



BY-LAWS

APNA Board & General Membership

Updated April 11, 2023

ARTICLE 1. NAME

Section 1-1. Name. The name of this organization shall be the 'Athmar Park Neighborhood Association', hereinafter referred to as 'APNA'.

ARTICLE II. PURPOSE

Section 2-1. Purpose: The purpose for which APNA is established is fourfold:

1. To foster a spirit of community by finding positive, supportive means to meet the human and social needs that exist among the residents and businesses of the Athmar Park neighborhood.
2. To preserve and enhance the character of our neighborhood by undertaking activities, such as community-based planning, to act as a guide in decisions made by the City and County of Denver, The Denver School Board, and other institutions.
3. To aid in promoting a sense of security for all residents of the neighborhood by promoting a safe and healthy environment.
4. To work with other organizations and the City and County of Denver in carrying out the foregoing purposes, and to serve as a coordinating center for community residents' concerns.

Mission

APNA's mission is to build a safe, healthy, and vibrant neighborhood by:

- Providing forums for communication and cooperation
- Organizing for positive change
- Promoting involvement of all residents
- Working with city officials to advocate for community needs
- Addressing safety concerns
- Organizing community events

Vision

APNA cultivates the neighborhood's unique character, listens to residents, advocates for residents, and operates openly and fairly.

Values

- Striving for accountability and effectiveness
- Operating openly and fairly
- Maintaining respect and appreciation for each person's beliefs, ideas, and opinions

Goals

Provide forums for communication, cooperation, and community building. Examples of events and activities for this goal may include, but are not limited to:

- Community meetings ● Movies in the park ● Summer picnic ● Holiday party ● Community dinners
- Newsletters ● New initiatives such as block parties, dumpster days, and "Neighbors Helping Neighbors" volunteer events ● Advocate and Organize for Positive Change ● Have a board member expert on zoning ● Increase engagement of residents, businesses, and organizations ● Collaborate with nearby neighborhoods ● Build network within the city and neighborhood ● Supporting safer streets ● Organizational Excellence ● Maintain high member satisfaction ● Maintain transparency and accountability ● Manage finances with excellence

ARTICLE III. MEMBERSHIP

Section 3-1. Membership: There shall be four categories of membership:

Regular member shall be any person eighteen years to sixty-four, who rents or owns property in the APNA geographic area as defined below, and who has paid voluntary membership dues as required for the current fiscal year. All adults living at one address shall pay one annual household dues; each adult is entitled to one vote.

Senior member shall be any person sixty-five and over, who rents or owns property in the APNA geographic area as defined below, and who has paid voluntary membership dues as required for the current fiscal year. All seniors living at one address shall pay one annual household dues; each senior is entitled to one vote.

Organizational member shall be any club, church, business, educational institution, or other organization (except a neighborhood association registered with the City and County of Denver) located in the APNA area as defined below who wishes to support APNA and has paid annual membership dues for the current fiscal year. One Organization representative is entitled to one vote.

Section 3-2. Voting Rights: Each regular, senior, and organizational member of APNA shall have one vote, and shall have full voting rights at all APNA General Membership meetings. Associate members (those not residing or owning property within Athmar Park boundaries) shall not have voting rights. Organizational members shall have one vote exercisable by an individual designated in writing to the Board.

Section 3-3. Dues: A schedule of membership dues and times for solicitations shall be established by the Board and subject to change annually..

Section 3-4. Geographic Boundaries: The geographic boundaries of the APNA area are defined as: Alameda Avenue on the north, Mississippi Avenue on the south, the Platte River on the east, and Federal Boulevard on the west; all in the City and County of Denver, Colorado.

ARTICLE IV. BOARD OF DIRECTORS

Section 4-1. Powers: The management, control, and government of APNA shall be vested in a Board of Directors. The Board of Directors shall preserve, protect, and promote the interests of APNA and its members. The Board shall supervise all transactions and the conduct and the work of the officers of APNA.

Section 4-2. Membership: The Board of Directors shall consist of those officers defined in Article V, and not more than fourteen Directors elected by the general membership.

Section 4-3. Term of Office: The term of office for Board Members shall be for two years. The terms will begin on January 1st of the year following the election. The Board will aim to elect Members on a staggered basis for the following core roles: President, Vice President, Secretary, and Treasurer.

Section 4-4. Vacancies: Vacancies between elections on the Board of Directors shall be filled by appointment by majority¹ vote from the Board. Board members who need to resign from their term early should provide written notice to the president thirty days in advance.

Section 4-5. Cause for Removal: Failure to fulfill the duties and obligations of a position may be cause for removal at discretion of the Board, and a vacancy shall be declared to exist, and be filled in accordance with these By-Laws.

