

CONSTITUTION AND BYLAWS OF JARDINEROS DE PLACITAS

(This document reflects updates voted on by Club membership through January 25, 2025)

ARTICLE I: NAME, COLOR, FLOWER

Section 1. The name of the organization shall be JARDINEROS DE PLACITAS.

Section 2. The color for the club shall be YELLOW.

Section 3. The flower for the club shall be CHAMISA.

ARTICLE II: PURPOSE

JARDINEROS DE PLACITAS, hereinafter called the Club, is a social, benevolent and charitable organization. Its purpose is to provide its members with opportunities for associating with other Placitas residents; to promote interest in and provide support for the improvement of the greater Placitas community, its residents, and its environment. The Club is structured under Internal Revenue Code 501(c)(7).

ARTICLE III: MEMBERSHIP AND DUES

Section 1. Membership in the Club is open to any resident of the Placitas community. Members in good standing who move away from the Placitas area may retain their membership. Membership may continue as long as current dues are paid. Only current residents may serve as officers or as members of the Board of Directors.

Section 2. Honorary membership may be conferred by the Board of Directors. Honorary members are exempt from paying dues.

Section 3. Club dues shall be paid annually. Payment of dues prior to the Yearbook deadline will ensure that a member's name and photo are published in the Yearbook.

Section 4. The Board of Directors is responsible for proposing changes to the annual dues. Notice of the proposal must be emailed to the membership prior to the regular meeting at which it will be reviewed. A majority vote of members voting electronically is necessary to adopt changes. A minimum of one fourth of the membership must be recorded as having voted in order that an electronic vote be considered valid. Electronic voting shall be open for seven (7) consecutive days.

Section 5. A new member who joins the Club from January 1 through June 30 shall pay the full amount of the annual dues. A new member who joins the Club from July 1 through October 31 shall pay one-half the amount of the annual dues. A new member who joins in November or December shall pay only for the following year and shall immediately become a member with full privileges.

ARTICLE IV: MEETINGS

Section 1. Regular meetings. Regular meetings of the Club shall be held on the first Wednesday of each month except January, and other months when needed or required.

Section 2. Annual Meeting. The January meeting of each year, to be held the second Wednesday of the month, shall be the annual meeting of the Club.

Section 3. Quorum. A quorum is one-fourth (1/4) of the membership.

Section 4. Voting. A majority vote of members voting electronically is necessary to adopt any motion, nomination, or other matter, unless a greater number is required by these bylaws. A minimum of one fourth of the membership must be recorded as having voted in order that an electronic vote be considered valid.

Section 5. Nonmembers. Nonmembers may attend only two meetings annually as guests.

ARTICLE V: FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The Club's fiscal year shall begin January 1.

Section 2. Budget. A proposed annual budget shall be reviewed by the Board and submitted to the membership for adoption.

Section 3. Disbursement of funds. Club funds may be disbursed in accordance with the adopted budget without further approval. Any disbursement of unbudgeted Club funds in excess of seventy-five dollars (\$75) over any line item in the annual budget must be approved by a majority vote of the Board of Directors. Such vote may be taken by electronic mail (email) or other method without a meeting.

Section 4. Moneys budgeted but unspent at the end of the fiscal year shall remain in the Club's general funds.

Section 5. Contracts. No committee, interest group, or individual member of the Club may enter into any contract, oral or written, expressly or potentially subjecting the Club to financial or other responsibility without the prior written approval of the Board.

Section 6. Distribution of Assets upon Dissolution. In the event that the Club is to be dissolved, all Club assets remaining after any outstanding liabilities have been paid will be distributed for charitable purposes within Sandoval County. The recipients and amounts of the distribution shall be determined by the Benevolence Committee, or, if that committee is no longer in existence, by a majority vote of the remaining Board of Directors.

ARTICLE VI: OFFICERS, THEIR ELECTION AND TERMS

Section 1. Officers. The officers of the Club shall be a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, and a Treasurer.

Section 2. Elections. The officers shall be elected by a majority of votes submitted by members electronically. A minimum of one fourth of the membership must be recorded as having voted in order that an electronic vote be considered valid. The Nominating Committee shall submit a slate of nominees at the September regular meeting. Members may submit additional nominations by email to the Chair of the Nominating Committee for one week following the September meeting. The Chair of the Nominating Committee shall submit the names of all candidates to the Webmaster who shall prepare the electronic ballot. Electronic voting shall be open for 10 days. The elected officers shall be announced at the next regular meeting after electronic voting has been tabulated. Officers shall be installed at the January meeting.

Section 3. Terms. Officers shall be elected for a term of one year. Officers shall serve no more than two consecutive terms in the same position.

