

SEPTEMBER 5, 1984

ORIGINAL

COUNTRY CLUB HILLS CIVIC ASSOCIATION  
OF FAIRFAX, INCORPORATED  
BY-LAWS

ARTICLE I

NAME

The name of the Corporation shall be the Country Club Hills Civic Association of Fairfax, Incorporated, hereinafter called the Corporation.

ARTICLE II

PURPOSES

The purposes of the Corporation shall be:

A. To promote the general welfare of the Country Club Hills area of Fairfax City, Virginia.

B. To do all things appropriate and necessary to the foregoing purpose, or to conduct the affairs of said Corporation, and to have and to execute all powers granted similar Corporations under the laws of the Commonwealth of Virginia.

ARTICLE III

MEMBERSHIP AREA

The membership area is defined as the Country Club Hills Subdivision of the City of Fairfax, Virginia.

ARTICLE IV

MEMBERSHIP

Section 1. Each family occupying a home in the Country Club Hills subdivision shall be eligible for a membership in the Corporation.

Section 2. Payment of annual household dues will entitle members to participate fully in the affairs of the Corporation.

Section 3. The voting power of all members<sup>105</sup> shall be equal. No proxy votes will be permitted. Absentee votes will be permitted.

Section 4. Membership privileges of all eligible household members shall be suspended whenever such household is in default of dues or assessments and shall remain suspended until such dues or assessments are paid in full.

ARTICLE V

BOARD OF DIRECTORS

Section 1. The Corporation shall be managed by a Board of Directors

consisting of the elected officers of the association.

Section 2. The elected officers of the Corporation shall be a President, six Vice Presidents, a Secretary, and a Treasurer.

Section 3. The President of the Corporation shall serve as Chairman of the Board of Directors.

Section 4. No elected officer of the Corporation may serve more than two consecutive full terms in the same office in the Corporation.

Section 5. If a director fails to attend three consecutive regular meetings of the Board of Directors or fails, as determined by the Board of Directors, to perform any of his other duties as a director, his office may be declared vacant by the Board of Directors after consultation with said director and the vacancy filled as herein provided.

Section 6. Vacancies on the Board of Directors shall be filled by the Board of Directors upon approval of two-thirds of the members of the Board of Directors present at a duly called meeting of the Board. Such appointee shall serve until the next annual meeting of the Corporation.

## ARTICLE VI

### MEETINGS OF THE BOARD OF DIRECTORS

Section 1. Regular meetings of the Board of Directors shall be held at least once per quarter on a date designated by the Board. Special meetings may be called by the President or upon the request of any three directors. A majority of the directors shall constitute a quorum.

Section 2. A special meeting of the Board of Directors shall also be called upon the written request of any fifteen members of the Corporation. At such meeting, duly designated representatives of said members may attend to present any problem and proposed solutions for consideration by the Board.

## ARTICLE VII

### ELECTIONS

Section 1. The elected officers of the Corporation shall be the President, six Vice Presidents, the Secretary and the Treasurer, all of whom shall be elected at the Annual Meeting of the members and shall themselves be members in good standing of the Corporation. The newly elected officers shall assume their duties immediately after election and shall hold office until the next Annual Meeting of the Corporation.

### Section 2. Election Procedures

Prior to the month of January of each year, the President of the Corporation shall appoint a Nominating Committee consisting of a Chairman and four members of the Corporation.

The Nominating Committee shall nominate at least one candidate for each office in the Corporation to be filled for the ensuing year, and shall report these nominations to the Board of Directors prior to the month of January. The Board of Directors shall have the power to add more nominees to the list of the Nominating Committee. The Board shall give written notice to all members of the Corporation of the proposed slate of new officers at least seven days prior to the Annual Meeting, which will be held in January.

At the January Annual Meeting, nominations for elected offices may also be made from the floor, provided, that the nominee's consent has been previously obtained.

If, after all nominations have been recorded, there is only one nominee for an elected office in the Corporation, the president shall instruct the Secretary to record a unanimous vote for the nominee.

If, after all nominations have been recorded, there is more than one nominee for an elected office in the Corporation, a secret written ballot shall be cast by the members of the Corporation present. After all election ballots have been cast, the President shall appoint at least two members of the Corporation to count the written ballots and announce the election results to the members of the Corporation.

