

# NEW MEXICO EUSKAL ETXEA

## Club Bylaws

Founded the 15th day of January 2005 at the home of Manuel Monasterio.

### Purpose

This Corporation is a non-profit organization (Club) and is formed to keep and practice the culture and traditions of the Basque people; to engage in educational, social, and recreational activities to bring together those interested in the Basque people; to support the members in any reasonable manner; and to promote the Basque culture in the greater community.

In order to accomplish these goals there shall be a set of rules and by-laws that will be followed as set forth in the following articles.

### ARTICLE I

#### Membership

**Section 1** - Membership will be open to any person having an expressed interest in the Basque culture, including those with or without Basque heritage.

**Section 2** - There shall be four (4) classes of membership in the organization and an annual membership fee for each classification.

- A. Individual membership  
Twenty-Five Dollars (\$25)
- B. Senior / Student membership  
Fifteen Dollars (\$15)
- C. Family membership for families residing in the same domicile  
Forty Dollars (\$40)
- D. Patron of the club  
One-Hundred Dollars (\$100)

Membership fees will be due and payable by the first day of April each year except for the first year's memberships that will be due and payable at the time of joining. After the first year, only the new membership fees shall be pro-rated as follows: April-September 100%, October-March 50%.

Fifty cents (\$0.50) of each membership fee will be paid to the North American Basque Organization (N.A.B.O.) for membership dues.

Payment of membership fees will give the members and dependent children all the rights and privileges of the organization.

**Section 3** - There shall be at least two (2) general meetings of the members each year. In the event that the planned date conflicts with other local events, the meeting shall be moved to a date as close to the original date as possible and such changes will be entered into the minutes of the prior meeting stating the reason for the change.

- A. One general meeting will be held in October, for the purpose of communicating changes in the Board and club by-laws, and receiving the annual report of the Secretary/Treasurer. The Board must complete an audit of records annually.
- B. One general meeting (picnic) will be held in the summer for the purpose of bringing the members of the club together and involving the larger community.

**Section 4** - All meetings of the members shall be called by not less than two (2) weeks prior written or printed notice, mailed to the members at their last known addresses shown on the Corporation's roster.

**Section 5** - At least fifty percent (50%) plus one (1) of the membership shall be present for a quorum.

**Section 6** - Membership in the Corporation shall not entitle the members to any interest whatsoever in the assets of the Corporation. In the event of dissolution of the Corporation, only members in good standing will have a say in dissolution proceedings. This may be by written vote or attendance at a special meeting. In order to dissolve the Corporation there must be a quorum (Art. 1, Sec. 5) to proceed, at which time all proceeds would be directed as to allocation of funds.

**Section 7** - If any member is charged with conduct deemed prejudicial to the welfare of the organization, the Board of Directors, upon ten (10) days notice to such member of the nature of the charges and after said member has an opportunity to appear before the Board and explain or refute the same, may, by a majority vote, expel said member from the organization. However, that the action of the Board in expelling a member will be reviewed at the next general meeting of the membership for final disposition. Voting at such meeting on the expulsion of a member shall be by ballot and will require the vote of two-thirds (2/3) of those present to reverse the action of the Board of Directors.

## **ARTICLE II**

### **Form of Board**

**Section 1** - The Board of Directors, also known as the Board, shall govern the business and activities of the organization. The Board shall consist of a President, Vice-President, Past-President, Secretary/Treasurer, four (4) Directors, and up to two (2) Honorary Board Members.

**Section 2** - Each Director will serve for one (1) year. The President, Vice-President, and Past-President will each serve for one (1) year, and Secretary/Treasurer will serve for two (2) years.

Terms will be measured as the calendar year(s) to which the Officer was elected. Upon completion of the President's term, s/he will become the consulting Past-President, the Vice-President will move into the position of President, and a new Vice-President will be elected.

**Section 3** - Any member of the organization is eligible to be elected to the Board.

**Section 4** - The Board member election process:

- An Election Coordinator (EC) will lead the process and make process decisions. The EC will be appointed by the current President and approved by the current Board. The EC may run for a position on the upcoming Board.
- Any club participant (member or non-member) may make a nomination.
- Candidates must be current club members in good standing and may run for multiple offices. Candidates must accept the nomination to be on the ballot.
- Campaigning will be limited to a written note from the candidate to the membership that is mailed with the ballot. (Specific requirements, such as number of words allowed, will be determined by the EC.) Every effort will be made to print the candidate's note as a direct quote.
- Club members in good standing will vote by numbered, paper ballots delivered to the EC in sealed envelopes.
- Each patron, individual, senior, and student membership will be allowed to cast one ballot. Each family membership will be allowed to cast two ballots.
- Ballots will remain sealed until the count. The EC and the current Secretary/Treasurer will count the votes in a forum open to all members interested in witnessing the event. A simple majority will give the results.
- In the event of a tie, another election will be held between the tied candidates for the tied office only.
- The EC will provide all election documentation for archival by the Secretary/Treasurer.

## **ARTICLE III**

### **Power of Board, Relation to Members**

**Section 1** - Vacancies occurring on the Board will be filled from the membership by a vote of the remaining Board members. Vacancy terms will last until the next general election.

**Section 2** - The Board will have the power to expel a member subject to Article I, Sec. 7.

**Section 3** - The Board will have the power to enact any rules or by-laws deemed necessary to better govern the organization. All new rules, by-laws or amendments will be subject to Article VIII.

**Section 4** - The Board will have the power to elect Honorary Board Members to honor persons or more formally include people in the decision-making process.

