

**ARLINGTON RIDGE CIVIC ASSOCIATION
CONSTITUTION AND BY-LAWS**
Updated 7/16/09 07/21/2011

**ARTICLE I
NAME AND PURPOSE**

Section 1. *Name.* The name of the organization shall be the Arlington Ridge Civic Association

Section 2. *Objectives.* The objectives of this Association shall be:

- a. To devise ways and means, including appraisal of current community interests, to promote the general welfare, safety, and civic spirit of the community embraced within the boundaries of this Association, its environs, and the County as a whole.
- b. To preserve, enhance, and plan for the orderly development of this neighborhood.
- c. To provide leadership within the community and coordination between and among its various organizations and activities in the furtherance of mutual interests and concerns.

Section 3. *Nature of Activities.* In its activities, the Association shall be non-partisan and non-political. It reserves, however, the right to oppose or to advocate any legislation deemed necessary to the welfare of this community, or any County ordinance, regulation, or administrative action or consideration of any nature whatsoever deemed to affect the welfare of its members, this community, or the County.

**ARTICLE II
BOUNDARIES AND MEMBERSHIP**

Section 1. *Boundaries of the Association.* This Association shall encompass the area shown in the attached map.

Section 2. *Regular Membership.* All adult property owners within the boundaries of this Association shall be regular members of this Association. All adults owning property on any street which is a common boundary between this Association and any contiguous association shall be regular members of this Association or of the contiguous association, as they may elect; provided, however, that such persons shall not be eligible for membership in both associations. Adults residing in the Association area who are not real property owners may request regular membership subject to approval by the Association's Executive Committee.

**ARTICLE III
ARLINGTON COUNTY CIVIC FEDERATION**

Section 1. *Federation Membership.* The Association, as a matter of policy, shall continue its membership in, and support of, the Arlington county Civic Federation, or any successor organization, and will provide qualified representation thereto.

**ARTICLE IV
NEIGHBORHOOD CONSERVATION ADVISORY COMMITTEE**

Section 1. *Committee Representation.* The Association, as a matter of policy, shall provide qualified representation to the Neighborhood Conservation Advisory Committee of Arlington County, or any duly constituted successor organization.

ARTICLE V OFFICERS, EXECUTIVE COMMITTEE, AND ELECTIONS

Section 1. *Executive Committee.* The officers of the Association shall be elected from the regular membership and shall consist of a President, 2 Vice-Presidents, Secretary, and Treasurer. The Executive Committee shall consist of the above-named officers.

Section 2. *Nominating Procedure.* A nominating committee of at least three (3) regular members shall be elected prior to the May meeting for the purpose of preparing a slate of officers ~~(one nomination for each office) and~~. In addition, the committee shall review the Association commitments and propose the number of VPs required and whether there is a need to fill AD HOC positions to ensure pressing neighborhood issues are adequately represented. . The committee shall make its report at the May meeting. Nominations from the floor will also be in order at the May meeting.

Section 3. *Election Procedure.* Election of the Executive Committee shall be at the Annual Meeting in July of each year. The elected members shall take office at the September regular meeting, and hold office for one year thereafter, or until their qualified successors are duly elected. Any regular member shall be eligible for election to any office. The election shall be by hand vote, and voting shall continue until a nominee has received a majority vote for said office. All vacancies for the above positions shall be filled in the manner provided, at the regular meeting of the Association following the one when the notice of such vacancy was announced.

Section 4. *Terms of Officers.* Officers of the Association will be elected for a term of one year. An individual member shall not serve more than two terms consecutively in the same office.

ARTICLE VI MEETINGS

Section 1. *Regular Meetings.* Regular meetings of the Association shall be held bi-monthly, or at other intervals set by the Executive Committee. The regular meeting held in July shall be the Annual Meeting.

Section 2. *Special Meetings.* Special meetings may be called by the President whenever, after consultation with the Executive Committee, such meetings are deemed necessary. Also, it shall be the duty of the President to call a special meeting upon the written request of twenty (20) regular members of the Association. At all special meetings of the Association, only such business as the meeting was called to consider shall be discussed and acted upon. The business for which such special meeting was called shall be set forth in the call.

ARTICLE VII DUES

Section 1. *Amount and Period of Dues.* The dues of the Association shall be voluntary. Membership vote shall determine the amount and frequency.

ARTICLE VIII COMMITTEES

Section 1. *Standing Committee.* The only standing committee shall be the Executive Committee. Any other committees will be formed by membership vote on the basis of need. The President, with the advice of the Executive Committee, shall determine composition of such committees.

Section 2. *General Provisions.* Each committee shall meet at the call of its chair, or when requested by a majority of its members. Chairs of committees or their designates shall represent the Association at meetings and hearings of other bodies as appropriate; except as otherwise authorized, they may speak

for the Association only in accordance with approved Association positions and policies. They may commit the Association only as specifically authorized by the Association or the Executive Committee.

