

CONSTITUTION AND BY-LAWS
OF THE
SCOTTFIELD CIVIC ASSOCIATION

Adopted September 10, 1973
Revised September 1992

ARTICLE I: **NAME**

The name of the organization shall be the Scottfield Civic Association, (hereinafter referred to as the Association).

ARTICLE II: **OBJECTIVE**

The objective of the Association shall be to promote the safety, education, recreation and general welfare of the community.

ARTICLE III: **MEMBERSHIP**

- A. All residents and property owners of the area described as Scottfield shall be eligible for membership.
- B. Membership shall be acquired and retained upon payment of annual dues as specified in Article IV.
- C. A membership is entitled to a maximum of two (2) votes per property address; a non-resident property owner is entitled to become a member and have a vote. Additional adults residing at a property address are entitled to one vote each. A member shall cast only one (1) vote per person at any general meeting or election. Provisions shall be made for additional adult members/property address upon payment of additional dues, amount to be determined at annual general meetings.
- D. Membership entitles members to participate free in subsidized programs sponsored by the Association. The board may approve a recommendation from the Ways and Means Committee allowing non-members to attend subsidized programs. If approved, a fee shall be established on a pro-rated basis.
- E. Membership is terminated upon ceasing to be a resident or property owner or by non-payment of dues.
- F. A new membership year will commence immediately following the annual general meeting in September.

ARTICLE IV: **DUES**

- A. Dues shall be payable annually following the annual general meeting in September and paid to the Membership Committee.
- B. There shall be no compulsory assessments.
- C. Annual dues shall be determined, by the membership at the annual general meeting and the amount of dues determined is to be collected on a per property Address.
- D. Dues shall be non-refundable.

ARTICLE V: **GOVERNING BODY**

The Association shall be governed by a Board of Governors consisting of a President, Vice-president, Secretary, Treasurer, Governors-at-Large and Standing Committee Chairmen, who will be residents of Scottfield.

A. Officers and Duties

1. The President shall be the chief executive officer of the Association and shall preside at all meetings on the Association and meetings of the Board of Governors. He shall see that all resolutions of the Association are put into effect. He shall be ex officio of all committees, except the Auditing and Nominating/Election Committees. The president shall be the spokesman for the Association only with prior approval of the membership or the Board of Governors.

a. The President-Elect shall appoint all committee chairmen.

2. The vice-president shall assist the president and shall perform the duties of the president in his absence. He shall fill any unexpired term left by the president in his absence. He or she will chair a standing committee of his/her choice, and sit on the Ways and Means Committee.

3. The Secretary shall keep a record of the names and addresses of all members; shall record minutes of all Board of Governors meetings, and the election, annual general and special general meetings of the Association; shall handle all official correspondence of the Association; and shall keep the essential records belongs to the Association.

4. The Treasurer shall keep a record of all financial transactions of the Association. All funds collected by the Treasurer shall be deposited in the name of the Association in a bank designated by the Board of Governors. All records of the Treasurer shall be available to the Board of Governors at any meeting. The Treasurer must sit on the Ways and Means Committee.

The treasury accounts shall be examined annually just prior to the annual general Meeting by an Auditing Committee (see Article VI Section C, Paragraph 1). The Treasurer shall make a report at the annual general meeting and the Auditing Committee's approval shall be shown by signatures at the end thereof.

The Treasurer may accept contributions on behalf of the Association. However, the Board of Governors reserves the right to accept or decline any contributions, monetary or otherwise.

Bank checks and other orders for the payment of money shall be signed by the Treasurer and one other officer of the Association, or by three officers in the absence of the Treasurer.

5. Election of officers and Governors-at-Large shall be held 1:00 p.m. to 4:00 p.m. and 6:00 p.m. to 8:00 p.m., by ballot, on the first Sunday in June. The winner shall be determined by a plurality of votes cast. The location of the polls is to be approved by the Board not later than 60 days prior to the Election Day. Polls are to be staffed by the Nominating, Election and Membership Committees with a combined minimum of three (3) committee members per shift. In no instance shall a candidate participate in working at the polls or participate in the actual counting of the ballots. Ballots are to be counted immediately after closing the polls. Candidates may be present at the counting of the ballots if they choose. All candidates who so choose shall be admitted upon his or her request to the location where counting of the ballots takes place and be offered an adequate view of said counting. Membership may attend if they desire. Ties will be decided by the flip of a coin. The newly elected officers shall be installed at the Annual General Meeting in September. If officers are running unopposed, no election will be held.

