

## **Summary of 2015 Proposed Revisions to the Bylaws of Tucson Residents for Responsive Government**

Submitted by Bylaws Committee members: Colette Altaffer, Ruth Beeker and Ceci Cruz  
to the Board of Directors on Feb. 5, 2015

Approved by the TRRG Board of Directors for consideration at April 25, 2015 Annual Meeting

A copy of the current By-laws with changes identified by line-outs for suggested omissions and revised text in underlined bold print follows this explanatory page. According to the current bylaws, any proposed changes must be submitted to the membership 60 days prior to the Annual meeting. These changes will be discussed and voted on at the TRRG Annual Meeting on Saturday, April 25, 2015.

### **Article II Membership Section 4 Annual dues**

Addition specifies what a TRRG year is for annual membership renewal purposes

### **Article III Meetings of Members Section 2 Special meetings or events of the members**

Clarification by removing references to Board of Directors meetings which are addressed in Article IV Section 3 and adding "events" as a TRRG function

### **Article IV Board of Directors Section 3 Meetings and notices**

Change of policy to give the Board the flexibility to meet on short notice if circumstances require quick action. (Ex. Respond to Mayor/Council agenda items posted few days prior to their scheduled meeting)

### **Article IV Board of Directors Section 5 Board action to fill vacancies mid-term**

Clarification that interim board appointments will be not considered as part of that individual's 4 year term limit

### **Article VI Committees**

Change in structure of TRRG to replace "standing committees" simply with "committees" and permit co-sponsoring with other organizations. This change reflects how TRRG has evolved during the past year. Few members indicated a desire on their membership application to serve on the standing committees, and the majority of those who did were already involved in other organizations addressing that topic. "Committees" gives TRRG the flexibility for the Board of Directors and TRRG members to respond to specific issues as circumstances arise.

## Bylaws of Tucson Residents for Responsive Government

### ARTICLE I NAME AND PURPOSE

**Section 1 Name:** The name of the organization shall be Tucson Residents for Responsive Government (TRRG). It shall be a nonprofit advocacy association.

**Section 2 Purpose:** Tucson Residents for Responsive Government is an all-volunteer coalition whose mission is to effect concrete change in the way the City of Tucson interacts with its residents to ensure that integrity, transparency, accountability, collaboration and sensitivity to quality of life govern all city processes.

### ARTICLE II MEMBERSHIP

**Section 1 Eligibility for membership:** Application for voting membership shall be open to any resident of the City of Tucson who supports the purpose statement in Article 1, Section 2.

**Section 2 Verification of Tucson Residence:** All members of TRRG affirm that their primary residence is within Tucson city limits. The Board may require that any member furnish evidence of residence. Failure to provide evidence acceptable to the Board will result in loss of TRRG membership. Evidence of residence will include at least one of the following: the member's name and City of Tucson address on a driver's license, voter registration card, preprinted IRS form, utility bill, rent receipt containing the landlord's contact information, or Pima County Assessor listing for primary residence; testimony of a TRRG member in good standing; or other substantiation acceptable to the Board. Ownership of business or rental property within Tucson city limits shall not be sufficient to establish residence.

**Section 3 Membership:** Membership is granted after receipt of a completed membership application (available on TRRG's website and by request) with accompanying payment of dues. To remain a member, yearly dues must be paid.

**Section 4 Annual dues:** Basic annual dues shall be \$10 each year unless changed by a majority vote of the members present at an annual meeting of the membership. **TRRG's fiscal year runs from July 1 to June 30. Only those residents who have been members for the entire previous fiscal year will be asked to renew their membership.**

**Section 5 Rights and responsibilities of members:** Each member shall be eligible to cast a vote for the Board of Directors; to vote to change the Bylaws; to contribute ideas to the Board of Directors; and to take an active role on committees.

**Section 6 Supporting Organizations:** Any existing organization, association, coalition, business, or non-resident who supports the purpose statement in Article 1, Section 2 can become a non-voting supporting Friends of Tucson Residents for Responsive Government by completing an application found on the TRRG web-site. The Board of Directors will compile a listing of the Friends of TRRG to demonstrate the breadth of support in the community for TRRG's purpose.

### ARTICLE III MEETINGS OF MEMBERS

**Section 1 Annual Meetings:** An annual meeting of the members (and non-voting guests) shall take place in the month of April or May, the specific date, time and location to be designated by the Board of Directors. At the annual meeting, members shall receive reports on the year's activities of TRRG, transact any business as may properly come before the members, and elect Board of Director members **with by** a written ballot. (See Article IV, Section 4, Board Elections) After the election of the new Board, it shall convene within 30 days to elect its officers for the coming year.

