

Autumn Wind Civic Association

By-Laws

Summary

This manual provides policies and procedures, also known as by-laws, for the administration of the Autumn Wind Civic Association (AWCA).

Compliance

The policies and procedures in this manual shall comply with the provisions contained in all applicable local, state, and Federal laws and governing regulations. Whenever this manual is in conflict with a particular law or governing regulation, or whenever this manual is silent on a specific subject covered by a particular law or governing regulation, then the said law or governing regulation shall apply. Otherwise, this manual must be complied with at all times.

Applicability

This manual applies to all dues-paying members of the AWCA.

Proponent and Exception Authority

The proponent of this manual are the dues-paying members of the AWCA, by and through the AWCA Executive Board. The AWCA Executive Board has limited authority to approve exceptions to this manual whenever exigent circumstances exist that may require a waiver of the by-laws in order to avoid financial harm to the organization. Otherwise, any exceptions or changes to the by-laws contained herewith must be approved by a majority of voting members present at a regular or special meeting, as may be the case.

Supplementation

Supplementation of the manual is prohibited without prior approval from the proponent.

Interim Changes

Interim Changes are not official unless approved by the proponent. Users will destroy interim changes on their expiration date unless superseded or rescinded sooner.

Chapter 1

Introduction

1-1. Purpose

1. This manual establishes uniform guidelines for the operation of the AWCA to ensure its officers, delegates, employees, members and all other representatives fulfill their obligations under the organization's by-laws.

1-2. Responsibilities

1. The AWCA Executive Board:

- a. Sets forth the requirements and procedures contained in this manual.
- b. Promotes membership.
- c. Manages AWCA finances.

2. The AWCA President:

- a. Carries out the requirements set forth in this manual.
- b. Ensures that all persons affiliated with the AWCA adhere to the provisions set forth.
- c. Serves as chairperson to the Executive Committees on Policy, Rules and Manuals.
- f. Determines staffing/personnel/contractor needs and makes recommendations to the Executive Board to fulfill those requirements, to include salary and/or other compensation to be paid.

3. AWCA officers, delegates, employees, members and other representatives:

- a. Observe the requirements of this manual.
- b. May serve on the Executive Committees on Policy, Rules and Manuals.
- c. Can suggest changes or improvements to this manual.

1-3. Organizational Priorities

1. The AWCA's main goal is to sustain the maximum possible property value for both current and potential residents of Autumn Wind Subdivision. In order to meet that goal there are three areas that should be considered priorities for the organization. Every action and financial

expenditure undertaken by the AWCA should clearly support one, some, or all of the three areas below:

- a. To ensure a crime-free environment.
- b. To maintain roads and other common areas in good repair and with minimal defects.
- c. To ensure that our subdivision is visually appealing and attractive.

1-4. Recurring Requirements

1. In order to fulfill the Organizational Priorities in Subparagraph 1-4 the AWCA has certain recurring requirements that it must satisfy:

a. Financial Obligations

- i. Maintenance of greenspaces
- ii. Maintenance of streetlights
- iii. Other necessary expenses

b. Representational Obligations

- i. Maintain regular communication with local government representatives
- ii. Maintain regular communication with local law enforcement

c. Membership Related

- i. Sustain and increase membership
- ii. Keep AWCA members informed
- iii. Other services

Chapter 2

Standards of Conduct

2-1. Policy

1. To ensure that general members can have complete confidence in the integrity of the AWCA, each officer, delegate, employee, or other representative acting on behalf of the AWCA shall respect and adhere to the principles of ethical conduct listed in Subparagraph 2-2.
2. AWCA employees and representatives will acknowledge Standards of Conduct requirements no later than (NLT) 30 days after initial appointment. This training will be annotated on the *AWCA Standards of Conduct Certification Statement of Understanding* (Appendix A), and filed in the member's personnel-folder. Recurring training will be accomplished in accordance with Subparagraph 2-1(3), below.
3. Immediately after regular elections are accomplished, AWCA officers and delegates will be fully briefed of their responsibilities regarding the Standards of Conduct at the next regular meeting. Refresher briefings will be conducted each year during the 1Q and 4Q AWCA meetings, and will be annotated in the "Refresher Briefing" section of the member's *AWCA Standards of Conduct Certification Statement of Understanding* (Appendix A). This cycle will be repeated after every election cycle regardless of whether the officer or delegate has previously served as an officer.
4. The requirements and restrictions contained in Subparagraph 2-2 are considered general principles and are not all inclusive.

