

Arlington-East Falls Church Civic Association Constitution and By-Laws

(revised October 2, 2003)

Constitution

ARTICLE 1 – NAME

This organization, a non-profit, nonpartisan civic association in Arlington County, Virginia, shall be known as the “Arlington-East Falls Church Civic Association.”

ARTICLE 2 – OBJECTIVE

The objective of this Association is to promote the general welfare of the citizens of Arlington, particularly within the area as described in Article 3.

ARTICLE 3 – AREA

The Association area shall extend from the county line at North Trinidad Street, following Trinidad Street to 26th Street to Sycamore Street to 27th Street to Lexington Street to Lee Highway to Quantico Street to Interstate 66, north along Interstate 66 to Roosevelt Street to county line, and following that line north and east to the first mentioned point at Trinidad Street.

ARTICLE 4 – MEMBERSHIP

All persons 18 years of age and older regularly employed in, residing in or owning real property within the area as described in Article 3, are eligible for membership. All Members are eligible to serve on committees established by the Board of Directors. All other persons or entities may become Associate Members.

ARTICLE 5 – OFFICERS AND ELECTIONS

Section 1. The members shall elect at a general membership meeting officers and area representatives, who shall serve without compensation and shall be members in good standing.

Section 2. Officers shall be a president, vice-president, treasurer, secretary, and Neighborhood Conservation Advisory Committee representative. The president shall not serve in that office for more than two consecutive years.

Section 3. Area representatives shall be representatives for a neighborhood area within the Association boundaries. The boundaries of neighborhood areas within the association shall be designated by the board of directors and shall represent, as close as possible, contiguous neighborhoods.

Section 4. The board of directors, comprised of the officers and the area representatives, shall act for the association on matters involving the community interest which arise between general membership meetings. Such action is authorized by a simple majority of the Board members present at a duly called meeting of the board, at which a quorum of the board of directors is present. The board of directors shall be empowered to obligate and expend the funds of the association in accordance with an annual budget approved at a general membership meeting, and also in amounts of up to \$100 per item of expense not specified in the budget.

ARTICLE 6 – POWERS AND DUTIES OF DIRECTORS

The officers, directors and other persons designated to act on behalf of the association shall have such powers and duties as may be provided by the by-laws.

ARTICLE 7 – REMOVAL OF OFFICERS

Any officer or director may be removed from office by a two-thirds vote of the total membership of the board of directors or a two-thirds vote of the members present and voting at any *association* meeting, providing that written note of a removal vote be delivered to the officer or director concerned at least two weeks prior to the vote.

Any officer's or director's position shall be considered vacant when the incumbent to the position has not performed the duties of the position and/or has been absent from meetings of the Board of Directors for four consecutive months.

ARTICLE 8 – AMENDMENT TO THE CONSTITUTION

This Constitution may be amended by a two-thirds vote of the members present and voting at any duly announced meeting of the Association, provided that a quorum is present and that the members have been notified in writing of the proposed amendment at least five days in advance of the meeting.

Arlington-East Falls Church Civic Association Constitution and Bylaws

(revised October 2, 2003)

Bylaws

BYLAW 1 – DUES

Dues shall be \$5.00 (five dollars) per person for each fiscal year and shall entitle that member to representation through one vote on all Association business considered at meetings of the membership during that fiscal year. Dues shall be \$25.00 (twenty-five dollars) per associate member for each fiscal year but shall not entitle such associate member to a vote on Association business.

BYLAW 2 – FISCAL YEAR

The association's fiscal year shall commence September 1 and end on August 31 of the following year.

BYLAW 3 – MEETINGS

Section 1. General membership meetings shall be held at least three times each fiscal year, in fall, winter, and spring, on dates selected by the board.

Section 2. Additional general membership meetings may be called by the president of the association, and shall be called by the president upon the written request of half of the board of directors or of twenty voting members of the Association.

Section 3. Notice of each general membership meeting shall be mailed or delivered to each household and establishment within the association area.

Section 4. The board of directors shall normally meet on the first Thursday of each month at a time and location specified by the president. Special meetings of the board of directors may be called by the president or upon written request of half of the members of the board of directors.

Section 5. The date, time, and place of general membership and board of directors meetings shall be set at the beginning of each fiscal year and made publicly available.

BYLAW 4 – QUORUM

A quorum for the purpose of conducting the business of the association shall consist of twenty members. A quorum for conducting business by the board of directors shall be one-half of the total numbers of officers and directors.

BYLAW 5 – DUTIES OF OFFICERS AND AREA REPRESENTATIVES

Section 1. President – The president shall preside at meetings of the general membership and board of directors and perform such other duties as pertain to that office.

Section 2. Vice President – In the absence of the president, the vice president shall perform all the duties of the president. The vice president shall be responsible for publishing an association newsletter at three times each year and performing other activities directed at improving the communications of association

activities to the membership and general public. Also, the vice president shall perform such other duties as delegated by the president.

