

# **Constitution of the Brookhaven-Forest Villa Civic Association (BFCA)**

## **Article 1. Name.**

The name of the organization is the Brookhaven-Forest Villa Civic Association (hereafter “BFCA”).

## **Article 2. Goals.**

The goals of the BFCA are to:

- a. Create a non-partisan mechanism for the area served by the BFCA (hereafter “the Neighborhood”) to discuss matters of community concern and, as necessary, to adopt informal or formal positions on such matters, and to communicate such positions to Fairfax County and Commonwealth of Virginia officials and to civic organizations such as the McLean Citizens Association (MCA).
- b. Designate individuals to represent the BFCA on civic organizations such as the MCA.
- c. Promote effective relations between the Neighborhood and 1) the Fairfax County government, especially the Board of Supervisors, the Police Department, and Fire and Rescue, and 2) nearby neighborhoods and their neighborhood associations.
- d. Undertake activities designed to develop and promote a sense of community among the residents of the Neighborhood.
- e. Undertake other activities consistent with the above goals.

### **Article 3. The Neighborhood served by the BFCA.**

The Neighborhood served by the BFCA lies to the southeast of the Old Dominion Drive bridge over Pimmit Run (to cover the homes on the northeast side of Old Dominion Drive until it reaches Birch Road), and encompasses homes on both sides of Linway Terrace until it reaches Hunting Ridge Lane, and includes the homes on both Hunting Ridge Lane and Hunting Ridge Court. In addition, to the east and northeast of Old Dominion Drive the Neighborhood encompasses the homes on Sixth Place, Mintwood Drive, Twisting Tree Lane, Woodsong Court, Madison Court, Brookhaven Drive, Oakview Drive, Jefferson Place, Forest Villa Lane, Highland Glen Place, Furlong Road, Poplar Place, Carlin Lane, Chowning Place, East Avenue, Munhall Court, Bryan Branch Road, and Linway Park Drive. See the map of the Neighborhood in the Appendix.

### **Article 4. Membership and Dues.**

Sec. 1. Each owner-occupied household in the Neighborhood is eligible to become a member of the BFCA. The household may become a member by so indicating to the BFCA and providing the BFCA the owner's telephone number, email address, and street address. Membership will run from October 1 of one year until September 30 of the following year, and a member may join part-way through a membership year. Each household will have one vote at BFCA meetings and elections. See Article 6, Meetings, and Article 9, Elections.

Sec. 2. As of the date of adoption of this constitution, because the BFCA has sufficient funds to operate without additional regular funding from the membership there is no need for the assessment of dues of members of the BFCA. However, should the need for additional revenue arise, the president may request donations from the membership. If it becomes necessary for regular additional income for the BFCA, the president may, at the annual membership meeting in October (hereafter “annual general membership meeting”), as set out in Article 6. Sec.1, or other meeting of the membership, request membership approval by simple majority vote for the assessment of regular dues from the membership.

## **Article 5. BFCA Officers and their duties.**

Sec. 1. The BFCA has four elected officers: a president; a vice president; a secretary; and a treasurer. These officers comprise and are members of the Executive Board of the BFCA. The Executive Board will be responsible for carrying out the functions of the BFCA in the intervals between meetings of the general membership. (See Article 6, Meetings.) The Executive Board will meet on a regular basis at the call of the president. Meetings of the Executive Board shall be open to BFCA members. The Executive Board may also establish procedures deemed necessary to facilitate the conduct of BFCA meetings. The treasurer may participate in all deliberations of the Executive Board but does not have a vote.

Sec. 2. The president. The president has supervisory authority over the activities of the BFCA, and will normally preside over its meetings, including meetings of the Executive

Board. The president will appoint all committees and serve as an ex officio member of each such committee. The president will ensure by the appointment of qualified individuals, that the BFCA is properly represented before official bodies of the of the Commonwealth of Virginia and Fairfax County, the McLean Citizens Association (MCA) and other civic organizations, and shall ensure that proper spokespersons represent the interests of the BFCA before the press and the general public.

Sec. 3. The vice-president. The vice-president will act for the president in the absence of the president. Under the supervision of the president, the vice-president will also be responsible for ensuring, through appropriate channels, that the membership is aware of matters of current interest, and for notifying the membership of upcoming meetings of the Executive Board, the annual general membership meeting, and other meetings of the BFCA membership.

Sec. 4. The secretary. At the direction of the president, the secretary is responsible for ensuring that proper records are kept of BFCA activities, including the taking of minutes at meetings of the Executive Board, the annual general membership meeting and other meetings of the membership of the BFCA, and making the minutes available to the membership in a timely manner. The secretary will record the exact wording of all resolutions and other formal actions of the BFCA. The secretary will ensure that all correspondence received by the BFCA, in hard copy or electronic form, is directed to the proper members for action, and that incoming correspondence is responded to in a timely

manner. The secretary is responsible for maintaining the BFCA's constitution, in updated form, and to make it available to BFCA members upon request.

