

# ROSEMONT CITIZENS ASSOCIATION CONSTITUTION AND BY-LAWS

## CONSTITUTION

### ARTICLE I — NAME

The name of this organization shall be Rosemont Citizens Association (Association).

### ARTICLE II — PURPOSE

The purpose of this not-for-profit organization is to promote the interests and welfare and common good of the residents and owners of real property in the area known as Rosemont and of Alexandria city generally. This Association is not affiliated with any political party.

### ARTICLE III — MEMBERSHIP

Membership shall be open to those individuals eighteen (18) years of age or older who live in, or who own real property in the area of Alexandria bounded by King Street on the south starting at the Richmond Fredericksburg & Potomac Railroad (RF&P) underpass, thence northeast along the RF&P railroad tracks to Braddock Road, thence north along Mount Vernon Avenue on the western side of the street to Alexandria Avenue, thence west along Alexandria Avenue to the cannon monument on Russell Road, thence on Braddock Road to Ruffner Road on the southern side of the street, thence an imaginary line southwest to King Street at a point opposite to Melrose Street, and thence along the northeast side of King Street to the starting point of the bounds at the RF&P underpass on King Street. Each member shall pay such dues as may from time to time be set by the Board of Directors in accordance with the By-Laws. Each member shall be entitled to one vote in all matters coming before membership meetings. Each member shall have full voting rights. In addition to individual memberships, family memberships are also available. For the purpose of this constitution, a family shall be considered to be any group of people inhabiting the same dwelling within the described area. A family membership shall allow no more than three votes per family. Family membership is defined as those families residing in the above-described area. Individuals living in the above-described area who are not members of the Association may vote on specified matters such as land use issues or other matters of general community concern at the discretion of the elected officers of the Association.

Membership shall continue so long as annual dues are current. Voting privileges shall cease when the person is no longer a resident of, or owner of real property as described above.

Upon approval by the Board of Directors other forms of membership (honorary/associate) may be granted. However, voting privileges do not convey.

An absentee vote will be permitted only on specific occasions, which have been previously announced.

### ARTICLE IV — OFFICERS and DIRECTORS

The elected officers shall be a President, a first Vice-President, a second Vice-President, a Treasurer, and a Secretary. The Board of Directors (Board) will consist of dues paying members to include the officers and those appointed by the President with concurrence of all elected officers and will serve at the discretion of the officers. The immediate Past-President is automatically a member of the Board.

The Board of Directors may establish such committees as may be required to conduct the affairs of the Association. Committees will be comprised of officers, directors, and/or other members of the Association and will be appointed by the Board

In order for the Board to take a position, three of the five elected officials and at least fifty percent of the total board membership must be in agreement.

### ARTICLE V — MEETINGS

Sec. I. Regular meetings shall be held, so far as may be practicable, on the third Thursday of each month.

Sec. II. The regular meeting in May shall be the annual meeting

Sec. III. The President is authorized to call special meetings of the membership. The President upon the request of at least two elected officers shall call a special meeting.

Sec. IV. At any regular or special meeting at which an elected officer is present, proper notice of the meeting having been issued, then the presence of 15 members in good standing shall constitute a quorum.

Sec. V. Generally, membership meetings shall be open to the public. However, the presiding officer shall have authority to close all or part of any membership meeting to non-members.

Sec. VI. The Board of Directors shall confer regularly. Special meetings of the Board will be convened by the President or by another officer in the absence of the President. The presence of a minimum of 50% of the members of the Board of Directors shall constitute a quorum. Appointed members of the Board are expected to attend meetings of the Board.

#### **ARTICLE VI — AMENDMENT**

This constitution may be amended in the following manner: any three members of the Association may propose an amendment at any regular meeting. The elected officers will then consider the proposal; said proposed amendment shall be presented to the membership with their recommendation. The proposal shall be presented at the next regular meeting of the membership (as is practicable) with the recommendations of the elected officers. There being a quorum of fifteen members present, a two-thirds vote of those present and voting shall be required for adoption.

Adopted 21 November, 2002

## **BY-LAWS**

#### **ARTICLE I --Duties of Officers**

Sec. I. The President shall preside at meetings of the membership and of the Board of Directors. He or she shall perform the duties usually associated with the office.

Sec. II. In the absence of the President, the first Vice-President shall undertake the President's functions. In the event of resignation or withdrawal of the President, the first Vice-President shall serve as President until the annual election.

Sec. III. The second Vice-President shall act as parliamentarian and assist the Secretary.

Sec. IV. The Treasurer shall receive and safely keep the funds of the Association. He or she shall make expenditures on order of the President. In the absence of the President and the first Vice-President, the Treasurer shall perform their duties. When necessary, all elected officers are empowered to make expenditures on behalf of the association. However, all withdrawals in excess of \$400 must be signed by the Treasurer and countersigned by the President or the first Vice-President.

Sec. V. The Secretary shall record minutes of membership meetings, keep records of correspondence, and otherwise undertake the duties pertaining to the office.

#### **ARTICLE II — Election of Officers and Directors**

Sec. I. Officers shall be elected at the annual meeting and shall assume office at the close of that meeting.

Sec. II. If an office, other than the office of President, becomes vacant, the President shall appoint a member of the Association to assume the office temporarily and shall direct the Secretary to send to the members a notice of a special election to fill the vacancy at the next regular meeting.

Sec. III. A qualified candidate is any member whose dues are current and who is resident of, or owner of real property in the area described in Article III of the CONSTITUTION.

#### **ARTICLE III — DUES**

The amount of the annual dues shall be set by the Board, and shall be assessed annually. Complimentary/associate membership may be awarded at the Board's discretion.

#### **ARTICLE IV — AGENDA**

The Board of Directors shall prepare an agenda for each membership meeting.

#### **ARTICLE V — AMENDMENT**

These By-Laws may be amended at any membership meeting in the following manner: Any three members of the association may propose an amendment at any regular meeting. The elected officers will then consider the proposal; said proposed amendment shall be presented to the membership with their recommendation. The proposal shall be presented at the next regular meeting of the membership (as is practicable) with the recommendations of the elected officers. There being a quorum of fifteen members present, a two-thirds vote of those present and voting shall be required for adoption.

#### **ARTICLE VI — PARLIAMENTARY AUTHORITY**

Roberts' Rules of Order (Revised) shall be the parliamentary authority on all matters not covered by the Constitution and By-Laws of this association.

(Adopted 21 November, 2002)