

## NORTH BARTON HEIGHTS CIVIC ASSOCIATION BYLAWS

### **Article I – Name**

The name of this Association shall be “North Barton Heights Civic Association,” hereafter referred to as “NBHCA” or “the Association.”

### **Article II – Purpose**

The Association’s purpose is to promote the best interests of the residents and business owners of the North Barton Heights community, to include enhancing quality of life, preserving the neighborhood’s historic character, supporting public education, promoting safety, and creating social/recreational activities for members. The Association is explicit in its acceptance of all people regardless of race, color, national origin, gender, religion, family status, sexual preference, preferred pronoun, socio-economic status, disability, or age.

### **Article III – Membership**

Eligible members include all residents (either homeowners or renters) within the Association boundaries, aged 18 or over, on both sides of the streets bounded by the following: **Western Boundary** of North Avenue, **Northern Boundary** of E. Gladstone Avenue, **Eastern Boundary** of the Richmond-Henrico Turnpike, and **Southern Boundary** of Dove Street.

All residents and business owners are permitted to participate in Association-sponsored events and meetings, but only members who have paid current-year dues will be permitted to vote.

Membership dues are \$12 per calendar year per household, pro-rated at \$1 per month based on the calendar month at the time of joining. At the time of joining, dues must be paid for the remainder of the calendar year. Any member joining after the first day of October must also pay for the following year in order to participate in end-of-year voting for Association Officers. If any resident is unable to pay the membership fee, please contact [officers@northbartonheights.org](mailto:officers@northbartonheights.org) or discuss with any Association officer to receive a no-fee membership.

### **Article IV – Regular Membership Meetings**

The Association will hold at least one meeting per month either in-person or virtually for all members and eligible members (making every effort to hold the meetings in-person within the neighborhood). The “Association Monthly Meeting” date, time, and location will be publicized on the Association website at <http://www.northbartonheights.org>, confirmed by email to the Association membership email list at least one week prior to the “Association Monthly Meeting,” and posted to online group event websites as determined by the Association Officers.

Meetings will be conducted according to Robert’s Rules of Order, newly Revised, tenth edition, by Henry M. Robert III et al. (Cambridge, MA: Perseus Publishing) 2000. Business shall be conducted by a majority vote of members present and voting except as stated otherwise in these By-Laws. The required membership voting quorum is at least 15 members. If the quorum is not present during the meeting, an in-person vote can commence and then be combined with results from a 3-day electronic voting period facilitated by the Association Secretary to allow non-attending members to review the proposal and draft comments provided by the Secretary. If there are not at least 15 votes by the stated deadline, the

Association Officers can approve or deny the motion with a majority vote to be held virtually (either by phone, video call, or email). A tie will result in automatically tabling the topic until the next meeting.

Association Officers will meet monthly either in-person or virtually at least two weeks prior to the "Association Monthly Meeting" to finalize the agenda and address any issues that may arise in between full member meetings.

The "Association Annual Meeting" will be held each year in December either in-person or virtually, and when possible, will be held as a community end-of-year party to be organized by an "End of Year Meeting Committee" appointed by the Association Officers. While additional funds can be voluntarily solicited for the event from members or local businesses, attendance must remain no-cost to members. During the "Association Annual Meeting," the Association Treasurer will provide a year-end financial standing report and the membership body will vote to elect new Association Officers when the membership has reached at least 25 members. Prior to this milestone, the interim Officers set-forth in Article V will remain in positions until the next "Association Annual Meeting."

There is no limitation to special meetings or events that the Association provided they do not violate the allowable activities of the Association as defined in its Articles of Incorporation.

#### **Article V - Officers**

Officers of the Association shall be elected to a term of one (1) year once membership has reached at least 25 members by the November prior to the "Annual Meeting." Candidates will each have 15 minutes to present at the Annual Meeting prior to commencing the vote, even if only to confirm their willingness to serve. The vote will be handled both in-person and electronically (at the members' discretion) with a minimum of 5 days for members to submit their votes following the "Annual Meeting." The Officers will appoint two members to the election committee by the November monthly meeting to manage the election. Prior to membership reaching 25 members, the founding officers listed below will serve at-will in their capacity indefinitely. Any member may self-nominate for an open Officer role.