6. In case of vacancy in the offices of Vice-President, Secretary or Treasurer, the Board of Governors shall elect at a meeting called for that purpose a successor to fill the unexpired term. The office of President shall be filled by the Vice-President as specified in Paragraph 2 of this section.

7. Officers may be removed for just cause by a majority vote of the membership present at a special general meeting called for that purpose.

B. Governors-at-Large and Duties

1. They shall be residents in their representative areas and act as liaison between the residents in his/her section and the Board of Governors; i.e., complaints questions, suggestions, etc.

2. They will attend all meetings of the board, must serve on at least one (1) committee, and collect annual dues either by personally collecting the dues in the area designated by the membership chairman or by obtaining a volunteer or volunteers to perform this duty.

3. Names of candidates for Governors-at-Large will be placed on separate ballots according to Section by the Nominating/Election Committee. Members will elect three (3) persons from the section in which they reside to represent them on the Board.

4 In case of vacancy among the Governors-at-Large, the Board of Governors shall elect a successor at a meeting called for the purpose, with the Governor-Elect holding office until the next annual general meeting.

5. Governors-at-Large may be removed for just cause by a majority of the membership from their representative section, at a special general meeting called for that purpose.

6. Visit new homeowners and welcome them to our community, presenting them with a copy of the latest newsletter and a copy of the Constitution and By-Laws.

C. Board of Governors - General

1. The Board of Governors shall hold meetings as necessary to conduct the business of the Association. At least one meeting must be held during each quarter. All Members are entitled to attend board meetings and address the board.

2. A status report of the actions taken by the Board must be presented to the membership at least once each quarter.

3. A quorum of the board shall consist of two (2) officers, one of which must be either the president or vice-president and at least 4 governors.

4. At no time may debts be incurred in excess of the treasury balance.

5. Members on the Board of Governors shall be elected for a term of one (1) year with tenure commencing at the annual general meeting in September.

6. Any of the Board of Governors having more than two consecutive inexcusable absences from Board meetings will be subject to the Board's requesting their resignation.

7. Voting rights of the incoming Board will become effective upon election, with regard to activities and policies for the forthcoming fiscal year.

ARTICLE VI: COMMITTEES

A. Standing Committees Responsibilities and Structure

1. All committee chairmen will be appointed as stated under Article V. Section A, Paragraph I(a), and will be entitled to one (1) vote at a General Board Meeting.

2. Each committee shall have a member of the Board serving on the committee.

3. All plans and programs (including estimate of costs) must be presented to the Board of Governors for their approval.

No Committee shall have less than three members, including the chairman. The Board of Governors will determine the maximum number. The chairman of the committee will be responsible for selecting his/her own committee members.

5. A quorum for the transaction of business shall consist of members in attendance at their meeting.

6. Each committee shall be responsible for keeping notes of all committee meetings in an orderly fashion as well as final details (including preparation, costs, etc.) of any and all planned activities to be passed on to succeeding committees.

7. Each committee must submit an oral report at the Board of Governors meetings for attachment to the minutes.

8. The President is to be advised of all committee meeting dates and if he is not present at a committee meeting, he shall be notified of action taken as soon as possible after the meeting.

9. The committees shall hold meetings as necessary to conduct the business of the committee. At least one meeting must be held during each quarter.

10. All committees will cooperate with other committees as appropriate or as deemed necessary by the Board.

11. Prepare tentative yearly calendar of events and estimated yearly budget for approval by the Board of Governors by the second Monday of September, with the exception of the Ways and Means Committee who will have their calendar of events and estimated yearly budget to the Board by the first Monday of October.

B. The following committees shall be standing committees of the Association. Any other committees deemed necessary shall be appointed by the Board of Governors.

1. Ways and Means Committee:
 - a. Ways and Means of Fundraising.
 - b. Coordinate actions between all committees which involve financing.
 - c. The Treasurer must serve on the Ways and Means Committee as stated in Article V, Section A. Paragraph 4.
 - d. This committee will have a co-chairperson who will have a vote on the board.