Section 3. Treasurer – The treasurer shall be custodian of all funds of the association, shall be bonded in an amount deemed sufficient by the board of directors, and shall maintain such funds in a bank account in the name of the association. The treasurer shall give an oral and written report at all regular and special meetings of the association and of the board of directors on the amount of money on hand and the receipts and expenditures since the last preceding meeting. If directed by the board of directors, there shall be an audit by a person or persons appointed by the board of directors at the end of each fiscal year, and such audit shall be presented to a meeting of the board to which the outgoing treasurer has been invited. Audits shall be held no less than every 5 years. At the expiration of the treasurer's term, the Treasurer shall turn over to the succeeding treasurer all funds, property and fiscal records of the association pertaining to the office. The treasurer shall maintain the membership list of the association. In case both the president and the vice president are absent, the treasurer shall perform the duties of the president. In addition, the treasurer shall prepare the annual budget for submission to the association.

Section 4. Secretary – The secretary shall record the proceedings of the association and board of directors, keep attendance records for the board of directors, be custodian of the constitution and by-Laws, and keep the roll of officers, committees, and appointments by the board of directors. In addition, the secretary shall handle the correspondence of the association, prepare and send out notices of association and board of directors meetings, and perform such other duties as pertain to the office. At the expiration of the term, all property and records of the association pertaining to the office shall be turned over to the incoming secretary.

Section 5. Neighborhood Conservation Advisory Committee representative and alternate - The Neighborhood Conservation Advisory Committee representative shall participate in the meetings of the Neighborhood Conservation Advisory Committee and represent the position of the board of directors in doing so. The representative shall inform the board of directors regularly of pending issues within the association area and assist members in bringing neighborhood conservation business before the board of directors, general membership, and Neighborhood Conservation Advisory Committee. The Neighborhood Conservation Advisory Committee alternate shall assist the representative and perform these duties in their absence.

Section 6. Area representative – The areas representative shall assist members within their areas in bringing business or concerns before the board of directors and general membership. Representatives shall communicate matters of interest to persons within the area, including by ensuring that association newsletters are distributed to each household and establishment in the assigned neighborhood area.

BYLAW 6 – ELECTION OF OFFICERS

Section 1. All officers and area representatives shall be elected at spring general membership meeting to serve until new officers are elected at the next spring general membership meeting. The board of directors shall name a nominating committee of at least three members of the association. This committee shall prepare a list of at least one nominee for each association officer and director, which list shall be placed in the notice of meeting sent or delivered to the members in conformity with by-law 3, section 3, before the spring general membership meeting. Nominations for any office may be made from the floor at that meeting. All nominees for association office shall be paid-up members as defined by by-law 1.

Section 2. Any vacancy occurring on the board of directors between the spring general membership meetings shall be filled by a simple majority vote of the board members present at a duly called meeting of the board at which a quorum of the board members is present or by a simple majority vote of the association members present at a duly called general meeting at which a quorum of the association members is present.

BYLAW 7 - APPOINTMENTS BY THE BOARD OF DIRECTORS

Section 1. The president, with the approval of the board of directors, may appoint members in good standing to perform various tasks on behalf of the association or represent the association to other bodies. Positions include, but are not limited to, Arlington Civic Federation delegate and alternate, membership coordinator, neighborhood day coordinator, business liaison, school liaison, and Internet page administrator.

Section 2. Appointments shall be communicated to the members on a regular basis in the newsletter and Internet page and shall be reviewed annually.

Section 3. The president, with the approval of the board of directors, may withdraw an appointment or close a position at any time.

BYLAW 8 – AFFILIATION WITH ARLINGTON CIVIC FEDERATION

Section 1. The association shall maintain affiliation with the Arlington Civic Federation and shall adopt all necessary measures to conform with the reasonable requirements for such purpose.

Section 2. The president of the association, with approval of the board of directors, may appoint delegates to the Arlington Civic Federation in accordance with Federation rules. These delegates shall be certified to the Arlington Civic Federation.

BYLAW 9 – CONDUCT OF MEETINGS

Section 1. Meetings shall be conducted in accordance with Robert's Rules of Order (revised).

Section 2. Order of Business. The following shall be the regular order of business, but may be suspended if there is no objection or if changes is voted by the membership:

1. Approval of minutes of preceding meeting.
2. Report of Treasurer.
3. Reports of Committees and Representatives.
4. Old business.
5. New business.
6. Program.
7. Adjournment.

Section 3. Majorities. A simple majority vote of members present at the meeting, except as provided in the constitution, shall decide any question.

BYLAW 10 – EMERGENCY BUSINESS

Section 1. The board of directors may decide any question outside of a board meeting, including by use of e-mail, if two-thirds of the members of the board agree such action must occur before the next scheduled meeting of the board.

BYLAW 11 – ASSOCIATION NEWSLETTER

At least three times each fiscal year, usually prior to a general membership meeting, the association shall publish and distribute to all households and establishments in the Association area a newsletter. The purpose of the newsletter is to keep community members informed of issues of community interest, important actions by the board of directors, other appropriate information, and encourage community participation. The vice president shall prepare the association newsletter, solicit paid advertising, and obtain the president's approval before publication. The newsletter shall be produced and distributed as determined by the board of directors.

BYLAW 12- ASSOCIATION INTERNET PAGE

The association shall maintain an Internet web page. The purpose of the Internet page is to make association schedules and information publicly available, allow electronic communication among members, and provide Internet links to other Internet pages.

BYLAW 13 – AMENDMENTS TO BY-LAWS

These by-laws may be amended by the association membership in the same manner as amendments to the constitution, as provided for in Article 8, and also may be amended by the unanimous vote of the board of directors at a duly called meeting of the board members at which quorum is present and provided that the board members will have had at least five days notice of the amendment to be voted upon.