All Officers must be members of the Association in good standing. If an Officer leaves the Association or vacates the position for any reason, the remaining Officers can appoint an interim member to fulfill the duties for up to two (2) months when a new Officer must be elected by the membership (with the exception of the President position, which if vacated will automatically be filled by the Vice President until the following election). The Officers must notify all members by email and the website that an Officer is no longer serving in their capacity and announce the name and contact information for the Interim Officer within 10 days. Members may then self-nominate themselves to fill the role by informing the remaining Officers by email up until one week prior to the second monthly meeting post-vacancy.

**The President of the Association** shall have responsibility for representing the Association and for coordinating Association business in accordance with these By-Laws and the Association Articles of Incorporation. The President must coordinate with the Association's Registered Agent and with the State of Virginia's State Corporation Commission and is responsible for ensuring the Annual Report and State Corporation Commission dues are submitted before the state deadline on March 31<sup>st</sup>. The President also serves as the alternate Treasurer and shall always have access to the Associations

financial records and funds. The President and Treasurer can authorize checks and disbursements of funds up to \$200 without a membership vote.

**The Vice President of the Association** shall have responsibility for presiding over the “Association Monthly Meeting,” assisting the President in coordinating Association business, and for representing the Association in the President’s absence. The Vice President will automatically serve as President if the President vacates the role. If the Vice President can not attend a member meeting, the President will preside.

**The Treasurer of the Association** shall serve as the custodian of all funds of the Association, to include collecting dues, issuing receipts, and receiving any additional funds raised by the Association. The Treasurer is responsible for reporting the financial balance sheet at each monthly membership meeting and maintaining the members-only financial page on the Association website.

**The Secretary of the Association** shall have responsibility for keeping faithful and accurate minutes of Association meetings, including a record of all attendees; for keeping a true, accurate, and current record of all Association members; for maintaining original drafts of these Bylaws and any subsequent amendments; and for the performance of other duties customary to this office. At the expiration of term of office, the Secretary shall surrender all Association records to the elected successor. If vacating the position in the middle of a term, all records must be passed to the Vice President or appointed Interim Secretary until a new Secretary is elected.

An officer can be recalled from a position by a unanimous vote of the other members for an unexcused absence of two consecutive meetings. An excused absence is any prior notification to the other officers for missing a meeting due to travel, illness, or personal matters.

During the initial formation of the NBHCA, the following individuals will serve indefinitely as the inaugural Officers until the association reaches 25 members and elects officers through the process outlined in the first paragraph of this Article.

President – Lewis Nelson

Vice-President – Arthur Freeman

Treasurer – Melissa Harl

Secretary – Karen Link

#### **Article VI – Records and Reports**

The Secretary and ultimately the President of the Association is responsible for the electronic safekeeping of all records and reports. Within the first year of incorporation, the President and Secretary will establish a formal website as well as a secure Google Apps platform to save all records and reports, including but not limited to incorporation documents, current and all previously versions of the Association Bylaws, meeting Minutes, and all bank statements and copies of issued checks (or check stubs). All association officers will maintain all emails received or sent from their official association email and agree that said emails will transfer to subsequent officers.

## **Article VII – Amendments**

These By-Laws may be amended at any duly constituted meeting of the Association by a two-thirds vote of those members present and voting (with a quorum of 25 votes), provided that the amendment was submitted and read at the previous meeting of the Association. The required membership voting quorum is at least 25 members. If the quorum is not present during the meeting, an in-person vote can commence and then be combined with results from a 3-day electronic voting period to allow non-attending members to review the proposal and draft comments provided by the Secretary. If 25 votes from members is not received within the 3 days, the motion will automatically be tabled for future consideration.

Approved by unanimous vote from the North Barton Heights Civic Association Steering Committee – September 2020.