

Point Richmond Neighborhood Council, Inc.
By-Laws
(Revised April 29, 2015)

ARTICLE I – NAME

Section 1. The name of this organization shall be the Point Richmond Neighborhood Council (PRNC.)

ARTICLE II – BOUNDARIES

Section 1. The boundary of the neighborhood served by the Point Richmond Neighborhood council (PRNC) starts at Boat Ramp Street on Cutting Boulevard, extends along the north side of Santa Fe Channel to the dock at Terminal 3, then north along the shoreline, including Shipyard 3, the barge and tug anchorage, Sandpiper Spit, Seacliff Estates, Brickyard Landing, Brickyard Cove, The Richmond Yacht Club, Richmond Terminal One and Ferry Point Park. The boundary then extends east along the Miller-Knox shoreline including Keller Beach, then north along the Point Richmond shoreline to the Chevron property line. The boundary extends east along the Chevron property line to I-580, then south along I-580 to Canal Boulevard, west along Canal to Cutting Boulevard and south along Cutting to Boat Ramp Street. Also included within the PRNC neighborhood are 1) the City-owned Point San Pablo and 2) the Point San Pablo Yacht Harbor. (Revised January 28, 2009.)

ARTICLE III – PURPOSE

Section 1. The purpose of the PRNC shall be to serve the people in their neighborhood and community, on a non-partisan, non-commercial basis as follows:

- To help residents and businesses determine the important needs and problems of the neighborhood and community by providing a place where ideas and information can be exchanged, problems studied, and actions planned.
- To promote a spirit of being a good neighbor, cooperation, mutual respect and goodwill among all the residents and other members of the neighborhood.
- To improve and maintain the physical facilities and cultural activities in the neighborhood.
- To sponsor or participate in, alone or with other organizations, programs and events of significant interest to the community.
- To interest those in the neighborhood in an understanding of the whole community and to develop a willingness to participate as leaders or in sharing responsibilities.
- To provide the machinery through which people of the area can speak out in its behalf, and be heard beyond its boundaries in calling attention to neighborhood problems.

- To serve as a forum through which plans and projects of various neighborhood, area-wide public and/or voluntary organizations can be presented, understood and supported by or adapted to the neighborhood.

ARTICLE IV – MEMBERSHIP

Section 1. Membership shall be open to all residents and property owners of the neighborhood and to those individuals with established business interests in the neighborhood. A majority of the membership of the PRNC shall be residents of the neighborhood.

Section 2. Non-profit organizations, public or private, which are providing health, welfare, recreational, educational, religious, historic, civic or other public services in the neighborhood area may also be invited to become members and may have one representative.

Section 3. An applicant for membership shall complete a simple form, giving name, address, telephone number and organization represented, if any. The application shall bear a statement of the PRNC general purpose and the signing of the form shall constitute acceptance of the stated purpose of the PRNC.

Section 4. Each representative or individual member of the PRNC shall have one vote upon any motion before the PRNC.

Section 5. The annual dues for membership in the PRNC shall be determined at the Annual Membership Meeting by the members and may be changed any year at the Annual Membership Meeting in April. The President of the Council may waive dues for a membership upon request. Section 6. Lifetime memberships may be granted by the Board of Directors.

ARTICLE V – EXECUTIVE BOARD OF DIRECTORS

Section 1. Number and manner of selection. All members of the Executive Board of Directors (Board) shall be unpaid volunteers and members of the PRNC. The Board shall consist of five (5) Directors elected by the members of the PRNC at an Annual Membership Meeting held in April. Each Director shall be elected for a two year term and shall hold that position until they or their appointed successor is elected by the membership at an Annual Meeting. Terms will be staggered with elections of two or three Directors to be held every second year. To maintain staggered elections if a seat on the Board becomes vacant during the first year of a director's term, the replacement will be elected at the following Annual Membership Meeting for a one year term and be eligible to run again for two additional terms (Amended 4-29-15).