ARTICLE IX DUTIES AND POWERS OF OFFICERS

Section 1. *President.* The President shall preside at all meetings of the Association and shall perform such other duties as pertain to the office. The President shall also act as Chair of the Executive Committee, and shall appoint all committees authorized by the Association. No person or persons shall represent the Association in any matter unless so authorized.

Section 2. *Vice-Presidents.* The two Vice Presidents shall be focused respectively on internal and external association affairs. In the absence of the President, one Vice-President shall perform the duties of the President, and in the absence of the President and one Vice-President, the second Vice President shall perform the duties of the President.

Section 3. *Secretary.* The Secretary shall record the proceedings of the Association and of the Executive Committee; be custodian of the Constitution and By-laws and incorporate therein all duly adopted amendments; transmit promptly all resolutions to the respective committees in accordance with the references; conduct correspondence of the Association; keep the roll of officers and members; notify all members of the Association of meetings, scheduled programs, and other matters of special interest; perform such other duties pertaining to the office as may be assigned by the Association; and, at the expiration of the term of the office, turn over to the succeeding Secretary, all books, documents, records, and property of the Association then in the possession of the Secretary.

Section 4. *Treasurer.* The Treasurer shall receive the funds of the Association and make payments for valid obligations of the Association. The Treasurer, with the concurrence of the Executive Committee, shall prepare a proposed Budget for each forthcoming fiscal year for approval by the members at the Annual Meeting in June. Records of all receipts and disbursements are the responsibility of the Treasurer. At the end of the fiscal year, the members of the Executive Committee will validate these records, reconcile end-of-year balances with bank statements, and sign the year-end Treasurer's report.

ARTICLE X DUTIES OF THE EXECUTIVE COMMITTEE

Section 1. *Executive Committee.* The duty of the Executive Committee is to advise the President, and to manage, conduct, and have general supervision over the financial and business affairs of the Association, subject, however, to the rights of the regular members of the Association, acting in regular or special meetings, to fix dues, authorize expenditures, and approve payment thereof. All proposed expenditures that are not included as line items in the Budget, and are in excess of fifty (50) dollars, shall be referred to the Executive Committee for consideration and recommendation prior to payment.

ARTICLE XI AWARDS

Section 1. *Certificate of Merit.* During the month of May each year, the Executive Committee shall consider honoring those members of the Association who, by exceptional or long-continued activities, have made such outstanding contributions to the welfare of our community as to deserve award of a Certificate of Merit. The award may be for service during the current or any previous years. The Executive Committee shall consider all nominations for such award submitted by members, which nomination shall include reasons therefor. However, no awards need be made in any year if, in the opinion of the Executive Committee, such award is not deemed appropriate. Awards recommended by the Committee shall be presented at the June meeting.

ARTICLE XII

QUORUM

Section 1. *Association Meetings.* The regular members present at any regular or special meeting shall constitute a quorum for the transaction of any business.

Section 2. *Executive Committee Meetings.* A majority of the Executive Committee shall constitute a quorum of said committee for the transaction of business.

Section 3. *Other Committees.* The members present, after due notice, shall constitute a quorum for the transaction of business by other committees of the Association.

ARTICLE XIII AMENDMENT OF BY-LAWS

Section 1. *Procedure for Amending.* Amendments to these Bylaws may be made at any regular meeting of the Association by a two-thirds vote of the members voting provided that the proposed amendments were presented in writing at the regular meeting immediately preceding, *or* if notice of the proposed amendments is mailed to each member at least five (5) days prior to the meeting at which the proposed amendments are to be offered.

ARTICLE XIV EFFECTIVE DATE OF BY-LAWS

Section 1. *Effective Date.* These By-Laws shall become effective when adopted by vote of the membership of the Association.

Bylaw Revision Status

Issue/Proposed Action	Bylaw Reference	Modification	Approval Status
Increase Dues to \$20.00	Article VII	None required; bylaw does not specify an amount	Approved 4/16/09
Officer Election	Article V Section 3	Change Election Date from June to July	Approved 4/16/09
Creation of a Second VP	Article V Section 1, Article IX	Add a second Vice President	Approved 7/16/09
Modify Meeting Schedule	Article VI Meetings	Change meeting schedule from monthly to bi-monthly meetings	Approved 7/16/09
Executive Committee	Article V Section 1, 2, 3	The amendment would eliminate the need for the 3 other elected members that sit with the elected officers but have no duties.	Approved 7/16/09
<u>Nominating Committee</u>	<u>Article V Section 2</u>	<u>Provide option to recommend additional VPs and AD HOC members to ensure adequate support of pressing neighborhood issues</u>	<u>Proposed; vote to be held 7/21/11</u>