**Section 2 Special Meetings and Events of the Members: Special meetings and events may be called by the Chairperson of the Board; a simple majority of the TRRG Board; or by a petition signed by no fewer than five percent of voting members and submitted to the Board.**

**Section 3 Notice of Meetings:** Notice of ~~the~~ annual meetings and the ~~regular~~ meetings of the Board of Directors, to be held at least quarterly, will be posted on the organization's web site and sent by e-mail to members for the organizational year one month prior to the meeting date. Notices of special meetings and events will be sent by e-mail, or by postcard (at member's request) not less than 2 weeks prior to the date of the meeting.

**Section 4 Quorum:** Members present at any properly announced meeting shall constitute a quorum.

**Section 5 Rules of Procedure:** The current edition of the Roberts Rules of Order shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Bylaws and any special rules of order the Organization may adopt.

## ARTICLE IV BOARD OF DIRECTORS

**Section 1 Board of Directors' Role, Size and Compensation:** The TRRG Board of Directors is responsible for overall policy and direction of Tucson Residents for Responsive Government. The Board may have up to eleven (11) but no fewer than five (5) members. The Board receives no compensation.

**Section 2 Terms:** All Board members shall serve for a two (2) year term and are eligible for reelection for an additional two (2) year term. Terms shall be staggered to assure continuity of institutional memory while gaining fresh perspectives from new members. Past Board members may be appointed or run for election again after being off the Board for a full year.

**Section 3 Meetings and Notices:** The Board shall meet at least quarterly at an agreed upon time and place posted on the website. An official Board meeting requires that each Board member be e-mailed or mailed a notice which includes a draft agenda at least one week in advance. This notice and draft shall be posted electronically on the TRRG site(s) at that time. Special meetings of the Board may be called at the request of the Chairperson; by the majority of the board; or by a petition signed by no fewer than five percent of voting members is and submitted to the Board. Notices, which include the special meeting agenda, must be sent to each Board member by e-mail ~~or~~ mail-phone (at members' request) no less than 24-hours prior to the meeting ~~two (2) weeks prior to the meeting~~ and the announcement posted on the TRRG web-site. A majority of the Board constitutes a quorum; a majority of those present must approve any action to be taken. The Board can conduct business electronically as needed, utilizing the same rules for decision-making as used in face-to-face meetings.

**Section 4 Board Elections:** Board members shall be elected or re-elected by the members present at the Annual Meeting. The Board is responsible to nominate a slate of ~~perspective~~ prospective Board members who represent the diversity of the City of Tucson community. The slate will be posted on the web-site one (1) month prior to the Annual Meeting. Any member may self-nominate or nominate another candidate to be put on the slate up to three (3) weeks prior to the Annual Meeting by contacting the TRRG Chairperson; the chairperson will contact that nominee to see if s/he is interested in running and, if so, to obtain the required personal narrative. Each candidate must submit a brief biography, no more than 100 words, which details relevant past community involvements, strengths to contribute to the organization, and Ward of residence. This information will be posted on the web-site two (2) weeks prior to the annual meeting. Election is by written ballot; those elected are those who receive the most votes for the positions available, provided that a nominee has received at least 51% support of those casting ballots. If there are not enough candidates meeting ~~this~~ these criteria to fill the vacancies to the minimum number of required Board members, a run-off will be held using those nominees who received 30-50% of the vote. Votes will be counted at the Annual Meeting by three volunteers not on the slate.

**Section 5 Board Action to fill Vacancies Mid-term:** The Board is permitted to invite one or more members to join the Board midterm (not to exceed the maximum Board membership) when TRRG activities increase beyond the capacity of the sitting Board to fulfill them or when there is a vacancy created by an elected member's departure. The interim additional Board member's term will ~~end at the next pre-annual meeting ballot preparation deadline~~ not count against the term limit should she/he may decide to seek election to continue service.

**Section 6 Resignations, Terminations, and Absences:** Resignation from the Board must be in writing and received by the Secretary. A Board member shall be terminated following two (2) unexcused absences from Board meetings in one calendar year. A Board member may be removed for other reasons by a three-fourths vote of the remaining directors when such reasons would jeopardize the reputation of TRRG through criminal activity, inappropriate public statements or representations, or fraudulent representation of residence. Members may initiate the removal of a Board member by submitting a petition signed by 25% of TRRG membership.

## **ARTICLE V. OFFICERS**

**Section 1. Election:** The Board of Directors shall elect their officers for the coming year within 30 days of its election at the Annual Meeting.