ARTICLE VII: BOARD OF DIRECTORS

Section 1. Membership. The officers, the immediate Past-President, and the chairs of standing committees shall constitute the Board of Directors.

Section 2. Duties. The Board of Directors shall supervise the affairs of the Club between its regular meetings and shall implement such policies and actions as directed by the membership. It shall make recommendations to the membership, and perform such other duties as specified in the Bylaws of the Club.

Section 3. Quorum. A quorum of the Board of Directors is a majority of the board membership, including two officers.

Section 4. Meetings. Meetings of the Board of Directors may be called at the discretion of the President or upon written request to the President by three members of the Board.

Section 5. Voting. Each member of the Board of Directors is entitled to one vote. Casting a vote via electronic mail (email) will be allowed if a majority of the board agrees that discussion of the issue is not necessary and that a vote by email is acceptable. The President shall record Board member votes by

email and provide to the Recording Secretary for Club records and/or meeting minutes. If the chair of a standing committee cannot attend a board meeting, they shall be allowed to delegate an alternate committee member to attend and vote on the chair's behalf. It is the chair's responsibility to inform the President in advance of the meeting to whom they have delegated their voting authority.

Section 6. Vacancies. Vacancies in officer positions, except the President, shall be filled for the unexpired term by a majority vote of the Board of Directors from a slate presented by the Nominating Committee. The position of any member of the Board of Directors who moves from the Placitas area shall be declared vacant immediately.

Section 7. The President may invite nonmembers to attend scheduled Board meetings. Board meetings are open to the membership.

ARTICLE VIII: DUTIES OF OFFICERS

Section 1. The officers shall perform those duties prescribed by these bylaws, duties usually performed by persons in such offices, and such other duties as the board shall direct.

Section 2. The President shall preside at annual and regular meetings of the Club; shall preside at meetings of the Board; shall be a member ex-officio of all committees except the Nominating Committee; shall notify Board members of the Board meetings well in advance of the scheduled date; and shall plan the agenda of regular monthly meetings and verify that minutes of the previous meeting are prepared. To aid in the above duties, the President shall familiarize themselves with the current edition of Robert's Rules of Order Newly Revised. Except for the Nominating Committee, the President shall appoint committee Chairs and the Chairs for special events and projects approved by the Club.

Section 3. The Vice-President shall perform the duties of the President in the President's absence; shall head the Program Committee; and shall perform such other duties as are assigned by the President. If the office of the President becomes vacant, the Vice-President shall assume the Presidency and serve the remainder of the unexpired term.

Section 4. The Recording Secretary shall keep minutes of each Club and board meeting; and shall maintain a file of all prior minutes of the Club.

Section 5. The Corresponding Secretary shall assume the duties of the Recording Secretary in the absence of that officer; shall attend to all correspondence; and shall report on all correspondence received by the Club at the appropriate regular meeting.

Section 6. The Treasurer shall prepare a proposed annual budget, shall have charge of all moneys, and shall disburse all budgeted funds. The Treasurer shall keep an accurate accounting of membership dues. The Treasurer shall prepare a statement of account for all regular meetings; shall maintain an accurate ledger subject to review by the President or authorized member(s) of the Board of Directors; shall prepare an annual report; and shall maintain a file of all prior such annual reports. The Treasurer shall file all applicable tax returns in a timely manner. In the absence of the Treasurer, the President is authorized to sign checks of the Club.

ARTICLE IX: STANDING COMMITTEES

Section 1. There shall be the following Standing Committees: Benevolence, Community Service, Constitution and Bylaws, History, Membership, Nominating, Program, Refreshments, Website and Yearbook. Standing Committee Chairs may serve up to five consecutive years. After that, or at any time within the five years the chair decides, the chair and president shall work together to identify a new candidate for the position. Exceptions to the five year term will be made if the chair desires to stay in the position and no other member is found that is interested in filling the position.

Section 2. Benevolence. The Benevolence Committee (a) shall obtain from the Treasurer the amount budgeted and available for donations; (b) shall present donation recommendations to the membership for electronic voting; (c) shall ensure disbursement of donations is done within the calendar year for

which they were budgeted and (d) shall carry out the applicable Standing Policies in the event of an illness or death. The Benevolence Committee shall confer with the Community Service Committee to ensure there is no duplication in organizations recommended for donations or collections within a given year.

Section 3. Community Service. The Community Service Committee shall design and execute a plan to make a positive impact in our community. The committee shall partner with local organizations where possible, identify worthy projects, inform the Club membership about them, and coordinate membership participation in the execution of the plan as needed. The chair of the Committee shall present the plan to the Board of Directors for advice and approval before implementation. Bi-monthly collections organized by the Community Service Committee are for voluntary contributions.

