

# COLLEGE TERRACE RESIDENTS' ASSOCIATION BYLAWS

*Original bylaws approved at the General Meeting on May 19, 2001, as modified by the amendments receiving the votes of two-thirds of members present and voting at the Annual Meeting on March 24, 2007*

## **I. NAME, ADDRESS AND AREA**

- A. The name of this association is The College Terrace Residents' Association (CTRA).
- B. Unless otherwise designated by the Board of Directors, the address of the group is the address of the president of the CTRA.
- C. College Terrace shall be understood as the area of Palo Alto bounded by Stanford Avenue, El Camino Real, California Avenue, and the city limits just west of Amherst Street.

## **II. PURPOSE**

- A. The purpose of the College Terrace Residents' Association is to enable residents to work together to maintain and enhance the quality of life in College Terrace.
- B. The CTRA shall conduct activities that further this goal, such as:
  - providing information on and opportunities for discussion of issues affecting the neighborhood;
  - representing the interests of College Terrace before appropriate governing bodies, institutions and agencies; and
  - providing opportunities for social interaction and community building within the neighborhood for the benefit of the residents.

## **III. MEMBERSHIP**

- A. Membership in the College Terrace Residents' Association is open to all persons aged 18 or over whose primary legal residence is in College Terrace.
- B. Interested parties not meeting the membership requirements of III.A shall be entitled to non-voting membership in the CTRA as Friends of College Terrace, upon written request to the Board of Directors and payment of annual dues.
- C. Newsletters, fliers, and other pertinent information disseminated by CTRA will be delivered by volunteers to all residences in College Terrace. These will also be available by email or other electronic means. All residents shall be given at least 2 weeks notification of any issue requiring a vote by the general membership.
- D. Copies of any materials distributed to residents will also be available by mail or email to Friends of College Terrace upon request.
- E. Each year, the Board of Directors shall set the amount for voluntary dues from residents and for the required dues from Friends of College Terrace based on estimated costs to be incurred. When the CTRA has a special need for funds, a special solicitation shall be made.

## **IV. BOARD OF DIRECTORS: COMPOSITION, ELECTION, AND TERMS OF OFFICE**

- A. CTRA shall be governed by a board of directors (the board), consisting of at least 7 and no more than 11 members, the exact number to be fixed by resolution of the board at the last meeting of the year. Upon any change in the number of directors, the board shall so inform the community at the next general meeting.

- B. Members of the board of directors shall also be the officers of CTRA. The officers shall be: president, vice president, secretary, treasurer, director of communications, government observer, university observer, research park observer, coordinator of social events and such other officers as the Board may designate if the number of members is expanded. The board may also change the number of observer positions from three to two or one each year, depending on predicted workload.
- C. Board members shall be individually elected to their offices by a simple majority of CTRA members at the association's annual meeting and shall serve without compensation for a term of 1 year. Anyone meeting the criteria for CTRA membership in section III.A is eligible to serve as a director. Board members must reside in College Terrace at the time of election and during their term as officers.
- D. The terms of newly elected directors and officers shall begin April 1. A person may serve as a director and officer for an unlimited number of terms. Midterm resignations or other vacancies on the board may be filled by vote of a simple majority of the remaining directors. Replacement directors shall serve until the next regularly scheduled election.
- E. Board members who do not attend three consecutive meetings of the board may be dropped from the board unless their absences are due to special circumstances acceptable to the majority of the remainder of the board.

## **V. DUTIES AND POWERS OF THE BOARD OF DIRECTORS**

- A. The board shall hold a meeting once each calendar quarter and shall meet at other times as appropriate to conduct the business of the association, including planning meetings or other events, budgeting, spending, deciding policy and positions, publishing a newsletter and communicating with members. Board meetings shall be open to all.
- B. Resolutions, motions, and other matters put to a vote of the board shall be decided by a simple majority of the directors with a quorum (greater than 50%) present.
- C. The board shall take the initiative in providing College Terrace residents with relevant information on issues affecting the neighborhood and in leading the discussion and resolution of such issues.
- D. The board shall also seek to identify the concerns of the residents of College Terrace through votes taken at public meetings, surveys, petitions, and other means deemed appropriate.
- E. Members of the board or its designated agents may be authorized to speak before outside agencies and/or to coordinate with such agencies and the public as representatives of CTRA.
- F. The board shall not have legal authority to bind CTRA or its members to any course of action and may not enter into contracts with third parties. The board shall not have the power to impose liability, financial or otherwise, nor shall an individual director be liable for acts of the board.