Section 2. Vacancies. Any vacancy occurring in the Board by reason of the resignation, death, or disqualification of a Director may be filled, until the next Annual Membership Meeting, by a majority vote of the remaining members of the Board.

Section 3. Powers and duties. The Board shall be responsible for the property and business of the PRNC, subject to the instructions of the general membership. The Board shall appoint five (5) Officers and may appoint up to seven (7) Officers to run the day-to-day business of the PRNC. Five (5) of the Officers will be members of the Board of Directors. The Board will provide a general plan and direction for the work necessary to carry out the purposes of the PRNC. The

Board shall create and appoint members of any Standing Committees according to the needs of the PRNC.

ARTICLE VI – OFFICERS

Section 1. Enumeration. All Officers shall be unpaid volunteers and members of the PRNC. There may be up to 7 Officers. All Officers will have voting rights. The Officers of this organization shall consist of a president, a first vice-president, a second vice-president, a secretary, and a treasurer, and as needed, two Officers-at-Large. The Board will appoint the Officers-at-Large for one year terms. Neither of the Officers-at-Large may be a member of the Board.

Section 2. Duties of Officers. The Officers shall work as a team. Except for the duties assigned to the President, all of the duties listed below may be performed as needed by any of the Officers including the Officers-at-Large. No Officer who is also a Director of Board, may serve more than two consecutive terms in the same capacity, except for the case described above (Article V, Section 1) when an officer resigns in their first year of service. In this case the individual elected as a replacement may serve a one year term and then be eligible to serve 2 additional consecutive two year terms if desired. (Amended 4-29-15)

The Officers may create or sponsor any Ad Hoc committees they deem appropriate. The Officers may, from time to time, require reports from committees appointed by the Board or by the Officers. Officers may help organize and/or participate, in various programs and events of significant interest to the community.

President – The President shall preside at all at the Officers Meetings and all Membership Meetings; appoint Ad Hoc Committees with the approval of the Officers; call special meetings of the Membership and the Officers as required; and shall sign the official correspondence of the organization.

First Vice-President – The First Vice-President shall perform the duties of the President in the event of his or her absence, resignation or inability to perform his or her duties, shall maintain the PRNC's Website, and shall act as Sergeant-at-Arms at PRNC meetings. (Amended 4-29-15)

Second Vice-President – The Second Vice-President shall serve as membership chairman; maintain the membership list and email distribution list; transmit notices, agendas and minutes of PRNC meetings to members; and shall design programs to increase the membership of the PRNC. (Amended 4-30-15)

Secretary – The Secretary shall keep minutes of all membership meetings and have custody of the records and minutes of the organization as well as the DR/LU Standing Committee.

Treasurer – The Treasurer shall have the responsibility for the custody of all the funds and of financial records of the organization, and expend funds as determined by the Officers; give financial reports at membership meetings; shall prepare an annual summary of receipts and

disbursements for the Annual Membership Meeting; and responsible that all State and Federal financial and business related activities are completed accurately and in a timely manner.

Officers-at-Large – As part of the PRNC Officers’ team, observe, learn about and/or participate in many of the Officers’ activities.

ARTICLE VII – NOMINATIONS AND ELECTIONS

Section 1. Nominating Committee. The Nominating Committee for the Board shall be constituted by the President of the Board at least two months prior to the Annual Membership Meeting. The committee shall consist of five members, who serve for a one-year term. Two of the members of the Committee shall be members of the Board. Proposed nominees for the Board may be submitted to this committee by PRNC members.

Section 2. Report of the Nominating Committee and Nominations from the Floor. The report of the Nominating Committee of its nominations for the Board shall be presented to the PRNC members one month before the date of the Annual Members Meeting. The Committee may nominate more than one person for any office. The report of the Nominating Committee shall be presented to the Annual Membership Meeting. Immediately following the presentation of this report, additional nominations may be made from the floor by any voting member provided the consent of the nominee shall have been obtained.

Section 3. Elections. The election shall be by voice or hand vote, or, upon majority vote of the membership, by written ballot. A majority vote of those qualified to vote and voting shall be necessary for election. Absentee or proxy voting shall not be permitted. The Directors so elected shall take office immediately upon adjournment of the meeting.

