

Worman's Mill Civic Association By-Laws

(As Approved 03/16/2011)

ARTICLE I - GENERAL

The name of the Association shall be Worman's Mill Civic Association.

ARTICLE II - PURPOSE

The purpose of this non-profit Association shall be to promote the common interest of the homeowners and/or tenant residents of the Worman's Mill Sub-Division by:

- A. Fostering a sense of community involvement and belonging among the Association's members.
- B. Keeping members informed of plans in and around the community affecting the members.
- C. Developing and presenting a unified voice in matters of concern to the Association in dealing with city, county, and state officials and bodies, as well as business and commercial interests, and other civic associations.
- D. Interfacing with and representing the interests of the Association to the Worman's Mill Community Conservancy.

ARTICLE III – MEMBERSHIP

A member must be a homeowner, spouse of a homeowner or tenant residing in the Worman's Mill community. Each member of the Worman's Mill Civic Association shall be assessed dues on a per annum basis. To be a member in good standing the individual must be current in the payment of dues.

ARTICLE IV – OFFICERS

A. The officers of the Association Shall be elected for a term of one (1) year.

1. **President** – The President shall preside at all meetings of the general membership and of the Board of Directors. The President shall appoint the chairman of each committee with the approval of the Board of Directors.
The President shall appoint a nominating committee which shall submit the names of candidates for the various Worman's Mill Civic Association offices to the members at the nominating meeting.
2. **Vice President** – The Vice President shall assume the duties of the President during the President's absence or inability to act. In case of the resignation of the President, the Vice President shall become President until the next annual election.
3. **Treasurer** – The Treasurer shall receive and have custody of the funds of the organization, subject to an annual audit by a person or persons chosen by the Board of Directors. The Treasurer shall disburse funds consistent with the policies established by the Board of Directors. Checks shall be signed by the Treasurer, or in the Treasurer's absence, by the President. The Treasurer will submit a proposed budget for the forthcoming year to the Board of Directors for approval at their October Board of Directors Meeting.

4. **Secretary** – The Secretary shall record and keep the minutes of all meetings of the general membership and the Board of Directors; maintain the records and archives of the Association; receive and log all incoming correspondence; and initiate correspondence and membership newsletters as required.

B. No officer shall serve in the same position for more than three (3) consecutive terms.

ARTICLE V – BOARD OF DIRECTORS

- A. The Board of Directors shall conduct the business of the Association between meetings of the general membership. The Board of Directors will consist of the Officers, the immediate past president, and three (3) elected Directors-at Large.
- B. The at large Directors shall be elected each year for a one year term.
- C. In the event that any office of a Board member be vacated (other than President), an interim appointment may be made by the Board of Directors to serve until the next annual meeting.
- D. The Board of Directors shall meet every November and at least quarterly there after. Board meetings may be called whenever requested in writing by any four (4) members of the Board.
- E. Four (4) members of the Board shall constitute a quorum.
- F. All meetings shall be governed by “Roberts Rules of Order, Newly revised” except for rules provided in these By-Laws.
- G. All members of the Board of Directors must be members of the Association in good standing.
- H. A joint transition meeting of the past Board of Directors and the newly elected Board of Directors shall be held before the December meeting.
- I. Any Board members’ office shall be deemed vacated if three (3) consecutive Board and/or general membership meetings are missed, except with the approval of the Board of Directors.
- J. Meetings of the Board of Directors, including time and place, shall be advertised to the membership, who may attend.
 1. All meetings of the Board of Directors shall be at a time and a place to encourage members’ attendance.
 2. Members may participate as the Board allows.

ARTICLE VI – COMMITTEES

- A. At the November meeting the Board of Directors shall establish what standing committees are required to plan and carry out the functions of the association for the following year.
- B. A nominating Committee of three (3) or five (5) members established by the President shall be presented at the May meeting of the Board of Directors each year. One of the members must be an officer of the current Board. The Nominating Committee shall present the proposed candidates to the Board during the September Board meeting. A notice of this meeting and its agenda must be given to each member of the Board at least fourteen (14) days prior to the meeting date. The Nominating Committee shall present its proposed candidates to the membership no later than ten (10) days prior to the November meeting.

ARTICLE VII – FINANCES

- A. Dues will be established at the annual November meeting by the general membership based on the recommendation of the Board of Directors.
- B. Dues shall be assessed annually for the period from January 1 to December 31.
- C. Dues will be expended for the general operations of the Association in furtherance of its mission as stated in Article II.
- D. Any request for disbursement of Association funds not approved in the annual budget must be presented in written or oral form, with validation, at a meeting of the Board of Directors.
- E. Any request for charitable donations must be approved by the general membership.

ARTICLE VIII – GENERAL MEETINGS

- A. There shall be an annual meeting of the membership in November and at least four thereafter.
- B. The annual meeting shall be held on or about November 1, on a date chosen by the Board of Directors and shall include the annual election. Notice of the annual meeting and election, including the list of candidates, shall be provided to all members in good standing at least ten days prior to the meeting. The agenda for the annual meeting shall include at least the following in the sequence listed:
 - 1. The President shall report on those matters he considers important, including progress during the past year and his recommendations for the year ahead.
 - 2. The Treasurer shall submit a written financial report.
 - 3. Those committees so ordered by the President shall present reports.
 - 4. The Nominating Committee shall present the proposed candidates to the membership. Nominations will be accepted from the floor.
 - 5. The elections of officers and board members shall be conducted. Only one vote per member in good standing is allowed. Votes must be cast in person by the members. There shall be no voting by proxy.
 - 6. All other business.
- C. The new officers and Board members shall assume their offices on January 1st.
- D. Additional general membership meetings may be called by the President or any four (4) members of the Board of directors, or upon petition of 25% of the members in good standing. Notification of any such additional general membership meetings shall be provided to all members in good standing at least two (2) weeks prior to the meeting, and shall contain the proposed agenda. Only items on the proposed agenda will be in order at such additional general membership meetings.
- E. Any action proposed at any general membership meeting is deemed approved when a majority of the members in attendance who are in good standing accept it.
- F. All meetings shall be governed by Roberts Rules of Order, Newly Revised except for rules provided in these By-Laws.

ARTICLE IX – AMENDMENTS

- A. Amending Procedure. These By-Laws may be altered, amended or repealed at only the November meeting of the Worman’s Mill Civic Association at which, at quorum is present and by the vote of two-thirds of the members present.
- B. Notice. No amendment shall be put to vote unless the WMCA Board of Directors have provided for the written notice of any proposed amendment(s) to be communicated and made available to the WMCA membership 14 days prior to the November meeting.