

By-Laws of the Mason Hill Citizens Association

Date:

Article I - Name

The name of this organization shall be the “Mason Hill Citizens Association” hereafter referred to as “the Association” or “MHCA”.

Article II – Purpose

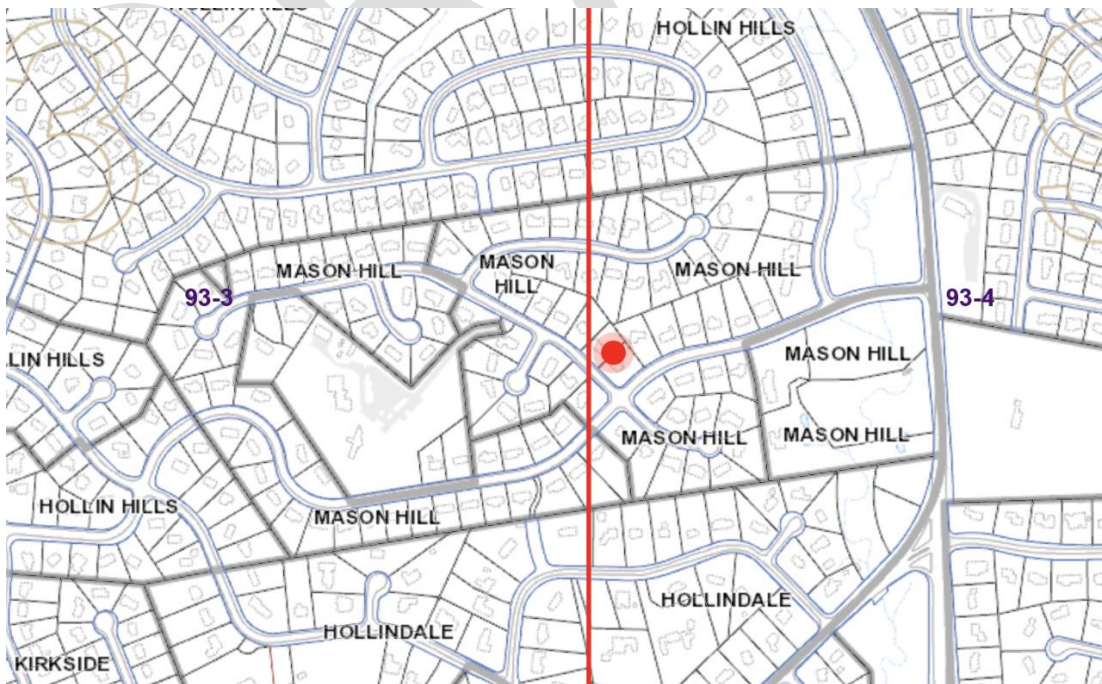
The purpose of the Association is to promote and advance community welfare and to maintain the community as a highly desirable residential area.

MHCA is a Virginia registered LLC and is a Citizens/Civic Association representing the community before the Mount Vernon District of Fairfax County as well as Fairfax County.

MHCA is not a Homeowners Association (HOA) and has no jurisdiction or authority for making and enforcing rules or covenants for the properties and their residents. However, there are certain homes in Mason Hill that have covenants per their deed of trust but they are not addressed or part of the By-laws of the MHCA.

Article III – Area

The MHCA covers the area recorded as Mason Hill, Fairfax County, Virginia as depicted in the following graphic. Other interested adjacent communities may be approved for membership in the MHCA if approved by a two-thirds vote of members at the annual or special meeting or by e-vote.



Article IV - Membership

Section 1 - Each homeowner or renter residing in or any organization owning real property in Mason Hill is eligible for membership in the Association. The Association will keep a list of all members for the purposes of holding office, committee participation, voting, and exercising of privileges of membership, such as attending Association events.

Section 2 – Membership in the Association is constituted by payment of annual dues. A member home owner who rents their house may retain their membership by payment of annual dues and charges assessed during their absence from the community. The tenant may also become a member upon payment of the annual dues.

Section 3 - The Association shall be non-partisan, non-political and non-sectarian.

Section 4 – Members who sell their home and leave Mason Hill shall automatically terminate membership in the Association without formal resignation. A member who is temporarily absent from the community but maintains their membership in accordance with Section 2 shall be exempt from the provisions of this section.

Article V – Officers

Section 1. – The Officers of the Association shall be:

1. President
2. Vice President
3. Secretary
4. Treasurer

Section 2. – All Officers shall be elected at the Annual meeting for the term of one year. No Officer will be eligible to hold any office for more than two consecutive years unless there are no other nominees for that officer position.

