

BARRIO NEIGHBORHOOD COALITION

Bylaws

MISSION/PURPOSE/VISION STATEMENT

The Barrio Neighborhood Coalition exists to protect barrio and neighborhood identity and stop gentrification/displacement/urban renewal. We do this by raising awareness and providing education to the community and the people in power by making relationships, listening to community voices and then amplifying these voices. Our goal is to preserve ~~our~~ the unique culture and barrio history, ~~and address~~ while addressing social justice, ~~and~~ equity ~~by focusing on~~ and economic disparities in neighborhoods.

This slight change to the Mission Statement would allow BNC to broaden its area of concern to include any neighborhood that is facing displacement/gentrification as a result of such government actions as overlay zones, transit-oriented development, opportunity zones, etc.

ARTICLE I. NAME AND PURPOSE

Section 1. Name: The name of the organization is the Barrio Neighborhood Coalition (BNC).

Section 2. Purpose: The Barrio Neighborhood Coalition is a volunteer organization committed to protecting barrio and neighborhood identity and stopping gentrification, displacement and urban renewal.

ARTICLE II. MEMBERSHIP

Section 1. Eligibility for membership: Application for membership is open to anyone and/or any organization that supports the purpose statement in Article I, Section 2.

Section 2. Membership: Membership is granted after completion and receipt of a completed and accepted membership application (available on the BNC website or by request).

Section 3. Non-voting Membership: The Core Team shall have the authority to establish and define non-voting categories of membership.

Section 4. Rights of members: Each member shall be eligible to cast one vote for the Core Team; to vote to change the Bylaws; to provide ideas to the Core Team; and to take an active role on committees.

ARTICLE III. MEETINGS OF MEMBERS

Section 1. Annual Meetings: An annual meeting of the members and non-voting guests shall take place in the month of November, the specific date, time and location to be determined by the Core Team. At the annual meeting, the members shall receive reports on the activities of the organization, transact any necessary business, and elect the Core Team. Within 30 days of this election, the Core Team shall convene to elect its officers for the coming year.

Section 2. Special Meetings and Events: Special meetings may be called by the Chair or a simple majority of the Core Team.

Section 3. Notice of Meetings: Notice of the annual meetings will be posted on the BNC website and sent by email to members 30 days **two (2) weeks** prior (~~one month~~) prior to the meeting date. Notices of special meetings and events will be sent by email not less than **two (2) weeks** prior to the date of the meeting. Postcard notices will be mailed if requested.

Agendas and supporting materials will be posted on the BNC website no less than forty-eight (48) hours prior to any meeting.

These time changes allow us the flexibility to make changes to meeting sites, agendas, etc., to better respond to last-minute actions that local governments might take.

Section 4. Quorum: Members present at any properly announced meeting shall constitute a quorum.

Section 5. Voting: Members shall be entitled to one vote on each matter submitted to a vote of the members.

ARTICLE IV. ~~CORE TEAM~~ **ARTICLE IV. BOARD**

We propose to change to the more commonly-recognized term of Board. There has been some discussion about becoming a 501(C) 3 or similar non-profit in order to pursue grants for funding programs/forums, etc. Such a move will require IRS filings, where the descriptor “Board” is more likely to be recognized. For purposes of simplicity, the term “Core Team” will be changed throughout this document after the membership votes to approve this change.

Section 1. Number: The **Core Team Board** shall be composed of not less than five (5) nor more than nine (9) individuals.

Section 2. ~~Core Team Board:~~ **Core Team Board** members are those individuals or organization representatives who have demonstrated a commitment to the BNC by length of service and/or participation in activities and projects that support the Mission Statement/Purpose of the BNC. Organizations may have only one representative serving on the **Core Team Board** at any given time. The **Core Team Board** is responsible for identifying the issues BNC will review, prioritize and work on.

Section 3. ~~Core Team Board Emeritus:~~ **Core Team Board Emeritus:** The Core Team shall have the authority to elect or appoint the outgoing Chair as a Core Team Member Emeritus whose term shall end on the date of the next subsequent annual meeting. The Member Emeritus shall serve in an advisory capacity to the Core Team and shall not otherwise have the power or authority to vote on any matters submitted to a vote of the Core Team, nor shall the presence of any such Member Emeritus at a meeting of the Core Team be counted for quorum purposes.

Section 4. Ground Rules: At all times, members of the Core Team will foster a culture of honesty; affirm collective responsibility; share the workload fairly; and participate fully in the mission of the organization.

Section 5. Regular Meetings: Regular meetings may be held monthly, but not less than quarterly, at a time and location designated by the Core Team or Chair. If necessary, meetings may be held by means of telephonic or video conferencing as long as all persons participating in the meeting can hear each other and be heard by each other, their participation in such a meeting to constitute presence in person.

Section 6. Special Meetings: Special meetings may be called by the Chair or a simple majority of the Core Team.

Section 7. Notice of Meetings: Notice of all meetings shall be given not more than twenty (20) days nor less than twenty-four (24) hours prior to said meeting. Notice shall be delivered by any of the following means: telephone, fax, electronic mail or other wire or wireless communication, or by mail or private carrier. The agenda and any supporting materials will be provided not less than twenty-four (24) hours prior to said meeting.

Section 8. Voting: All issues to be voted on shall be decided by those Core Team members present at the meeting in which the vote takes place. Decisions of the Core Team shall be by a vote of the majority of those Core Team members present at the meeting, but in no case shall it be less than one-half of the Core Team then serving. Prior to the discussion and vote, time may be set aside for organization members who wish to provide input to the Core Team on the matter being considered for a vote. For voting associated with a special meeting topic, voting may take place offline (e.g., ballots via US mail, email, web form, verbally or by raising of hands over a Zoom Call). The time limits for voting shall be explicitly listed in the special meeting notice. A record of the vote shall be recorded and maintained, along with the vote outcome.

