

Kagel Canyon Civic Association Bylaws

As Amended November 3, 2011

Effective December 1, 2011

Article I: Name

The name of the association shall be the “Kagel Canyon Civic Association, Inc.” (the “KCCA”), which is a non-profit organization organized under the laws of California.

Article II: Objects and Purposes

Section 1: The objects and purposes of this association shall be:

- a. To preserve and maintain the natural resources and rural character of Kagel Canyon;
- b. To sponsor worthwhile community activities and interests on a non-partisan basis;
- c. To provide a forum for the presentation of individual ideas and opinions;
- d. To provide a means of informing the community concerning our rights, responsibilities, and interests with respect to public questions;
- e. To maintain liaison with government bodies and remain alert to actions that are of concern to the community;
- f. To inform and educate the citizens of cogent community problems;
- g. To maintain open liaison with surrounding neighborhood councils in order to further the unique interests of the foothill communities; and
- h. To promote the general welfare of the community and to maintain its unique rural residential character for future generations.

Section 2: The boundaries of this organization are located in the unincorporated area of Los Angeles County commonly known as Upper and Lower Kagel Canyon, and are legally described by the County Engineer Map (204 – 157) by the sections below:

- a. The eastern quarter of section five (5)
- b. The eastern quarter of section thirty-two (32)
- c. The eastern half of section twenty-nine (29)
- d. The western quarter of section thirty (30)
- e. The eastern quarter of section thirty-one (31)
- f. The eastern quarter of section six (6)

Section 3: A primary tenet of the KCCA shall be to assist Dexter Park with financial support of its programs and activities for the benefit of the community. The KCCA shall file a financial statement, on an annual basis, with the Director of the Los Angeles County Parks and Recreation, or his designee.

Article III: Membership and Annual Dues

Section 1: Eligibility for full membership shall be restricted to residents and/or property owners of the district described above. Full members in good standing shall be eligible to hold office; to vote in elections; and to vote on issues that are brought to the general membership for vote.

Section 2: Non-resident and/or non-property owning individuals, families, organizations, and businesses are ineligible for full membership, but may wish to establish a relationship with the KCCA by paying dues, as specified below, to secure an affiliate membership. Affiliate members may participate in all aspects of the KCCA, but are not eligible to hold office; to vote in elections; or to vote on issues that are brought to the general membership for vote.

Section 3: Membership dues shall be set annually and announced by the Board. All members shall be notified in writing of any change in the amount of dues at least thirty (30) days prior to such revision taking effect.

Section 4: Annual membership dues shall be due in January of each calendar year. Any member who defaults on payment of dues shall not be considered in good standing.

Article IV: Meetings

Section 1: Meetings of the general membership. The general membership shall meet monthly unless a meeting is deemed unnecessary by the President; however, in no event shall the general membership meet fewer than six times per calendar year. A regular meeting schedule shall be set annually by the Board of Directors and disseminated to the general membership.

Section 2: Meetings of the Board of Directors. The Board of Directors shall meet in advance of each general membership meeting to prepare for the general meeting, unless a meeting is deemed unnecessary by the President. Written notice of Board meetings shall be made to the Board members at least seventy-two (72) hours prior to the convening of each such meeting.

Section 3: Special meetings may be called by the President when deemed advisable, and the President shall, upon the written request of a quorum of each/either the Board of Directors or the members in good standing, expressing the object and purpose of such meeting, call such a meeting.

Section 4: At all meetings of the general membership, twenty-five percent (25%) of the members in good standing shall constitute a quorum. At all meetings of the general membership and/or meetings of the Board of Directors, two-thirds (2/3) of the then current number of Board members shall constitute a quorum.

Section 5: All members in good standing shall be entitled to cast one vote and debate on all questions arising at special meetings of the membership.

Section 6: No member shall be permitted to speak more than twice or longer than three (3) minutes on each question at any regular or special meeting of the membership. At all meetings, only such business as is included on the agenda shall be discussed. It shall be the option of the Board of Directors to defer from the above rulings.

Section 7: For any votes held by the Board of Directors, an affirmative vote of a majority of a quorum of the Board shall be necessary to pass any measure, unless otherwise specified herein.

Section 8: For any votes on special issues for which the Board of Directors determines that a vote of the membership at large shall be held, then such a vote may be held by either of the following methods:

- a. The Board of Directors may elect to hold an in-person vote at a meeting of the general membership, for which a quorum of the general membership is necessary. The general membership shall be notified of such a vote a minimum of seventy-two (72) hours prior to such meeting; or
- b. The Board of Directors may elect to mail ballots to the general membership. Ballots shall be counted once a quorum of the votes is collected; but in no event more than fifteen (15) days following the date of the mailing of ballots.
- c. In either such instance, a quorum shall be twenty-five percent (25%) of the members in good standing, and an affirmative vote of a majority of such quorum shall be necessary to pass any such measure.

