV. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order, Modern Edition, shall govern the LVTC in all cases in which they are applicable and in which they are not inconsistent with these Bylaws, or any special rules of order the LVTC may adopt.

ARTICLE XV. PROCEDURES TO AMEND THE BYLAWS

SECTION 1. Amendments: Amendments to these Bylaws may be proposed by any LVTC Board Member, by a LVTC committee delegated to revise the Bylaws, or by a petition signed by at least 20% of the number of registered voters in the last LVTC Annual Election. Amendment petitions and/or proposals shall be in writing and filed with the LVTC Secretary who will verify the amendment proposal for compliance with these Bylaws.

SECTION 2. Delivery: The Secretary shall then deliver the amendment proposal to the President one month prior to the monthly meeting at which the amendment is to be read and considered. The amendment proposal shall define the exact points to be amended.

SECTION 3. Reading: When the proposed amendment is read for consideration at the LVTC monthly meeting, the motion to amend the Bylaws is subject to amendments of primary and secondary degrees insofar as these amendments are within the scope of the motion and must carry a majority vote of the LVTC Board Members.

SECTION 4. Adoption: Adoption of amendments to these Bylaws shall require a majority vote of the LVTC Board Members. In the event the LVTC Board Members decline to adopt an amendment proposed by petition, it shall become a ballot measure at the next LVTC Annual Election and shall be deemed adopted if a majority of the votes cast favor the amendment.

ARTICLE XVI. DISSOLUTION

SECTION 1. Procedure: Dissolution of the LVTC may be proposed by any LVTC Board Member, by a LVTC committee delegated to investigate dissolution of the LVTC, or by a petition signed by at least 20% of the number of registered voters in the last LVTC Annual Election. Dissolution petitions and/or proposals shall be in writing and filed with the LVTC Secretary who will verify the amendment proposal for compliance with these Bylaws.

SECTION 2. Vote: Dissolution of the LVTC shall require a majority vote of the LVTC Board Members. In the event the LVTC Board Members decline to agree to dissolution as proposed by petition, it shall become a ballot measure at the next LVTC Annual Election and the LVTC shall be deemed to be dissolved if a majority of the votes cast favor the dissolution.

SECTION 3. Property: In the event of the dissolution of the LVTC, whether voluntary or involuntary or by operation of law, none of the property of the LVTC nor any proceeds thereof nor any assets of the LVTC shall be distributed to any LVTC Board Member. After payment of the debts of the LVTC, its property shall be transferred to the Leona Valley Improvement Association (LVIA).