Sec. 5. The treasurer. The treasurer is responsible for keeping a full, current record of the BFCA's financial activities, including assets, income, and disbursements. The treasurer will report on the BFCA's current financial situation at each meeting of the Executive Board and each meeting of the membership of the BFCA, and will ensure that all tax filings for the BFCA are undertaken in a correct and timely manner.

## **Article 6. Meetings.**

### Sec. 1.

- a. Annual general membership meeting in October. An annual general membership meeting of the BFCA will be held each October. At this meeting the president will make an annual report to the membership of the activities of the BFCA, and may propose for action such proposals the president deems necessary. Elections as described in Article 9 will take place at this meeting. An agenda of the items to be considered at the meeting, including the slate of candidates for election (see Article 9, Sec. 2), will be provided in electronic or hard copy form, or both, to BFCA members. In addition, the members will have the opportunity to propose and have considered other items of interest to the Neighborhood.
- b. Later annual general membership meeting. In the event that a general membership meeting is not held in October of any year, the president will call for a later annual general membership meeting, at which meeting the activities set forth in Sec. 1a. of this article will take place.

Sec. 2. Other membership meetings. The Executive Board may call other meetings of the general membership as it considers necessary.

Sec. 3. Member-requested meetings. Additional meetings must be called if 10 per cent of the member households submit to the president a signed petition explaining the reasons a meeting is necessary.

Sec. 4. The president may establish any necessary procedural rules for the conduct of meetings.

Sec. 5. In the event that a member household is unable to send a representative member to any meeting, the household may authorize another member household to vote for it by proxy, provided the proxy is in writing and is signed by the member household.

Sec. 6. Scheduling and Announcement. The president, with the advice of the Executive Board, will decide the specifics of date, time, place, and means of announcement for, any membership meetings. The secretary, in consultation with the vice-president, will ensure that the BFCA communicates this information to the membership in a timely manner.

Sec. 7. Quorum. A quorum shall consist of representatives of 10 per cent of the households that have become members of the BFCA. Properly verified proxies count toward the establishment of a quorum.

## **Article 7. Committees.**

Sec. 1. There will be a membership committee, which will be responsible for ensuring the maximum possible participation of the households of the Neighborhood in the BFCA.

Among other things it will lead the effort to communicate with households to encourage them to join and participate.

Sec. 2. The president may establish other committees that are deemed necessary, such as one to deal with community events and one to deal with communications issues. These committees may be of an ad hoc or permanent character.

### **Article 8. Procedural issues.**

The president will preside over all BFCA meetings. This authority includes the right to recognize individuals to speak and to make other decisions designed to conduct a meeting in an orderly and expeditious manner.

### **Article 9. Elections.**

Sec. 1. Regular elections will be held at the annual general membership meeting.

Sec. 2. Nominations. The president shall appoint a nominating committee at least six weeks prior to each annual general membership meeting. This committee shall have at least three individuals, at least one of whom will be a past president if one is available to serve. At least two weeks prior to the annual general membership meeting, the nominating committee shall distribute to the membership, in electronic or hard copy form, or both, a proposed slate of officers. The slate will contain only individuals who have agreed to serve if elected. At the annual general membership meeting or other meeting for



elections, the nominating committee's slate may be augmented by nominations from the floor.

Sec. 3. Elections at the annual general membership meeting in October. Elections shall be conducted by secret ballot unless there is only one candidate for a post, in which an "election by acclamation" is permitted. When there are multiple candidates for a post, a majority is required to win. If a majority is not obtained on the first ballot, the candidate with the fewest votes will be eliminated and another ballot taken. If necessary, this process will be repeated until someone receives a majority of the votes cast.

Sec. 4. Terms of office. All elected officers serve two-year terms, to run from January of the year after their election to December 31 two years later. In the event that an annual general membership meeting is not timely held, officers may continue in office until a general membership meeting called by the president for an election is held and successors are properly elected and installed. However, in the event of a delayed annual general membership meeting, terms of the officers elected will not run beyond the date on which their terms would have ended had they been elected at an October annual general membership meeting.

Sec. 5. Special elections. If a position on the Executive Board becomes vacant before the annual general membership meeting, and the Executive Board determines that it is impracticable to wait until the annual general membership meeting to fill the position, the

Executive Board will fill the position by a simple majority vote of the Executive Board members present at that meeting or by proxy. The person elected in this manner shall serve the remainder of the term of office that was vacated. Such person is eligible to be considered for nomination for regular election to that office.