Section 3. Vacancies occurring during the year in any office shall be filled in accordance with Article V, Section 6 of these By-Laws.

## ARTICLE VIII

### DUTIES OF THE OFFICERS OF THE CORPORATION

Section 1. The President of the Corporation shall be the Chief Executive Officer of the Corporation and shall exercise general supervision over all operations of the Corporation, subject to the provisions of the By-Laws of the Corporation. The President shall call and preside over all general membership and Board of Directors meetings of the Corporation; shall appoint a Chairman for each committee of the Corporation, except as otherwise provided for in these By-Laws; shall serve as ex-officio member of all committees; and speak for the Corporation before City Council and appropriate Boards and Commissions of the City of Fairfax, Virginia when so directed by the membership or the Board of Directors.

Section 2. The Vice President for Civic Affairs shall serve as first Vice President of the Corporation and shall act for the President in his absence. He shall attend meetings of the City Council and other City agencies and advise the Board of Directors and the membership of developments or actions within the City of Fairfax which affect the members of the Corporation.

Section 3. The Vice President for Neighborhood Crime Watch shall organize and manage the Country Club Hills Neighborhood Crime Watch program.

Section 4. The Vice President for Membership shall coordinate the annual membership drive in September of each year and shall maintain appropriate membership records.

Section 5. The Vice President for Block Captains shall manage an organization of Block Captains in sufficient depth to: ensure prompt delivery of Corporation newsletters, the Directory, and any special notices; assist the Vice President for Membership in the annual September membership drive and collection of annual dues; assist the Vice President for Publications in the collection of data for the Directory; and notify the Chairman of the Welcoming Committee of new arrivals to Country Club Hills.

Section 6. The Vice President for Publications shall produce an annual Directory of the membership area for publication in January; shall produce the Corporation newsletter at least quarterly; and shall develop an advertising plan to help defray costs of the Directory and newsletters, as needed.

Section 7. The Vice President for Social Activities shall coordinate an annual social program for the members and assist in organizing social activities or clubs as desired by members of the Corporation.

Section 8. Each Vice President shall maintain an unofficial record (e.g., looseleaf/"turn-over file") which identifies any property, decorations, funds, checks or other assets for which he is responsible; programs and activities conducted; and problems encountered and solutions taken or recommended in connection with his office.

Section 9. The Secretary of the Corporation shall record all proceedings at official meetings of the Corporation and Board of Directors, shall retain the official files of the Corporation, and shall provide official notice to members and officers of all meetings of the Corporation as provided for in these By-Laws.

Section 10. The Treasurer shall act as the Chief Financial Officer of the Corporation and shall be responsible for the receipt, custody and disbursement of the Corporation's funds. The Treasurer shall report the balance in the Corporation's checking account and the total outstanding obligations at each general membership meeting of the Corporation. At the Annual Meeting in January, the Treasurer shall submit to the members of the Corporation an annual statement of income and expenses for the previous year. The Treasurer shall prepare such tax reports as local, state or federal agencies may require.

## ARTICLE IX

### COMMITTEES

Section 1. There shall be the following standing committees of the Corporation: Block Captains; Social; Neighborhood Crime Watch; and Welcoming.

Section 2. Block Captains Committee. The Vice President for Block Captains shall organize and chair a committee of Area Coordinators and Block Captains as necessary to accomplish the responsibilities outlined in Article VIII, Section 4 of these By-Laws.

Section 3. Social Committee. The Vice President for Social Activities will organize and chair a Social Committee as necessary to accomplish the responsibilities outlined in Article VIII, Section 7 of these By-Laws.



Section 4. Welcoming Committee. The President shall appoint a Chairman of the Welcoming Committee. The Chairman shall be responsible for organizing a committee to call upon, warmly welcome, and provide appropriate information to new arrivals to Country Club Hills, to encourage new arrivals to join the Corporation; and to notify the Vice Presidents for Membership, for Block Captains and for Publications of new arrivals.

