

**BYLAWS**  
**CIVIC LEAGUE OF PEMBROKE MEADOWS, INCORPORATED**

Revised 11 September 2024

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## **ARTICLE I - NAME**

The name of this association shall be "The Civic League of Pembroke Meadows, Incorporated" hereafter referred to as the "Civic League."

## **ARTICLE II - OBJECTIVE**

The objective of this league shall be to provide an organized forum for the discussion and expression of matters of community interest, to encourage civic activity by all residents, and coordinate community action.

## **ARTICLE III - MEMBERSHIP**

- A. Any individual, eighteen (18) years of age or older, who resides within the area known as "Pembroke Meadows" shall be eligible for membership in the Civic League and said membership shall be effective upon payment of annual dues. A single paid membership shall entitle full membership privileges to that individual plus one (1) other eligible individual who permanently resides with the payee's household.
- B. "Pembroke Meadows", as used in these Bylaws, is defined as those homes and townhouses within the residential area commonly known as Pembroke Meadows, Pembroke Shores, and Hudgins Shores.
- C. Membership terminated for any reason may be reinstated within sixty (60) days without loss of any privileges.
- D. The Civic League, for any appropriate reason, may grant Honorary or Associate membership upon any adult or business. Honorary and Associate members shall have all rights and privileges of membership except the right to vote and to share Civic League property. The Civic League may waive annual dues for Honorary members; Associate members will pay regular membership dues.
- E. The annual membership period is for the twelve (12) months beginning, January 1st through December 31<sup>st</sup> (see Article XI for dues).

## **ARTICLE IV - LEGISLATIVE BODY**

- A. The members, in regular or special meetings, shall be the legislative body of the Civic League.

- B. A quorum, at any regular or special meeting, will consist of twenty (20) members in good standing.
- C. The legislative body shall direct all business of the Civic League.
- D. All elected or appointed officers and committee persons shall be directly responsible to and shall carry out all legal orders of the legislative body.
- E. The Civic League is authorized to create and will govern any subsidiary committee or satellite bodies. All subsidiary associations shall report to the Board of Directors for administration, except where provided herein. (See Article VII, paragraph A for description of the Board of Directors, hereafter referred to as the "Board".)

## **ARTICLE V - ELECTIONS**

- A. The election of officers shall be by acclamation unless a motion is passed by the legislative body to elect by secret ballot.
- B. The Nominating Committee shall ensure that only members of the Civic League vote.
- C. The Nominating Committee shall conduct the election at the regular November meeting of the Civic League in the manner set forth herein. Absentee or proxy voting is permitted in accordance with Article VI.
- D. At the President's discretion, normal business may be waived on the night of nominations and elections.
- E. Members will be advised of the time and location of the voting at least twice in a thirty-day (30) period before elections are held.
- F. In the event of a secret ballot election, two members in good standing who are not on the nominated slate will conduct the balloting.
- G. Annually, in October, at the regular monthly meeting of the Civic League, the Nominating Committee shall present to the membership, a slate of officers (excluding the Director of the Recreation Center), upon prior approval of the Board. Following this presentation, nominations from the floor will be accepted.
- H. The person receiving a majority of the votes shall be declared the winner. A final runoff shall be between the two candidates receiving the largest number of votes, if no majority is achieved on the first ballot.
- I. Immediately following the January regular monthly meeting of the Civic League, the President, or an appointed representative(s), shall administer the oath of office to the new officers.

- J. An officer may be re-elected to the same office for two successive terms but, after two (2) successive terms, may not again serve in the same office until one (1) year from last service. He/she may, however, serve in another elected office.
- K. The Director of the Recreation Center shall be elected in accordance with The Civic League of Pembroke Meadows Inc. Recreation Center Bylaws, herein known as The Recreation Center Bylaws, submitted for approval to the Civic League of Pembroke Meadows, Inc. Board.
- L. If any officer is unable to fulfill the unexpired term of office, a suitable replacement will be appointed by the Board except for the following:
  - (1) Vacancies in the office of President and First Vice-President shall be filled in accordance with Article IX.
  - (2) A vacancy in the office of the Director of the Recreation Center shall be filled in accordance with the Recreation Center Bylaws.

## **ARTICLE VI - ABSENTEE OR PROXY BALLOTS**

Any member who is unable to vote at the designated polling place may, upon written application to the Chairperson of the Nominating Committee up to one day prior to election, submit his or her vote, in absentia by delivering the ballot or proxy designation to a member of the Nominating Committee which will authenticate said vote.

