

# **Bylaws of the Barelvas Neighborhood Association**

**Amended 2025-07**

## **Article I. Name and Purpose**

This 501c(3) corporation is organized under the laws of the State of New Mexico and the Ordinance of the City of Albuquerque with the name of the Barelvas Neighborhood Association, sometimes referred to as Barelvas or BNA or Association.

Section 1.01 In accordance with the Integrated Development Ordinance, the Barelvas Neighborhood is located within the visible boundaries of Coal Avenue SW to the north, Woodward Avenue SW to the south, the Albuquerque Drain to the west, and the Burlington Santa Fe Railway to the east.

Section 1.02 The mission of the Barelvas Neighborhood Association is to enhance the quality of the community life in our neighborhood, to build relationships with organizations that enhance education, focus on social needs, crime prevention, economic development, environmental justice and remediation, zoning, legal and civil rights while maintaining and enhancing our cultural and historical resources. The BNA is committed to advancing equitable development.

## **Article II. Membership**

Section 2.01 All persons eighteen (18) years or older who are residents, own property, or operate a business within Barelvas are eligible to become members. Any persons younger than 18 have all the privileges of membership except the right to vote or hold office. Exceptions shall require Board of Directors approval.

Section 2.02 No person or member may use the Association in any manner to further political ambition. The Association is a non-political organization, but at the discretion of the Board candidates running for political office may address meetings of the Board of general meetings.

## **Article III. Elections**

Each year the Association shall hold an annual meeting and conduct the election of Directors in the month of September or another month at the discretion of the Board.

Section 3.01 The Directors shall be elected by the general membership and all interested residents of Barelvas at the annual meeting or as needed to fill vacancies during the year at any monthly meeting. Those members wishing to run for election to the Board must declare their intentions in writing or verbally to any Board member before the annual election. Candidates do not need to be present to run for an office. Board members need to be present to vote.

Section 3.02 The Secretary or Nominating Committee shall certify the eligible voter from an enrolled list of members or residents of Barelvas on the day of annual election of Directors.

Section 3.03 Eligible members have the right to one (1) vote per member at all elections. No absentee voting or voting by proxy is permitted. All ballots are to be sealed or folded when accepted for counting.

Section 3.04 The only campaigning may be a one time door to door canvassing and distribution of one page per candidate on election day.

## **Article IV. Board of Directors**

Section 4.01 The Board of Directors shall be the governing body of the Association and shall comprise a minimum of five (5) and no greater than fifteen (15) members, which shall include a “designated” member. One third (1/3) of the Board will be elected each year with a term of office of three (3) years without limit to the number of consecutive terms.

Section 4.02 Director, Officers, and Agents of the Board may receive reasonable compensation for services rendered on behalf of the Association as permitted by Sections 53-4-5 (K, L, & O) and 53-8-23 (A) NMSA 1978 of the New Mexico Corporation Act.

Section 4.03 Any Director who a) does not fulfill duties of that office; or b) performs gross or willful neglect of duties; or c) refuses to disclose necessary information on matters of association business; or d) misrepresents policies or decisions of the association or its officers; or e) has three (3) unexcused absences in a 12-month period from monthly Board of Directors meetings, may be replaced by the majority vote of the entire Board after the notification in writing with opportunity for fair hearing to present an explanation.

Section 4.04 A Director may resign at any time by written notice to the President and acceptance of the notice by the Board of Directors.

Section 4.05 Any board member must disclose any potential conflicts of interest and memberships on any other boards. Board members must recuse themselves in votes when conflicts of interest are present.

## **Article V. Officers**

Officers of the Association and the Executive Committee shall be President, Vice President, Secretary, and Treasurer. They shall be elected by the Board from among its members at the annual meeting. The term of each office shall be for one year.

President: The President presides at all meetings, determines the order of the motions and recognition of members, and is ex-officio member of all committees. The President shall appoint members of all committees and direct activities of the staff with the advice of the Executive Committee and the Board. Unless the Board decides at the beginning of any meeting, it is the discretion of the President to express a preference to achieve consensus or vote on a motion.

