

WOODLAND HEIGHTS CIVIC ASSOCIATION BYLAWS

Revised in March of 2003

Approved by the membership on April 16, 2003

Amended by the membership on April 26, 2006

Amended by the membership on September 27, 2006

Amended by the membership on April 28, 2009

Amended by the membership on April 15, 2016

DEFINITIONS

Each term below has the meaning described:

WOODLAND HEIGHTS refers to that portion of the City of Richmond, Virginia, bounded on the East by West 24th Street, on the North by Riverside Drive, on the Northwest by Forest Hill Park, on the Southwest by Forest Hill Avenue, on the South by Bainbridge Avenue until West 29th Street following West 29th Street north to Perry Street and following Perry Street east to West 24th Street.

MEMBER refers to an adult individual residing in Woodland Heights who has paid the current Woodland Heights Civic Association annual dues.

OFFICERS refers to the President, Vice-President, Treasurer, and Secretary of the Woodland Heights Civic Association currently elected to their offices by the members.

COMMITTEE CHAIRPERSON refers to a member appointed by the President of the Woodland Heights Civic Association to chair one of the four standing committees identified in Article IX, Section 1.

QUORUM refers to a Woodland Heights Civic Association meeting attended by five or more members, not to include Officers, when notice of the meeting has been provided to the membership consistent with Article V, Section 1 and Article VI, Section 2.

MAJORITY VOTE is a vote of more than fifty percent of the members and officers attending a Woodland Heights Civic Association meeting and can only occur at a meeting with a quorum.

ARTICLE I - Name

The name of this organization will be the Woodland Heights Civic Association, hereinafter referred to as the Association or WHCA. This Association will operate as an independent, volunteer, nonprofit, charitable organization.

ARTICLE II - Purpose

The purposes of the WHCA will be educational and charitable, to

- promote awareness of Woodland Heights as an important historic neighborhood,
- advise the residents of Woodland Heights on matters of interest or concern to them,
- host and conduct public discussion groups on matters of neighborhood benefit,
- educate constituents on matters that will promote positive community relations,
- support charitable and other projects that will benefit area residents and further the WHCA's educational and charitable purposes,
- advance the welfare and quality of life of Woodland Heights residents, and
- serve as a liaison between the city of Richmond and all residents of Woodland Heights.

ARTICLE III - Fiscal Year

The fiscal year of the Association will begin on January 1st and end on the following December 31st.

ARTICLE IV - Membership

Section 1

Any person residing in Woodland Heights will be eligible for membership in the WHCA.

Section 2

Each eligible member, having paid all dues owed, will be a member in good standing and have one (1) vote in all matters presented to the WHCA membership.

Section 3

Membership dues will be paid annually and are due on January 1st of each calendar year or at the time a new member joins the WHCA.

Section 4

The Officers will annually review the amount charged for membership dues. If the Officers recommend any changes to the membership dues, they will submit that recommendation for the approval of the members at the November WHCA meeting. Changes in membership dues will be effective on January 1st of the following year.

Section 5

All members will be eligible to chair committees and to serve as WHCA Officers.

ARTICLE V – Meetings

Section 1

The WHCA will meet five times a year with, to the extent possible, meetings occurring in February, April, June, September, and November.

Section 2

Special meetings may be called by the WHCA President, Vice-President or at the written request of any fifteen (15) members submitted to any WHCA Officer. When a special meeting is called or requested, the President or his/her designee will notify (see Article VI, Communications, Section 2) the membership of the meeting's purpose, date, time and place. No business will be transacted at the special meeting that is not consistent with the purpose of the meeting.

Section 3

No business will be conducted at a meeting where there is no quorum.

ARTICLE VI – Communications

Section 1

The officers will report on the outstanding business and financial standing of the WHCA to the membership at each meeting.

Section 2

To the extent possible, written notice stating the date, time, place and purpose of special meetings will be distributed to each member not less than two (2) days nor more than thirty (30) days before the date of the meeting.

ARTICLE VII - Officers and their Duties

Section 1

Officers of the WHCA will be a President, a Vice-President, a Treasurer and a Secretary.

Section 2

The President will be the Chief Executive Officer of the WHCA and will exercise supervision over all its affairs, including presiding at the meetings of the WHCA. The President will represent the WHCA before the Richmond City Council and any other organization at which the views of the WHCA will be presented.

