

BRADDOCK DISTRICT COUNCIL OF COMMUNITY ASSOCIATIONS, INC.

BYLAWS

ARTICLE I – Name

The name of this organization shall be the Braddock District Council of Community Associations, Inc. This shall be abbreviated as BDC, and herein referred to as the “Council.” This organization has been incorporated under the laws of the Commonwealth of Virginia and is a designated 501(c)(4) organization under Internal Revenue Service regulations.

ARTICLE II – Purpose

Section 1 – The purposes of the Council shall be to collectively represent the interests of community associations that are members in good standing that lie within the Braddock Magisterial District of Fairfax County, Virginia (hereafter “Braddock District”), to facilitate cooperation and coordination between community associations of the Braddock District, and to provide a path of communication between associations and officials/elected representatives for the Braddock District, both as part of normal business and for disaster preparedness purposes.

Section 2 – The goal of the Council is to promote the civic, community, and general welfare of the citizens therein. The Council reserves the right to advocate or oppose any legislation or other proposals affecting the welfare of the Braddock District and to represent those views to the Fairfax County Board of Supervisors; County boards, agencies, commissions, and committees (BACs); executive departments of the Fairfax County Government, without limitation; elected members of the General Assembly representing constituents in the Braddock District; other state officials or departments and agencies of the Commonwealth of Virginia, without limitation; elected members of Congress; and other governmental or non-governmental entities, as appropriate.

Section 3 – The Council shall be strictly nonpartisan and nonsectarian.

ARTICLE III – Membership

Section 1 – Membership in the Council is open to all civic associations, community associations, homeowner associations, and condominium associations located in, or partly in, the Braddock District. These groups are referred to in these Bylaws as "associations." The membership period shall be from July 1 through June 30 each year.

Section 2 – Associations in good standing shall have voting strength in Council matters as follows:

- (1) Associations representing fewer than 100 housing units shall have one vote;
- (2) Associations representing 100-500 housing units shall have two votes;
- (3) Associations representing 501-1,000 housing units shall have three votes; and
- (4) Associations representing more than 1,000 housing units shall have four votes

Approved 20 November, 2024

Section 3 – The Treasurer shall be responsible for issuing invoices, processing membership applications, collecting dues, and maintaining a current list of associations in good standing.

ARTICLE IV – Finance

Section 1 – The fiscal year and operating year for the Council are concurrent and shall be July 1 through June 30. Either term has the same meaning as the other and the terms may be used interchangeably.

Section 2 – The Treasurer, after receipt of all membership dues on 1 July, shall, at the Annual Meeting in September, present a recommended budget for the current fiscal year which the Council may approve as presented or amend before approval. Other amendments to the fiscal year budget may be proposed by the Executive Council or any member association in good standing at any time, and will be considered and voted on at a regular Council meeting. This provision shall not impede the Treasurer’s ability to reprogram money as necessary to meet Council obligations with the approval of the Executive Committee.

Section 3 – Changes to the amount of annual dues may be proposed by any member association in good standing and such proposal will be considered and voted on at a regular Council business meeting during the operating year prior to the 1 July effective date of the dues for the next operating year.

Section 4 – Nonpayment of dues automatically deprives a member association of voting membership in the Council for that membership year until the dues are paid.

ARTICLE V – Officers

Section 1 – The elected officers of this Council shall be President, Vice-President, Secretary, and Treasurer. The term for each officer will be one (1) year, to run from 1 July until 30 June of the following year.

Section 2 – All elected officers must be residents of the Braddock District and reside in associations that are in good standing with the Council.

Section 3 – No person shall be eligible to serve more than four (4) terms consecutively in any one (1) elected office.

Section 4 – The elected officers shall constitute the Executive Committee of the Council and shall meet from time to time between regular business in order to ensure continuity of business. The President may appoint other members to the Executive Committee as provided in Article IX.

ARTICLE VI – Duties of Officers

Section 1 – The President shall be the executive officer of the Council and shall preside at all regular and special meetings but shall vote only in the case of a tie, except in the situation when the President casts a vote for an association in good standing of which the President is a member in the absence of the authorized voting representative of that association.

Section 2 – The President shall appoint the Chair and members of Special Committees as described in Article IX.