Vice President: When the president is absent the Vice President shall perform the duties of the President. In addition, the Vice president is permanent Chair of the Nominating Committee and may be designated ex-officio member of the other committees or perform other duties as assigned by the President or Board.

Secretary: The Secretary or responsible designate shall keep the minutes of all meetings, publish all notices of meeting, and be custodian of all other records used by the Board. In addition, the Secretary shall perform other duties as assigned by the President or Board.

Treasurer: The Treasurer or responsible designate shall have experience or working knowledge of financial affairs. All moneys collected for the Association will be held and accounted by the Treasurer who will report to the membership and the Board with a monthly accounting.

## **Article VI. Meetings**

Section 6.01 The annual and regular monthly meetings will be held at the Barelas Community Center, 801 Barelas Road SW, Albuquerque, New Mexico, or as the Board of Directors may otherwise select.

Section 6.02 The association shall hold an annual meeting. It shall notify the Office of Neighborhood Coordination (ONC) of this meeting, and make a reasonable attempt to give written notice to all households and businesses within its boundaries at least two weeks in advance through placement of one or more signs at prominent locations within the neighborhood association boundaries and one or more of the following:

- a. U.S. mail; or
- b. Delivered flyers; or
- c. Website or social media posting; or
- d. E-mail, text message, direct message through social media, or other form of electronic messages delivered to the known address of each member.

Section 6.03 Regular meetings shall be held each month and regular and special meetings may be called at any time upon the call of the President or a quorum of the active Board of Directors.

Section 6.04 Five Directors of the Board constitute a quorum for the transaction of any business at any meetings of the Board or general membership.

Section 6.05 Roberts Rules of Order shall govern the meetings of the Association when they are not in conflict with: a) the nonprofit corporation laws of New Mexico, or b) the Bylaws of this Association. There is a baseline time limit of 3 minutes for guest speakers, and larger presentations for 15 minutes, subject to adjustments.

Section 6.06 A filibuster is not recognized by these Bylaws. At any time the President or a Director may move for a reasonable limitation of time for each Director to discuss a pending motion.

Section 6.07 All Board and Committee meetings are open to public attendance with a fair opportunity to participate. There shall be no closed committee meetings unless required by law or for discussion of personal matters.

Section 6.08 Votes for general business can be submitted through email at the Board's discretion only for items previously discussed. For general matters Board member votes must be submitted through email within seven days of the matter up for consideration being submitted to the Board. For emergency matters, Board members may submit their votes via group text messaging within 24 hours of the matter up for consideration being submitted to the Board.

## **Article VII. Committees**

Section 7.01 The Executive Committee of the Board may designate committees and, in its discretion, determine the scope of responsibility, number, quorum, and replacement of the members. Each committee shall include at least one Board member and can include non-Board members.

Section 7.02 All board and committee meetings are open to public attendance participation. There shall be no closed committee or board meetings unless required by law or for discussion of personal matters.

Section 7.03 Meetings of any committee may be called by the committee chair or by two or more members after notice to all members of the committee.

## **Article VIII. Amendments**

The Board of Directors have the power to add, amend, or repeal these Bylaws by majority vote of the active Board after suggestions of a motion has been recorded at a previous meeting and notice given to all members of the Board.

In the case of a vacancy of an Executive Board position, the position will be filled by a majority of votes by Board members.

## **Article IX. Railyards Advisory Board Representative**

The board shall designate a neighborhood representative to a seat on the Railyards Advisory Board for terms of one (1) year. A primary and an alternate may be named.

## **Article X. Annual Report to the City of Albuquerque**

An annual report is to be filed by the Secretary with the Albuquerque Office of Neighborhood Coordination within sixty (60) days of the annual meeting.

## **Article XI. Indemnification of Directors**

Liability and indemnification of Directors and members of the Association shall be governed by the laws of the State of New Mexico, and in no case shall such laws be diluted or given less effect.