ARTICLE VIII – MEETINGS AND QUORUMS

Section 1. Membership Meetings.

There shall be a minimum of four regular membership meetings each year, to be held on a regular day of the month or as needed. Months suggested are as follows: July, October, and January and April. There shall be no notice requirement for regular membership meetings held on the same day of the month, at the same time and place. There shall be a requirement of 10 days’ notice for all other Membership Meetings. A quorum for membership meetings shall consist of no less than 15 members. Special membership meetings may be called by the President upon approval of a majority of the Officers, or upon the request of no less than 15 members in writing to the President.

Section 2. Annual Membership Meeting. The Annual Membership Meeting shall be held at the April membership meeting. The main order of business of the Annual Membership Meeting shall be:

Election of the Executive Board of Directors.

Officers reports of activities of the past year.

Transact such other business as may properly come before it.

A quorum for the Annual Membership Meeting shall consist of no less than 15 members.

Section 3. Executive Board Meetings.

The Executive Board shall meet at least twice a year in May and February, upon seven days notice. Timing of each meeting is based on the consent of the majority of the Directors. Three consecutive absences from Board meetings of any member shall be deemed a resignation. A majority of the Directors shall constitute a quorum for Executive Board of Directors Meetings. Special meetings of the Board may be called by the written or verbal request of three of the Directors or by the President of the PRNC.

Section 4. Officers' Meetings.

- a) The Officers shall meet at least once a month, upon seven days notice, unless the meeting is cancelled upon the request of a majority of the Officers. Five consecutive absences from regular Officers' meetings of any member shall be deemed a resignation.
- b) A majority of three (3) of the Officers appointed by the Directors shall constitute a quorum for the Officers' Meetings.
- c) The President may call a special meetings of the Officers and shall call a special meeting upon the written or verbal request of three of the Officers.

Section 5, Committees and Committee Meetings.

All committees are made up of volunteers.

a)The Point Richmond Design Review and Land Use Committee (DR/LU) is a Standing Committee appointed by the Executive Board of Directors, as provided in Section 3 of Article V. The DR/LU Standing Committee consists of at least 5 and no more than 7 members appointed by the Board. The DR/LU conducts meetings to review all projects which require action by the City of Richmond Planning & Building Department. Their recommendations to the Membership are made by a consensus of their members present. LUDRC reports and recommendations are made at PRNC Membership Meetings. City Guidelines state such projects should be reviewed and a written neighborhood council recommendation be made to the City the before the project is submitted to the City. The PRNC's process includes the action by the DR/LC Standing Committee with a review and final action taken by the PRNC at a membership meeting. The DR/LU usually meets 90 minutes prior to the PRNC membership meetings and applicants must obtain guidance from the Committee prior to attending the meeting.

b) Ad Hoc Committees may be created or dissolved by the Officers as provided by Section 2 of Article VI. Ad Hoc Committees shall meet as often as deemed necessary to do their work. Reports to the membership or to the Officers, shall be made as needed. Each committee shall appoint the members they need to take action.

ARTICLE IX – FINANCIAL ADMINISTRATION

Section 1. Fiscal Year. The fiscal year of the Council shall commence on first day of January in each year.

Section 2. Dues. The annual dues as provided for in Section 5 of Article IV and shall be payable in April or at the Annual Membership Meeting held in April.

Section 3. Reports. The Treasurer shall provide the Annual Financial Report as provided in Section 2(e) of Article VI at the Annual Membership Meeting held in April.

ARTICLE X – AMENDMENTS

Section 1. Amendments. These By-Laws may be amended by a two-thirds vote of the PRNC members present and voting, at any Membership Meeting, provided the proposed amendments are submitted to the membership in writing at least one month in advance of the meeting.

ARTICLE XI – RULES OF ORDER

Section 1. The rules of parliamentary procedure contained in Roberts Rules of Order Revised shall loosely govern this organization in the transaction of all business not otherwise herein provided.