Section 3 – The Vice-President assists the President as directed and, in the absence of the President, shall perform the duties of the President. The Vice-President does not cast a vote except as provided in Section 1 above for the President.

Section 4 – The Secretary shall: (a) keep correct and complete records (“minutes”) of the proceedings of the Council at regular business meetings. Minutes will be approved by the Executive Committee and posted on the Council website. Any member in good standing who attended the meeting recorded in the minutes can suggest editorial corrections, additions, or deletions to the posted version, which the Secretary will make as warranted. The posted minutes are deemed official one month following the meeting at which they are taken; (b) electronically archive copies of all correspondence to and from the Council and contact information for member associations and make all Council records available to any Council member or the public upon demand; and (c) preside at meetings of the Council in the absence of both the President and the Vice-President.

Section 5 – The Treasurer shall be responsible for: (a) the receipt, deposit, and accounting of dues; (b) maintenance of the master record of all member associations in good standing to include names of officers, authorized voting members, and all contact information; (c) the administration of the Council’s bank account including updates to the Council’s designation of depository and signatories; (d) making all payments for goods or services as authorized by the President or in the absence of the President, by the Vice-President, and maintaining receipts and copies of all approvals. If the Treasurer is unable to act for any reason, the officer listed on the Council’s designation of depository and signatories may make necessary payment as approved by the President or Vice-President, as appropriate; (e) providing a report to the Council at each regular business meeting to include beginning balance, income, payments, total number of members, and ending balance; (f) presenting the proposed budget to the Council at the Annual Meeting in September of each operating year; (g) developing and updating Standard Operating Procedures relating to the Treasurer’s responsibilities; (f) filing the annual report with the State Corporation Commission; (g) filing the annual IRS Form 990; and (h) assisting the Audit Committee by providing all financial records and backup documentation for review annually.

ARTICLE VII –Election of Officers

Section 1 – Council officers shall be elected at the June meeting. Nominations may be made to the Secretary at any time prior to 1 May. The Secretary will prepare a slate of candidates for presentation to the Executive Committee for approval. The President shall send an official notification of the election (date, time, place, and slate of candidates) to the members no later than one month prior to the date of the election. Notwithstanding the foregoing, any member may make a nomination from the floor at the June meeting. If seconded, the nominee will be added to the slate of candidates.

Section 2 – Process for Voting

1. Roll Call to determine the attendance of each association present
2. Verification that each association is in good standing with the Council
3. Association members present are informed of the number of votes they have
4. Introduction of slate of candidates presented by the President
5. Recognition of nominations made from the floor
6. Candidates allowed up to two (2) minutes to make remarks
7. Call for the vote.
8. Tallying of the vote (If there is only one candidate for each office, the President can call for a vote by acclamation to approve the slate as presented)
9. Announcement of results

Section 3 – If a Council officer position is vacated prior to the end of the term, the interim vacancy shall be filled at the next regular meeting following nominations from the floor. The interim officer will serve the remainder of the unexpired term until the June election meeting.

Section 4 – Any elected officer may be removed from office if supported by two-thirds (2/3) of the votes cast by representatives of association members in good standing and who are present at a Council meeting or have provided their vote electronically in a manner determined by the Executive Committee, provided that written notice of the proposed action has been circulated to each member association in good standing at least five (5) days prior to the meeting.

Article VIII – Meetings of the Council

Section 1 – The Annual Meeting of the Council shall be held in September of each year.

Section 2 – In addition to the Annual Meeting in September, regular meetings of the Council shall be held as determined by the Council Officers, but not less than four (4) times a year, to include the annual election meeting in June. Regular meetings will normally be held at 7 p.m. on the third Wednesday of each month in Braddock Hall. However, the meeting date/time/place may be changed as necessary. The date, time and place of all meetings shall be posted on the organization's website and via other methods of communication at least five (5) days prior to any meeting.

Section 3 – A special meeting of the Council may be called by the President, or upon the

request of 20 percent of the member associations. The President shall notify the membership as to the date, time, and place of such meetings, and the nature of the business to be considered, at least five (5) days prior to the meeting.

Section 4 – The business at a special meeting shall be limited to the purpose for which the meeting was called.

Section 5 – At least two-thirds (2/3) of the votes cast by the authorized voting representative of association members in good standing, who are either present at a Council meeting or have provided their vote electronically in a manner determined by the Executive Committee shall be required to decide any action requiring a vote by members.