**Section 2. Offices and Duties:** There shall be four offices filled by the TRRG Board: Chairperson, Vice Chairperson, Secretary, and Treasurer. Their duties are as follows:

**The Chairperson** shall convene and preside at the Annual Meeting and other special meetings for the membership; convene Board of Director meetings and preside, or arrange for other Board members to preside, at each Board of Director meeting in the following order—Vice Chairperson, Secretary, Treasurer. The Chairman shall set the agenda for meetings with the input from other Board members. Only the Chairperson or her/his designee shall be the media contact and public spokesperson on behalf of TRRG. Comments must be in accord with positions taken by the majority of the Board or, if response time is limited, agreed upon by its officers. No other officer or Board member may respond to a reporter or request from a reporter, mayor/council member, or city staff as representing TRRG.

**The Vice-Chairperson** shall, in the absence of the Chairperson, preside over meetings and act in the capacity of the Chairperson. The Vice-Chairperson shall and oversee the committee work designated by the Bylaws, the Board or the Membership. At the Annual Meeting, she/he will report or coordinate the reports of others on the work done during the prior year.

**The Secretary** shall be responsible for keeping records of Annual Meeting and Board Meeting actions, including overseeing the taking of minutes at all Annual Meeting and Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board meeting and assuring that organizational records are maintained.

**The Treasurer** shall make a financial report at the Annual Meeting and at each Board meeting and assist in the preparation of a budget, help develop fund raising plans as needed and to make financial information available to the Board and all members when requested. The Treasurer is to maintain a positive bank balance and to pay all bills in a timely manner with no delinquency charges. It is the Treasurer's responsibility to maintain records of: individual memberships and supporting organizations; dues paid, how paid, and date paid; and amount, date and method of payment for any donations received.

## **ARTICLE VI. Committees**

~~Section 1. Standing committees: TRRG shall have standing committees, chairs to be appointed by the Board of Directors and members to be TRRG members, in the following areas:~~

~~Education committee, which will produce and annually update a membership directory of those who can provide expertise on topics of concern to the community in line with the TRRG purpose. It may also create other materials judged needed for community education and sponsor forums on relevant topics to meet TRRG purpose.~~

~~Land use committee, which will monitor Unified Development Code changes, Planning and Development Service-Department actions, the Board of Adjustment and the Planning Commission, and the implementation of PlanTucson principles to evaluate and advocate that their processes and procedures meet the TRRG purpose.~~

Transportation committee, which will monitor topics and advocate for action addressing street and street-scape design and maintenance, major streets and routes mapping, RTA projects, alternative modes of transportation including bikes and pedestrians, etc. to meet the TRRG purpose.

Mayor/Council oversight committee, which will monitor study sessions, regular sessions and other communication/actions to evaluate and publicize each elected officer's positions/votes in supporting the TRRG purpose.

Section 2. Ad hoc committees with a stated purpose aligned with the TRRG purpose may be formed from time to time at the direction of the majority of the Board of Directors or by petition to the Board signed by 5% of the TRRG membership.

**Section 1. Committees with a stated purpose aligned with the TRRG purpose may be formed from time to time at the direction of the majority of the Board of Directors or by petition to the Board signed by no fewer than 5% of the TRRG membership.**

**Possible topics which may be addressed include:**

- **Strengthening the organization through active recruitment of new members and friends**
- **Community education through forums and print materials**
- **Monitoring of land use policies, as reflected in Unified Development Code changes and actions taken by the Board of Adjustment and Planning Commission**
- **Cooperative efforts with City staff to implement Tucson's general plan**
- **Advocating inclusive transportation polices, such as street and streetscape design and maintenance; major streets and routes mapping; RTA projects; alternative modes of transportation including bikes and pedestrians**
- **Monitoring of Mayor/Council study sessions, regular sessions, and other communication/actions to evaluate and publicize each officer's positions/votes in supporting the TRRG mission**
- **Evaluation of the effectiveness of Boards/Committees/Commissions**
- **Response to current governmental topics which relate to TRRG's mission**

**Section 2. TRRG may co-sponsor initiatives with other established organizations or citizen groups which the majority of the Board of Directors determines to be aligned with TRRG's mission.**

## **ARTICLE VII. AMENDMENTS TO THE BYLAWS**

**Section 1 Amendments: Amendments to the Bylaws shall be by a vote of the membership.** Any proposed amendments to the Bylaws can be initiated by a two-thirds majority of the Board or a petition signed by 25% of the members in good standing. The Secretary will send out the proposed text of the amendment(s) to members 60

days prior to the Annual Meeting or Special Meeting of the Membership at which the amendment(s) will be voted on. During the meeting, the vote will be preceded by a discussion of the proposed amendments. If approved by the majority of the members present, the amendments will be effective immediately.

**CERTIFICATION:**

These Bylaws were approved at a membership meeting on June 21, 2014.

Signed by Secretary \_\_\_\_\_ Date \_\_\_\_\_

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These Bylaws were amended at a membership meeting on \_\_\_\_\_

\_\_\_\_\_ Date \_\_\_\_\_

JD Garcia, Secretary