**Attachment 5**

**Proposed Area Council Bylaws**

Each Area Council shall have bylaws approved by Boys & Girls Clubs of America. The bylaws may be amended by the Area Council, but such amendments must be approved by Boys & Girls Clubs of America before they become effective. A copy of the bylaws and all amendments should be filed with BGCA's Senior Vice President for Services to Clubs.

**Area Council Bylaws**

**Article 1 (Name)**

The name of this Area Council is New Mexico Area Council of Boys & Girls Clubs of America.

**Article 2 (Purpose)**

The Area Council is created for the purpose of exchanging information and collaboration by its members in connection with plans, programs, methods and opportunities; to provide a forum for education; to interpret the purpose and programs of the Boys & Girls Clubs to the public; to plan joint consideration and action with other organizations and agencies; to provide opportunities for conferences with the officers and staff of Boys & Girls Clubs of America; to assist in the establishment of new Boys & Girls Clubs; to assist in securing support for the Boys & Girls Clubs of America Movement and for any other purposes consistent with the purposes and: policies of Boys & Girls Clubs of America, provided, however, that, in promoting any of the foregoing purposes, this Area Council shall not commit Boys & Girls Clubs of America to any financial obligation without the consent of Boys & Girls Clubs of America.

**Article 3 (Membership)**

The membership of this Area Council shall consist of member organizations of Boys & Girls Clubs of America within the State of New Mexico that are in good standing with Boys and Girls Clubs of America and the New Mexico Area Council. Each member organization shall be represented on the Council by their chief volunteer officer or their designee. A member in good standing shall have paid in full its membership dues for the previous calendar years.

**Article 4 (Meetings)**

This Area Council shall meet at least two times a year, one of which shall be an annual meeting for the election of officers and the transaction of such other business as may legally come before it. The annual meeting shall be held in the spring of each calendar year at such time and place as the chairperson may designate as authorized by the Area Council and for which members have been notified in writing or by email at least 30 days prior to the date of the meeting.

**Article 5 (Quorum)**

A quorum of the membership shall exist when 51% of the members or their designee are present, attend by phone or proxy, at a duly called meeting of the Area Council.

**Article 6 (Officers)**

This Area Council shall elect a chairperson, vice-chair, executive secretary and such other officers as may be desired. The officers shall each be board volunteers from qualified member Boys & Girls Clubs organizations and shall serve a term of two years, except the Executive Secretary position which may be filled by a CEO.

**Article 7 (Duties of Officers)**

**Chairperson.** It shall be the duty of the chairperson to preside at all meetings of the Area Council, to act as ex-officio member of all committees and to act as the representative head of the Area Council at all times. The chairperson shall serve as a member of the National Council of Boys & Girls Clubs of America but does not have voting privileges.

**Vice-Chairperson.** It shall be the duty of the vice-chairperson to perform the duties of the chair in their absence, resignation or inability of the latter to act and to chair one or more committees or activities as appointed by the chairperson.

**Executive Secretary.** There shall be an executive secretary of the Area Council whose duties shall be:

1. to assist in planning the activities of the Area Council
2. to act as the liaison officer between the Area Council and Boys & Girls Clubs of America;
3. to notify each member of the Area Council of the time and place of meetings;
4. to keep minutes of Area Council meetings and file them with the Area Council chairperson, member organizations of the Council, and the regional service center of Boys & Girls Clubs of America;
5. send out notices regarding dues;
6. receive and disburse funds and keep a true and accurate record of all finances;
7. to provide a financial report of the Area Council at the annual meeting;
8. to perform any other duties incidental to the office and, in general to promote the Boys & Girls Club Movement in the area;
9. when term of office expires, to transfer records of meetings, important documents and papers to the new executive secretary.

**Treasurer**

1. Treasurer is from the Organization approved by the Area Council Members to manage the fiscal obligation of the Area Council.
2. The designated Organization will use their own 501C3 Status in management financials and follow the rules and regulations of the State, Federal and BGCA.
3. Receive and disburse funds, keep a true and accurate record of all receipts and disbursements of the Council.

**Article 8 (Dues)**

The membership dues for each member organization of the Area Council shall be reviewed and set annually by the membership at the annual meeting.

**Article 9 (Voting Privileges)**

Each qualified member organization of this Area Council will have one official vote upon all matters brought before the Area Council for a vote. Provisional Boys & Girls Clubs may be qualified

members of the Area Council, but they do not have voting privileges. A Clubs voting privileges are considered ‘Revoked’ if the clubs Area Counsel Dues are over a year delinquent.

**Article 10 (Amendments)**

The bylaws of this Area Council may be amended by a majority vote of the Council's qualified membership, upon approval by Boys & Girls Clubs of America. Amendments must be provided in writing to all qualified member of the Area Council thirty (30) day prior to the consideration of the amendment(s) at a regularly scheduled and called meeting of the Area Council.