2-2. General Principles

1. Representation is a matter of trust. Those covered by this manual:
 - a. Shall
 - i. Pledge to adhere to federal, state and local laws, and other ethical guidelines above private/personal gain.
 - ii. Put forth honest effort in the performance of their duties.
 - iii. Act impartially and not give preferential treatment to any private or public organization, or individual.
 - iv. Protect and conserve AWCA property, and not use it for other than authorized activities.
 - v. Disclose waste, fraud, abuse, and corruption to appropriate authorities.

vi. Satisfy in good faith their obligations as citizens, including all just financial obligations, especially federal, state, and local taxes imposed by law.

vii. Adhere to all laws and manuals that provide equal opportunity for all Americans regardless of race, color, religion, gender, national origin, age, or handicap.

viii. Avoid any actions creating the appearance that they are violating the law or the ethical standards set forth in this Chapter. Whether particular circumstances create an appearance that the law or these standards have been violated shall be determined from the perspective of a reasonable person with knowledge of the relevant facts.

b. Shall Not

i. Hold financial interests that conflict with the performance of duty.

ii. Engage in financial transactions for personal gain using non-public AWCA (insider) information, or allowing the improper use of such information to further any private/personal interest.

iii. Solicit or accept any gift or other item of monetary value from any person or entity seeking official action from, doing business with, or conducting activities regulated by the AWCA, or whose interests may be substantially affected by the performance or nonperformance of the AWCA's representative's duties, except as permitted by the AWCA by-laws and/or federal, state, or local law.

iv. Knowingly making unauthorized commitments or promises of any kind purporting to bind the AWCA.

v. Use their elected or nominated positions for private/personal gain.

vi. Engage in outside activities that conflict with their official duties and responsibilities.

Chapter 3

Finances

3-1. Income, Regular and Recurring Disbursements

1. The AWCA's income source shall be from member dues and income from other proper and lawful sources. The income shall be in amounts that are necessary to accomplish and take care of the obligations and requirements of the AWCA and the purposes for which the AWCA was established. The income shall be promptly deposited in such banks or depositories as are determined by the Executive Board of the AWCA.
2. On an annual basis, and no later than March 31st of each calendar year, the Executive Board shall present and seek approval from the General Membership for a budget of normal and recurring expenses, to include identifying monies for awards, gifts, donations, charitable contributions, political purposes, education, public relations, legal expenses, and such other expenses and investments as it deems necessary or proper to carry out the objects and purposes of the AWCA. Once a budget has been approved by the General Membership, the Executive Board shall have the authority to make commitments and disbursements in its discretion from the funds, assets and property of the AWCA for the regular, recurrent and incidental expenses of the AWCA without further approval of the General Members, as long as those disbursements conform with and do not exceed the amounts approved in the annual budget.
3. The Treasurer shall make disbursements from the funds of the AWCA for the regular, recurrent and incidental expenses of the AWCA, and to make such other payments as directed by the Executive Board. The Treasurer shall also prepare a Financial Report to be presented at each regular Executive Board and General Membership Meeting, which covers the last full reporting financial period (as determined by the Executive Board), and which shows (at a minimum) the starting balance, total income and sources or income, total expenditures and payees, and ending balance for the pre-determined financial period.

3-2. Non-Budgeted, Non-Regular and Non-Recurring Expenses

1. Request for non-budgeted, non-regular and non-recurring fund expenditures may only be considered after an Executive Board Member has put forth a motion, and said motion has been seconded for consideration, during a AWCA regularly scheduled quarterly Executive Board Meeting, unless the President calls for a special meeting to be convened for the purpose of entertaining non-budgeted, non-regular and/or non-recurring expenditures of funds for a specific and necessary purpose.
2. Once a motion has received due consideration, the Executive Board shall move to approve, disapprove, or table the matter. If approved by the Executive Board, the motion shall be put forth in front of the General Membership at the next regularly scheduled General Membership meeting, and either approved or disapproved by a majority vote of those present.

3. In order to be considered by the Executive Board, motions shall be proposed verbally by an Executive Board Member, and should provide sufficient detail so that meaningful discussion can ensue. Executive Board Members are also encouraged to submit a written version of their proposed motion to promote understanding of the proposal, and to facilitate recording of the motion into the official record. It is recommended that the following format be observed:

Proposed Motion: Allocation of Funds

A motion is made to request \$_____ in funding to _____.
This request for expenditure of funds complies with our Organizational Priorities in accordance with Sub-paragraph 1-4 of the Operating Manual, which is to promote the function and purpose of the AWCA.

3-3. Bank Accounts

1. The AWCA Executive Board will designate a US-based National Bank as its primary banking institution. All non-investment funds will be deposited in accounts backed and guaranteed by the Federal Deposit Insurance Corporation (FDIC).
2. The types of accounts and the balances kept in each account will be determined and strictly monitored by the AWCA Executive Board upon recommendations made by the AWCA Secretary-Treasurer. Access to AWCA accounts will be in accordance with these policies set forth.

