

**ARLINGTON RIDGE CIVIC ASSOCIATION
CONSTITUTION AND BY-LAWS**
Approved October 4, 2012

ARTICLE I NAME AND PURPOSE

Section 1. Name. The name of the organization shall be the Arlington Ridge Civic Association ("ARCA").

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 for any legislation deemed necessary to the welfare of this community, or any County ordinance, regulation, or administrative action or policy 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 adults who reside within the boundaries of this Association shall be regular members of this Association. All adults residing in 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.

**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.

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**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 and the Crystal City Citizens Review Council, or any duly constituted successor organizations.

**ARTICLE V
OFFICERS, EXECUTIVE BOARD, AND ELECTIONS**

Section 1. *Executive Board.* The officers of the Association shall be elected from the regular membership and shall consist of a President, four Vice Presidents, Secretary, Treasurer, and Communications Director. The Executive Board shall consist of the above-named officers and, upon election by the membership of the Association, up to four additional persons whose duties shall be assigned by the membership. The precise number of additional members of the Executive Board, if any, shall be determined from year to year by the membership of the Association, at a regular meeting of the Association held no less than approximately two months before the annual election of officers, depending on the amount of work to be done by the additional members of the Executive Board during the ensuing year.

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Section 2. *Nominating Procedure.* A nominating committee of at least three (3) regular members shall be elected at the March membership meeting for the purpose of preparing a slate of officers (one nomination for each office) and 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 Board 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 three terms consecutively in the same office unless an exception to this limitation is approved by a majority of the members present at a membership meeting.

**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 Board. 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 Board, 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 of dues.

ARTICLE VIII COMMITTEES

Section 1. *Committees.* Committees will be formed by membership vote on the basis of need. The President, with the advice of the Executive Board, will determine the 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 Board.

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 Board, 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 four Vice Presidents shall, respectively, perform such specific duties, roles and responsibilities, as the President shall, subject to the approval of the Executive Board, assign to the individual Vice Presidents, taking into account the amount of time any particular Vice President is willing and able to devote to the Association's affairs, the skills and capabilities of the respective Vice Presidents, and the anticipated level of effort required from year to year in order responsibly to fulfill the

duties of office. In the absence of the President, or in the event of a vacancy in that office during the course of the term, the Vice Presidents shall, in the order determined from year to year by the President, and confirmed both by the Executive Board and membership, either temporarily perform the duties of the President or succeed to the office of President.

Section 3. Secretary. The Secretary shall record the proceedings of the Association and of the Executive Board; 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 Board, shall prepare a proposed Budget for each forthcoming fiscal year (January 1 – December 31) for approval by the members at the November Membership meeting. Records of all receipts and disbursements are the responsibility of the Treasurer. At the end of the fiscal year, the members of the Executive Board will validate these records, reconcile end-of-year balances with bank statements, and sign the year-end Treasurer's report.

Section 5. Communications Director. The Communications Director shall communicate Association positions and other pertinent information to the members and be responsible for the publication and distribution of the newsletter, and the maintenance of the website and "arcaneighbor" listserv.

ARTICLE X DUTIES OF THE EXECUTIVE BOARD

Section 1. Executive Board. The duty of the Executive Board 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 Board for consideration and recommendation prior to payment.

ARTICLE XI AWARDS

Section 1. Certificate of Merit. During the month of May each year, the Executive Board

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 Board 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 Board, such award is not deemed appropriate. Awards recommended by the Board shall be presented at the July 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 Board Meetings. A majority of the Executive Board shall constitute a quorum of said Board for the transaction of business.

Section 3. Committees. The members present, after due notice, shall constitute a quorum for the transaction of business by committees of the Association, subject to oversight by the Executive Board.

**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 to the members either (a) 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 for approval, or (b) via email to the members at least ten (10) days prior to that meeting, or (c) via distribution of the newsletter at least ten (10) days prior to that meeting.

**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.

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