2. Membership Committee: (To combine with Welcoming and Sunshine Committee and serve as one.)
 - a. Contact residents for membership into the Association. This Committee shall collect the dues and give receipt to the members of these dues.
 - b. Issue membership cards.
 - c. Maintain up-to-date record of name and address of each family who is a member.
 - d. Keep Secretary advised of all members in the Association.
 - e. Check for membership at all association activities and meetings.
 - f. Send cards in the name of the Association to members where there is a birth, deaths wedding or illness requiring hospitalization in the family.

3. Publicity and Newsletter Committee:
 - a. Be responsible for all publicity for the Association and its affairs.
 - b. Prepare and distribute the Newsletter. Frequency of the Newsletter shall be determined, and all news items approved by the Board of Governors, with a minimum of four (4) per year to conform with Article V. Section C. Paragraph 2.

4. Streets, Property and Safety Committee:
 - a. Have the responsibility of investigating road development affecting this development and assuring maintenance to the entrance areas and roadway limits.
 - b. Investigate all matters of a nature affecting the general health and safety of the community.

- C. The following committees shall be Standing Committee of the Association.
 1. Auditing Committee:
 - a. The Auditing Committee shall be composed of three (3) members to be appointed by the Board of Governors at least 30 days prior to the annual general meeting- The members of this Committee shall not be members of the Board of Governors.
 - b. The Committee shall examine the Treasurer's records and a report submitted to the Board at least two weeks prior to the annual general meeting.

 2. Nominating/Election Committee:
 - a. The nominating/election committee shall consist of one (1) person from each section to be appointed by the Board of Governors sixty (60) days before the election.
 - b. The Committee shall poll the entire membership at least forty (40) days prior to the Election to obtain candidates for the Election. Any member who requests to the Nominating/Election Committee at least fifteen (15) days prior to the Election that their name be placed on the ballot will be considered a candidate. There will be no write-in candidates.
 - c. This committee shall propose at least one (1) candidate for each of the titled offices and at least three (3) candidates from each section for the Governors-at-Large. The candidates must be reported to the membership at least fourteen (14) days prior to the Election.
 - d. This Committee shall be responsible for handling the election, tallying of ballots and the announcement of election results.

ARTICLE VII: MEETINGS

- A. An Annual General Meeting for the purpose of installation of officers elected in June and general business (including the determination of dues for the membership year commencing immediately following the meeting) will be held the second Monday of September.
- B. Special General Meetings may be called in two ways:
1. By the Board of Governors
 2. Any member or members may petition the Board at a Board meeting to have a special general meeting.
- C. A quorum for the transaction of business at any Special General Meeting shall consist of members in attendance.
1. All business transacted under these conditions shall be binding upon all members.
- D. Members shall be notified in writing at least fourteen (14) days in advance of the Election and/or Annual General or Special General Meeting. Notification shall contain details as to the time and place of the meeting and a brief description of the matters to be discussed.
- E. The parliamentary authority of the meetings of this Association shall parallel the rules contained in "Robert's Rules of Order" revised in all cases to which they are applicable.

ARTICLE VIII: AMENDMENTS

If a Constitution and By-Laws Committee is deemed necessary it must consist of at least six (6) members. If a quorum for the meeting is not obtained, the Board may petition the membership to effect the proposed amendment change.

ARTICLE IX: RESCISSION

This Constitution And By-Laws may only be rescinded by a petition circulated through the community and signed by a two-thirds majority of the members, stating that a meeting to set up a new Constitution will be held in no less than thirty (30) days or no more than sixty (60) days. At this meeting, at least 25% of the membership must attend and a two-thirds majority of attending members must vote to rescind this Constitution.

ARTICLE X: **DISSOLUTION**

If, for any reason, it becomes necessary for the Association to dissolve, all monies remaining in the Treasury after payment of all outstanding debts will be refunded, by the Treasurer in cash (currency), to the membership at a time and place selected by the Treasurer. Profits from the sale of all Association tangible assets are to be included in the refunding. A committee shall be established to audit and make final report on the Treasurer's records before the refunding. A final newsletter is to be published immediately announcing the dissolution of the, Association and the time and place for the refunding. The refund date must not be later than 30 days after publication of the final newsletter. Each member property is to receive one (1) share payable to residents. All unclaimed monies, after refunding, are to be turned over to the New Castle County Department of Parks and Recreation.