Article V: Board of Directors

Section 1: The elected Board of Directors shall be the administrative body of the KCCA and is authorized to transact all business, establish policy, and oversee all activities of the KCCA. The Board of Directors has the authority to approve expenditures from the KCCA treasury; however, in no event shall the Board of Directors obligate the members financially over and above their annual dues.

Section 2: The Board of Directors shall consist of the five (5) Officers plus five (5) elected members representing the first one hundred (100) members. Each additional twenty members establishes a new director. Those persons serving as committee chairs may, upon the approval of the Board of Directors, be included in the Board of Directors.

Section 3: Each member of the Board of Directors shall:

- a. Attend meetings of the general membership and meetings of the Board of Directors to conduct the business of the KCCA;
- b. Serve on committees as necessary;
- c. Contribute his knowledge, expertise, and time as appropriate;
- d. Abstain from voting in the case of a conflict of interest as determined by the Board of Directors; and
- e. Uphold the objects and purposes of the KCCA.

Section 4: Expenses incurred in the performance of assigned duties may be reimbursed by the Board of Directors.

Section 5: The failure of any director to attend three (3) consecutive regular meetings shall automatically terminate his directorship unless otherwise excused by the President or the Board of Directors. Any Officer or Director may be removed from office by a vote of two-thirds (2/3) of the Board of Directors for malfeasance or non-performance of duty, subject to appeal to the membership at large.

Article VI: Officers

Section 1: The officers of the association shall be President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

Section 2: The President shall preside at all meetings of the association. He shall appoint and be ex-officio member of all committees.

Section 3: The Vice President shall preside in the absence of the President at all meetings. He shall succeed to the office of President in the event of a vacancy in that office.

Section 4: The Recording Secretary shall keep an accurate record of all meetings.

Section 5: The Corresponding Secretary shall attend to all correspondence of the association and the issuing of all notices seventy-two (72) hours prior to meetings unless otherwise stated.

Section 6: The Treasurer shall perform all the duties of a fiscal officer, maintain financial records, and make reports to the Board of Directors at each meeting.

Article VII: Elections

Section 1: Election of the Officers and Directors shall be held every odd numbered year, with nominations taken in September and elections held the first week of November. The term of office shall be two years, commencing on the first meeting of the Board of Directors in the month of December immediately following the election.

Section 2: An Election Committee consisting of two (2) Directors plus two (2) members-at-large shall govern elections. Their duties shall consist of:

- a. Supervising the nomination and election processes;
- b. Mailing ballots to members in good standing;
- c. Counting ballots not less than ten (10) and not more than fifteen (15) days following the date of the mailing of ballots;
- d. Notifying the membership of the results of the voting within ten (10) days following the counting of ballots.

Section 3: A candidate for Officer may choose to also run for Director if so nominated in both positions. In the event that such candidate loses the election for Officer, but receives a sufficient number of votes to be elected to Director, then he shall serve as Director. In the event that such candidate wins the election for Officer, then any votes he receives for Director shall be considered void.

Section 4: Any candidate for the office of President must have been a member in good standing of the KCCA for the period of one year leading up to the election. Any candidate for President agrees that, if elected, he shall serve, in addition to his two year term as President, an additional year there after as an ex-officio member of the Board of Directors (if not elected to office in the subsequent election) to ensure continuity of knowledge and processes.

Section 5: In the event of a vacancy of office, the President shall appoint a member to fill the unexpired term, subject to approval by the Board of Directors.

Article VIII: Committees

Section 1: The President shall appoint, authorize, and define the powers and duties of all committees, subject to the confirmation of the Board of Directors.

Section 2: The President shall appoint the following standing committees, and such other committees as deemed necessary, subject to the approval of the Board of Directors:

- a. Water Committee
- b. Fire and Emergency Preparedness Committee
- c. Membership Committee
- d. Communications and Publicity Committee

Section 3: Each committee should consist of one (1) chairperson and not fewer than two (2) additional members. If not already a member of the Board of Directors, the chairperson of any committee shall become an ex-officio member.

Article IX: Rules of Order

The latest revised edition of the Roberts Rules of Order shall govern in all cases not provided for in these bylaws.

Article X: Amendments

These bylaws may be amended, modified, or repealed by either of the following methods:

- a. Any member in good standing may propose an amendment to the Board of Directors for their vote at a meeting of the general membership. Any such amendment shall be adopted by a two-thirds (2/3) affirmative vote of the Board of Directors.
- b. Any member in good standing may require a vote of the general membership on a proposed amendment by bringing to the Board of Directors a petition in favor of such proposed amendment. Such petition must be signed by ten percent (10%) of the current members in good standing, but in no event shall such petition contain fewer than ten (10) signatures. Within ten (10) days following the presentation of such petition, the Board of Directors shall mail ballots containing the terms of the proposed amendment to all members in good standing. Any such amendment shall be adopted by a majority of affirmative votes by the membership; provided, however, that the ballots cast represent a minimum of twenty-five percent (25%) of the membership. Ballots shall be counted not less than ten (10) and not more than fifteen (15) days following the date of the mailing of ballots. The Board of Directors shall notify the membership within ten (10) days following the counting of ballots of the results of the voting.

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