

CONSTITUTION AND BY-LAWS

of the

MENLO OAKS DISTRICT ASSOCIATION

Adopted Date: December 4, 1957

Revised Date:

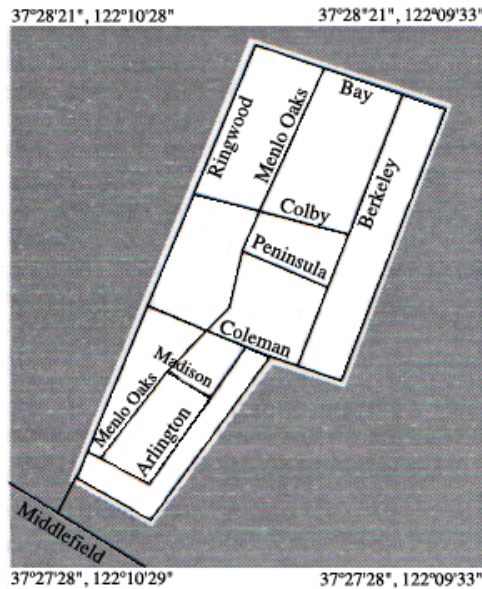
ARTICLE 1 - NAME AND OBJECTS

- Section 1: This Association shall be known as the Menlo Oaks District Association.
- Section 2: The objects of this Association shall be:
- (a) To promote and foster the best interests of the community included in the boundaries of the Association, as defined in Section 2, Article II.
 - (b) To secure the reasonable enjoyment of their property by residents of the community.
 - (c) To cultivate good neighborliness and mutual tolerance.
 - (d) To contribute to the civic and social welfare of its members, by promoting active participation in municipal affairs of residents of this area.

ARTICLE II - MEMBERSHIP

Section 1: Membership in this Association shall be restricted to adult **Menlo Oaks** residents, and non-resident owners ~~located within the territory hereinafter~~ as described **in Section 2 of this Article.**

Section 2: ~~The territory shall consist of the area bounded on the North by Bay Road, on the East by the proposed street shown on survey maps as College Avenue and the Veteran's Hospital, on the South by Coleman Street and property owned by St. Patrick's Seminary, and on the West by Ringwood Road.~~ **Menlo Oaks is an unincorporated section of San Mateo County. It is an area roughly bounded by Ringwood Avenue, Bay Road, Berkeley Avenue, Menlo Oaks, Coleman Avenue, and Arlington Way.**



Section 3: Membership dues shall be ~~fifty cents~~ **\$20.00** per member **household** per fiscal year (**1 October through 31 September**). Dues shall be due and payable on October 1st of each year. **Dues shall be reviewed every five (5) years and may be changed by membership vote per section 1, Article VI.** New applicants for membership will be entitled to all rights of membership upon payment of dues.

Section 4: The Executive Board is authorized to add to the mailing list of the Association persons ~~who are not qualified for membership but who in the judgment of the Executive Board are sympathetic with the purposes of the Association~~ **who: 1) used to live in the Menlo Oaks neighborhood but no longer own a home in the neighborhood and 2) own a home in Menlo Oaks but no longer live in the neighborhood.**

Section 5: Those who own a home in the neighborhood and who pay dues may vote on neighborhood issues.

ARTICLE III - OFFICERS, COMMITTEES & ELECTIONS

Section 1: **The Association shall be governed by an Executive Board. The Executive Board shall be composed of nine members to be elected from and by the membership of the Association for a term of two years, with the exception of the Treasurer, starting from the date of their election or until their successors are elected.** The officers of the Association shall be: President, Vice-President, Secretary, and Treasurer, to be elected from and by the members of the Executive Board. **The term of the Treasurer will be determined by the Executive Board.** ~~The Executive Board shall be composed of nine members, to be elected from and by the membership of the Association, for a term of two years, starting from the date of their election or until their successors are elected. The one exception is that for the first Executive Board lots are to be drawn after their election to determine the names of four of those elected who will serve only one year. Any member of the Executive Board may continue for an additional two-year term.~~

Section 2: There shall be standing committees of such number and nature as the needs of the Association shall require.

Section 3: There shall be an annual meeting for nomination and election of Executive Board members ~~in the month of October~~ **at the Fall Annual Meeting.** The number of nominees, required to fill the Board vacancies, receiving the highest number of votes shall be declared to be elected. Elections shall be ~~by secret ballot~~ **by Robert's Rules of Order. A vacant board position may be filled at any time in the same manner as noted above.**

~~Section 4: Each year the Board shall meet within one week after the election to elect from its members the officers of the Association.~~

Section ~~5-4~~ 4: Recall proceedings shall be instituted by petition of twenty per cent of the paid up membership and presented at a membership meeting of the Association called by any paid up member within two weeks after the petition is completed. One week's notice of the special recall meeting must be given to the membership ~~by regular mail~~ **in writing.** A ~~two-thirds~~ **simple majority** vote of the paid up membership ~~present at the meeting or voting by absentee ballot, or a majority of the entire paid up membership~~ shall be necessary for the recall of Executive Board Members.

