

# **University Hills Neighborhood Association BYLAWS**

## **ARTICLE I Name & Purpose**

### **Section 1 – Name:**

The name of this organization shall be the **University Hills Neighborhood Association**, commonly referred to as UHNA, hereinafter referred to as the “Association”. It shall be a nonprofit volunteer organization incorporated under the laws of the State of Colorado. The Association is bound by Yale Avenue, Interstate 25, Hampden Avenue (US 285), and Colorado Boulevard.

### **Section 2 – Purpose:**

The Association is organized to maintain and enhance quality of life for University Hills residents and increase the overall vitality of the neighborhood. The Association exists to 1.) build and maintain a healthy welcoming well-connected community, and 2.) collectively address issues and interests common to and widely perceived throughout the University Hills neighborhood.

The Association is not organized for profit and no profit shall accrue to anyone by virtue of being a member, officer, or any actor of the Association.

The purpose of the Association is to:

- Promote a strong and well-connected community where neighbors know each other and have a true sense of belonging.
- Increase access to the various agencies and departments of the City and County of Denver.
- Inform the community as necessary and support neighbors when common concerns need to be collectively addressed to promote cooperative resolutions.
- Obtain informed participation from as many neighborhood citizens as possible to reflect the ethnic and socio-economic composition of the University Hills neighborhood.
- Promote and preserve quality of life through efforts that support safety, strong community, sustainability, and the preservation and enhancement of our green space, parks, and trails.

## **ARTICLE II Membership**

### **Section 1 – Membership Eligibility:**

Association Membership is granted, by default, to all residents, including renters and owners of real property, that live within the established boundaries of the Association (Article I, Section 1) who are 18 years of age and older, in addition to individuals in sympathy with the goals and objectives of the Association.

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## **Section 2 – Dues and Revenue:**

There are no dues required of Members. Revenue to fund activities of the Association will be obtained through donations and business sponsorships.

## **Section 3 – Rights of Members:**

No special rights shall accrue to any Members or Officers of the Association. Each Association Member shall be eligible to vote in Association elections. To be eligible to vote, a person must reside within the designated boundaries of the Association (Article I, Section 1) and be 18 years of age or older.

## **ARTICLE III Meetings**

### **Section 1 – Regular Meetings:**

All Members are welcome at Association community meetings, board meetings, and community events. The Association shall hold a minimum of two (2) community meetings or events per year. The specific time and place of each meeting and event shall be set by the Association Board of Directors. Minutes will be recorded and posted on the Association's website.

### **Section 2 – Annual Community Meeting:**

The Association must hold one (1) Annual Community Meeting each year for the purpose of providing relevant information, conducting Officer elections, and review the Association's budget. The annual budget shall be approved at this meeting. The Annual Meeting is open to all Members. Minutes will be recorded and posted on the Association's website.

### **Section 3 – Special Meetings:**

Special Meetings may be called to collectively address specific issues within the community. The President, a simple majority of the Association Board of Directors, and/or any twelve (12) Members of the Association may call a Special Meeting of the Association. The time and place of the meeting may be decided by the Members calling the meeting. At such meetings, all attendees 1.) are welcome to present their position(s), and 2.) agree to act respectfully. Special Meeting minutes will be recorded and distributed as per the same protocol of other Association meetings.

### **Section 4 – Notice of Meetings:**

Notice of Regular Meetings and the Annual Community Meeting shall be given in advance to Members via postal mail, email, the Association's website, posters, door flyers, and/or social media channels. It is the duty of each Association Member to keep their contact information accurate and up-to-date with the Association for notification purposes.

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Notice of Special Meetings shall be given in advance to all directly impacted Members according to requirements of the City and County of Denver and may also include the broader community. Communication distribution methods may include postal mail, email, the Association's website, posters, door flyers, and/or social media channels.