Section 9. Action Without a Meeting: Any action required or permitted may be taken without meeting, so long as a majority of the members of the Core Team consent in writing to the adoption of a Resolution authorizing the action. The Resolution and the written consents thereto shall be filed with the minutes of the proceedings of the Core Team.

Section 10. Adoption of Policies: The Core Team may, from time to time, adopt policies with respect to matters related to the mission of the organization. Such policies, once adopted, shall be followed as part of the business of the Organization unless modified by appropriate action of the Core Team. A record of these policies shall be kept in a separate document that accompanies the Bylaws, and are to be reviewed annually and revised as necessary.

Section 11. Conflict of Interest: Whenever a Core Team member has a financial or personal interest in any matter coming before the organization, that person shall fully disclose the nature of the interest. The Core Team will establish policies that govern how conflicts of interest will be addressed.

Section 12. Resignations, Removal: Any Core Team member may resign by filing a written resignation with the secretary. Any one or more of the Core Team members may be removed at any time by a vote of three-quarters (3/4) of the Core Team members entitled to vote.

Section 13. Vacancies. The Core Team shall fill any vacancy occurring in any office from the current Core Team and any officer so elected shall fulfill the term of his/her predecessor.

ARTICLE V. OFFICERS

Section 1. Officers: The officers of the Core Team shall be the Chairperson, Vice-Chair, Secretary, and, if deemed necessary by the Core Team, Treasurer, as well as such other Officers as may, from time to time, be deemed advisable by the Core Team. Officers shall be elected by a majority vote of the Core Team. Officers shall be elected from the Core Team.

Section 2. Chairperson: The Chair, subject to the control of the Core Team, shall perform all duties customary to that office. The Chair shall convene and preside at all meetings. The Chair shall set the agenda for meetings with the input from other Core Team members. The Chair shall oversee the committee work designated by the Bylaws or the Core Team. At the Annual Meeting, she/he will report or coordinate the reports of others on the work done during the prior year.

Only the Chair or her/his designee shall be the media contact and public spokesperson on behalf of the BNC. Comments must be in accord with positions taken by the majority of the Core Team or, if response time is limited, agreed upon by its officers. No other officer or member may respond to a reporter or request from a reporter, mayor/council member, or city staff as representing the BNC. This policy in no way limits any member from expressing personal opinions to others, but he/she should be clear that he or she represents only himself or herself at the time, not the organization.

Section 3. Vice-Chair: The Vice-Chair is subject to the control of the Core Team. In the absence of the Chair, the Vice-Chair shall preside over meetings and act in the capacity of the Chair. The Vice-Chair shall assist the Chair in the performance of that officer's responsibilities in such manner and to such extent as the Chair and/or the Core Team may require.

Section 4. Secretary: The Secretary shall be responsible for keeping records of all meetings, including those held electronically. The Secretary shall be responsible for producing, or ensuring the production of, a descriptive record of special events and meetings organized for the membership. The Secretary shall also be responsible distributing copies of previous minutes for each Board meeting and assuring that these and other organizational records are maintained within an archive. Minutes and event reports generated by the Secretary may also be posted for review by the public by electronic means.

Section 5. Treasurer: The Treasurer shall perform all duties customary to that office, shall have the custody of, and be responsible for, all funds and securities of the BNC and shall keep full and accurate accounts of receipts and disbursements. The Treasurer shall deposit, or cause to be deposited, all monies or other valuable effects of the BNC. The Treasurer shall disburse the funds of the Organization as may be ordered by the Board of Directors or its delegate, taking proper vouchers for such disbursements and shall render to the President and the Board of Directors at its regular meetings, or when the Board of Directors so requires, an account of all transactions as Treasurer and of the financial condition of the BNC. The Treasurer shall be responsible for the preparation of an annual report of the BNC. Should the BNC become a 501(C)3, **or similar non-profit**, the Treasurer shall assist with the pursuit of grants and shall manage the funds from any grant received by the organization.

[This change covers us if we pursue 501\(C\)4 or any other similar non-profit designation.](#)

ARTICLE VI. COMMITTEES

Committees may be formed at the direction of the Chair, with the consent of the Core Team; or by a majority vote of the Core Team. Non-members may serve on committees if the Core Team determines this is appropriate.

Section 1. Standing Committees: have a continuing existence and function, normally being responsible for a particular subject matter, or problem area. Members shall be appointed by the Chair with the consent of the Core Team. Members of standing committees generally serve for the same period as the Core Team.

Section 2. Special or Ad Hoc Committees: shall be created for a particular purpose or task, as need arises, and go out of existence when that task is completed.

ARTICLE VII. AMENDMENTS TO THE BYLAWS

Amendments to the Bylaws shall be by a vote of the membership. Any proposed amendments to the Bylaws can be initiated by a two-thirds majority of the Core Team or a petition signed by 25% of the members. The Secretary will send out the proposed text of the amendment(s) to members **thirty (30) days two (2) weeks** prior to the Annual Meeting or Special Meeting of the Membership at which the amendment(s) will be voted on. During the meeting, the vote will be preceded by a discussion of the proposed amendments. If approved by the majority of the members present, the amendments will be effective immediately.

This aligns with the change of requirement for when the notice of the annual meeting is to be delivered. (see ARTICLE III, Section 3)

ARTICLE VIII. MISCELLANEOUS

Section 1. Rules of Procedure

Any question concerning parliamentary procedure at meetings shall be determined by the Chair by reference to Robert's Rules of Order. The current edition of Roberts Rules of Order shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order the Organization may adopt.

CERTIFICATION:

These bylaws were approved at a membership meeting on _____

Signed by the Secretary Alan C. Murphy dated 11/8/2021