An Honorary Board Member will be:

- Elected by a majority vote of the elected Board
- A club member in good standing
- Included on all Board communications and formally invited to all Board meetings

- Available for at least 75% of all Board meetings
- An active participant in club events (including planning and implementation)
- Invited to share opinions on all Board discussions
- Listed with the elected Board Members on club publications

Honorary Board Members may not:

- Vote in Board decisions
- Exceed two (2) per calendar year
- Serve for more than one consecutive year

## **ARTICLE IV Responsibilities of Board**

**Section 1** – Regular meetings of the Board will be held 4-6 times per year. Meeting times will be determined in the first month of the Board’s term and published to the membership. Should a meeting date need to be changed, a new date as close to the original date as possible will be selected and such changes will be entered into the minutes of the prior meeting stating the reason for the change.

**Section 2** - Any member of the organization will be welcomed to the Board meeting as a visitor. Per Article VII, visitors may contribute to Board discussions, but visitors are not given a vote for Board decisions.

**Section 3** - Four (4) members of the Board will constitute a quorum.

**Section 4** - At the annual meeting of the membership, the Board will give a full report to the membership, including a financial report and a report on all activities of the year.

**Section 5** – The Board will approve every activity, involvement on projects, and expenditure.

**Section 6** - The Directors, Vice-President, President, Past-President, and Secretary//Treasurer shall each have one (1) vote. Honorary Board Members will not vote in Board decisions.

**Section 7** - In the event of a conflict of interest, wherein a Board or Honorary Board Member may gain financially, socially, or otherwise as a result of a Board decision, said Board Member may participate in discussions of the Board but may not vote and must remove him/herself from the room during any relevant Board vote.

## **ARTICLE V Duties of Officers**

### **Section 1 - The President**

- Shall determine agendas and preside at all meetings of the Board and of the members whether general or special.
- Shall sign all contracts, deeds and other instruments ordered to be executed by the Board.

- Shall represent the organization on all public relations as deemed necessary by the Board.
- Shall oversee and/or delegate the following duties to the officers and/or members:
  - Publication of the Club newsletter.
  - Maintenance of the Club web site.
  - Maintenance of the Club library.
  - Club representative at N.A.B.O. meetings.

### **Section 2 - The Vice-President**

- Shall be the official communicator with N.A.B.O.
- Shall assume all duties of the President when the President is unable to carry them out.
- Shall assume the role of President when the current President's term has expired.

### **Section 3 - The Secretary/Treasurer**

- Shall record all proceedings and decisions of the Board meetings and membership meetings.
- Shall keep the book of accounts showing all receipts and disbursements and will deposit all funds in a bank account assigned and approved by the Board. The accounting will be available to the Board upon request.
- Shall be responsible for all correspondence as deemed necessary and approved by the Board. This includes (but is not limited to) collecting, reading, and acting upon incoming Club mail.
- Shall collect membership dues and maintain membership roster with current addresses and status.
- Shall be responsible for the preparation and submission of any necessary legal documents, including, but not limited to taxes.

### **Section 4 - The Directors and Honorary Board Members**

- Shall be in charge of all activities and events.
- Shall be responsible for all news releases, official announcements, and advertising.
- Shall be responsible for all procurements, equipment, donations, and purchases approved by the Board.
- Shall be responsible for fund raising.
- Shall be responsible for selecting committees and presiding over such committees as needed to accomplish the above.

### **Section 5 - The Past-President**

- Shall consult with the Board on past decisions and practices in the interest of bringing consistency to the organization

## **ARTICLE VI Removal of Officers**

**Section 1** - The membership may remove any officer by two-thirds (2/3) majority vote at a meeting called for that purpose. Full disclosure of this action will be reported to the membership ten (10) days prior to the meeting by letter, initiated through the Secretary/Treasurer or designated person in the event the Secretary/Treasurer is in question.

## **ARTICLE VII**

### **Visitors**

**Section 1** - Visitors and guests accompanied by members may be admitted to Club activities except on those occasions as the Board may designate as members only. Members will be responsible for the actions and conduct of such guest.

**Section 2** - Visitors and guests may not vote.

## **ARTICLE VIII**

### **Amendments**

These bylaws may be repealed or amended or new bylaws adopted at the annual meeting or at any meeting of the membership called for that purpose by a vote representing two-thirds (2/3) of the membership present.

The foregoing bylaws were adopted at the meeting of members held January 15, 2005 at the house of Manuel Monasterio, and ratified at the meeting of the Board on January 15, 2005.

These bylaws were amended at the recommendation of the 2006 Board on October 13, 2006 by an election of the membership.

#### **2005 Board**

Blas Pedro Uberuaga, President  
Manuel Monasterio, Vice-President  
Karen Squires, Secretary/Treasurer  
Sherry Morrison, Director  
Suzanne Marie Uberuaga, Director  
Reyes Ulibarri, Director  
Samuel Ulibarri, Director

#### **2007 Board**

Suzanne Marie Uberuaga, President  
Manuel Monasterio, Past-President  
Samuel Ulibarri, Vice-President  
Blas Pedro Uberuaga, Secretary/Treasurer  
Lawrence Larragoite, Director  
Juliana Lucero, Director  
Roger Martínez y Mondragón, Director  
Reyes Ulibarri, Director

#### **2006 Board**

Manuel Monasterio, President  
Suzanne Marie Uberuaga, Vice-President  
Karen Squires, Secretary/Treasurer  
Sherry Morrison, Director  
Blas Uberuaga, Director  
Reyes Ulibarri, Director  
Lisa Van De Graaff, Director

#### **2008 Board**

Samuel Ulibarri, President  
Suzanne Marie Uberuaga, Past-President  
vacant, Vice-President  
Blas Pedro Uberuaga, Secretary/Treasurer  
Louis Ollivier-Amestoy, Director  
Karen Squires, Director  
Alanna Ulibarri, Director  
Solomon, Ulibarri, Director  
Roger Martínez y Mondragón, Honorary Board  
Member