

BYLAWS OF THE CARSON COMMUNITY ASSOCIATION (CCA),

Article I - Purposes

Section 1. The purposes of this Association are:

a. To represent the mutual interests of the landowners and/or residents of the Carson community and to attend to any other needs identified by members of the Association.

b. To secure the optimum in health, safety, and general welfare for the collective landowners and/or residents of the Carson community by promoting the general welfare of our planet, our region, our specific place, and by standing strong together for the promotion of all life.

Article II - Membership

Section 1. Members

a. Members shall be the landowners and/or residents of Carson, New Mexico.

1. A resident is a person who has lived in Carson, New Mexico, for at least six (6) months, which can be verified by objective means (e.g., payment stub, bill, rental agreement, etc.).

b. All said private property being in Taos County; the jurisdiction of the Carson Community Association shall be all areas within the boundaries of Carson and registered with the Taos County Courthouse. Carson boundaries shall be from the Carson Post Office East to the Rio Grande River; West to the Section Line parallel to Highway 285, including the private property owned by the Wiltons, which extends West of Highway 285 and is included within the Carson boundaries; South four (4) miles (sections), and North three (3) miles (sections), including the area of private property owned by Delfino Valerio, which extends North of said boundaries, and is included within the Carson boundaries. The property owned by the Drakes: the S ½ of the S ½ of Section 34, Township 25N, Range 10E, the N ½ of the S ½ of Section 34, Township 25N, Range 10E, and the NW ¼ of Section 28, Township 25N, Range IOE, shall be excluded.

c. All members shall have the same rights and privileges without classification.

d. The members shall comprise the decision-making body in the determination of direction or action taken on all issues directly affecting the membership or conditions

within this community.

Section 2. Voting Rights. Each member of a household who has met the requirements of Article II, Section 1., a. 1., and is 18 years of age or older shall be entitled to cast one vote at any and all meetings and elections.

Section 3. Annual Meeting and Election of the Board Members. The annual meeting of the members of the Association for the election of the Board Members and for the transaction of any such business as may properly come before the membership, shall be called in July of each year. In addition to the election of the Board, the meeting shall be open for the transaction of any business of the Association.

a. The Board Members shall be nominated by any member of the Association.

b. The voting for Board Members shall be at the annual Association meeting in July.

Section 4. Meetings of the Association shall be in July of each year and as needed.

a. Special Meetings of the members of the Association shall be called at any time by members of the Association or by the Board Members.

Section 5. Place of Meetings

Meetings shall be held at a location convenient to the membership of the CCA.

Section 6. Notice of Meetings. Notice of meetings (regular and special) shall be posted on the Carson Community bulletin board and emailed to the CCA Distribution List at least fourteen (14) days prior to the day of the meeting. Members who live out of town and request to be notified shall be notified by mail or email when possible.

Section 7. Voting

a. A membership vote shall be taken on issues of concern to the membership of the community and for any action governed by the bylaws, unless otherwise stated in these bylaws.

b. At all membership meetings a quorum and binding decision shall consist of the majority vote of the total of voting members present, all absentee votes, and all certified proxy votes, with proper notice (i.e., thirty [30] days) to the membership, except in cases of an emergency nature, such as but not limited to, meeting a deadline.

c. Regarding other issues, not governed by the bylaws, of concern to the community the matters shall be decided by the majority (51%) of the members present, including

members who may vote absentee or by proxy.

Article III - *The Carson O Piñon!* shall be the official newsletter of the CCA.

Article IV - Members of the Board

Section I. Scope and Decision-Making.

a. The scope of the board shall be: to represent the community; appoint committees; arrange meetings; gather information; disseminate information; give direction; and make recommendations regarding matters affecting the Carson community.

b. The board shall not make any major decisions that concern the community for the community.

c. The board shall make proper and responsible decisions regarding the management of the Association.

Section 2. Management. The management of the Association shall be the responsibility of the Board Members as elected by the Association. All Board Members shall have the same rights and privileges without classification. There shall be elected by the membership of the Association a Board consisting of a President, a Vice-President, a Treasurer, a Secretary, (or a Treasurer/Secretary), and three (3) (or four (4)) at-large members for a total of seven (7) CCA Board Members.

a. Any vacancy on the Board shall be filled by the majority vote (of those present and of those voting absentee or by proxy) at a special or regular meeting of the membership.

b. All Members of the Board shall be available to attend Board Meetings.

c. The term of office for Board Members shall be two years.

d. All Board meetings are open to the membership.

Section 3. Meetings. The Board shall meet for business as soon as practical following the election. Other meetings shall be held as necessary.

Section 4. Special Meetings. Special meetings of the Board shall be called at any time any Board Member.