Section 4. Constitution and Bylaws. The Constitution and Bylaws Committee shall periodically review the Bylaws of the Club to ensure that they meet its requirements and shall present to the Board of Directors any recommended changes. Adoption of all and/or any amendments approved by the Board must follow the procedure set forth in Article XI.

Section 5. History. The Historian shall keep a record of the events and activities of the Club and prepare an annual Club history book. The Historian shall also prepare a commemorative album as a gift from the club to the President.

Section 6. Refreshments. The Refreshments Committee shall prepare drinks and provide light refreshments for the regular meetings. It shall follow hygienic food-handling, preparation, and service practices, keep the kitchen facility clean, remove trash, and maintain supplies properly.

Section 7. Membership. The Membership Committee shall maintain an accurate record of all members, submit information on new members to appropriate officers and chairs of interest groups and committees, introduce new members and guests to the Club and provide them with Club information, and create, update, and maintain forms relating to membership. The committee shall inform members when dues are payable; shall collect dues in coordination with the Treasurer; and shall contact members who are delinquent.

Section 8. Nominating. A Nominating Committee consisting of a minimum of three members shall be solicited at the October regular meeting. The Board of Directors shall select one of them to serve as Chair of the committee. This committee shall prepare a slate of officers to be presented to the members at the following September regular meeting. If a vacancy among the officers occurs during the year, the Nominating Committee shall submit a slate of names for filling the vacancy to the Board of Directors. The Nominating Committee shall have at least one former officer as a member and with the exception of the committee chair no current board member shall be on the Nominating Committee.

Section 9. Program. The Program Committee, chaired by the Vice-President, shall arrange programs for each month of the Club's regular meetings. The schedule of programs for the following year shall be finalized prior to the Yearbook deadline. The Program Committee shall setup audio/visual equipment at regular meetings as necessary; shall tend to any other setup required for the speaker and audience; and shall assure the facility is returned to its former condition afterwards. The chair of the Program Committee shall be responsible for securing safe storage of the Club's equipment (i.e. projector, screen and associated accessories). This equipment belongs to the Club and can only be used for Club functions. The equipment shall not be loaned out to other organizations, clubs or individuals.

Section 10. Website. The Website Committee shall coordinate with the webmaster to maintain the Club website to provide members with current information about the Club and matters of interest in line with the Standing Policies. The committee shall also coordinate with the webmaster to handle all membership-wide email communications, electronic voting and surveys.

Section 11. Yearbook. A Yearbook Committee, headed by an Editor, shall compile content, design, edit and coordinate production of the yearbook in time for distribution at the annual meeting in January.

ARTICLE X: OTHER COMMITTEES

Section 1. Auditing. The President shall appoint an Auditing Committee consisting of two or more members to audit the Club's accounts and financial position at the close of each December and to report to the Club membership at the subsequent February regular meeting. The auditing committee can also perform a random audit at other times during the year at their discretion.

Section 2. A July 4th Parade Committee may be activated by the President if there is sufficient interest by the membership.

Section 3. Adopt-A-Highway. The Adopt-A-Highway (AAH) committee shall plan and execute at least two litter pick-up events annually (or more as required by the New Mexico Department of Transportation, NMDOT) along the Club's adopted section(s) of Highway 165. The chair shall coordinate with NMDOT, as desired or necessary, to obtain trash bags and vests for the events; and shall store and maintain the Club's litter pick-up equipment. The chair shall report all litter pick-up events to NMDOT AAH coordinator for our district, as required to fulfill our commitment to NMDOT.

Section 4. Ad Hoc. The President may, upon approval by majority vote of Board Members, appoint ad hoc committees to perform such special duties as may be required.

ARTICLE XI: AMENDMENTS

Section 1. Bylaws. Amendments to the Bylaws of the Club may be adopted by a two-thirds (2/3) majority vote of all members voting electronically. A minimum of one fourth of the membership must be recorded as having voted in order that an electronic vote be considered valid. The proposed amendments must have received approval of the Board of Directors before submission to the membership. Notice of the proposed amendment must be emailed to the membership prior to the next regular meeting at which it will be reviewed. Electronic voting shall be open for seven (7) consecutive days.

Section 2. Standing Policies. Amendments to the Standing Policies may be recommended by the Board of Directors. Amendments may be adopted by a two-thirds (2/3) majority vote of all members voting electronically. A minimum of one fourth of the membership must be recorded as having voted in order that an electronic vote be considered valid. Notice of the proposed amendment must be emailed to the membership prior to the next regular meeting at which it will be reviewed. Electronic voting shall be open for seven (7) consecutive days.

ARTICLE XII: PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Club in all instances in which they are applicable and in which they are not inconsistent with these Bylaws or the Club's Standing Policies.