Section ~~6-5~~: All vacancies of the Executive Board, ~~created by recall action~~, must be filled by elections by the membership of the Association conducted in the same manner as the regular election of members of the Executive Board. **The neighborhood will be solicited to fill any vacancy to be elected during the Annual Meeting.**

ARTICLE IV - DUTIES OF OFFICERS AND EXECUTIVE BOARD

Section 1: It shall be the duty of the President to preside at all meetings of the Association and of the Executive Board; to cast the deciding vote in case of a tie vote; to name committees, standing and special with the approval of the Executive Board; and to generally represent the Association at all times or appoint an **Executive Board** member to do so.

Section 2: The Vice-President shall preside and perform the duties of the President in the absence of the President; and perform such other duties as may be assigned by the President.

Section 3: The Secretary shall keep the minutes, giving a correct record of all business transacted at each meeting of the Association shall conduct the necessary correspondence on behalf and in the name of the Association and send out such notices of meetings as are required. ~~and keep a roster of the membership.~~

Section 4: The Treasurer shall collect all monies when necessary and keep the financial accounts of the Association; shall be the custodian of all the funds of the Association; ~~and~~ shall pay all bills and obligations of the Association when authorized by the Executive Board; shall make payment by check only, **(checks \$500 or more shall be cosigned by the President)** ~~duly countersigned by any other officer~~; shall deposit the money of the Association, in its name, in the depository selected by the Executive Board; shall present the books, records, and accounts to the Association upon demand by the President; shall make a financial report at each regular **Annual** meeting; shall upon election of a successor, turn over to him all funds and books in his control as Treasurer; and **shall keep a roster of the membership. The President shall be listed as signatory on the Association checking account. The Records of the Treasurer shall be audited by a paid up member of the Association on an annual basis.**

~~Section 5: The Executive Board is charged with the duty and the responsibility of carrying out and implementing the purposes and policies of the Association as declared by this Constitution, an subject to the instructions from the membership from time to time. It shall have the power to manage the funds of the Association, except as may be otherwise limited in this Constitution. All non-recall vacancies, other than expiration of term, of the Executive Board and officers of the Association shall be filled by vote of the Executive Board.~~

ARTICLE V - MEETINGS

Section 1: There will be at least one general meeting **of the Association** ~~during every consecutive six months' period~~ **twice a year**. Special meetings of the Executive Board may be held at the call of the President or upon petition of four members of the Board. Special meetings of the ~~membership~~ **Association** may be held upon three days' notice ~~by regular mail in writing~~ indicating the purpose of the meeting to all members at the call of the President, or upon petition of 10% of the voting membership. The Executive Board shall meet at least three times a year. **A majority of the members of the Executive Board shall be required at all meetings of the Board in order for the Board to transact business and decisions thereof shall be by majority vote of those present.**

- Section 2: One fourth (1/4) of the total paid up membership ~~or 50 paid up members, whichever is the lesser,~~ shall be required to form a quorum at any membership meeting. All business of the Association, excepting that business normally transacted by the Executive Board shall take place at membership meetings, ~~provided further that,~~ **If** in the judgment of the President, an emergency arises or exists requiring immediate Association action prior to the time in which a regular or special meeting of the Association could be called, then action of the Executive Board shall govern. One vote shall be permitted **per** each paid member **address**. Decisions at membership meetings shall be by a majority vote of those paid up members present, unless otherwise specified by the ~~Constitution~~ **By-Laws**. ~~A majority of the members of the Executive Board shall be required at all meetings of the Board in order for the Board to transact business, and decisions thereof shall be by majority vote of those present.~~
- Section 3: **All** meetings shall be conducted in accordance with Robert's Rules of Order, Revised Edition.
- Section 4: In matters pertaining to election and recall of the Executive Board, and Amendments to the By-Laws, absentee ballots ~~signed~~ **submitted** by paid up members and received by the ~~presiding officer~~ **representative of the petitioning group** in advance of voting on the matter, will be counted. Such absentee ballots would be considered for purposes of establishing a quorum.
- Section 5: No proxy voting is permitted.

ARTICLE VI - AMENDMENTS

- Section 1: Amendments to ~~this Constitution and~~ **these** By-Laws by substitution, addition, or repeal shall be made in the following manner: A proposed amendment shall be submitted to the Executive Board in writing signed by not less than five paid up **Association** members. Such proposed amendment shall be studied by the **Executive** Board which shall submit its report and recommendations at the first meeting of the Association thereafter together with the text of the proposed amendment or amendments. A special notice that said amendment or amendments will be acted upon at the next meeting of the Association shall be sent to all members no later than one week prior to said meeting. Two-thirds vote (**one vote per address**) of the paid up membership present at said meeting, or voting by absentee ballot, or a majority of the entire paid up membership shall be necessary for the passage of the amendment(s).