Chapter 4

Executive Board Officers

4-1. Qualification and Term of Office

1. Notwithstanding the provisions of this chapter, the nomination, election, qualification, and term of office for officers shall be one (1) year.
2. A member in good standing may be nominated for, and hold, elected office. In order to be a member in good standing, an individual must be a homeowner, shall be current in their payment of dues, and shall have been a dues-paying member of the AWCA for a period of no less than twelve (12) consecutive months.

4-2. Executive Board

1. The Executive Board Officers of the AWCA shall consist of President, Vice President, Treasurer, Secretary, and one (1) At-Large Member.
3. Officers shall fulfill all the requirements and duties outlined in this manual, and also the following.

4-3. Election of Officers to the Executive Board

1. The nomination and election of AWCA Officers shall take place at the first quarterly meeting of the calendar year, after at least fifteen (15) days written notice to each member household in good standing. The notice shall advise of the date and time of the nomination and election meeting, and shall contain the list of officers or elected positions to be filled.
2. All members nominated shall be present at the nomination and election meeting, unless absent from the meeting on AWCA business, or excused for just cause by a vote of the members present. Those excused from being physically present must however be able to attend via electronic means so that they are able to indicate immediately upon nomination whether they accept or declined such nomination. Those unable to attend either physically or electronically will not be eligible for office.
3. Nominations shall be made in the following order:
 - a. President
 - b. Vice President
 - c. Treasurer
 - d. Secretary

e. At-Large Member

4. The election of each office will be conducted immediately after nominations for that office.

4-4. Filling of Vacancies

1. Should an officer position become vacant, the Executive Board shall fill the vacancy by appointment in a provisional capacity of a member having all the requirements for office. Provisional appointments shall be for the duration of the original term of office, or until the next regular election takes place, whichever comes first.

4-5. Fulfillment of Official Duties and Participation

1. When a member has been elected to office or to an elected position, then that member shall, as such officer or official, fully perform all such duties, responsibilities and obligations that attach to such office or position, and shall perform all acts and comply with all obligations and responsibilities as required by law.

2. Non-compliance by anyone holding an elected office or position shall be subject to all applicable disciplinary provisions contained in this manual; anyone holding a non-elected position who does not comply with the above requirements shall be subject to discharge.

3. Officers have a duty to be present at each regular Executive Board and General Membership Meeting convened during their term of office or tenure. Barring a personal hardship or emergency, members who will not be present at required meetings shall provide notice to the President of their anticipated absence as soon as possible, but no later than 72 hours prior to the meeting being called to order.

4. Members may be excused when on official AWCA business, on military furlough, absent due to verifiable personal hardship, or excused for just cause. During the roll-call portion of the Agenda, the President shall take executive action to record a member's absence, communicate the reason (if any) for the member's absence to those present, and entertain a motion as to whether the member's absence shall be excused or unexcused. Those excused from being physically present may attend electronically if so voted by those present at the meeting.

5. Unexcused absences shall be considered a violation of the officer's service oath. Two unexcused absences occurring within the same term of office shall result in a member being placed on probation. Any subsequent unexcused absence which occurs while a member is in a probationary status will allow the AWCA to take executive action relieving said member of their elected position without any recourse for appeal. Probationary status or executive action appeals will be accomplished in accordance with Chapter 6.

Chapter 5

General Conduct

5-1. Guidelines

1. Personnel acting on behalf of the AWCA, in any capacity, are subject to the provisions of this manual at all times. AWCA representatives shall conduct themselves in a professional and courteous manner. Conduct that reflects negatively upon the AWCA, or which interferes with the AWCA's ability to fulfill its duties or carry out its business will be subject to administrative discipline in accordance with Chapter 6.

5-2. Dress and Appearance

1. Appropriate attire will be worn to correspond with the type of event in which a member is engaged in. Clothing and footwear should be clean, neat, functional, and free from offensive language/graphics. Members who fail to observe these dress standards may be prevented from participating in official activities.

5-3. Communications

1. The official mode of communication for the AWCA shall be via electronic mail. All individuals authorized to act on behalf of the AWCA in an official capacity shall be issued an account within the awca.org domain, and shall use this account to communicate with other AWCA members as well as representatives of other organizations or entities.