Section 5. Place of Meetings. All meeting of the Board shall be held at such place as

convenient to Board Members.

Section 6. Notice of Meetings. Notice of all General meetings shall be posted on the Carson Community bulletin board, emailed, and or received by phone by the Secretary or member calling the meeting.

Section 7. Quorum. At all meetings of the Board, the presence of a majority of the Board shall be necessary and sufficient to constitute a quorum (4 of 7 shall constitute a quorum).

Section 8. Resignation and Removal of Board Members. Any Board member may resign at any time by submitting a written resignation to the Board. Any Board member may be removed at any time, with cause, at any meeting of the membership, by the majority of the votes cast (in person, absentee, or by proxy) by the members of the Association.

a. A new Board Member shall be appointed by the Board until the next meeting of the membership.

Article V - Board Members

Section I. President and Vice-President

a. President and Vice-President shall act as the presiding officers at regular and special meetings and shall generally supervise all business and affairs of the Association during and between all meetings, unless otherwise set forth in these bylaws. President and Vice-President may appoint standing and special committees and they will be ex-officio members of all committees, or may at will, with the approval of the Board, appoint another Board Member to this duty for any committee as found necessary. President and Vice-President shall perform all duties commonly incident to the office of President and Vice-President, unless otherwise stated in these bylaws. President or Vice-President shall make an annual report to the general membership at the annual meeting, file such report with the Secretary, and direct the dissemination of such report to the membership at-large, by direct mail when possible or other effective means.

b. At the request of the President, or in her/his absence or disability, the Vice-President shall exercise all powers and perform all the duties of the President. A Vice-President shall become the President in the event of the disability or removal from office of the President until the next election for that office.

Section 2. Treasurer. The Treasurer shall keep accurate and adequate records of the assets, liabilities, and business transactions of the Association as required by law.

Section 3. Secretary. The Secretary shall act or delegate as Secretary/Recorder of the

Association and shall keep, or delegate the keeping of, minutes of all meetings of the Board and of membership meetings (regular and special). The Secretary shall see that all notices are duly given in the accordance with these bylaws and as required by law. The Secretary shall have charge of the books, records, legal documents, and papers of the Association relating to its organization. The Secretary shall post all minutes of all membership meetings of the CCA on the Carson Community bulletin board.

Section 4. At-Large Board Members. The At-Large Members shall have the duties assigned by the Board. At-Large Member shall be present for meetings and be available to perform duties necessary for Board and membership functioning. At-Large Board Members shall assist with the editing, management, and operation of the CCA newsletter, *The Carson O Piñon!* if requested by publisher.

Article VI - Assessments and Fees

Section 1. Assessments and Donations.

- a. The CCA does not have the authority to levy any assessments or dues on the membership, with the exception of Article VI, Section 1., c. and d. below.
- b. Donations to the CCA are accepted and encouraged.
- c. Absentee landowners may vote by absentee ballot, receive *The Carson O Piñon!*, and/or receive other mailings by the CCA.

Article VII - Monetary Matters

Section 1. Compensation and Reimbursement

- a. Board Members shall not receive financial or other compensation and/or benefit for any and all services provided for the Association.
- b. Reimbursement for expense(s) of less than two hundred fifty dollars (\$250.00) in the line of services to the Association shall be made only when authorization of the expenditure is pre-arranged with and authorized by the Board.
- c. Reimbursement for expenses(s) of greater than two hundred fifty dollars (\$250.00) in the line of services to the Association shall be made only when authorization of the expenditure is pre-arranged with and authorized by the membership.

Section 2. No member shall incur a debt in the name of the Association.

Article VIII - Amendment of Bylaws

Section 1. Bylaws. These bylaws may be amended, altered, or repealed by action of the majority vote of the total of the voting members present, all absentee votes, and all

certified proxy votes, with proper thirty (30) day notice to the membership.

Section 2. Dissolution of the Association. The dissolution of the Carson Community Association may only be accomplished by a supermajority, which is a seventy-five percent (75%) or three-fourths (3/4) vote, of the membership. The remaining funds of the Association, after all outstanding obligations have been paid, will be distributed to a non-profit organization within Taos County in the State of New Mexico.

IN WITNESS WHEREOF, We, the Board Members of the CARSON COMMUNITY ASSOCIATION, a New Mexico non-profit corporation, representing all of the Members of the Board and the Carson Community, have hereunto set our hands this _____ day of _____, 2019.

Elizabeth Brownrigg, President

Gerald Boxberger, Vice-President

Richard Bowman, Secretary/Treasurer

Karen Boxberger, Board Member at Large

Peter Allen, Board Member at Large

Roberts Hughes, Board Member at Large

Craig Osen, Board Member at Large