Section 5. Neighborhood Crime Watch Committee. The Vice President for the Neighborhood Crime Watch shall be responsible for organizing a Neighborhood Crime Watch Committee and for working closely with the Fairfax City Police Department to organize and maintain a Block Watch Program for Country Club Hills. The Chairman shall report to the Board of Directors and at general membership meetings on the progress and problems in Crime Prevention in Country Club Hills.

Section 6. All committees shall be under the supervision of the President and subject to the authority delegated by the Board of Directors.

Section 7. At any general membership meeting or meeting of the Board of Directors, special committees may be established and a Chairman appointed by the President.

## ARTICLE X

### GENERAL MEMBERSHIP MEETINGS

Section 1. General membership meetings shall be held at the call of the President, upon request of a majority of the Board of Directors, or at the written request of fifteen members of the Corporation.

Section 2. A general membership meeting, known as the Annual Meeting of the Corporation shall be held during the month of January each year.

Section 3. Two additional general membership meetings shall be held annually, one in April/May and one in September/October.

Section 4. Written notice specifying the date, time and place of each general membership meeting shall be provided each household at least seven days prior to the scheduled date of the meeting by the Secretary of the Corporation.

Section 5. The Order of Business at general membership meetings of the Corporation shall be as follows:

- (1) Call to Order
- (2) Reading of the minutes of previous general membership meeting by the Secretary
- (3) Report of the Treasurer
- (4) Reports of the Vice Presidents
- (5) Reports of the Standing Committees
- (6) Reports of Special Committees
- (7) Transaction of unfinished business
- (8) Transaction of new business
- (9) Adjournment

Section 6. Robert's Rules of Order shall be recognized as governing the rules of procedure at all membership meetings of the Corporation.

Section 7. Ten percent of the members of the Corporation in good standing shall constitute a quorum at general membership meetings of the Corporation.

Section 8. If a quorum is not present at any time during a general membership meeting, the meeting may proceed, but no official action of the Corporation may be taken.

## ARTICLE XI

### DUES AND ASSESSMENTS

Section 1. The fiscal year of the Corporation shall begin January 1st of each year.

Section 2. Household dues shall be \$5.00 per fiscal year payable no later than the Annual Meeting in January for the ensuing year.

Section 3. Assessment shall be authorized by written approval of two-thirds majority of the members of the Corporation and shall be limited to \$5.00 per ~~household~~ per year.

*memberships*

## ARTICLE XII

### PROPERTY AND FINANCES

Section 1. The Board of Directors is authorized to encumber the assets of the Corporation.

Section 2. All disbursements of funds of the Corporation shall be made by check signed by the Treasurer, except the Treasurer may maintain a petty cash fund not to exceed \$50.00. The Treasurer shall disburse Corporation funds in excess of \$50.00 only with the consent of the Board of Directors or the majority of the members at a membership meeting. Checks over \$199.00 shall be signed by the President as well as the Treasurer.

Section 3. Personal property of the Corporation, tangible and intangible, may be sold or transferred only for the benefit of the Corporation, and only after the Board of Directors shall have approved the transaction.

Section 4. The Funds of the Corporation shall be deposited only in financial institutions the deposits of which are insured by the Federal Deposit Insurance Corporation.

Section 5. The accounts of the Corporation shall be audited annually by a method specified by the Board of Directors.

## ARTICLE XIII

### AMENDMENTS TO THE BY-LAWS

Section 1. Amendments to these By-Laws may be proposed in writing to the

Board of Directors by any two members of the Corporation, and after seven days written notice has been given members, may be adopted by a majority vote of the members present at the next general membership meeting of the Corporation.

Section 2. No amendments to these By-Laws may be made which is inconsistent with the purposes of the Corporation.

#### ARTICLE XIV

##### GENERAL PROVISIONS

Section 1. All powers, authority, duties and functions of the members and officers of the Corporation shall be exercised in strict conformity with applicable provisions of the law and regulations and with the By-Laws of the Corporation.

Section 2. No Officer of the Corporation shall receive any compensation or salary for services rendered the Corporation as an officer or director.

Section 3. Not for Profit. The Corporation is not organized for profit and no part of any net earnings may benefit any member.

Section 4. Non-political. Neither the Board of Directors nor the general membership shall endorse any candidate for public office in the name of the Corporation.