

CONSTITUTION

(Amended 3/96)

ARTICLE ONE – NAME

Section 1. The name of this organization shall be Wellington North Civic Association.

ARTICLE TWO – PURPOSES

Section 1. The following are the purposes for which this organization has been organized:

To maintain the covenant of Wellington North Addition: to stimulate and promote interest and improvement in the health and safety of the community: to foster the development in the community of its physical attractiveness and improvement; to maintain interest in community social activities.

Section 2. These objectives shall be achieved by promoting activities and taking part in activities to attain these goals, all of which shall be conducted for non-profit purposes.

Section 3. The Association shall not foster, promote or support any political party or otherwise engage in partisan politics.

Section 4. The Association shall manage and maintain any common property for which it assumes responsibility.

ARTICLE THREE – MEMBERSHIP

Section 1. Membership in this Association shall be limited to dues-paid residents of households in the area known as Wellington North Addition and its sections as incorporated.

Section 2. Membership allows use of all Association facilities and participation in all Association sponsored activities, provided dues have been paid in accordance with Article Thirteen.

ARTICLE FOUR – MEETINGS

Section 1. The membership meetings of the organization shall be held once annually in February – time and place to be designated by the Executive Committee. Membership is to be advised at least ten days in advance.

- Section 2. Special meetings of this organization may be called by the President when he deems it for the best interest of the organization. Notices of such meetings shall be mailed or delivered to all members at their addresses at least ten days before the scheduled date set for such special meetings. The notice shall state the business to be transacted and by whom the meeting has been called.
- Section 3. At the request of three members of the Executive Committee or twenty percent of membership of the organization, the President shall cause a special meeting to be called. Such request must be made in writing at least fifteen days before the requested schedule date. No other business but that specified in the notice may be transacted at such special meetings without the unanimous consent of all present at such meetings.
- Section 4. One house shall constitute one vote. One-fourth of the membership shall constitute a quorum for transaction of business.
- Section 5. All membership meetings shall be governed by Robert's Rules of Order except as herein stated.

ARTICLE FIVE – VOTING

- Section 1. At all meetings, all votes shall be by voice vote, except for that of election of officers, then ballots shall be provided and there shall not appear any place on said ballot any mark or marking that might tend to indicate the person who cast said ballot. The Executive Committee may determine other secret ballots.
- Section 2. At any regular or special meeting, if a majority of those present so requires, any question may be voted upon in the manner and style provided for election of officers.
- Section 3. At any vote taken by ballot there shall be only one vote for each membership. There may be only one membership per home. Only a dues-paying member may vote at any meeting, and no votes shall be by proxy.

ARTICLE SIX – ELECTIONS

- Section 1. The Nominating and Election Committee shall conduct the election. This committee shall consist of the President and at least three other members appointed by the President and approved by the Executive Committee. This committee shall conduct a thorough search for candidates for each office and shall nominate from the membership one or more candidates for each office to be filled. The nominees shall be approved by the Executive Committee and reported to the membership a minimum of ten days prior to the annual meetings. Also at this time, the membership shall be advised of election mechanics and the procedure for nominating from the floor. Election of officers will be held annually.

- Section 2. The slate of nominees shall be finalized at the annual meeting. Additional nominations may be made from the floor at the meeting. Members nominated from the floor shall be subject to the same requirements and qualifications as members nominated by the committee. The Nominating and Election Committee shall be the final authority with respect to such requirements and qualifications.
- Section 3. No member shall be nominated for any office unless they shall have first expressed to the committee or the person nominating them their willingness to serve if elected. Any member nominated from the floor must be present at the meeting or written confirmation of their willingness to serve must be presented.
- Section 4. No member of the above committee shall be a candidate for office.
- Section 5. Voting shall be by ballots mailed or delivered to all members and shall be conducted following the annual meeting by the Nominating and Election Committee. Within five days after receiving the ballot, the member shall return the ballot to a member of the nominating and election committee. Voting by ballot may be suspended in the event there is only one candidate for each office following the opportunity for nominations from the floor.
- Section 6. A majority vote of the members voting shall be necessary for election. All ties will be resolved by majority vote of the entire Executive Committee.
- Section 7. The election must be completed and the results reported to the membership by March 20th of each year.

ARTICLE SEVEN – ORDER OF BUSINESS

- Section 1.
- A. Roll Call (to determine a quorum)
 - B. Secretary's Report
 - C. Treasurer's Report
 - D. Reports of Officers
 - E. Committee Reports
 - F. Old and Unfinished Business
 - G. New Business
 - H. Other
 - I. Adjournment

ARTICLE EIGHT – EXECUTIVE COMMITTEE

- Section 1. The business of this organization shall be managed by the Executive Committee consisting of the officers of this organization, Section Representatives, and the immediate Past President of this organization.
- Section 2. The Executive Committee shall have the control and management of the affairs and business of this organization. Such Executive Committee shall only act in the name of the organization when it shall be regularly convened by its chairperson after due notice to all the Executive Committee members of such meeting.
- Section 3. A minimum of five (5) members of the Executive Committee shall constitute a quorum. Two of these members shall be duly elected officers. The meetings of the Executive Committee shall be held regularly as deemed necessary in order to conduct the business of the association. Executive Committee meetings will be announced in writing to the entire membership prior to such meetings. Any Association member may attend any meeting of the Executive Committee.
- Section 4. Each Executive Committee member shall have one vote, and such voting may not be done by proxy.
- Section 5. The Executive Committee may make such rules and regulations covering its meetings, as it deems necessary.
- Section 6. A vacancy in the office of President shall be filled by the Vice President. Vacancies in any other elective office shall be filled by a majority vote of the remaining members of the Executive Committee for the balance of their unexpired term.
- Section 7. The President of the organization, by the virtue of the office, shall be Chairperson of the Executive Committee and of each membership meeting.
- Section 8. All members of the Executive Committee shall serve without compensation.
- Section 9. Any elected or appointed member of the Executive Committee may be removed from office by an affirmative vote of at least seven (7) members of the Executive Committee or by a vote to remove said member of the Executive Committee by at least two thirds of the entire Association membership.

