

BY-LAWS
BELLAMY WOODS CIVIC LEAGUE

As Originally Adopted on November 18, 1987, and
As Subsequently Amended and Restated by Membership Votes
of December 20, 1993, October 29, 1995, October 26, 2005, and November 2, 2024

ARTICLE 1 – BOARD OF DIRECTORS AND OFFICERS

A. Board Constituency

The Board of Directors and officers of this League, their methods of election and appointment, and procedures for interim changes are specified in the Constitution of the Bellamy Woods Civic League.

B. Duties of the Officers

President: The President shall (1) preside over all meetings of both the Board of Directors and the general membership; (2) report to the general membership all activities of the Board of Directors and Committees; and (3) serve as the Assistant Neighborhood Watch Coordinator for the Bellamy Woods subdivision in compliance with the City of Virginia Beach police structure of the Neighborhood Watch Program. The President may (1) act as a member of any League committee, (2) serve as, or designate another Director to serve as, the secondary signer on the League's checking or other financial accounts, and (3) appoint Liaisons and Representatives from the League to other organizations, subject to confirmation, termination or replacement by majority vote of the Board of Directors.

Vice-President: The Vice-President shall assume the duties of the President in the absence of the President.

Secretary: The Secretary shall (1) take minutes at all meetings of the Board of Directors and the general membership, including attendance; (2) maintain a roster and current contact information for all Directors, Committee Chairs, Representatives and Liaisons; and (3) be responsible for maintaining a copy of all League records other than those kept by the Treasurer, including digital credentials.

Treasurer: The Treasurer shall (1) maintain the funds and financial records for the League in good order; (2) establish and maintain a checking account in the League's name; (3) balance the books; (4) collect dues, promptly deposit all receipts, and maintain current membership records; (5) pay all proper obligations of the League in a timely manner; (6) submit all required tax and regulatory filings on behalf of the League in a timely manner; (7) maintain all tax exemptions and insurance coverages without lapse unless otherwise directed by majority vote of the Board of Directors; (8) report all financial transactions to the Board of Directors and to the general membership as necessary; and (9) prepare an annual financial summary for presentation at the Annual Meeting. At a minimum, such summary shall include: (1) a current income statement showing budgeted and actual income from each source category (e.g. dues, interest, social events) and expenditures for each disbursement category; (2) a balance sheet; and (3) a proposed budget for the upcoming year endorsed by majority voted of the Board of Directors.

All: All officers shall report to the Board of Directors and to the general membership as necessary. All Directors shall attend at least 50% of the Board meetings held in each calendar year, or their continuation in office must be reaffirmed by majority vote of the membership at that year's Annual Meeting.

C. Nominations of Directors

Each September of an Election Year the Board shall solicit nominations from the general membership and propose candidates for seats to be elected to the Board. A list of the proposed candidates shall be publicized in the same manner as a General Meeting notice at least seven (7) days before the election is held.

D. Election of Directors

Elections will be held in the Fall of each Election Year at the Annual Meeting of the general membership or as designated by the Membership. Nominations will be accepted from the floor.

E. Terms of Office

The term of office for Directors shall be three (3) years. In an Election Year outgoing Directors shall serve through December, and newly-elected Directors shall take office in January. A Director elected to fill a vacancy shall serve out the uncompleted remainder of their predecessor's term rather than a full three (3) year term. To promote continuity and avoid excessive turnover in the same year the terms of Directors shall be staggered. The terms of office for officers shall be one (1) year. Directors and officers shall be eligible for re-election to their positions.

ARTICLE II -- COMMITTEES

The Board of Directors may establish and dissolve committees as necessary to fulfill the League's purpose, except that responsibilities specifically assigned or reserved to Directors and Officers in the Constitution, in the By-Laws, or by law may not be delegated to committees.

ARTICLE III – COMMITTEE CHAIRS

A. Selection

Committee chairs shall be current League members appointed by the Board of Directors, or by the President subject to confirmation by the Board of Directors. Co-chairs for a particular committee may be appointed as appropriate. The Board may determine all matters pertaining to the term of office for committee chairs.

B. Duties

Committee chairs shall preside at all meetings of their respective committees. Committee chairs shall attend all meetings of the general membership or the Board of Directors at which a report of the activities of their committee is required, or they shall submit a written report in advance if they are unable to attend. No committee or committee chair may obligate the League, such authority being reserved to an Officer, to the Board of Directors, or to the general membership as appropriate.

ARTICLE IV – MEETINGS

A. Board of Directors

The Board of Directors shall meet a minimum of three times per year. Additional meetings of the Board may be called at any time by: (1) the President of the League; (2) any two members of the Board; (3) any three current members residing in different houses.

B. General

A meeting of the general membership shall be held at least twice per year, one of which shall be the Annual Meeting at which elections are held if it is an Election Year. Additional meetings may be held at any time as determined by the Board of Directors, or upon the request of any three current members residing in different houses. An operating budget shall be presented at the Annual Meeting for approval by the membership.

C. Quorum

- 1. Board of Directors:** A majority of the then-serving Directors shall constitute a quorum of the Board. A majority vote of the quorum shall be necessary to pass a motion.

2. **General Membership:** A majority of the current members present, plus at least two members of the Board of Directors (one of whom shall be either the President or Vice-President), shall constitute a quorum for the transaction of business at any general membership meeting of the League.

D. Notices of Meeting

1. **Board of Directors Meetings:** Board members must be notified at least 24 hours in advance of any special meetings called by the President or other Board Members, and at least seven (7) days in advance of any special meetings called by three current members as authorized by Article IV.A.
2. **General Membership Meetings:** The Annual Meeting at which elections are held must be publicized a minimum of seven (7) days in advance. All other general meetings must be publicized at least 48 hours in advance. Publication may be by newsletter, flyer, posted signs, email or other digital communication method, website or social media posting, telephone, combinations thereof, or any other good-faith means designed to notify every member house of all general meetings, particularly those at which a vote is to be taken.

ARTICLE V - DUES

Annual dues shall be proposed by the Board of Directors according to the needs of the League and approved by the general membership in accordance with the quorum and voting provisions in Article IV, either by stand-alone motion or as part of approving the budget. Dues shall remain in effect until a change is approved by the general membership. Dues shall be payable to the League rather than to any person.

ARTICLE VI - VOTING

Voting may be by voice, show of hands or ballot, as appropriate. If it appears that the general membership did not receive adequate notice of the meeting at which a motion is to be voted upon, at the sole discretion of the President or Presiding Officer, the vote may be postponed.

ARTICLE VII – AMENDMENTS

These By-Laws may be amended by a majority vote of the general membership present and eligible to vote at a General Meeting provided that notice of the meeting has been given and the proposed amendment has been publicized to the general membership in the manner designated in Article IV.D.2 above at least 7 days in advance of the vote.

ARTICLE VIII – POLICY

The League shall be an unincorporated association not organized for profit, and it shall operate exclusively in a manner consistent with all applicable laws and its tax-exemption as a social welfare organization described in Internal Revenue Code section 501(c)4.