

Sunrise Park
Neighborhood Organization
Bylaws
(Last Amended: October 22, 2016)

ARTICLE I - NAME

The name of the organization shall be the Sunrise Park Neighborhood Organization, hereafter referred to as the Organization. The Sunrise Park Neighborhood Organization is organized as a Nonprofit Public Benefit Corporation under the California Nonprofit Public Benefit Corporation Law for public purposes, to be a tax-exempt organization under Internal Revenue Code Section 501(c)(4).

ARTICLE II - PRINCIPAL OFFICE

The principal office of the Organization shall be at the residence of the Chairperson of the Organization.

ARTICLE III - PURPOSE

The Organization is a group of neighbors organized to address a range of issues for the purpose of maintaining and improving the livability and character of the Sunrise Park neighborhood by encouraging neighborhood identity and participation. The Sunrise Park Neighborhood Organization also facilitates communication with the City of Palm Springs through its active involvement as an officially recognized Neighborhood Organization and member of Organized Neighborhoods of Palm Springs ("ONE-PS"). The Organization is not a homeowners' association (HOA) and will not impose restrictions on individual properties.

ARTICLE IV - NEIGHBORHOOD BOUNDARIES

The Organization encompasses the area bordered by the streets of Alejo Road on the north, Farrell Drive on the east, Baristo Road on the south and Sunrise Way on the west.

ARTICLE V - MEMBERSHIP

Section 1: All property owners, residents and business occupants ("Eligible Members") within the area defined in Article IV are eligible for membership. Notwithstanding the number of adult occupants, only one person per address may vote on matters put to a vote of the membership of the Organization. If both the property owner and resident/tenant of a property wish to vote on a matter, priority shall be given in the case of a single-family home or residential condominium to the property owner, and in the case of a multi-family or commercial property to the resident/tenant.

Section 2: Membership dues, if and when established by the Board of Directors to help fund the operations of the Organization, shall not bar any Eligible Member from participating or voting in neighborhood meetings.

Section 3: An Eligible Member becomes a full member of the Organization (a "Member") when the Eligible Member gives the Eligible Member's name and contact information to the Organization at the annual membership meeting or otherwise gives the Eligible Member's name and contact information to the Communications Officer.

ARTICLE VI - BOARD OF DIRECTORS

Section 1: The management of the affairs of the Organization shall be vested in the Board of Directors (the "Board"), who shall have discretion in determining expenditures in order to carry out the purpose of the Organization. The Board shall have the authority to establish annual dues to support the activities and operations of the Organization subject to the restrictions delineated in Article V hereof.

Section 2: Seven Members shall be elected to comprise the Board by a majority vote of Eligible Members attending the annual membership meeting; however, the elected Board Members may at their discretion appoint up to four additional Members to bring specific skills or better geographical representation of the neighborhood to the Board. All Board decisions will be arrived upon by a simple majority vote of the Board.

Section 3: Any Member is eligible to be elected to the Board, or appointed by the elected Board Members. Members elected to the Board shall serve for a two-year term expiring upon the annual election of the Board occurring at the annual membership meeting of the Organization two years after the Board Member's election. Notwithstanding the foregoing, at the 2015 Board election, the three Board Members receiving the fewest votes shall be elected to a term of one year so as to stagger the terms of Board Members. Board Members appointed by the Board pursuant to Section 2 of this Article shall serve until the next annual membership meeting of the Organization. The Board shall have the authority to appoint any needed replacements from the Members to fill vacant Board seats that may occur between annual membership meetings of the Organization. Any such replacement shall serve the full remaining term of the Board Member he or she is replacing.

Section 4: There shall be no term limits for Board Members.

Section 5: Elections will take place for the Board following the adoption of these Bylaws at the initial organizational meeting of the Organization, and thereafter at the annual membership meeting of the Organization which will be held in March of each year at a time and place to be determined by the then current Board.

Section 6: Attendance at a Board of Directors meeting of a majority of the currently filled Board positions shall constitute a quorum.

Section 7: No compensation of any kind shall be paid to Board Members. Individual Board Members shall be entitled to reimbursements for expenses approved by a simple majority of Board Members.

Section 8: The Board shall meet at least quarterly (i.e., a minimum four times each year) including the annual membership meeting of the Organization.

Section 9: A majority of Board Members must approve any organizational expenditure of \$100 or more.

Section 10: The Board of Directors shall not at any time, in any way, involve the Organization in political campaign activities, nor shall it authorize or approve any Officer or member to do so in the name of the Organization.

Section 11: Members of the Board of Directors shall not use their position for personal gain and shall comply with Sections 5233 and 5234 of the California Corporations Code and disclose any potential self-dealing transaction to the Board of Directors for evaluation in accordance with such Sections.

ARTICLE VII - OFFICERS

Section 1: The Board shall elect from amongst its Members the Organization's Officers within thirty days of the annual membership meeting of the Organization. They are to be elected by a simple majority.

Section 2: The Officers are:

- A. Chairperson
- B. Vice Chairperson
- C. Secretary
- D. Treasurer
- E. Communications Officer

Section 3: The Officers shall serve a one-year term expiring upon the annual election of the Board with no term limits for individual Officers.

Section 4: The Chairperson's role and responsibilities are:

- A. Preside over the annual membership meeting of the Organization.
- B. Preside over the Board meetings.
- C. Assure that the Bylaws are enforced.
- D. Have signatory authority for the Organization with the Treasurer.
- E. Initiate payments and reimbursements for Organization related expenses, as approved by the Board.
- F. Have authority to initiate any Organization-related expenditure for amounts less than \$100.
- G. Prepare an annual report on the status of the Organization.