ARTICLE NINE – OFFICERS AND THEIR DUTIES

- Section 1. The elected officers of this organization shall be President, Vice President, Secretary and Treasurer.
- Section 2. The term of office for all officers shall be for one year starting on April 1st, upon certification of the Nominating and Election Committee and upon verification of their membership for the following fiscal year.

Section 3. The President, by virtue of the office shall:

- A. Preside at all membership meetings.
- B. Be chairperson of the Executive Committee.
- C. Appoint all committees from the membership subject to the approval of the Executive Committee.
- D. See that all books, reports and certificates as required by law are properly kept or filed.
- E. Sign all checks and all drafts; sign any contractual commitments of the Association in excess of \$100.
- F. Serve as chairperson of the Nominating and Election Committee.
- G. Appoint one representative from the membership for each of four (4) sections, as delineated on the attached map, in the Wellington North Addition subject to the approval of the other elected officers. The approved representatives will serve a term of one year on the Executive Committee and perform other duties as outlined in the Constitution.
- H. Have such power as may be reasonably construed as belonging to the chief executive of any organization.
- I. Be bonded for a minimum of \$50,000.
- J. Ensure that all activities and decisions of the Association are in compliance with this constitution.

Section 4. The Vice President shall:

- A. Serve as acting President in the event of the absence or inability of the President to exercise the duties of the office.
- B. Serve as Recreational Coordinator.

Section 5. The Secretary shall:

- A. Keep the minutes and records, other than financial, of the Association in appropriate books.
- B. Be the official custodian of the records of the Association.
- C. File any certificate required by any statute.
- D. Give and serve all notices to member of the association.
- E. Present to the membership at meetings any communication received.
- F. Attend to all correspondence of the organization.
- G. Serve as secretary of the Executive Committee.
- H. Exercise all duties incident to the office of Secretary.
- I. Maintain a membership record, including names and addresses.

Section 6. The Treasurer shall:

- A. Have the care and custody of all monies and securities belonging to the association and shall be solely responsible for them.
- B. Deposit in a regular bank or trust company the funds of the association.
- C. Sign all checks and all drafts. Sign any contractual commitments of the Association in excess of \$100.
- D. Submit a written account of the finances of the Association at the annual meeting, at the end of the fiscal year, and at other times as deemed necessary by the Executive Committee or by a majority of the membership. These reports must be made available to any member upon request. The report submitted at the annual meeting shall be affixed to the minutes of the meeting.
- E. Exercise all duties incident to the office of the Treasurer.
- F. Be bonded for a minimum of \$50,000.

ARTICLE TEN – AUDITING COMMITTEE

Section 1. The Auditing Committee shall be appointed by the President and approved by the Executive Committee at least two weeks before the end of the fiscal year.

Section 2. The Auditing Committee shall consist of not less than three members.

Section 3. The Auditing Committee shall sign a statement denoting the Treasurer's fiscal year-end report to be accurate.

ARTICLE ELEVEN – EXPENDITURES

Section 1. The Executive Committee shall fix the expenditures which they in their discretion say determine to be necessary in the conduct of the business of the Association.

Section 2. Individual expenditures or commitments for expenditures totaling more than \$500 requires the approval of five (5) members of the Executive Committee. Individual expenditures or commitments for facilities or services in excess of \$6,000 must be approved by a majority of the membership.

Section 3. Disposition of fixed assets in excess of \$5,000 market value requires the approval of two-thirds of the membership.

ARTICLE TWELVE – COMMITTEES

Section 1. Permanent committees shall be created by the President with the approval of the Executive Committee as may be required to promote the objectives and interests of the Association. The chairpersons of the permanent committees shall be appointed by the President for one year with the approval of the Executive Committee.

Section 2. The chairpersons of all the permanent committees shall present plans of work to the Executive Committee. Committee chairpersons shall be required to report on call to the Executive Committee. No committee work shall be undertaken without the approval of the President and/or the Executive Committee.

Section 3. Special ad hoc committees or task forces may be established by the President with the approval of the Executive Committee.

ARTICLE THIRTEEN – DUES

Section 1. The dues for membership in this organization shall be voted by the members annually and shall be payable on or before the first day of May each year.

Section 2. Special assessments must be recommended by the Executive Committee and confirmed by two-thirds of the membership.

Section 3. Dues shall not be refundable but shall be transferable.

Section 4. The fiscal year of this association shall be from April 1st to March 31st of the following year.

Section 5. Dues shall be prorated as determined by the Executive Committee on a monthly basis for new residents beginning with the month following occupancy.

ARTICLE FOURTEEN – AMENDMENTS

Section 1. This constitution may be altered, amended, repealed, or added to by an affirmative vote of not less than two-thirds of the members.

Section 2. Written notice of proposed changes shall be given to the members at least ten days prior to the voting.

Section 3. Members shall be notified of any approved alterations within ten days.

Section 4. Amendments shall go into effect immediately upon their approval by membership.