

HUME SPRINGS CIVIC ASSOCIATION
BYLAWS

ARTICLE I - NAME, PURPOSE

Section 1: Name. The name of the organization shall be Hume Springs Civic Association.¹

Section 2: Purpose. The purpose of the Association is to build pride in the neighborhood, improve the quality of life of its residents, and increase community support for residents. The Association shall develop and maintain a working relationship with the City of Alexandria in order to advocate for the concerns of residents and collaborate with the City on solutions. The Association will function as a not for profit community association, and shall not undertake any actions contrary to a 501(c)4 or similar Virginia guidelines.

ARTICLE II - MEMBERSHIP

Section 1: Membership. Membership shall consist of all residents aged 12 and over in the subdivision of Hume Springs in Alexandria, Virginia.

Membership dues will be paid for a two-year term; the rate is \$10 for the two-year period. Dues will be collected in October of each year during a membership drive. Members who join after October will pay the full \$10, regardless of the remaining months in their membership term (e.g. a member who pays dues in February 2019, will need to renew their membership dues in October 2020).

Dues paying members will have voting rights on financial approvals (expenses greater than \$300) and Board Officer elections or removals at Association meetings.

All members, whether dues paying or not, will have voting rights on all other association issues.

The rate for membership dues can be amended at the beginning of each term, voted and approved by a majority of the membership body present at the time.

Section 2: Honorary Membership. Upon request to and vote by the Board, the Association can confer honorary membership upon City Officials, local business owners, or other friends of the Community. Honorary members will not have voting rights.

¹ On February 1, 2017, the Board voted to change the name of the Association from Hume Springs Citizens Association to Hume Springs Civic Association.

ARTICLE III - COMMUNITY MEETINGS

Section 1: Community Meetings. The date of the regular community meeting shall be set by the Board who shall also set the time and location. Community meeting details should be given to members beforehand using various modes of communication.

Section 2: Special Community Meetings. Additional community meetings may be called by the Board.

Section 3: Quorum at Community Meetings. A quorum of at least five members (including officers) must be present at a meeting in order to vote on Association issues. If the issue in question is a financial approval or Board Officer election, a quorum of five dues paying members (including officers) must be present.

If a vote is required before the next community meeting can be scheduled, a vote by email can be conducted with a designated deadline for response. A quorum of five email responses (including officers) will be necessary to complete the vote. If the issue in question is a financial approval or Board Officer election, a quorum of five dues paying members (including officers) must reply.

ARTICLE IV - BOARD

Section 1: Board Role, Size. The Board is responsible for overall policy and direction of the Association and responsible for day-to-day operations to the members and committees. The Board shall have no fewer than two officers. The Board receives no compensation, but shall be reimbursed for reasonable expenses.

Section 2: Meetings. The Board shall meet at an agreed upon time and location.

Section 3: Special Board Meetings. Additional meetings of the Board shall be called upon at the request of the President or one-third of the Board.

Section 4: Quorum at Board Meetings. A quorum of at least two thirds of the Board Officers must be present before business can be transacted or motions made or passed.

Section 5: Board Elections. Election of new Board Officers or election of currently serving Board Officers to an additional term will occur as the first item of business at the first monthly meeting on or after October 1. Board Officers will be elected by a majority vote of the quorum at the Community Meeting when elections are held. Additional votes can be collected via email if deemed necessary by the existing Board.

Section 6: Terms. All Board Officers shall serve one two-year term, but are eligible for

re-election.

Section 7: Vacancies. When a vacancy on the Board exists, nominations for new Officers may be made by present Board Officers to be voted upon at the next community meeting. These vacancies will be filled only to the end of the vacating Board Officer's term.

Section 8: Resignation or Removal. Resignation from the Board must be in writing and received by the Secretary. A Board Officer may be removed for cause by a majority vote of a quorum of five dues paying members (including officers).

Section 9: Officers and Duties. There shall be four positions of the Board: President, Vice President, Secretary and Treasurer. Duties of these positions may be shared cooperatively or distributed among several Officers of the Board. In the absence of an incumbent, these responsibilities are distributed amongst remaining Board members. Their duties are as follows:

9.1 PRESIDENT

9.1.1 The President is charged with having the primary responsibility of maintaining the Association.

9.1.2 The President shall propose the agenda for the regular meetings of the Association and of the Board, based on unfinished business carried over from previous meetings and from new issues that have arisen since the last Board meeting. The President shall preside at all general meetings.

