

Constitution and Bylaws

of the

Brookland Neighborhood Civic Association

CONSTITUTION

Article I. Name

The name of this Association shall be the "Brookland Neighborhood Civic Association", hereinafter referred to as the Association.

Article II. Mission

The mission of the Association is to provide a forum for considering and advancing the interests of Brookland residents on issues affecting the Brookland community.

Article III. Geographic Boundaries

The Association shall encompass the following area in the northeast quadrant of the District of Columbia:

North: Buchanan Street, South Dakota Avenue, Michigan Avenue

South: Rhode Island Avenue

East: 18th Street

West: Metro tracks

Article IV. Membership

A. Any person is eligible for membership in the Association who:

- has paid the annual membership dues established by the Association; and
- is at least sixteen (16) years of age; and
- resides within the boundaries defined in Article III; or

- owns property within the boundaries defined in Article III; or
- owns and is licensed to operate a business within the boundaries defined in Article III; or
- represents a legally registered non-profit organization within the boundaries as defined in Article III.

B. Associate memberships are available to persons who reside outside the boundaries defined in Article III, provided that such person has paid the annual membership dues established by the Association.

C. Voting members may hold office in the Association, may attend any meeting of the Association, may present resolutions and amendments to this Constitution and By-Laws, and may speak and vote on matters presented at meetings. Associate members may attend any meeting of the Association and may speak, but they may not vote, hold office or present resolutions or amendments to this Constitution and By-Laws.

D. The Association shall maintain an up-to-date list of all members and associate members, their addresses, and voting status. This list will be made available for inspection to any member upon request within 10 business days.

Article V. Voting

Persons as defined in Article IV. A. (hereinafter referred to as voting members) are eligible to vote on any business before the Association, *provided* there is/are:

- no more than one (1) voting member per non-resident property as designated by the owner of such property;
- no more than two (2) voting members per business as designated by the owner of such business;

-no more than two (2) voting members per non-profit organization as designated by the director of such organization; and -voting members joining for the first time or after a lapse in membership of more than one year shall be eligible to vote on any business before the Association only after thirty (30) calendar days from the date of payment of dues.

No person shall be eligible for more than one (1) vote on any issue put to the vote.

Votes shall take place at Association meetings without proxies permitted.

Article VI. Dues

For Calendar Year 2009, dues shall be \$5.00 for each membership. Beginning in Calendar Year 2010, dues shall be \$10.00 for each membership. All memberships expire at the end of each Calendar Year regardless of when dues were paid.

Article VII. Meetings

A. Regular meetings shall be held on the third Tuesday of every month, except that in November the regular meeting shall be held on the second Tuesday of the month, and no regular meeting will be held in August or December. Special meetings may be called by the President, as needed.

B. Meetings shall be conducted in an orderly and democratic fashion and shall be noticed at least 10 business days in advance by written communication.

C. A special meeting may be called upon the recorded vote of 20% of the total voting membership of the Association. All members must be notified of the meeting at least 5 business days in advance, and at least two elected officers must be in attendance, including the President, or, in his/her absence, the Vice-President. The

quorum requirements of Article VIII shall otherwise apply.

Article VIII. Quorum

A quorum must be present for the valid transaction of Association business. A quorum shall consist of ten (10) voting members or twenty percent (20%) of the total Association voting membership (whichever is the smaller number) including two elected officers.

Article IX. Officers

A. The elected officers of the Association shall be a President, Vice President, Treasurer, Membership Coordinator, Corresponding Secretary, Recording Secretary, and Member At-Large. Only voting members are eligible to become officers.

B. Duties of Officers: All officers of the Association must meet the fiduciary duties of careful and prudent judgment, adherence to organizational purpose and rules, and avoidance of conflicts of interest.

C. The President shall preside at all meetings, appoint *ad hoc* committees and delegates as needed, perform such other duties as usually pertain to that office, and shall at the expiration of the term of office turn over to the successor all the records, money, and other property of the Association that may be in his/her possession.

D. The Vice President shall perform the duties of the President in the President's absence or resignation, and shall at the expiration of the term of office turn over to the successor all the records, money, and other property of the Association that may be in his/her possession.

E. The Membership Coordinator shall maintain the membership list and handle requests for its inspection, and shall perform other functions as determined to maintain and strengthen membership in the Association.

F. The Corresponding Secretary shall handle the general correspondence of the Association, including notice of meetings and other events and opportunities that may be of interest to the Association and its members.

G. The Recording Secretary shall record and maintain the proceedings and records of the Association, make necessary arrangements for meeting space, and shall at the expiration of the term of office turn over to the successor all the records, money, and other property of the Association.

H. The Treasurer shall collect all funds due the Association. S/he shall record the amount of each payment, with the name, address, phone and e-mail address of the person so paying. He shall faithfully care for all funds entrusted to his keeping, shall ensure such funds are expended in the best interests of the Association, and at the expiration of this term of office turn over to the successor all records, money, and other property of the Association that may be in his/her possession.

I. The Member At-large shall assist the other officers in the performance of their responsibilities.

Article X. Elections

Voting members shall annually elect a President, a Vice President, a Treasurer, a Membership Coordinator, a Corresponding Secretary, a Recording Secretary, and a Member At-large. The annual election of officers shall be done at

the February regular meeting. Vacant positions shall be filled by election at the next regular meeting not less than 21 calendar days after notice of the election is given to the Membership. Election shall take place by majority vote (of those in attendance) in secret ballot.

Article XI. Amendments to Constitution and By-Laws

Amendments to this Constitution and By-Laws must be submitted by the meeting prior to the one at which they are to be acted upon. Amendments shall require a two-thirds (2/3) vote of voting members present and voting to be adopted. All other actions of the Association shall require a simple majority of voting members present and voting.

Article XII. Principal Office and Records

A. The Association shall maintain a principal office within the geographic boundaries of Article III. The address of such office will be the address of record for the receipt of correspondence.

B. The Association shall make available for inspection records it is required to maintain by law, and shall make such records available for members to inspect or copy upon reasonable request.

Record of Amendments

Duly considered and approved by unanimous vote at the regular meeting of the Association on April 14, 2009.

Amendments duly considered and approved at the regular meetings of the Association on July 17, 2012, September 18, 2012, February 18, 2014, March 18, 2014, and October 17, 2017.