## **ARTICLE IV Board of Directors**

### **Section 1 – Role, Size, and Compensation:**

The Board of Directors shall function as the executive committee of the Association and shall be composed of Officers (president, vice president, secretary, treasurer) and Chairpersons and Co-chairpersons of Association committees, with the president serving as the presiding officer. The Board of Directors shall conduct all business of the Association as required and shall meet at least every two (2) months on a date set by the Board of Directors.

The Board of Directors may approve all Association-related expenditures by majority vote.

The Association is not organized for profit and no profit shall accrue to anyone by virtue of being a member, officer, director, or any actor of the Association.

### **Section 2 – Election Procedures and Terms:**

Officers (president, vice president, secretary, treasurer) shall be elected by a majority vote at the Annual Community Meeting and shall serve a one (1) year term or until their successors are elected. Officers may be reelected annually. In order to be eligible to serve as president, he/she/they must have previously served on the Board of Directors for a minimum of one (1) year and receive majority vote at the Annual Community Meeting. Vacancies can be filled at a Regular Meeting of the Association through the process described in Article III above and shall be effective for the remainder of the term.

Chairpersons and Co-chairpersons shall be appointed as necessary by the Association's Board of Directors.

### **Section 3 – Officers and Duties:**

There shall be a minimum of four (4) Officers including president, vice president, secretary, and treasurer.

The President shall preside at all meetings of the Association, and in his/her absence or inability to act, or at his/her request, the Vice President shall preside. The President/Vice President/Co-President shall complete the annual registration process with both the City and County of Denver and the Colorado Secretary of State.

The Secretary shall perform the duties usually belonging to the office and shall record the minutes of all meetings and conduct correspondence as directed. In his/her absence, the secretary will assign minute recording responsibilities to another Board of Directors member.

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The Treasurer shall maintain financial records of the Association; draw checks and co-sign them, as directed by the President; present reports at the Annual Community Meeting and as necessary throughout the year; and file taxes for the Association on an annual basis. Check signing authority will be a shared responsibility between the President, Vice/Co-President, and Treasurer. Check signing authority may be granted to an individual other than the above stated individuals upon authorization by majority vote at the Annual Community Meeting.

## **Section 4 – Officer Removal:**

Officer removal shall be resolved by two thirds (2/3) vote of the Association's Board of Directors.

## **ARTICLE V Decision Making**

This Association has been formed, in part, for the purpose of collectively addressing issues and interests common to and widely perceived throughout the University Hills community. When necessary, regular business and community issues shall be resolved by a simple majority vote of all Members in attendance, including Member votes cast in absence. All Members have right to yea, nay, and/or abstain. All votes cast are to be submitted along with voting Members' address, except where the Association's Board of Directors deems that voice voting or anonymous voting is more appropriate. Vote tallies and outcome shall be recorded and distributed as per the same protocol of Annual Community Meeting minutes (Article III, Section 2) in addition to any necessary individuals, entities, and/or government agencies.

## **ARTICLE VI Amendments**

These bylaws may be amended at the Annual Community Meeting or any Regular Meeting of the Association, upon a two-thirds (2/3) vote of those present and voting, provided that written notice has been delivered to all Members of the Association either by postal mail or email.

## **ARTICLE VII Dissolution**

Upon dissolution of the Association, no class or member shall have any right to nor shall receive any assets of the Association. In such circumstances, all assets of the Association are permanently dedicated to a tax-exempt purpose. In the event of dissolution, the Association's assets, after payment of debts, will be distributed to an organization, which is tax exempt.

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## **CERTIFICATION**

These bylaws were approved at a meeting of the neighborhood by a two-thirds (2/3) majority vote on **Thursday, January 12, 2023.**

Adopted April 2, 2004

Adopted as Amended October 2, 2013

Adopted as Amended October 16, 2013

Adopted as Amended November 7, 2013

Adopted as Amended October 8, 2018

Adopted as Amended December 5, 2022

Adopted as Amended January 12, 2023