Section 4-6. Quorum and Voting: A quorum of the Board of Directors shall be a simple majority of the Board (more than half of the total members). Each Board Member has one vote. All actions of the Board shall be only by vote of those present, or by a telephone/email poll as defined in Section 4-8. Formal decisions that require voting and approval by Board members are on those issues related to fiscal expenditures (see section 4-7). Voting results should be tracked in meeting notes and posted on the APNA website after each meeting.

Section 4-7. Fiscal Expenditures: Internally, the Board shall have the power to authorize expenditures up to \$1000.00 for a single purpose on its own. Expenditures over \$1000 should be included on a public meeting agenda, discussed and approved by the board (or via email communication if needed). The treasurer will provide a budget update to the general membership at least once annually.

Section 4-8. Virtual, Telephone, and Email Polling: Virtual, telephone, and email polling may be used to obtain and record the preferences of Board members on an issue.

ARTICLE V. OFFICERS

Section 5-1. Offices, Duties, and Eligibility: The officers of APNA shall be President, Vice President, Secretary, and Treasurer. No officer may hold more than one office at the same time. No officer of any other neighborhood organization registered with the City and County of Denver shall be permitted to serve as an officer or Board member of APNA. The officers shall perform the duties prescribed by these By-Laws, and such other duties as may from time-to-time be assigned by the Board or the President.

Section 5-2. The officers of APNA shall be elected in accordance with Article IV, Section 4-3, annually from the membership, at the annual General Membership meeting.

Section 5-3. President or Co-President: The President or Co-President shall be the principal executive officer. Subject to the control of the Board, they shall, in general, manage all of the business affairs of APNA. The President shall be responsible for coordinating all meetings of APNA. The President shall perform all other duties as may be prescribed from time-to-time by the Board. The President shall be responsible for all correspondence between APNA and the City and County of Denver.

Section 5-4. Vice President or Co-President: In the absence of the President or in the event of the President's death, resignation, or inability or refusal to act, the Vice President or Co-President shall have all of the powers and be subject to all of the restrictions applicable to the President. If the President's office is vacant in the first year of the term, the Vice President shall serve as President for the remainder of the year and a new President shall be elected at the next scheduled election.

Section 5-5. Secretary: The Secretary shall keep minutes of the proceedings of all APNA meetings,, keep all documents and records pertaining to the operation and activities of APNA, including voting results, and file all reports required pursuant to law. The Recording Secretary may record meetings to support notetaking.

Section 5-6. Treasurer: The Treasurer shall take custody of all funds and other assets of APNA, open and maintain a bank account of accounts in the name of APNA, place all funds or other assets of APNA in such accounts as the Board

¹ Majority used throughout this document is defined as a simple majority (more than half of the total) of the members present and voting
April 2023

may direct, disburse such funds or other assets as the Board directs, keep accurate and complete financial records of APNA, collect all monies due APNA, and pay routine bills and expenses of APNA with specific resolution of the Board (but subject to the ratification of the Board).

Section 5-7. Other General Officer and Committee Leadership: Other board members will lead and participate in committees and events based on their interest, and other officer roles may be created on an ad hoc basis.

ARTICLE VI. MEETINGS

Section 6-1. Annual General Membership Meeting: The annual General Membership meeting of APNA shall be held in the fall or winter for the purpose of electing the Board of Directors, receiving reports of officers and committees, and for any other business properly before the membership.

Section 6-2. General Membership Meetings: Additional meetings of the general membership may be scheduled at the discretion of the Board.

Section 6-3. Board Meetings: The Board shall ordinarily meet at least quarterly at a date, time, and place determined by the Board.

Section 6-4. Notice: Notification of the meetings listed above shall be by written notice stating time, date, and place of the meeting. At minimum, public notice shall be given in the APNA newsletter and/or social media, and may also be included on our website and in Huston Lake Park.

Section 6-5. Special Meetings: Special meetings of the general membership for any purpose may be called by the President, and shall be called upon written or verbal request of five members of the Board or 20 voting members of APNA. Notification shall be by APNA newsletter (electronic or print) or by flyer received at least 24 hours in advance of the meeting. Special meetings of the Board may be called by the President, and shall be called upon the written or verbal request of three members of the Board. Verbal, virtual/social media, and/or email notification shall be given at least 24 hours in advance of the meeting. Notification of special meetings shall contain time, date, place, and purpose. Only such subjects as are stated in the notice shall be considered.

Section 6-6. Quorum: A quorum at any General Membership meeting shall consist of a simple majority (more than half of the total) of the Board members.

Section 6-7. Meeting Notes: Meeting notes will be taken and posted publicly on our website after each meeting.

ARTICLE VII. COMMITTEES

Section 7-1. Creation: The Board may create such committees as it deems appropriate to the purposes of APNA. Creation of any committee shall be announced at the next General Membership meeting and in the APNA newsletter.