ARTICLE IX –Committees and Appointed Positions

Section 1 – The Executive Committee shall be a standing committee of the whole and be composed of the elected officers of the Council and individuals appointed by the President to hold positions deemed essential to the operation of the Council. The Executive Committee shall meet as needed between regular Council meeting to ensure continuity of action in carrying out Council business.

Section 2 – Appointed Positions

The following are volunteer permanent appointed positions:

1. Webmaster. The Webmaster is responsible for maintaining the Council’s website; dealing with any issues involving the use of technology and social media to facilitate the conduct of Council business; and acting as the Executive Committee’s Strategic Communications Officer in disseminating information to members in a comprehensive, consistent, and timely fashion.

2. Braddock District “Aging in Place” Program Coordinator. The “Aging in Place” (AIP) Program Coordinator directs a program that provides information of interest and applicability to seniors to make them aware of resources available to them from the Fairfax County government. A corollary function is to provide a social outlet and to build a community through in-person and virtual meetings.

Section 3 – The Best of Braddock Awards Selection Committee is a temporary special committee comprising members of Executive Committee and one or more representatives from member associations nominated by the President annually. It meets with members of the supervisor’s staff as directed to review nominations for Best of Braddock Awards which are presented annually in December.

Section 4 – The Audit Committee is a temporary special committee composed of three members appointed by the President to conduct a review of the Council’s books following the end of the Fiscal Year on 30 June. The committee reviews financial statements and backup documentation provided by the Treasurer and provided its findings and recommendations to the Executive

Committee. Unless otherwise extended, the Audit Committee's term expires at the time its report is presented and accepted or no later than the Council's Annual Meeting in September.

Section 5: The President shall have the authority to appoint other special committees from time to time to study a particular issue and report back to the Executive Committee and the Council.

ARTICLE X – Conduct of Regular Meetings

Section 1 – No later than five (5) days prior to the date of each scheduled regular meeting, the President will provide an agenda to the members via the Council's communications channels.

Section 2 – The presence of authorized voting representatives from seven (7) member associations in good standing shall be required to constitute a quorum at any regular meeting. Board officers can count toward the quorum only if the authorized voting representative from their association is not present. A quorum shall be necessary to conduct business.

Section 3 – The following shall be the order of business at all Council meetings.

1. Call to order by the President and introduction of visitors
2. Treasurer's report
3. Secretary's report on the minutes of the previous meeting
4. Vice-President's report
5. Webmaster's report
6. Aging In Place Coordinator's report
7. President's Report
8. Presentation and Q&A
9. Unfinished business
10. New business
11. Adjournment

ARTICLE XI – Amendments

Section 1 – All proposals to amend these bylaws must be submitted by either of two methods:

1. By resolution in writing offered by any representative of a member association in good standing at a regular meeting of the Council, provided that such resolution is laid on the table until the next regular meeting of the Council;
2. At any regular meeting of the Council, provided the proposed amendment or alteration has been circulated to the membership, in writing, to include electronic message, at least five (5) days prior to the meeting at which the proposed amendment or alteration is to be offered.

Section 2 – At least two-thirds (2/3) of the votes cast by representatives of association members in good standing, who are either present at a Council meeting or have provided their vote electronically in a manner determined by the Board, shall be required to adopt any amendments to these bylaws.

Approved 20 November, 2024

ARTICLE XII – Effective Date

These Bylaws are effective as of November 20, 2024. and as they may be amended from time to time pursuant to Article XI. Dates of initial adoption and all amendments shall be captioned in the footer of the record copy of the Bylaws document.

ARTICLE XIII – Dissolution

Upon dissolution, the assets of the Council will be distributed to any qualified U. S. Internal Revenue Code Sec. 501(c)(3) charitable organization selected by the Council officers in attendance at a special meeting called for this purpose.

APPENDIX A

Annual Dues Apportionment as Approved by the Council Executive Committee

Effective for Fiscal Year commencing July 1, 2024

Number of Households in Association/Required Dues

1 to 99	\$25.00*
100 to 500	\$50.00
501 to 1000	\$75.00
1001 +	\$100.00

* 1 to 24 households can opt to pay \$1.00 per household