- H. Prepare an annual budget with the Treasurer.
- I. Oversee the planning and scheduling of Board meetings and the annual membership meeting of the Organization.
- J. Act as the alternate representative for the Organization to ONE-PS.
- K. Serve as agent for service of process of the Organization, unless the Board of Directors has designated another person or entity to so act.

Section 5: The Vice Chairperson's role and responsibilities are:

- A. Act as the Chairperson during any absence of the Chairperson.
- B. Assist the Chairperson, as requested, in the execution of the Chairperson's duties.
- C. Represent the Organization at meetings of ONE-PS.

Section 6: The Secretary's role and responsibilities are:

- A. Record the minutes of the Board and the annual and any special membership meeting of the Organization.
- B. Transmit such minutes to the Board and make them available to Members upon request.
- C. Notify all Eligible Members of the annual and any special membership meeting at least thirty days in advance.
- D. Notify the Board of meeting times and location as set by the Chairperson at least fourteen days in advance of any Board meeting.
- E. Maintain the sign-in sheet for the annual and any special membership meetings.
- F. Prepare official correspondence on behalf of the Organization.

G. Notify ONE-PS and the Palm Springs Office of Neighborhood Involvement of any changes of the Organization's Representative and Alternate to ONE-PS.

Section 7: The Treasurer shall:

- A. Receive and deposit monies on behalf of the Organization.
- B. Pay all expenses approved by the Board and/or Chairperson.
- C. Maintain ongoing bank records and make such records available to the Chairperson and Vice-Chairperson on request.
- D. Maintain and make available a detailed current financial statement to the Board for distribution at Board meetings. Create and make available a detailed fiscal year-end financial statement for the annual membership meeting.
- E. Assist the Chairperson in preparing an annual budget.
- F. Collect dues, if established, and maintain a list of all Members who have paid.
- G. Open a bank account, along with the Chairperson, for any funds received via donations, fund raising events, any established dues, etc.
- H. Prepare or have prepared the Organization's annual federal and state exempt Organization returns and statements of information.

Section 8: The Communications Officer shall:

- A. Maintain a database with address, e-mail and other contact information for all Members of the Organization.
- B. Develop strategic means to communicate meetings and other events to Eligible Members. These will include, but are not limited to, a mix of traditional mail and e-mail and other forms of communications described in Article X of these Bylaws.
- C. Establish other means of communication, such as social media or a internet site for the Organization.
- D. From time-to-time as directed by the Board, the Communications Officer may poll Members and/or Eligible Members electronically regarding opinions on matters coming before the Board.

ARTICLE VIII - MEETINGS

Section 1: There will be an annual meeting of the general membership at a time and place designated by the Board, which will occur in March of each year.

Section 2: Additional membership meetings may be called by the Board as deemed necessary.

Section 3: Notification of the place, date and time of any meeting of the Organization, either annual or special, shall be given to all Eligible Members by a mailed, e-mailed or hand-delivered notice or other appropriate means such as NextDoor/Facebook postings, signs/posters, phone call, text message, etc. This notification shall occur at least thirty days prior to the meeting date of the general or special membership meeting.

Section 4: Notification of the place, date and time of Board meetings will be supplied either by mail, e-mail or phone to any Eligible Member who requests in writing to the Secretary to be notified of such information.

Section 5: All meetings will be open and public and will permit, to the extent feasible, every Eligible Member to participate in the conduct of business, deliberation and decision-making.

Section 6: Meetings will be conducted in accordance with the procedures described in the most current edition of Rosenberg's Rules of Order.

Section 7: At all meetings, in all communications and in media affiliated with the Organization, all Board Members and Eligible Members are expected to:

- a) Agree to listen to and consider all member input.
- b) Treat each other with respect and common courtesy.
- c) Abide by decisions made in accordance with these Bylaws.
- d) Abide by any rules of order established by the Board of Directors.
- e) Refrain from any behavior or actions inconsistent with the Organization's purpose as articulated throughout these Bylaws.

ARTICLE IX - COMMITTEES

The Board will endeavor to form committees comprised of Members to address the concerns, needs and interests of the Organization on an as-needed basis.

ARTICLE X - COMMUNICATION

It is the responsibility of the Communications Officer to establish regular communication channels by which Eligible Members are informed of meetings, events and other matters affecting the neighborhood and to facilitate formal communication between Eligible Members and the City of Palm Springs and its representatives, and/or other public and private entities. Communication with Eligible Members will be conducted through any combination of one or more of the following as coordinated by the Communications Officer: public meetings, mail, e-mail, social media, Web site postings, telephone, newspaper announcements or personal contact.

ARTICLE XI - AMENDMENTS

These Bylaws may be altered, amended, replaced or repealed by a motion to such affect being approved by a majority vote of the Board and subsequent approval by a majority of the Members and Eligible Members of the Organization attending the annual membership meeting or attending a special membership meeting announced with at least thirty days' notice by the Board. Notice of proposed changes approved by the Board shall be given in accordance with Article VIII Section 3 above prior to any meeting at which action is to be taken on such changes. Any proposed change to the Bylaws must be submitted in writing to the Secretary forty-five days prior to the annual or special membership meeting.

First Adopted: Organizational Meeting – April 5, 2014

Amended: Annual Meeting – March 21, 2015

Amended: Special Meeting – October 22, 2016