

BY-LAWS
MARIPOSA NEIGHBORHOOD ASSOCIATION
CITY OF RIO RANCHO, NEW MEXICO

Article I: Name, Boundaries, Purpose, Requirements & Political Activities

1. Name: Mariposa Neighborhood Association (NA).
2. Boundaries: Bounded on the North by New Mexico State Trust Land; bounded on the East, Southeast, South, and West by Rio Rancho Estates Unit 25; and bounded on the Northwest by the Mariposa Preserve.
3. Purpose: To preserve the property values and quality of life for property owners/residents of our unique neighborhood by:
 - Maintaining safety and security, including advocating for emergency response services;
 - Protecting natural resources, aesthetics, and recreational opportunities;
 - Promoting improved communications with our elected and appointed government officials and agency representatives;
 - Representing the neighborhood's interests and concerns to the City of Rio Rancho, Sandoval County, and State representatives;
 - Monitoring of and providing feedback to the Mariposa Community Association (MCA)'s enforcement of covenants, controls, and restrictions (CC&Rs); and
 - Representing and communicating the neighborhood's concerns to the MCA.
4. Requirements: In addition to those requirements listed in the Articles below, the Mariposa NA is required to comply with the City of Rio Rancho's *Neighborhood Association Recognition Policy* (Chapter 9, Article 2, 2000).
5. Political Activities: The Mariposa NA, as a body, shall not participate in, or intervene in (including publication or distribution of statements) any political campaign on behalf of any candidate for public office. This does not preclude the NA's sponsorship of candidate forums to better understand candidates' positions on issues affecting the neighborhood. Nor does it preclude the NA from public criticism of candidates or officeholders with views detrimental to the purposes of the Mariposa NA.

Article II: Membership & Dues

1. Membership: Any homeowner, individual private lot owner, or rental resident residing within the boundaries listed in Article I shall be eligible for membership in the Mariposa NA. Membership and participation shall be strictly voluntary. An annual membership

and volunteer drive shall be held at a minimum of once a year, with timing determined by the Board of Directors, but preferably a month before the Annual Meeting (fourth Sunday in October).

2. Autonomy: The Mariposa NA is autonomous. Membership in the NA does not preclude any homeowner, individual private lot owner, or rental resident from supporting any policy or participating in any activity it deems beneficial to its membership, or from opposing any policy it deems detrimental to its membership.
3. Membership Dues: Annual membership dues shall be established at the third regular meeting of the fiscal year (fourth Sunday in July), which will be based on an estimated budget provided by the Treasurer. Payment of dues by the membership shall be strictly voluntary, and non-payment of dues shall not preclude membership.

Article III: Meetings

1. General Membership Meetings: The Mariposa NA shall hold general quarterly meetings every three months, beginning on the fourth Sunday in January, with the Annual Meeting being held the fourth Sunday in October each year. Notice of each quarterly meeting shall be provided to the Membership at least fourteen (14) calendar days prior to the meeting. Meetings shall be held at the Mariposa Community Center, 2501 Mariposa Parkway NE, Rio Rancho, New Mexico. The meeting agenda, presentation, and minutes should be provided to the general membership within fourteen (14) days after the meeting.
2. Board of Directors Meetings: The President shall call a Board of Director's meeting at any time to discuss Mariposa NA Board business. Notice of each meeting shall be provided to the Board at least five (5) days prior to the meeting. Minutes of each meeting shall be taken and provided to the Board of Directors within five (5) days after the meeting. Minutes shall be provided to the Membership upon request.
3. Special Meetings: Special meetings of the Mariposa NA may be called by a majority of the Board of Directors, who shall set the date, time, place, and purpose of the meeting. Notice of any special meeting shall be provided to the Membership at least forty-eight (48) hours prior to the meeting.
4. Quorum: Fifty-one percent (51%) of the Mariposa NA Board of Directors must present at each meeting to constitute a quorum. A quorum is necessary to conduct business.

Article IV: Board of Directors/Officers

1. Timing and Manner of Selection: At the Annual Meeting, to be held the fourth Sunday in October of each year, each Mariposa neighborhood listed below in Paragraph 2 should provide a volunteer representative to sit on the Board of Directors for a one-year term.