Section 3. – The President will seek, from the membership, at least 2 months prior to the Annual meeting nominees for all the officer positions. A list of nominees or a proposed slate of Officers shall be presented to the Membership in the Notice of the Annual meeting. Additional nominations for officer positions may be made from the floor at the Annual meeting.

Section 4 – In the event of the death, resignation, departure or removal from office of any Officer, the remaining Officers shall elect a successor to hold office until the next Annual meeting. Departure from the community automatically constitutes resignation from office.

Section 5 – Any Officer or Committee member may be removed from office for cause at any time upon presentation to any member of the Board with a written petition of charges signed by five or more members of the Association and affirmed in a special meeting by a vote of two-thirds of the members present.

Section 6 – The President shall supervise the affairs of the Association and preside over all meetings of the Association.

Section 7 – The Vice President shall assist the President in conducting the business of the Association and the committees, and in absence of the President shall assume and discharge the duties of the President.

Section 8 – The Secretary shall keep a record of the activities of the Association in the form of minutes of each meeting of the members; shall ensure the files of the Association are maintained and posted on the members only section of the Association website and shall conduct such correspondence as may be necessary.

Section 9 – The Treasurer shall keep a current payment record of all members; shall manage and have custody of the funds of the Association; shall keep a record of all receipts of disbursements and shall submit and present at each meeting a report of the financial operations and financial statements of the preceding and current fiscal years.

Article VI –MHCA Board

Section 1 – There shall be a Board comprised of the elected Officers of the Association and the members of the MHCA Committees.

Section 2 – The Board shall meet monthly or at the call of the President, and shall represent the Association in all matters affecting the MHCA; shall have general supervision and full power to control the affairs of the Association during intervals between meetings; may fill vacancies in Officer positions until the next election is held; act on all accounts and direct payment of an obligation of the Association in an amount not to exceed six hundred dollars (\$600.00). No obligation in excess of \$600.00 shall be incurred or paid until it is approved by the members.

Section 3 – Acts performed by the MHCA Board and its general supervision and control of the Association shall be binding and have the same force and effect as the acts of the Association.

Article VI - Meetings

Section 1 – The MHCA shall conduct an annual business meeting of the full membership of the Association.

Section 2 – The annual business meeting shall be held in April or on a date approved by the MHCA Board and shall be considered as the annual meeting when the officers will be elected and assume office.

Section 3 – Special member meetings may called by the President or the Board. On written request of five members, the President shall be required to call a special meeting. Notice of such a meeting shall state the matters to be considered. No other business may be transacted. Notice in writing, of all special meetings shall be sent to each member at least 5 days before any such meeting.

Section 4 – Any member may exercise their vote in any annual or special meeting by written proxy given to another member. The proxy may be either a general proxy, giving the holder full power to vote or a special proxy, directing how each vote shall be cast. If no instructions are stated on the proxy it shall be treated as a general proxy. All proxies shall be declared prior to the vote/election and recorded by the Secretary. See the Appendix A. proxy form.

Section 5 - Unless otherwise specified herein, decisions of the Association shall be made by simple majority of those members present

Section 6 –One-fourth of the members including two Officers present at a meeting shall constitute a quorum for the transaction of business at any annual or special meeting.

Section 7 – At all meetings of the MHCA Board, a majority of the Board shall constitute a quorum.

Section 8 - Meetings shall be conducted in accordance with Robert’s Rules of Order (Appendix B), unless otherwise stated herein or unless the rules are suspended by a two-thirds vote of the voting members, with a quorum being present.

Article VII –MHCA Committees

Section 1 - The standing committees of the Association shall be formed to support the objectives of the Association and include, but not limited to:

1. Welcome Wagon
2. Grounds
3. Social Committee
4. Safety
5. Audit
6. Communications

Each committee shall have at least 1 or more community volunteers that are members. The Audit Committee must have a minimum of 2 members. Formation of other committees shall be the action of the President with approval by the MHCA Board.

Section 2 - Welcome Wagon Committee

It shall be the duty of the Welcome Wagon Committee to call upon and welcome new residents of Mason Hill, to acquaint them with the Association and its purpose, and to encourage their membership in the MHCA.

Section 3 – Grounds Committee

It shall be the duty of this Committee to plan for clean-up, landscaping and maintenance of the MHCA front entrance and the common space area along Mason Hill Drive, Rippon Road and Fort Hunt Road including spring, summer and fall clean-up and landscaping events. The

committee shall also contract and manage a vendor to cut, edge and maintain the common space area.

Section 4 – Social committee

It shall be the duty of this Committee to schedule, plan and manage social events for the MHCA including but not limited to an annual holiday party and other annual social events (typically 2-3) recommended by the Committee.

Section 5 – Safety Committee

It shall be the duty of this committee to identify community safety risks to Mason Hill and make recommendations to mitigate those risks.

