

# **NORTH HILLS CIVIC ASSOCIATION**

## **CONSTITUTION AND BY-LAWS**

### **ARTICLE I. NAME**

The name of this organization shall be the North Hills Civic Association, (“Association” for short) a non-profit organization organized and existing under the laws of the State of Delaware.

### **ARTICLE II. PURPOSE**

The objectives of this Association shall be:

Section 1: To provide a medium through which the members of the community can improve and promote the general welfare of the community through joint action arrived at by free and open discussion.

Section 2: To achieve a high quality of life for those residing in North Hills through joint effort.

Section 3. To foster effective measures to improve common services, i.e. snow removal, trash removal, police protection etc.

### **ARTICLE III. FISCAL YEAR**

The fiscal year of the Association shall be 1 May to 30 April. The annual budget shall cover the fiscal year and shall be prepared on the basis of dues payable for the coming fiscal year.

### **ARTICLE IV. MEMBERSHIP**

Section 1. Any resident of North Hills shall be eligible for membership in the Association.

Section 2. Active members shall be those adults over 18 who have accepted the By-laws of the Association and paid their annual dues, and any special dues approved by the Association.

Section 3. Only those members whose dues are paid for the current fiscal year are eligible to vote. Only a single vote per individual household is allowed. In cases of multiple votes per household, each vote will be counted as a fraction of one vote, i.e. two persons voting in one household count as one-half vote each.

## **ARTICLE V. DUES**

The annual Association dues shall be five dollars (\$5.00) per household, payable to the Association during the annual membership drive from January 1 to January 31. The annual Association dues may be supplemented by an additional levy for households whose streets are plowed by contractors paid by the Association. In addition to levying annual dues, the Association may levy special dues as the occasion merits with the approval of members voting in person or by proxy at a special meeting called for that purpose. Annual dues shall be decided upon at the Annual meeting of the Association by the majority of voting members present, or by proxy.

## **ARTICLE VI        **ELECTION OF OFFICERS OF THE ASSOCIATION****

The Officers of the Association shall be chosen by a majority of the members voting in person or by proxy at the Annual Meeting.

## **ARTICLE VII. OFFICERS**

Section 1. The officers of the Association shall be a President, Vice-President, Secretary and Treasurer. These officers constitute the Executive Committee.

Section 2. The President, Vice-President, Secretary and Treasurer shall serve a term of one (2) years commencing May 1<sup>st</sup>. The President and Secretary shall be elected in even years and the Vice-President and Treasurer shall be elected in odd years.

Section 3. In case of a vacancy in any office, except for the President, the office shall be filled by an appointment by the Executive Committee. In the event the President can not fulfill his/her entire term of office, the Vice-President will assume his/her responsibilities for the remainder of his/her term.

## **ARTICLE VIII. DUTIES OF THE OFFICERS**

Section 1. The President shall be the chief executive officer and the official spokesperson of the Association, and shall have general supervision of the affairs of the Association. The President, or his/her designee, shall preside at all meetings of the Association and the Executive Committee. They shall have the power to appoint committees to investigate any matters of common interest to the members or the board of directors, and be ex-officio a member of all such committees. Shall see that orders and resolutions of the Board of Directors are carried out. Shall sign all notes and checks along with the Treasurer, and all other written instruments, including contracts.

Section 2. The Vice-President shall fill the office of President at any time that the President may be absent or unable to fulfill the duties of his/her office, and shall perform such other duties as may be directed by the Board of Directors.

Section 3. The Secretary shall keep an accurate written record and a synopsis of the minutes of all meetings. The Secretary shall issue all notices of meetings and any other such notices. He/She shall prepare and keep on record a file of all the Association's members and their addresses. The Secretary shall record and keep a record of all votes.

Section 4. The Treasurer shall keep full and accurate records of receipts and disbursements in books belonging to the Association. A full report on the Association's financial status will be required at each meeting of the Board of Directors. The Treasurer shall deposit all monies to the credit of the Association in a suitable banking institution and shall disburse funds as approved by the Board of Directors. The Treasurer, together with the President or Vice-President, shall sign all checks and vouchers. The Treasurer shall also receive and keep current records of all dues collected.

## **ARTICLE IX. BOARD OF DIRECTORS**

Section 1. The Board of Directors shall consist of the Officers of the Association, plus up to six regular members of the association, elected at the annual meeting for two-year terms. The six members of the Board of Directors who are not Officers of the Association shall be called Trustees. Up to three Trustees shall be elected to two-year terms in even years and up to three Trustees in shall be elected to two-year terms in odd years.

Section 2. The property, affairs, business and concerns of the Association shall be vested in the Board of Directors. Vacancies shall be filled temporarily until the next association meeting by a majority vote of the Board of Directors present and voting.

## **ARTICLE X. MEETINGS**

Section 1. Regular meetings of the Board of Directors shall be held quarterly or as needed. Special Board of Directors meetings can be called as needed, with the purpose stated in the call for the special meeting. All business to be considered at a special Board meeting shall be stated in the call. At least seven days notice of the time and place of all Board meetings shall be given. The majority of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors.

Section 2. The regular meetings of the Association shall be for the purpose of receiving reports from the officers and standing committees; for the receiving of reports from ad hoc committees; for establishing programs and budgets in furtherance of the objectives of the Association; and for any other business that may arise. The regular annual meetings of the Association will be held in April with notice being given to the members at least one week in advance of the meetings. A simple majority of voting members present or by proxy shall be considered sufficient to transact business at the regular meetings.

Section 3. The annual meeting for the election of officers shall be held in April of each year.

Section 4. Special meetings of the Association shall be called by the Board upon written request of one-fourth or more of the voting members of the Association. No less than one week notice of a special meeting shall be given, and only that business specified in the call may be transacted. Twenty per cent of the voting members shall constitute a quorum at any special meeting of the Association thus called. The Board shall have the power to call special meetings of the Association whenever it seems necessary.

## **ARTICLE XI. COMMITTEES**

Section 1. The Board of Directors shall appoint an Audit Committee at its regular Winter meeting ("Auditors" for short). The membership of this committee may include Board members and members of the Association but shall not include current officers with check signing privileges. The Auditors shall examine the books of the Association to be provided by the Treasurer and shall submit a written statement for the Annual meeting of the Association.

Section 2. The Finance Committee shall be appointed by the Board of Directors after the regular Annual meeting and shall consist of the Treasurer (as Chair) and two voting members of the Association. It shall consider request for funds, plan a budget, and recommend to the Board of Directors such expenditures as the committee deems expedient. It shall report at the next meeting of the Board of Directors.

Section 3. The President shall have the power to appoint committees to investigate any matters of common interest to members of the Association.

## **ARTICLE XII. PARLIAMENTARY AUTHORITY**

The rules contained in *Robert's Rules of Order Revised* shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these by-laws.

## **ARTICLE XIII. AMENDMENTS**

Section 1. These By-Laws may be amended at any special meeting of the Association called for that purpose or at any regular meeting of the Association. Notice of changes to the By-Laws shall be made available to the members a least one week in advance of the meeting.

Section 2. Unless otherwise provided prior to its adoption or in the motion to adopt, an amendment shall become effective upon adjournment of the meeting at which it was adopted.