The manner in which such representative is selected shall be left up to the neighborhood (e.g., through volunteers, caucusing, etc.). Officers shall then be selected from and by the Board of Directors during the Annual Meeting for a one-year term.

2. Board of Directors: The government of the Mariposa NA shall be vested in a Board of Directors consisting of one member representing each of the following existing Mariposa neighborhoods. Additional neighborhoods will be recognized as they are developed:
 - Desert View
 - Estates
 - Redondo
 - Sierra Vista
 - The Peaks - Castle Peak Loop, et al.
 - The Peaks - Pikes Peak Loop, et al.
 - Vista de Santa Fe
 - Vista Manzano
 - Vista Sandia
3. Term of Office: There is no limit on the number of one-year terms served by any one Director.
4. Vacancies: Vacancies shall be filled by the Board of Directors. Replacement Directors and Officers shall serve for the unexpired terms of their predecessors.
5. Officers: The Officers of the Mariposa NA shall be President, Vice President, Secretary, and Treasurer. Officers will be selected by and from the Board of Directors at the Annual Meeting (see, Article III and Article IV, Paragraph 4 above), and shall assume their respective duties the first day of the calendar year, following the Annual Meeting in which they were elected. Officers shall perform the duties and have the powers and authority assigned by the Board of Directors, incident to the office and provided by these By-Laws as follows:

President. The President shall be the Chief Executive Officer and principal spokesperson for the Mariposa NA. The President shall also perform all acts incident to the office of President, and shall have such additional powers as assigned by the Board of Directors, including the following responsibilities:

- Meetings: The President shall oversee the scheduling, coordination, and facilitation of all meetings described above in Article III, including the agenda and presentation. The President shall keep the meetings focused and on schedule, mediate discussions and disagreements between members, and bring issues to a vote when necessary. The President also clarifies group decisions, delegates tasks and priorities, and follows up on decisions made at the meetings.
- Committee and Chair Appointments: The President is responsible for appointing the Chairs of Standing and Special Committees (see, Article V below), with input

from the Board of Directors, carefully selecting the chairs according to their talents, skills, and capabilities.

- **Organizational Maintenance:** The President is responsible for knowing the By-Laws and procedures and ensuring they are followed by all members. The President is also responsible for ensuring that the Mariposa NA is on track to achieving its purpose and objectives by working with the Board of Directors and Standing and Special Committees on planning and implementation.
- **Communications:** The President is responsible for oversight and approval of all Mariposa NA communications, and contributing to the monthly newsletter, when established.
- **Public Image:** The President represents the Mariposa NA, both officially when requested at community or government functions, and unofficially, as a good example of a responsible member of the community and neighborhood.
- **Rio Rancho Neighborhood Association Policies:** The President is responsible for compliance with the City of Rio Rancho's *Neighborhood Association Recognition Policy* (Chapter 9, Article 2, 2000), specifically Section 9-2-4 *Communication between Neighborhood Associations and the City*, including attending all scheduled Rio Rancho Coalition of Neighborhoods meetings.

Vice President. The Vice President shall perform the duties of the President with all of the powers and restrictions placed on that office, upon notice of the President, when unavailable to perform his/her duties. The Board of Directors may decide, by majority vote, what additional powers and responsibilities it may wish to assign the Vice President. If the President is unable to fulfill the remaining term of office, the Vice President shall assume the duties of that office for the duration of the term, and a new Vice President shall be selected from the Board of Directors. In addition, the Vice President is responsible for the following:

- Monitoring and attending, when needed, the bi-weekly Rio Rancho Governing Body meetings and representing the Mariposa NA.
- Overseeing the Code of Conduct and Grievance process, as defined below in Article VII.