Section 6 – Audit Committee

It shall be the duty of this committee to conduct an annual audit of the financial statements and bank account(s) of the Association and present a written report of findings and recommendations to the MHCA Board. The Audit committee shall have a minimum of 2 people and will conduct the Audit with the MHCA Treasurer.

Section 7 – Communications Committee

It shall be the duty of this committee to manage and maintain the community website <http://www.masonhillcitizensassociation.org> and to ensure the timely update of the event calendar and posting of meeting minutes, member directory and other relevant information. It shall also be the duty of the committee to assist members with the logon and password process and approval for access to the members' only section.

Article VIII - Mount Vernon Council of Citizens Associations (MVCCA) and the Fairfax Federation (FF)

Section 1 – MVCCA Committees and FF

The MHCA participates as a member of the MVCCA and the FF. The MVCAA addresses topics and issues pertaining to the Mount Vernon District of Fairfax County and the FF addresses all Fairfax County topics and issues. Members of the MHCA will be requested to represent the community on both the MVCAA committees and the FF. The President will represent the MHCA on the MVCAA General Council and community volunteers will represent the MHCA on the MVCAA committees (Education, Environmental, Transportation, Safety, Planning and Zoning and Budget). The MHCA Vice President will represent the community on the FF.

Article IX - Funding and Finances

Section 1 – The revenue of the Association shall be derived from contributions made in the form of membership dues and donations and other sources recommended by the Board and approved by a majority of members at the Annual meeting.

Section 2 – The annual dues shall be fifty dollars (\$50.00) per household and/or voting member in the case of renters and is payable prior to or at the annual meeting.

Section 3 - Adjustments in the amount of the annual dues that can be approved by the MHCA Board is an annual increase of no more than 10%. Increases in the dues greater than 10% must be approved by a majority vote of the members at the annual meeting.

Section 4 – Special assessments or fees, to meet special requirements of the Association shall be made at any time deemed necessary by the Board and approved at the annual meeting or e-vote by a majority of all members.

Section 5 – The Association shall have a checking account and an interest bearing account that is transferrable to the checking account. Up to 50% of the total monies of the Association may be held in the interest bearing account. The Association shall maintain a minimum of \$12,000.00 in total revenue assets.

Section 6 – All authorized expenses shall be paid out by the MHCA Treasurer. Authorization shall be by the MHCA Board. Expenditures in excess of \$600.00 shall be approved by two-thirds of all Association members. No financial obligations shall be incurred in excess of the funds available.

Section 7 – The Treasurer or the President shall have the authority to sign checks on behalf of the MHCA for all authorized expenditures.

Article X – Interpretation

Any question pertaining to the meaning or interpretation of these By-Laws shall be determined by the MHCA Board.

Article XI – Amendments

Section 1 – The MHCA By-Laws may be amended by a vote of two-thirds of all members present at the annual meeting or special meeting, provided written notice was given to all members at least five days prior to the meeting.

Section 2 – Amendments may be proposed by a written petition signed by five (5) or more members of the Association.

Article XII – Communication

Section 1 – The MHCA shall maintain a community website at www.masonhillcitizensassociation.org. The website will be comprised of a member’s only section and a public section. The member’s only section will contain the member directory, newsletters and other information for members. The website will be updated and maintained by the Communications Committee

Section 2 – A monthly newsletter will be published providing key topics and information of importance to Mason Hill. The newsletter will be published on or about the 15th of each month. The President and the Secretary will be responsible for preparing and publishing the newsletter. Topical articles may be submitted by any community resident to the President and the Secretary for consideration and publication in the MHCA newsletter 1 week prior to the publication date.

Section 3 - Next Door Mason Hill

<https://nextdoor.com/neighborhood/masonhillalexandria--alexandria--va/> serves as another resource to communicate information to Mason Hill residents. The Next Door application enables residents and other communities to post information about activities and other relevant information. Next Door Mason Hill is not to be used as the primary method to communicate with the members of the Association.

Appendix A: MHCA Proxy Form

Homeowner or Renter Name(s): _____

Address: _____

Email Address: _____

Phone Number: _____

Select appropriate Block:

I/we give _____ authorization to vote on my/our
Name of proxy

behalf ***on all issues*** put to a vote by the members of the Mason Hill Citizens Association during the _____ annual or special meeting
day & year

I/we give _____ authorization to vote on my/our
Name of proxy

my/our behalf on only the agenda items listed below and put to a vote by the members of the Mason Hill Citizens Association during the _____ annual or special meeting.
day & year

List agenda Items proxy can vote:

- 1.
- 2.
- 3.