## **Article 10. Amendments.**

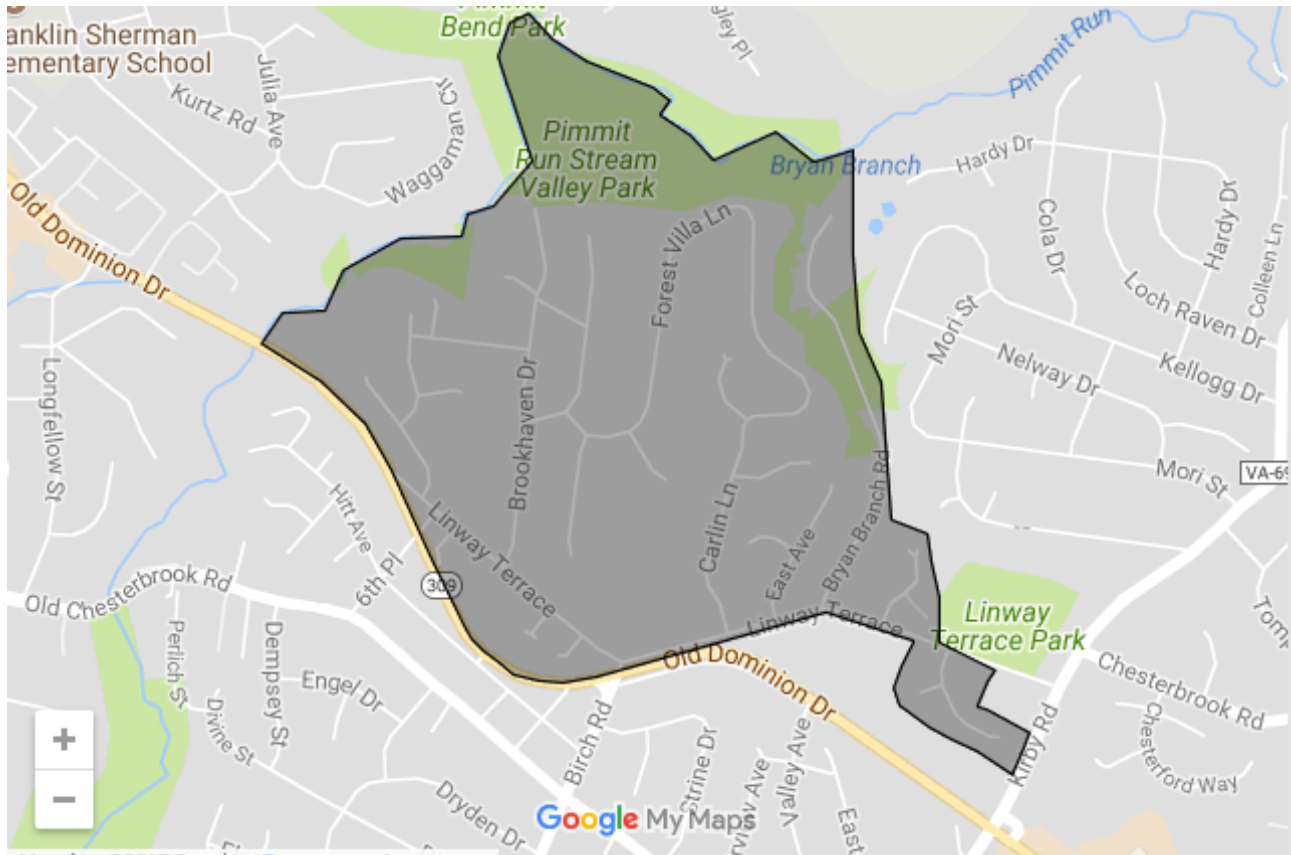
Sec. 1. Proposal and passage. This constitution may be amended at any BFCA membership meeting by a two-thirds vote of members present, providing there is a quorum. To be considered, an amendment must have been proposed by a member, reviewed by the Executive Board at one of its regular meetings, and distributed electronically or in hard copy to the full membership, at least two weeks before the meeting at which it is to be voted on.

Sec. 2. Posting. If an amendment is passed, the secretary shall post it to the master copy of the constitution and announce the change electronically or by hard copy to the membership. The altered section(s) will be struck out in a manner that leaves the original legible, and a dated copy of the revised sections will be filed as an insert page (or set of pages) immediately after the page(s) altered.

## Article 11. Dissolution.

In the event the BFCA dissolves, funds remaining in the treasury will be donated to the McLean Community Foundation or a similar charitable organization.

### Appendix- Map of the Neighborhood



End of the constitution.