## **VI. DUTIES AND POWERS OF OFFICERS**

- A. The president is responsible for presiding at all meetings of the board and all general CTRA meetings and directing the business of the CTRA as executive officer of the board. The president is also responsible for upholding the bylaws, policies, and positions of the association and for representing the association at outside meetings.
- B. The vice-president assists the president and, in the event of the president's inability or refusal to act, performs the duties of the president.
- C. The secretary takes minutes at all meetings of CTRA and the board of directors, and maintains a record of minutes and correspondence to and from CTRA.
- D. The treasurer presents a budget to the Board in November, receives and safely maintains funds of the CTRA, prepares financial reports for the board and presents such reports at CTRA general meetings. As

directed by the board, the treasurer also disburses CTRA funds to individuals for expenses incurred on behalf of CTRA.

- E. The director of communications heads a committee of volunteers who divide up responsibilities for producing the neighborhood e-news, the quarterly printed CTRA newsletter, flyers and other information. The communications director also coordinates the volunteers who deliver printed material to residents and those who distribute information electronically.
- F. The government observer, university observer and research park observer each keep the board and the membership informed of pertinent local actions and issues of interest to College Terrace. Duties include monitoring relevant public meetings and media in their respective issue areas. The three observers also work with the president to organize election forums and informational meetings on major issues, and provide reports to membership as appropriate.
- G. The coordinator of social events heads a committee of volunteers who jointly encourage activities involving residents with similar interests, make the spring and fall neighborhood picnics happen, and provide refreshments when needed at neighborhood meetings.

## **VII. GENERAL MEETINGS AND VOTING**

- A. A general meeting of CTRA members shall be called by the board of directors and held between January 1 and March 31 of each calendar year (the Annual Meeting). Any member may ask the board to consider calling a general meeting of CTRA members. The board may call additional general meetings of CTRA members at other times as the board deems appropriate. The board shall notify the College Terrace resident community of the time, location, and agenda of every general meeting at least 2 weeks in advance of the meeting by distribution of fliers or other public means. These meetings shall be open to all.
- B. Voting at General Meetings:
  - 1. Except as otherwise provided in these bylaws, all motions, resolutions, and other matters put to a vote of the CTRA membership at general meetings shall be decided by a simple majority of the members present at the meeting. Each member of CTRA present at the meeting shall be entitled to one vote.
  - 2. For a vote to be taken at a general meeting, a quorum of 25 CTRA members must be present.
  - 3. A CTRA member who is unable to attend the annual meeting but desires to vote for CTRA directors and officers may submit a request for an absentee ballot to any current CTRA director. The member shall be furnished with a ballot form, which, to be counted as a vote, must be filled out by the member and received by the consenting director before the annual meeting.

## **VIII. COMMITTEES**

- A. The board may appoint and dissolve temporary and standing committees of CTRA members not on the board and may delegate authority to these committees. The Chairperson of each committee shall be appointed by the board. The Chairperson shall make periodic reports and be responsible to the board.
- B. At least 3 months before each annual meeting, the board shall appoint a nominating committee to recruit candidates for election as directors and officers of CTRA. The nominating committee will attempt to represent the diversity of College Terrace in recommending candidates for office.

## **IX. RATIFICATION AND AMENDMENT**

A vote of two-thirds of members present and voting at the general meeting at which these bylaws are presented shall suffice to ratify the bylaws of the association. A vote of two-thirds of members present and voting at any subsequent general meeting shall suffice to amend the bylaws of the association.