2. Dissemination of general information to all members shall be accomplished via the AWCA website and Facebook page.

Chapter 6

Misconduct and Sub-Standard Performance

6-1. General

1. This chapter applies to matters of personal misconduct and job performance, only. This chapter is not intended to address criminal behavior. Internal administrative action may be taken to address criminal behavior; however, when a person is accused or is suspected of violating the law, the AWCA will reserve the right to notify the government agency with appropriate jurisdiction over the matter.
2. The AWCA Executive Board shall promptly consider all conduct-related and job performance matters which are brought to their attention and determine whether disciplinary action is warranted. Such actions will be administered fairly and impartially. All timelines are provided in calendar days.
3. Persons affiliated with the AWCA shall have the right to pursue their private lives without interference so long as such activities do not conflict with their responsibilities as representatives of the AWCA, or the law.

6-2. Time Limitations on Initiating Administrative Action

1. Non-Criminal misconduct and sub-standard performance should be reported to the Executive Board within thirty (30) days after the alleged matter becomes known.
2. Upon receipt of a timely notice, the Executive Board shall have thirty (30) days to review the alleged offense(s) reported and decide whether or not to initiate action. Investigations must be accomplished within the review period. This review period may be extended in thirty (30) day increments by providing notice to all parties concerned, except that the total review period may not exceed one hundred and eighty (180) days. However, failure to initiate action or issue charges prior to the review period expiring, or failure to provide notice of a time-extension, shall render the matter closed.
3. Action is considered initiated when the accused, or their representative, is informed by the Executive Board, in writing, of the alleged offense charged and that an investigation is pending to determine whether action is needed.

6-3. Like Penalties for Like Behavior

1. In determining the appropriate remedy, penalty, or punishment, the Executive Board must observe the principle of “like penalties for like behavior in like circumstance.” This means penalties will be applied as consistently as possible. The Executive Board must establish the penalty selected does not clearly exceed the limits of reasonableness.

6-4. Investigations

1. Prior to making a determination as to whether or not action is warranted, the Executive Board shall appoint an independent investigator to secure evidence, testimony, and determine the facts of the case.
2. The investigation shall, at a minimum, include an interview with both the accuser(s) and the accused. Upon completion, the investigator shall provide the Executive Board with a report of factual findings.
3. The investigator's report shall include all evidence and testimony gathered, but shall be void of any hearsay testimony or other evidence which cannot be validated or corroborated as fact. The investigator will also refrain from providing their opinion or recommendation to the Executive Board. Rather, the investigation needs to stand on its own. It shall be the Executive Board's decision, based on the investigator's factual findings, as to whether further investigation is needed, or whether there is sufficient evidence to render a decision.
4. If the Executive Board determines that further investigation is necessary, the board may conduct their own fact finding and interviews, or they may appoint a new investigator, bearing in mind that the time limitations in 5-2(2) still apply.

5-5. Representation

1. A respondent shall be notified of their right to be represented by a person of their choosing when being questioned in regard to an administrative proceeding. When an interviewee makes a reasonable request for representation, questioning cannot take place until their representative is present either in person or via telephone.
2. When an individual waives their right to representation, the investigator shall secure that waiver in writing prior to conducting an interview.

5-6. Executive Board Decision

1. Once an investigation is completed, the Executive Board will have fifteen (15) days to review the report and render a decision. The Executive Board will notify the respondent(s), or their representative(s), whether administrative action will be taken or whether charges are being dismissed.
2. If action is being proposed then the notice will include the decision reached, the reasons for the decision, and (if necessary) instructions on how to appeal the decision. The notice will also include a copy of the investigator's report along with instructions on how to request copies or access to any evidence that was submitted by the investigator in support of their findings.

5-7. Appeal of Executive Board Decision

1. Upon receiving notice of an appeal the Executive Board shall convene a five-member panel from amongst AWCA dues-paying members. The Appeals Panel shall have thirty (30) days to review the case file and issue a decision. This review period may be extended in thirty (30) day increments by providing notice to both the appellant and the Executive Board, except that the total review period may not exceed one hundred and eighty (180) days. The review period may not be used to initiate a new investigation, nor should it be used to introduce new evidence or testimony. The Appeals Panel's sole charge will be to determine whether the Executive Board's decision was appropriate based on the record.

2. Once complete, the Appeals Panel shall report on the following:

- a. Whether sufficient evidence exists to support the Executive Board's decision.
- b. Whether the Executive Board's penalty is reasonable.
- c. Whether to affirm or adjust the penalty, or dismiss the charges.

3. The Appeal's Panel decision is final.

Appendix A

AWCA Standards of Conduct Certification Statement of Understanding

**AWCA Standards of Conduct Certification
Statement of Understanding**

I, _____, understand:

1. That each member of the AWCA has a duty to acquaint himself with each statute that relates to his/her ethical and other conduct as a representative of this Board; and,
2. The requirements set forth in all other relevant laws, rules, and manuals that govern the Standards of Conduct of AWCA personnel.

Member Signature

Date

Refresher Briefing		
Date	Representative Signature	Witness Signature