

# **BYLAWS**

of the

## **ALADDIN VILLAS RESIDENTS ASSOCIATION**

AS REVISED THROUGH FEBRUARY 1, 2018

**This instrument includes the original Bylaws adopted in 1989 together with all amendments made by the Members in Annual Meetings through February 1, 2018.**

**Amendments may be made to these bylaws at the regular Annual Meeting.**

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## **DEFINITIONS:**

For the purpose of these bylaws, the following definitions shall apply:

**ASSOCIATION** – means the Aladdin Villas Residents Association.

**INDEMNIFICATION** – means protection against loss or damage while performing any lawful act directly related to the purpose of the association.

**PROXY VOTING** – means the written authorization to vote for another person who is not present.

**QUORUM** – at a committee meeting, means a majority of the committee members.

**QUORUM** – at a general or special meeting of Aladdin Villas Residents Association means 150 members.

**RESIDENT** – means an adult person over 18 years of age residing in Aladdin Villas, or an individual owner as defined in the bylaws of the Aladdin Villas Property Owners Association, Inc.

## **ARTICLE I – NAME AND LOCATION**

The name of this body shall be the Aladdin Villas Residents Association. The office of the Association shall be in the West Recreation Hall of Aladdin Villas, Mission, Texas, 78572

## **ARTICLE II – PURPOSE**

- 2.1 The purpose of the Association shall be to plan and coordinate activities, in cooperation and coordination with the Directors of Aladdin Villas Property Owners Association, Inc.
- 2.2 All activities shall be in conformity with all existing legal requirements.

## **ARTICLE III – ACTIVITIES COMMITTEE MEMBERSHIP**

- 3.1 The Board of Directors of the Association shall consist of 16 members and shall hereinafter be referred to as the Activities Committee.
  - 3.1.1 Each elected Committee member, with the exception of the president, will appoint an assistant within 30 days after his/her election. All appointees chosen shall be approved by the Activity Board of Directors before taking office as an assistant. The term of an assistant will be from the date of his appointment until the expiration of the term of the committee member for which he/she is serving as an assistant. An Assistant may be removed from office by action of a majority of the board at a regular or special meeting.

- 3.1.2 Each assistant when replacing an absent activity committee member shall have and exercise all powers delegated to the committee member whom the assistant is replacing and shall have the same duties, responsibilities and limitations.
- 3.2 Any resident of Aladdin Villas shall be eligible as a candidate for membership on the committee.
- 3.2.1 No committee assistant shall fill more than one position on the Activity Board.
- 3.3 All committee members shall be elected for two-year terms.
- 3.4 Termination of residence in Aladdin Villas shall constitute resignation from the committee.
- 3.5 Vacancies on the Committee shall be filled by appointment by remaining committee members. Committee Assistant vacancies shall be filled in the same manner. Appointees shall serve until the next annual election.
- 3.6 No individual shall simultaneously hold more than one office on the committee.
- 3.7 Committee members and assistants may resign at any time by giving written notice. Acceptance of resignation shall be automatic.
- 3.8 Recall of a committee member may be made at a special meeting petitioned by at least 100 residents. A quorum and two-thirds vote of qualified voters attending such special meeting shall be required for recall.
- 3.9 Deleted.
- 3.10 The following schedule will be used in electing officers:
  - (a) The President, Treasurer, and members in charge of Woodworking, Crafts, Publicity, Health and Human Services, Outdoor Games, and Stained Glass will be elected in even years.
  - (b) The Vice President, Secretary, and members in charge of Kitchen, Special Interest, Special Events, Dance, Indoor Games and Ceramics will be elected in odd years.

#### **ARTICLE IV – DUTIES AND FUNCTIONS OF COMMITTEE MEMBERS**

- 4.1 The Activities Committee shall be comprised of the following 16 officers, whose duties shall be as indicated:

President: Preside at all committee meetings. Supervise and coordinate activities of other committee members. Provide liaison between the Committee and the Corporation Directors. Preside at all general meetings of residents for consideration of matters related to the purposes of the Association.

Vice President: In the absence of the President, perform all the duties of the President. Assist the President in the performance of his duties as assigned. Perform related functions as assigned by the president. In the event the presidency is vacated, assumes the duties of the president until the next election.

Secretary: Keeps minutes of all committee meetings and general meetings. Posts notices of meetings as required. Perform duties incident to the office, and such other duties as may be assigned by the President.

Treasurer: Shall be responsible for all funds of the Association. Maintain accurate records of all income and source, and all expenditures. Shall maintain bank account and such other investments as may be authorized by the Committee. Shall require proper authorization for expenditures and issue checks for same. Shall provide current financial status information as directed by the President. Shall compile annual financial statements coinciding with the fiscal year. Shall provide financial records to the Auditing Committee when requested. The Treasurer shall be bonded at the expense of the Aladdin Villas Property Owners Association, Inc.

Other Members: – The other members of the committee shall be the chairpersons of the following departments:

Woodworking	Kitchen
Crafts	Publicity
Entertainment & Dance	Special Interest
Outdoor Games	Special Events
Indoor Games	Health and Human Services
Ceramics	Stained Glass

These members shall be responsible for the coordination, promotion and implementation of activities, which may be assigned to their departments.