Section 7-2. Chair: At the time of creation of a committee, the Board shall designate either a Chair or a convener of the committee. If necessary, the committee shall elect a Chair from among its membership, subject to Board approval. The Chair shall serve at the pleasure of the Board.

Section 7-3. Membership: Members of committees can be voting members of APNA or any neighbor/resident who volunteers to serve on the committee, and any other persons appointed by the President or the Board to the committee.

ARTICLE VIII. ELECTIONS

Section 8-1. Nominations: After six months of active membership, any voting member of APNA is eligible for nomination as a candidate for election as an officer or member of the Board of Directors of APNA. Board members can self-nominate in response to an annual announcement regarding open board positions to be posted by the president.

Section 8-2. Election: At the Annual General Membership meeting, all nominees shall be introduced. Voting members shall then be given ballots for the election. Balloting shall continue until the officers and Board members are elected by a majority vote. Current board members will assist with election procedures. It is the responsibility of the incumbent President to announce the election results at the meeting. If the office is unopposed, a vote by applause may be used in place of a ballot.

ARTICLE IX. SPECIAL PROVISIONS

Section 9-1. Open and Accessible Meetings: All meetings, including those of the Board and all committees, shall be open to the public. Efforts will be made to provide language access support (e.g., interpretation) for attendees whose preferred language is not English.

Section 9-2. Voting: There shall be no proxy or absentee voting on any action taken at any meeting of APNA, including Board, General Membership, and committee meetings.

Section 9-3. Inspection of Books and Records: All members of APNA or their duly authorized representatives shall be permitted to inspect all books and records, including minutes of all meetings and all votes taken by APNA for any proper purpose at any reasonable time. Membership records shall; however, be considered and held confidential, except insofar as limited disclosure is necessary to the ordinary business of APNA.

Section 9-4. Reports to the Membership: Any public endorsements, actions, or recommendations made on behalf of APNA by the Board, any officer, committee, or agent of APNA shall be reported to the membership at the next General Meeting and in the newsletter if the action involves the name of APNA, directly or indirectly. No action taken by APNA shall contain the name of any member without his or her consent.

Section 9-5. Checks, Drafts, Etc.: All checks, drafts, and other orders for payment of money, notes, or other evidence of indebtedness issued in the name of APNA shall be issued by the Treasurer with approval from the President, in such a manner as shall from time-to-time be determined by the Board.

Section 9-6. Fiscal Year: The fiscal year of APNA shall begin on the first day of January and end on the thirty-first day of December each year.

Section 9-7. Newsletter: A newsletter shall be established for the purpose of advising APNA members of meetings, actions, and other news and shall be published on a schedule established by the Board and distributed to the general membership. Email, virtual/social media, or print is an acceptable newsletter format.

Section 9-8. Political Activities: The APNA shall be a non-partisan organization. The APNA shall not participate in any political campaign on behalf of (or in opposition to) any candidate for elective public office or on behalf of (or in opposition to) any federal, state or local ballot initiatives. This includes not accepting donations from political candidates or partisan campaigns. The APNA may engage in non-partisan activities such as non-partisan voter registration drives, non-partisan candidate debates, and non-partisan voter education. Additionally, this section does not restrict the private activities of individual APNA Board Members outside their role on the board.

Section 9-9. Support for Community Members Outside Athmar Park: Occasionally, APNA may provide periodic support to community members through efforts, including but not limited to, food distribution, holiday gifts, etc. The Board may decide on an ad-hoc basis when to restrict these distributions and community events to only residents of Athmar Park or when to open them up to community members outside Athmar Park.

Section 9-10. Grant Activities: The Board shall discuss and approve any grant applications submitted on behalf of APNA. The Board will designate a point person to liaise on the grant activities, including responsive communication with the funder and ensuring that reports are submitted in a timely manner, etc.

ARTICLE X. ADOPTION AND AMENDMENTS

Section 10-1. Adoption: These By-Laws shall be adopted at an organizational meeting to be held for that purpose. Adoption of these By-Laws requires the affirmative vote of two-thirds of those persons eligible to be regular, senior, or organizational members of APNA.

Section 10-2. Amendments of By-Laws: These By-Laws may be amended at any General Membership meeting by a two-third majority of those members present and voting, provided that the proposed amendments were published in the APNA newsletter together with the notice of the meeting.

ARTICLE XI. ELECTION OF INITIAL OFFICERS AND BOARD MEMBERS

Section 11-1. Election of Initial Officers and Board Members: Notwithstanding any other provision of these By-Laws, immediately after adoption of these By-Laws, an election shall be held for the first officers and Board members of APNA. Any individual eligible for regular, senior, or organizational membership may be nominated. Those individuals eligible for regular, senior, or organizational membership shall each be entitled to cast one vote for each officer and one vote for each Board member position.