

# Waverly Community Group, Inc.

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## *Bylaws*

### **I. Names**

The organization shall be named the Waverly Community Group, Inc. (WCG), and is located in Waverly, northern Larimer County, Colorado. Any reference to the Waverly Community Group (WCG) herein is a reference to the Waverly Community Group, Inc. The WCG shall elect a Board of Directors (Waverly Community Board [WCB]) to facilitate social and educational gatherings for the community.

### **II. Geographic Location**

The Waverly Area is generally bound on the north by County Road 72, on the east by County Road 11, on the south by County Road 64, and on the west by County Road 21.

### **III. Members**

All adults who reside in or own property in the Waverly Area may be members of the Waverly Community Group. Other nearby residents may also be members by request, approval of which by the Waverly Community Board (described below in Section V), shall not be unreasonably withheld. Nearby residents wishing to join the WCG shall send their request, postal address, and email address to the WCG Board secretary in order to be recognized.

### **IV. Purpose**

The Waverly Community Group strives to stay informed about issues and situations that may impact the future of Waverly as a rural community. To that end, through its elected Waverly Community Board, it hosts social events, and informational and educational gatherings to create an environment for the community to understand the issues, share opinions, and create camaraderie among its residents.

The Waverly Community Group provides communication of an informative nature to interested Waverly residents and highlights the area's history, culture, rural character, and natural resource values that can be considered an asset for present and future residents.

The Waverly Community Group helps to bring interested residents together to discuss issues affecting the area so the community can be active regarding concerns rather than automatically becoming absorbed by neighboring communities.

The Waverly Community Group and the Waverly Community Board are not political or governmental groups and as such will not make recommendations to the County or other groups on behalf of the community.

The Waverly Community Group maintains a bank account that accepts voluntary donations used to support community expenses of a social and educational nature as well as appreciative donations for the use of facilities.

## **V. Waverly Community Board**

- A. The Waverly Community Group will elect up to 13 residents of the Waverly Area to serve on the Waverly Community Board (WCB).
- B. WCB members will serve one year terms.
- C. Members of the WCB shall be nominated from the floor and be elected by a majority vote of the Waverly Area residents attending the annual meeting of the WCG.
- D. A member of the Waverly Community Board shall be replaced if the member moves out of the Waverly Area or resigns from the committee. Replacement of a member shall be by appointment of the WCB, and that new member shall serve for the remainder of the predecessor's term.
- E. At the discretion of the WCB, members missing three consecutive regular meetings or four meetings within the calendar year may be replaced.
- F. Elected and appointed WCB members must:
  - 1. Reside within the Waverly Area or have been admitted by request and approval as described above in Section III.
  - 2. Support the stated purposes of the WCG.
  - 3. Support the gathering, evaluation, and dissemination of information about issues that may impact the Waverly community and its residents, and agree that email address lists and website content are proprietary to the organization and shall not be shared or used without authorization of the WCB.
  - 4. Commit to attend regular meetings plus annual and special meetings.
  - 5. Commit to working on various committee assignments as needed.
  - 6. Commit to an exchange of information among board members, particularly of administrative matters, whether via email, or other means.
  - 7. Understand that spouses of WCB members may not serve concurrent terms on the WCB.
  - 8. Be respectful to each other and of the board process while recognizing diversity of opinion.
  - 9. Agree that meetings will be held in an atmosphere that encourages participation of all attending parties, regardless of opinion.

## **VI. Officers**

- A. The Waverly Community Board shall elect from among its members a Chair, Vice-Chair, Secretary, and Treasurer at its first regular meeting after the annual meeting each year. Officers shall assume office upon election and serve their term or until their successors are elected.
- B. All officers shall communicate with each other to further the mission of the group.

- C. Board members shall not represent the Waverly Community Group or the Waverly Community Board without prior authorization from the Chair.
- D. Duties of each of the officers are:
  - a. Chair: The Chair will facilitate all meetings of the Waverly Community Group and the Waverly Community Board and shall be the official spokesperson for the Committee.
  - b. Vice-Chair: The Vice-Chair shall preside in the absence of, or at the request of, the Chair.
  - c. Secretary: The Secretary shall take minutes for the WCG and the WCB, make timely information available to the community, make diligent efforts to keep the website, email and regular mail lists current, advertise meetings in advance, publicize special events, and perform other administrative tasks as required.
  - d. Treasurer: The Treasurer shall deposit donations received into a Waverly Community Group, Inc. bank account, keep financial records, and pay obligations of the WCB and the WCB after receiving approval from the Waverly Community Board.
- E. The Board of County Commissioners and the Planning Department of Larimer County shall be notified by the Secretary when a new chair and secretary are elected.

## VII. Meetings

- A. A full membership meeting of the WCG shall be held each year (the annual meeting). Notice of all meetings, including the annual meeting, shall be posted on the website of the WCG no less than one week prior to the meeting date and will appear in a newspaper of general circulation (the Coloradoan and/or the North Forty News).
- B. Regular and special meetings are open to the public.
- C. Meetings of the Waverly Community Board shall be held once a month unless otherwise posted. Waverly residents are encouraged to attend. Guests who wish to address the Board should notify the Secretary in advance so they may be added to the Agenda. Meeting location and details will be posted on the website. The Chair and Secretary shall prepare the meeting outline and distribute it by regular or electronic mail, along with the minutes of the previous meeting and any other pertinent reports or information to the Waverly Community Board members at least two business days preceding the regularly scheduled meeting. Reports or materials handed out at meetings shall be sent to members who were absent or placed on the website, as available. Minutes shall be placed on the website after approval by the WCB.

## VIII. Voting

- A. All adult Waverly Area residents present at the WCG annual meeting shall have the right to vote. Action by a majority vote of the residents present shall constitute an action of the WCG except in the case of amendments to the bylaws which requires a two-thirds majority vote of those in attendance.
- B. A quorum at any WCB meeting shall consist of a majority of the currently elected or appointed members. Any action by a majority vote of the members present, provided there is a quorum, constitutes an action of the Board. In the event a quorum is not present at any meeting, the

members may adjourn and reschedule the meeting at a later date with notice. Only members of the WCB shall have the right to vote at WCB meetings.

## **IX. Committees**

Sub-committees and working groups of the Waverly Community Board may be formed by the Chair from WCB members and/or the community at large as necessary. Such sub-committees and/or working groups will be formed from time to time to work on special projects and give progress reports and recommendations at regular meetings. Upon completion of the assigned task, the chair shall dissolve those sub-committees or working groups.

## **X. Parliamentary Authority**

A roll call vote shall be taken whenever requested by any member of the WCB. All meetings shall be governed by parliamentary procedure according to Robert's Rule of Order Newly Revised. No proxy votes shall be allowed for voting on issues that come before the Waverly Community Group. Proxy voting shall be allowed however, among Waverly Community Board members (one board member to another, e.g. not to spouses or friends) at Waverly Community Board meetings. The proxy must be in writing and either emailed and/or hand delivered to the meeting at which it is to be used for voting.

## **XI. Code of Ethics**

A Waverly Community Group or Board member shall excuse himself or herself from discussion and voting if a potential conflict of interest exists.

## **XII. Amendments**

These bylaws may be amended in whole or in part by a 2/3 vote of the Waverly Community Group, during a regularly scheduled meeting, provided any proposed changes to the bylaws are distributed in written form to all members and are posted on the website at least two weeks prior to the meeting at which action is requested to be taken on the proposed changes.

Approved by the Waverly Community Group this 2nd day of November, 2013.

Waverly Community Group

Waverly Community Board

By: Jan Kroeger

Chair