## **ARTICLE VII - BOARD OF DIRECTORS**

- A. The Board of Directors (the "Board") will be the governing body of the Civic League. Their decisions will be binding, but can be overridden by a majority vote of the members present, during a regular or special meeting.
- B. The Board will be the administrative body of all subsidiary associations that the Civic League shall create. As administrators, the Board will approve committee chairpersons as required. These committees will serve as long as directed, but in any event, no longer than the term of office of the board by whom they were approved.
- C. A quorum, at any Board meeting, shall be a majority of the members of the Board.
- D. The Board shall receive all complaints and conduct a thorough investigation before presentation at the regular meeting.
- E. The Board shall act on all requests from committees for money, subject to the provisions of Article XI.G.

- F. The President of the Civic League shall serve as the Chairperson of the Board.
- G. Board and regular meetings of the Civic League shall be held once each month at a time and place to be announced. Regular meetings may be waived by prior vote of the Board for the June, July, August and December meetings. Any other meetings may be waived by a vote of the membership. A social function may be substituted for any regular meeting at the discretion of the Board.
- H. The President, with approval of or under the direction of the Board, may call a special meeting after due notice to the membership. A Petition for a special meeting may be made by any member, in writing, to the Board, who will judge the request as to the degree of urgency. A quorum, as described herein, must be present at any meeting, regular or special, before said meeting is official. Due notice in this article means at least forty-eight (48) hours stating the purpose, date and time thereof.

**ARTICLE VIII - ADMINISTRATION**

- A. Officers - the officers of the Civic League shall be:

- President
- First Vice President
- Second Vice President
- Director of the Recreation Center
- Treasurer
- Recording Secretary
- Corresponding Secretary

- B. Board of Directors - The Board of the Civic League shall be composed of the elected officials above, chairpersons of all standing committees, the immediate past president, representatives to the Council of Civic Organizations (CCO) and a Parliamentarian, if available. Standing committees may include, but are not limited to, the following:

Communications	Events
Block Security	Building and Grounds
Monthly Programs	Welcoming
Lakes and Waterways	Park/Playground

- C. A term of office is defined as one (1) year beginning on February 1st and ending January 31st.

## **ARTICLE IX - DUTIES OF OFFICERS**

### **A. President**

1. Shall preside at all regular, Board or special meetings.
2. Shall have the power to appoint or dissolve any temporary committee.
3. Shall have the right to attend all committee meetings and shall have the privilege to vote.
4. As a member of the legislative body, he/she is entitled to vote when the vote is by secret ballot.
5. Shall co-sign checks dealing with Civic League matters.
6. Shall act as advisor and historian to his successor.
7. Shall prepare and/or approve content or dissemination of information through all communication media.
8. Shall coordinate the preparation of all annual reports and shall be responsible for the timely submission of these reports and other official correspondence to federal, state or city agencies.

### **B. First Vice-President**

1. Shall assume the duties of the President when absent and, if the absence is permanent, shall fulfill the unexpired term of office of President.
2. Shall coordinate and be responsible for the activities of the Monthly Meeting Programs, Communications and Events committees.
3. Shall prepare the annual membership application for the Civic League and ensure their distribution to the community residents.
4. Shall take the chair and put to vote any motion which affects the office of the President.
5. Shall co-sign checks in the absence of the President.

**C. Second Vice-President**

1. Shall assume the duties of the First Vice-President when he/she is absent and, if the absence is permanent, shall fulfill the unexpired term of office of First Vice President. In the event of the permanent absence of the President and First Vice President, he shall assume the duties of the President until the next regular or special meeting, at which time elections for the office of President and First Vice President will be held.
2. Shall coordinate and be responsible for the activities of the Building and Grounds, Block Security, Park/Playground and Welcoming committees.
3. Shall establish, organize and manage an entrance-way maintenance program (in coordination with the Building and Grounds committee).

**D. Director of the Recreation Center**

1. Shall be the duly elected Director of the Recreation Committee and be responsible for carrying out the governing policies according to The Recreation Center Bylaws.
2. Shall be responsible for the preparation and submission of annual reports and official correspondence with regard to the Recreation Center by federal, state and/or city regulations.
3. Shall submit a report at each board and regular meeting containing statements about the significant activities under the jurisdiction of his committee.

**C. Treasurer**

1. Shall be responsible for the financial affairs of the Civic League.
2. Shall keep complete and accurate accounts and submit a report to the general membership at each meeting.
3. Shall deposit intact all monies received from Dues, Newsletter Advertising and Committee Chairpersons and assure that all funds are properly accounted for.
4. Shall administer all funds payable to or from the Civic League.
5. Shall have the power to co-sign all checks.
6. Shall have an audit conducted annually at the end of each term of office. This audit shall be conducted by a board of three members as approved by the President. The Audit Board will not include incoming or outgoing Treasurers.