- 4.2 No compensation shall be paid to any member of the Activities Committee, or any Assistant member of the Activities Committee for services performed on the committee. Members may be reimbursed for authorized expenditures upon presentation to the treasurer of proper invoices or receipts.
- 4.3 Activities committee members and Assistants shall be indemnified while acting in their capacity as committee members. The cost of the indemnification shall be paid by the Aladdin Villas Property Owners Association, Inc.
- 4.4 The Committee shall meet on a regular basis at a convenient place and at times designated by the President.
- 4.5 The act of a majority of the members at a committee meeting where a quorum is present shall be the act of the committee.
- 4.6 If less than a quorum of committee members is present at any committee meeting, a majority of the members present may adjourn the meeting from time to time without further notice.

- 4.7 All revenue derived from activities shall be turned over to the Treasurer monthly with a financial statement of income and expenses of the activity leader. Disbursement shall be made by the Treasurer, as directed by the Activities Committee.
- 4.8 An executive Committee consisting of the President, Vice President, Secretary and Treasurer shall function between regular committee meetings. They shall have power to add other members of the Activities Committee as necessary. During the summer months the Executive Committee shall consist of resident Activity Committee members. A full report of the actions taken by the Executive Committee shall be made at the first general meeting in the fall.
- 4.9 An acting President may be appointed by a majority of the Activities Committee members present at a meeting of the Board of Directors, to fill that office when the President and Vice President are both unavailable. The acting President shall have the same powers and responsibility as the President.
- 4.10 Residents of Aladdin Villas are encouraged to participate in all sponsored activities. Participation by non-residents in sponsored activities shall be determined by the Activities Committee on an individual basis. This determination shall be based on guidelines established by the Property Owners Association Directors.
- 4.11 No equipment or property controlled by the Activities Committee shall be taken from its normal place of use without prior approval of the Committee members concerned.
- 4.12 Activities Committee members shall have the right to take any action in the absence of a meeting which they could take at a meeting, by obtaining the consent and approval of the majority of committee members. Any action so approved shall have the same effect as though taken at a meeting of the committee and shall be confirmed and recorded in the minutes of the committee.

## **ARTICLE V – MEETINGS**

- 5.1 Each resident shall be entitled to one vote at general and special meetings.
- 5.2 There shall be no voting by proxy.
- 5.3 General meetings of residents shall be held in one of the recreation halls on the first Thursday of each month.
- 5.4 Special general meetings may be called by the President when needed
- 5.5 Notice of any special meeting shall be posted in both recreation halls at least five days prior to the meeting.
- 5.6 Residents wishing to submit items to be placed on the meeting agenda should do so through a Committee member at least three days before the meeting date to permit time for research and recommendation by the committee.

- 5.7 If a quorum is not present at a general or special meeting of residents, the residents present at such a meeting shall have the power to adjourn the meeting from time to time without further notice.
- 5.8 The Annual Meeting shall be held on the first Thursday in February each year.
- 5.9 The fiscal year shall be from January 1 to December 31 each year. A proposed itemized annual budget, approved by a majority of the Board of Directors shall be presented to members for amendment and approval at each December meeting.
- 5.10 An Auditing Committee shall be appointed by the Activities Committee to perform an annual audit of the Residents Association financial records, income, disbursements and deposits, and the results of the audit shall be reported to the Activities Committee. The auditing committee shall be appointed in November or December to act in January and report at the February Annual Meeting.

## **ARTICLE VI – ELECTIONS**

- 6.1 Election of Activities Committee members shall be held annually on the first Thursday of January.
- 6.2 A Nominating Committee shall be appointed by the Activities Committee at least 30 days prior to the election. This committee shall publicize positions on the Activities Committee before the second Thursday of December, receive nominations for these positions from residents and shall obtain consent from the nominees before placing their names on the ballot. Nominations will be accepted up to and including the third Thursday in December at 12:00 noon. The names of all candidates and the position for which they have been nominated shall be posted in both recreation halls at least 5 days before the election. Additional nominations may be made from the floor during election proceedings providing consent to serve if elected is obtained from each nominee.
- 6.3 An Election Committee shall be appointed by the Activities Committee to prepare ballots, determine eligibility to vote, issue ballots and count votes. A report shall be made after the votes are counted of the persons elected to each position, and shall be posted in both recreation halls. No candidate shall serve on the election committee.
- 6.4 Candidates receiving the greatest number of votes for each position shall be declared elected and shall take office at the close of the Annual Meeting. In the event a candidate is unopposed, the President may declare the candidate to be elected by acclamation. Elected candidates shall serve until replaced.

## **ARTICLE VII – PARLIAMENTARY PROCEDURE**

Scott, Foresman's edition of Robert's Rules of Order, Newly Revised shall govern all parliamentary procedure unless otherwise stated in these bylaws.

## **ARTICLE VIII – CHANGES AND AMENDMENTS**

These bylaws may be changed or amended only at an Annual Meeting of the Aladdin Villas Residents Association. Notices of proposed changes or amendments must be posted in both the East and West Recreation halls of Aladdin Villas at least 30 days in advance of Annual Meeting. With a quorum present at the Annual Meeting, a vote in favor of the changes or amendments by two-thirds of the eligible voters present is required for adoption of the proposed changes or amendments.

## **ARTICLE IX – OWNERSHIP PLAN AND DEED RESTRICTIONS**

In case of any conflict between these bylaws and the bylaws of the Aladdin Villas Property Owners Association, Inc., or the Ownership Plan and Deed Restriction for Aladdin Villas, the later two shall control.