Secretary. The Secretary shall responsible for the following:

- As the Mariposa NA's Point of Contact with the Rio Rancho City Clerk, corresponding with the City Clerk regarding questions pertaining to recognition and submitting amended by-laws and other pertinent changes to organization, Board of Directors and Officers, and their contact information.
- Taking minutes at all Board of Directors and General Membership meetings, distributing minutes to the Board of Directors for review and correction, finalizing, and coordinating with the IT Chair to post them on the Mariposa NA website.
- Preparing any official correspondence at the President's request, and managing all correspondence to and from the Board of Directors.

- Maintaining an official Mariposa NA hardcopy notebook and electronic folder with all business proceedings of the NA, including minutes, correspondence, meeting agendas and presentations, committee reports, by-laws, etc., and meeting with successor to transfer documentation, when necessary.
- Keeping an up-to-date directory of Board of Directors, Officers, and Members.
- Other duties as may be assigned by the President or Board of Directors.

Treasurer. The Treasurer shall be responsible for the following:

- Collecting voluntary dues from the membership and depositing all funds received by the Mariposa NA.
- Maintaining the Mariposa NA bank account and a financial accounting system that is adequate and thorough for the NA.
- Maintaining the Mariposa NA post office box, by paying fees and collecting and distributing mail.
- Reviewing quarterly the financials and advising the Board of Directors of issues.
- Maintaining and providing written financial reports, including a balance sheet, to the Board of Directors and membership at each scheduled Board of Directors and general membership meeting, and upon request.
- Annual filing of all required corporate reports and tax forms.
- Meeting with successor to review and turn over financial documents and bank account.
- Preparing, in coordination with the Board of Directors and committee chairs, a proposed Mariposa NA annual budget to be presented at the first general membership meeting, which is to be held on the fourth Sunday in January.

Non-Officer Directors. Each Director who is not selected as an Officer shall be a Sponsor of a Standing or Special Committee. (Please refer to Addendum I for the list and description of currently recognized committees.) Board Sponsors should volunteer and be considered and selected by their peers on the Board according to their interests, talents, skills, and capabilities. Sponsorship responsibilities shall include the following:

- Assisting in recruiting Committee Members and Chairs;
- Assisting in the development of or maintenance of an existing Committee Work Plan (See Article V, paragraph 3 below);
- Attending Committee Meetings; and
- Providing Committee updates and reports to the Board of Directors, when requested.

Article V: Committees

1. Standing Committees: A Standing Committee has “standing” with the Board of Directors and is always working on a task or towards a goal or objective. All Standing Committees shall be approved by the Board of Directors. Standing Committee Chairs shall be appointed by the President, with input from the Board of Directors. Please refer to Addendum I of these By-Laws for a list and description of current approved Standing Committees.
2. Special Committees: A Special Committee may be temporarily formed by the Board of Directors for special projects, one-time events, or issues which have a limited duration. Upon completion, a Special Committee can be dissolved. All Special Committees shall be approved by the Board of Directors. All Special Committee Chairs shall be appointed by the President, with input from the Board of Directors. Please refer to Addendum I of these By-Laws for a list and description of current approved Special Committees.
3. Selection & Responsibilities of Committee Chairs: Committee Chairs shall be selected by the President with input from the Board Sponsor from Mariposa NA members whom are passionate, knowledgeable, and experienced in the subject matter and/or have connections that would be helpful in addressing the purpose of the committee. The responsibilities of each Committee Chair shall be included in the description of each committee (see, Addendum I), but shall include as a minimum:
 - Working with the Board Sponsor and committee members to prepare a Work Plan if one does not exist, or to update and maintain a Work Plan to help the committee stay focused and on target. Work Plans shall be presented through the Board Sponsor to the Board of Directors for review and approval.
 - Attending all Board of Directors and General Membership Meetings, at the President’s or Sponsor’s request.
 - Providing an oral and written report of any activity or recommendation taken by a committee as requested. For a report to be ordered into the official minutes of a meeting, it must be presented in writing and given to the Secretary at the meeting.

Article VI: Monetary Matters & Fiscal Year

1. Organization Status: The Mariposa NA shall operate as a tax exempt nonprofit 501(c)(4) organization for the benefit of its members.
2. Fiscal Year: The fiscal year for the Mariposa NA shall be the calendar year, from January 1 through December 31.
3. Fiscal Accountability: A checking account shall be opened in the name of the Mariposa NA by the Secretary. All checks shall be signed by the President (or one Vice President, if President is unavailable) and the Treasurer. For more information regarding the Treasurer’s fiduciary responsibilities, please refer to Article IV, paragraph X above.