Copies of the annual audit shall be filed with the Civic League President, Treasurer, and Recording Secretary.

7. An audit shall also be conducted if for any reason the Treasurer position becomes vacant or upon request of a majority of the membership.
8. Shall prepare an annual budget with input and approval from the Board.
9. Shall be responsible for checking the mail in the PO Box.
10. Shall maintain a current and accurate record of all Civic League members.

**F. Recording Secretary**

1. Shall record and maintain minutes of all Board, regular, and special meetings.
2. Shall notify all Board members of Board, regular, and special meetings.
3. Shall assume the duties of the Corresponding Secretary if the position is vacant.

**G Corresponding Secretary**

1. Shall be responsible for all awards, condolences, thank you cards/letters and letters of commendation presented by the Civic League.
2. Shall assume the duties of the Recording Secretary if the position is vacant.

**ARTICLE X - REMOVAL OF OFFICERS**

- A. Any officer may be involuntarily removed according to the following procedure:
  1. Reasons for removing an officer shall be presented in writing to the Board.
  2. The Board shall thoroughly investigate the allegations and report their findings and recommendations to the Civic League membership within thirty (30) days.
  3. They shall notify the officer at least two (2) weeks before presentation to the membership so that a rebuttal may be prepared, if desired.
- B. After recommendation and defense, an officer may be removed by two-thirds vote of the Civic League membership present or the Recreation Center membership when a Recreation Committee removal is involved. A quorum is required in accordance with paragraph B of Article IV.



- C. Any decision reached will be final and binding.

## **ARTICLE XI - FINANCES AND OTHER ASSETS**

- A. All finances and assets of the Civic League shall be maintained by the Treasurer in a suitable commercial banking institution.
- B. Finances and assets associated with the Recreation Center, when approved and authorized by the Civic League Board, shall be maintained and administered in accordance with The Recreation Center Bylaws.
- C. Chairpersons of standing or temporary committees shall request any necessary operating expenses from the President or Board, as appropriate.
- D. The amount of dues may be reviewed at any meeting of the Board and modified at the next general membership meeting of the Civic League by the membership.
- E. Maintenance of the other Civic League assets, such as Civic League property and equipment, shall be the responsibility of the Building and Grounds committee unless otherwise specifically designated. (Maintenance of the Recreation Center and associated property is the responsibility of the Recreation Committee, accountable to the Civic League.)
- F. An annual Civic League budget shall be approved by the Board and submitted to the legislative body for approval in November of each year. Final approval of each annual budget by the legislative body will authorize (but not require) the Board to expend funds up to the amounts presented in the annual budget.
- G. Expenditures of funds and disposition or alterations of Civic League assets, except as authorized by the annual budget, must also receive approval as follows:
  - 1. Up to one hundred dollars (\$100.00) must be approved by the President.
  - 2. One hundred dollars (\$100.00) to four hundred dollars (\$400.00) or temporary alteration of Civic League property must be approved by the Board.
  - 3. Over four hundred dollars (\$400.00) or minor permanent alteration to the Civic League property must be approved by a vote of the legislative body, after recommendation of the Board.
  - 4. Any permanent disposition or major alteration of Civic League property must be approved by a vote of the legislative body, but only after due notice is sent to all members (at least two (2) weeks before the vote) and recommendation by the Board.

## **ARTICLE XII - PARLIAMENTARY AUTHORITY**

Robert's Rules of Order (revised) shall govern the Civic League in all cases in which it applies, except where there is conflict with these Bylaws, in which case, these bylaws shall take precedence. Items of conflict shall be resolved by the Board upon recommendation of the Parliamentarian, if available.

## **ARTICLE XIII - AMENDMENTS**

- A. Any amendment to these Bylaws shall be submitted, in writing, to the Board who shall, after consideration, present it to the membership. Written notice shall be given to all members at least two (2) weeks before the next meeting at which the amendment is to be voted upon.
- B. Any amendment may be revised or further amended from the floor.
- C. An amendment shall be passed by a two-thirds vote of the membership quorum present and shall become effective on the date it is passed, unless a deferral is stipulated by the membership.

## **ARTICLE XIV - DISSOLUTION**

In the event of dissolution of the Civic League of Pembroke Meadows, Inc. Any assets remaining after payment of outstanding bills will be donated to the Recreation Department, City of Virginia Beach, Virginia.