Section 3

The Vice-President will perform all the duties of the President in the President's absence. The Vice- President will supervise the progress of all standing committees, coordinate the efforts of standing committees in matters of common responsibility, and, in the absence of a standing committee chairperson, report the progress of that committee to the membership.

Section 4

The Treasurer will be the custodian of all funds of the WHCA and will deposit those funds in a bank approved by the President. The Treasurer will keep a true and accurate record of all monies received and disbursed by the WHCA and will present the most recent quarterly balance sheet and summary of monies received and disbursed at each meeting. The Treasurer will also keep a true, accurate and current record of all members and the date of their dues payments.

Section 5

The Secretary will keep the minutes of all WHCA meetings. The Secretary will maintain the official WHCA history, correspondence and records. The Secretary will forward records from prior years to the Virginia Commonwealth University Library for inclusion in its Special Collections archives.

Section 6

Any interested party (director, officer, manager, or anyone in a position of authority over the WHCA) must disclose the existence of any conflict of interest and must recuse himself/herself from any decision-making that could benefit him or her. No interested party may receive compensation, either directly or indirectly, for his/her service to WHCA.

ARTICLE VIII - Nominations and Elections

Section 1

The elected term of office for WHCA Officers is two (2) years. No Officer may serve more than two (2) consecutive terms in the same office. No member can simultaneously hold more than one WHCA office.

Section 2

The President will solicit candidates for WHCA offices at the WHCA meeting immediately preceding the November meeting. Candidates for WHCA offices should make themselves known to the President prior to the November meeting. When possible, a list of the candidates for WHCA offices will be circulated to the WHCA membership prior to the November meeting. Additional candidates may be nominated for WHCA offices at the November meeting.

Section 3

Election to a WHCA office will be by majority vote of the members attending the November meeting.

Section 4

A President and Secretary will be elected at the November meeting in odd numbered years. The terms of President and Secretary normally will run from 1 January of an even numbered year to 31 December of the following odd numbered year. A Vice-President and Treasurer will be elected at the November meeting in even numbered years. The terms of Vice-President and Treasurer normally will run from 1 January of an odd numbered year to 31 December of the following even numbered year.

ARTICLE IX - Committees

Section 1

There will be three (3) standing committees and the President will appoint a chairperson for each standing committee. A chairperson will serve at the discretion of the President, but no longer than eight (8) years. When necessary, other ad hoc committees may be formed and subsequently disbanded by the President.

Section 2

The responsibility of all committees, includes:

- Meet monthly, or more frequently if needed.
- Report committee minutes to WHCA officers within a week of meeting and post on the Woodland Heights website within two weeks.
- Report committee activities at each WHCA meeting.
- Work collaboratively with other WHCA committees to successfully work on projects or tasks as identified.
- Appoint individuals each year to serve in positions to carry out the various committee functions and responsibilities.

Section 3

The standing committees will be:

A. Communications Committee

a. Function

The committee produces, develops and oversees all official communications of the WHCA.

b. Organization

- i. Chairperson – Organize and chair all committee meetings; coordinates dissemination of information throughout different venues.
- ii. Editor – Serves as editor of the Riverside News.
- iii. Assistant Editor – Assists the Editor as needed.
- iv. Advertising Manager – Solicits and manages advertising for the Riverside News and the WHCA website.
- v. Head of Distribution – Manages distribution of the printed copies of the Riverside News and other WHCA communications throughout the Woodland Heights neighborhood.
- vi. Electronic Communications Manager – Manages content on the WHCA website and social media platforms.
- vii. Members

c. Responsibilities

- i. The production and distribution, both in printed and electronic form, of the neighborhood newsletter, which shall be called the “Riverside News”;
 1. There shall be four (4) quarterly issues of the Riverside News each year.
 2. The Riverside News will consist of the WHCA President’s message, minutes from the most recent membership meetings, general

information about local events of importance, reports of WHCA activities, information from and about city leaders and city events affecting the Woodland Heights neighborhood, columns of general interest, and any other relevant content of interest to the neighborhood.

3. WHCA Treasurer's report.
 - ii. The entering of contracts with merchants for advertising in the Riverside News and/or the WHCA website, the revenue from which shall first be used for the production and maintenance costs of WHCA communications and then to the WHCA for general association activities;
 - iii. The management and maintenance of all WHCA electronic communications, its internet website, and its various social media platforms; and
 - iv. The production and distribution of any other official communication of WHCA business.