3. Compensation & Pecuniary Benefits: No part of the funds of the Mariposa NA shall inure to the benefit of, or be distributable to its Directors, Officers, representatives or other private persons, except that the Board of Directors of the Mariposa NA shall be authorized and empowered to make reimbursement for properly authorized expenses on behalf of the NA upon proper accreditation.
4. Contracts: The President may enter into contracts with providers of services supporting the purposes of the Mariposa NA only upon and with the approval of the Board of Directors.
5. Dissolution: In the event of dissolution, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the Mariposa NA, dispose of all assets of the NA to a charitable nonprofit organization.

Article VII: Code of Conduct, Grievance Process & Removal

1. Code of Conduct: Officers, Directors, and Committee members shall conduct and perform their duties and responsibilities in a safe, open, fair, unbiased, and transparent manner.
2. Grievance Process: Any major grievance or complaint against a member of the Board of Directors or a Committee member must be filed in writing with the Vice President of the Mariposa NA. If necessary or desirable, the parties involved may request that the Vice President assemble a grievance committee comprised of members agreeable to both parties. The grievance committee will review the grievance and make a determination after discussing the grievance with the parties involved, and after reviewing any material in support of or in opposition to the grievance. However, it is the responsibility of the parties involved to achieve a fair resolution of the grievance. In cases where the parties cannot reach an agreement, a decision by the Vice President shall be made and brought to the Board of Directors for a formal hearing of the matter and a vote will be taken to determine final outcome.
3. Removal from Office: Any Officer, Director, or Committee member may be removed from their position for failure to fulfill the duties of said office, or for conduct detrimental to the best interests of the Mariposa NA by a two-thirds (2/3) vote of the Board of Directors represented at a meeting where the proposed removal is to be the only item on the agenda. The Officer, Director, or Committee member whose removal is to be considered shall be provided written notice, by certified mail with return receipt, of the meeting at least ten (10) days in advance of any such meeting.

Article VIII: Authority to Bind

No Member of, or Representative to, the Mariposa NA shall incur any debt for, or enter into any agreement for, or otherwise obligate the NA, except by authorization of the Board of Directors.

Article IX: Parliamentary Authority

Robert's Rules of Order shall govern the Mariposa NA in all cases in which they are applicable and not in conflict with these By-Laws. In the event of a conflict, the By-Laws shall have precedent.

Article X: Communications

A website for the Mariposa NA shall be maintained by the Resident Communications Committee (RESCOM) to provide copies of these By-Laws and other pertinent Mariposa NA documentation, and for the purposes of meeting announcements, alerts, newsletters, communication from members to the Board of Directors, etc. Please refer to Addendum I of these By-Laws for a description of RESCOM's communication responsibilities.

Article XI: Amendments

These By-Laws may be revised or amended by a vote of two-thirds (2/3) of the Board of Directors. Written notice of the proposed revision or amendment(s) shall be provided to the Membership at least two (2) weeks prior to submitting the revised By-Laws or Amendments to the Rio Rancho City Clerk. Objections from the Membership to the revisions or amendments will be recorded by the Secretary. Note: It is recommended that the Board of Directors review these By-Laws each year prior to the Annual Meeting to determine if revisions or amendments are necessary.

These By-Laws were approved by the 2019 Mariposa NA Officers/Board of Directors:

<u>NAME</u>	<u>SIGNATURE</u>	<u>DATE</u>
Cassandra D'Antonio, President	_____	_____
Zach Bryan, Co-Vice President	_____	_____
Eric Gregory, Co-Vice President	_____	_____
Anne Apicella, Secretary	_____	_____
Lynn McGowan, Treasurer	_____	_____
Kerry Neef, Director	_____	_____
Mary Grace James, Director	_____	_____
Nancy Hatchett, Director	_____	_____
Sarah Felsing, Director	_____	_____