9.1.3 The President shall convene meetings, and shall preside or arrange for other Officers of the Board to preside at each meeting in the following order: Vice President, Treasurer and Secretary.

9.1.4 The President shall have the authority to execute orders, contracts, and other documents in the name of the Association as its agent, and to delegate this authority to another Board Officer.

9.1.5 The President shall serve as spokesperson for the Board in most matters relating to general business and takes the lead in the day-to-day administration of the Association.

9.1.6 The President shall have the authority to order specific actions in furtherance of the Association's policies and is charged with the duty to carry out the responsibilities of the office in the best interests of the Association.

9.2 VICE PRESIDENT

9.2.1 The Vice President shall chair committees on special subjects as designated by the Board.

9.2.2 The Vice President shall preside at meeting in the absence of the President.

These Bylaws, amended and approved at a meeting of the Board Officers on October 21, 2018, revoke and replace all previous bylaws.

9.2.3 The Vice President shall succeed in the resignation or dismissal of the President.

9.2.4 The Vice President shall have all rights and authority of the President in the absence of the President.

9.3 TREASURER

9.3.1 The Treasurer shall act as the custodian of the funds, securities and financial records of the Association. However the Treasurer does not have the authority to bind the Association or the Board in dealings with third parties unless the Board has provided express authority for the Treasurer to do so.

9.3.2 The Treasurer shall prepare a draft annual budget for consideration by the Board.

9.3.3 The Treasurer is ultimately responsible for ensuring that the financial records of the Association have been maintained properly in accordance with sound accounting practices.

9.3.4 The Treasurer shall make a report at each Board and community meeting. Treasurer shall assist in the preparation of the budget, help develop fundraising plans, and make financial information available to the Board, Members, and City Officials, upon request.

9.3.5 The Treasurer shall preside at meetings in the absence of the President and Vice President.

9.4 SECRETARY

9.4.1 The Secretary shall be responsible for keeping records of Board actions, including taking minutes at all Board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each Board Officer and Association member, and ensuring that the Association records are maintained.

9.4.2 The Secretary shall preside at meetings in the absence of the President, Vice President and Treasurer.

9.4.3 The Secretary is charged with authenticating Association documents and correspondence and ensuring access to the official records by the members of the Association and their authorized representatives.

9.4.4 The Secretary shall work together with the President and other Board Officers to use signage, social media, email and other available methods to share information to members and the public on association news and events.

ARTICLE V – FINANCE

Section 1: Any expenditure of \$300 or more must be approved by a majority vote of a quorum of the dues paying Members. The Board is authorized to approve expenditures up to the \$300 threshold.

Section 2: The Treasurer is authorized to undertake financial transactions based on valid contracts approved by the Board and the dues paying Members and/or based on authorization from the Board or the dues paying Members as prescribed in these bylaws. Reasonable backup documentation for all expenditures, including proof of payment, and record of Board or Membership action, must be maintained as part of the Association's financial records.

Section 3: The fiscal year shall be from 1 October to 30 September.

Section 4: The financial records of the Association shall be made available to Members, the Board, and City Officials, upon request.

ARTICLE VI - COMMITTEES

The Board may create committees as needed, such as fundraising, finance, housing, events, environment, transportation, etc. The President shall appoint all committee chairs.

ARTICLE VII - AMENDMENTS

These Bylaws may be amended when necessary by a two-thirds majority of the Board. The Secretary shall notify all Members of amendments made.

ARTICLE VIII - DORMANCY

Section 1: In the event no new officers are elected in October at the end of term, the Board will become dormant. During this time the last sitting President shall remain in charge of any remaining bank funds and be the point of contact for any processes required by the bank to keep association accounts "active", however all funds will be frozen and not spent or donated.

Section 2: If one full year of dormancy passes, any remaining bank funds and supplies will be donated to the City of Alexandria's Adopt-a-Park program, or other City of Alexandria program, to use for parks in the Hume Springs area if possible.

Section 3: For new officers to be elected and for the Association to be revived after any period of dormancy, the Association's voting members at the time dormancy began must agree, by a majority of a quorum, either in person or by email. Such vote shall be facilitated by the last sitting President. At such time, responsibilities and banking authority will be transferred to new officers. As stated in Article IV. Section 1, the Board shall have no fewer than two officers.

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