Homeowner/Renter Signature: _____

Date: _____

This form must be delivered to the MHCA Secretary no later than 5 days before the meeting.

Appendix B - Robert's Rules of Order for Nonprofits and Associations

Robert's Rules of Order is a manual of parliamentary procedure that governs most organizations with boards of directors. In 1876, Henry Martyn Robert adapted the rules and practices of Congress to the needs of non-legislative bodies and wrote them in his book, which is still in use today. The Robert's Rules Association published brief versions of the book in 2005 and 2011. The newest versions have about 700 pages, which makes it difficult to look things up during a meeting.

Types of Motions:

1. **Main Motion:** Introduce a new item
2. **Subsidiary Motion:** Change or affect how to handle a main motion (vote on this before main motion)
3. **Privileged Motion:** Urgent or important matter unrelated to pending business
4. **Incidental Motion:** Questions procedure of other motions (must consider before the other motion)
5. **Motion to Table:** Kills a motion
6. **Motion to Postpone:** Delays a vote (can reopen debate on the main motion)

Every Motion Has 6 Steps:

1. **Motion:** A member rises or raises a hand to signal the chairperson.
2. **Second:** Another member seconds the motion.
3. **Restate motion:** The chairperson restates the motion.
4. **Debate:** The members debate the motion.
5. **Vote:** The chairperson restates the motion, and then first asks for affirmative votes, and then negative votes.
6. **Announce the vote:** The chairperson announces the result of the vote and any instructions.

If the Board is in obvious agreement, the chairperson may save time by stating, "If there is no objection, we will adopt the motion to..." Then wait for any objections. Then say, "Hearing no objections, (state the motion) is adopted." And then state any instructions.

If a member objects, first ask for debate, then vote and then announce the vote.

Requesting Points of Something

Certain situations need attention during the meeting, but they don't require a motion, second, debate or voting. It's permissible to state a point during a meeting where the chairperson needs

to handle a situation right away. Board members can declare a **Point of Order**, **Point of Information**, **Point of Inquiry** or **Point of Personal Privilege**.

Point of Order: Draws attention to a breach of rules, improper procedure, breaching of established practices, etc.

Point of Information: A member may need to bring up an additional point or additional information (in the form of a no debatable statement) so that the other members can make fully informed votes.

Point of Inquiry: A member may use point of inquiry to ask for clarification in a report to make better voting decisions.

Point of Personal Privilege: A member may use point of personal privilege to address the physical comfort of the setting such as temperature or noise. Members may also use it to address the accuracy of published reports or the accuracy of a member's conduct.

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Action	What to Say	Can interrupt speaker?	Need a Second?	Can be Debated?	Can be Amended?	Votes Needed
Introduce main motion	"I move to..."	No	Yes	Yes	Yes	Majority
Amend a motion	"I move to amend the motion by...." (add or strike words or both)	No	Yes	Yes	Yes	Majority
Move item to committee	"I move that we refer the matter to committee."	No	Yes	Yes	No	Majority
Postpone item	"I move to postpone the matter until..."	No	Yes	Yes	No	Majority
End debate	"I move the previous question."	No	Yes	Yes	No	Majority
Object to procedure	"Point of order."	Yes	No	No	No	Chair decision
Recess the meeting	"I move that we recess until..."	No	Yes	No	No	Majority
Adjourn the meeting	"I move to adjourn the meeting."	No	Yes	No	No	Majority
Request information	"Point of information."	Yes	No	No	No	No vote
Overrule the chair's ruling	"I move to overrule the chair's ruling."	Yes	Yes	Yes	No	Majority
Extend the allotted time	"I move to extend the time by ___ minutes."	No	Yes	No	Yes	2/3
Enforce the rules or point out incorrect procedure	"Point of order."	Yes	No	No	No	No vote
Table a Motion	"I move to table..."	No	Yes	No	No	Majority

Verify voice vote with count	"I call for a division."	No	No	No	No	No vote
Object to considering some undiplomatic matter	"I object to consideration of this matter..."	Yes	No	No	No	2/3
Take up a previously tabled item	"I move to take from the table..."	No	Yes	No	No	Majority
*Reconsider something already disposed of	"I move to reconsider our action to..."	Yes	Yes	Yes	Yes	Majority
Consider something out of its scheduled order	"I move to suspend the rules and consider..."	No	Yes	No	No	2/3
Close the meeting for executive session	"I move to go into executive session."	No	Yes	No	No	Majority
Personal preference- noise, room temperature, distractions	"Point of privilege"	Yes	No	No	No	No vote

*A member may make a motion to reconsider something that was already disposed; however, the reconsidered motion may not be subsequently reconsidered. A motion to reconsider must be made during the same meeting and can extend to a meeting that lasts for more than one day