B. Neighborhood Safety Committee

a. Function

- i. To improve the safety and security of the Woodland Heights neighborhood.
- ii. To act as liaison between the Woodland Heights Civic Association and the government agencies charged with preventing crime and maintaining street and neighborhood safety.

b. Organization

- i. Chairperson: Organize and chair all committee meetings; coordinates dissemination of information throughout different venues.
- ii. Assistant Chairperson: To assist the chairperson as needed.
- iii. Members

c. Responsibilities

- i. To initiate and increase participation in an active Neighborhood Watch program;
- ii. To organize and coordinate the annual Woodland Heights National Night Out event in cooperation with the other committees of WHCA;
- iii. To monitor, evaluate and report on traffic, crime and other neighborhood safety concerns; and
- iv. To advocate for remediation of neighborhood safety concerns with the appropriate government agencies.

C. Programs and Membership Committee

a. Function

- i. To support the WHCA and will develop and organize events including fundraising, charitable, or other identified projects or activities to raise money for the association, or for the good of the community;
- ii. Provide programs and activities for residents to increase and maintain membership levels for continued viability of WHCA; and
- iii. Build membership to include residents from the entire community.

b. Organization

- i. Chairperson: organizes and chairs all committee meetings; coordinates dissemination of information throughout different venues.
- ii. Assistant Chairperson: To assist the chairperson as needed.

- iii. Membership Liaison: Leads activities related to membership and works closely with committee members in an attempt to increase participation for all programs and activities.
- iv. Members

c. Responsibilities

- i. Identify potential fundraising activities, both short-term and long-term;
- ii. Engage Woodland Heights residents to join in community activities and projects, with an emphasis of being inclusive to all residents including minorities;
- iii. Develop and maintain a work plan that identifies specific fundraising activities, persons responsible, staffing needs, necessary WH association resources and status;
- iv. Assist the WHCA to identify potential neighborhood projects in need of WHCA resources, i.e. funding, or other resources;
- v. Work with other committees to identify how raised funds will be utilized by the Woodland Heights community;
- vi. Work closely with elected treasurer to develop and maintain system to track monies raised from fundraising activities, memberships, and donations; and
- vii. Maintain committee membership by actively recruiting new members as needed.

Section 3

A Committee decision will not become the official position of the WHCA until the Chairperson of the committee presents the decision to the President and receives his/her approval.

ARTICLE X - Authority to Expend Funds and Obligate the WHCA

Section 1

Only the President, the Treasurer, and/or the Vice-President may expend funds from the WHCA treasury. Except as provided for the Article IX, Section 3, A, b, iv and c, ii, only the President, the Treasurer, and the Vice-President may obligate the WHCA to any contract.

Section 2

Only the President, the Treasurer, and/or the Vice President may expend funds from the WHCA treasury. For amounts over \$2,500, two signatures of the authorized officers shall be required on WHCA checks. Except as provided for in Article IX, Section 3, A, b, iv and c, ii, only the President, the Treasurer, and the Vice-President may obligate the WHCA to any contract.

Section 3

Upon the dissolution of the WHCA the Treasurer shall first pay all outstanding debts of the WHCA. After all debts have been paid, should any funds remain in the WHCA treasury they shall be distributed to one or more organization qualified under 26 United States Code Section 501(c)(3) as determined by majority vote of the membership. If no membership vote can be taken, the funds shall be distributed to one or more organization qualified under 26 United States Code Section 501(c)(3) as determined by President of the WHCA.

ARTICLE XI - Parliamentary Authority

Robert's Rules of Order, current issue, will be the parliamentary authority for WHCA meetings when they are not in conflict with the bylaws of the WHCA.

ARTICLE XII - WHCA Representation

No individual, group, or entity will be authorized to represent the WHCA for any purpose whatever except by the expressed consent of the President. Any WHCA members whom the President determines has without authority held themselves out as representing the WHCA may, at the discretion of the President, forfeit membership in the WHCA.

ARTICLE XIII - Amendments

These by-laws may be amended at a meeting of the WHCA, provided the text of the proposed amendment has been submitted in writing to the members of the WHCA at least five (5) days prior to the meeting. Amendments will be adopted if they are approved by a two-thirds vote of the members and officers attending the meeting.