

Willoughby Civic League Constitution and Bylaws

Article I – Name

The name of this organization shall be the Willoughby Civic League (the “League”).

Article II – Purpose

The purpose of the League shall be to promote the principles of good citizenship among the residents, property owners and proprietors of business establishments of the Willoughby Spit section of the City of Norfolk. To unite for cooperation and interchange of ideas for the best interests of Willoughby Spit towards beautification, recreation, and safety of its residents and the protection of their property investments, and to cooperate with other organizations for the best interests of Willoughby Spit in particular and the City in general.

Article III- Operating Year

The fiscal year of this organization shall be June 1 through May 31.

Article IV – Boundaries

The geographical boundaries of this organization will be that of Willoughby Spit, including and west of Third View Street in Ward 2 and Super Ward 6 of the City of Norfolk.

Article V – Membership

Membership shall be open to all those that meet one of the following criteria:

- All owners and tenants of record of real property located on Willoughby Spit, including and west of Third View Street. Proof of residency will include any of the following: driver’s license, current personal banking information, a copy of a current lease agreement or a copy of a utility / service bill not more than 60 days old.
- An owner or tenant of a licensed business with real property ownership or a business lease in real property which is properly zoned on Willoughby Spit, including and west of Third View Street.

Non-transferrable membership shall reside with an individual tenant or owner of a licensed business and not with the property or business.

Article VI – Officers

The elected officers of the League shall be the President, Vice President, Secretary and Treasurer.

Article VII – Board of Directors

The direction of the League shall be vested in the Board of Directors (the “Board”), which shall consist of the President, Vice President, Secretary, Treasurer, Chairpersons of six Standing Committees (Neighborhood Improvement, Conservation, Community Activities, Ways and Means, Communications and Membership) and the non-voting immediate past President.

The Board shall meet on the Wednesday prior to the regular meeting and at the call of the President. A special meeting of the Board may be called by the President or any three Board members with advanced notice of 48 hours being given to each member of the Board.

A quorum is necessary for the Board to take action on official League business. Six members of the Board shall constitute a quorum, and any decision of the Board be determined by a majority vote of those members present.

The Board shall not take a position on issues presented to any related governmental body without the approval of the League membership, except in those instances where time is of the essence, the League is on summer hiatus and:

- A majority of all Board members concur in the action; and
- No commitment of League treasury funds is involved; and
- An electronic survey of members in good standing with email address on file was taken before the meeting to assist the Board in evaluation of support or rejection of the issue.

In those instances where the Board has taken a position on issues presented to any related governmental body without prior League approval, the action will be disclosed via official League communication within seven days. When practical, the Board of Directors shall not be precluded from asking for a continuance for any governmental request until such time as the membership can, at a normally scheduled or specially called meeting, making its position known.

Article VIII – Dues

Refer to section 7 of the Bylaws.

Article IX – Amendments

This constitution may be amended at any regular meeting of the League. A quorum of League members in good standing must be present to vote on any proposed constitution amendments. Amendments will pass by a 2/3 or greater vote of the membership who are in good standing and in attendance at the regular meeting when the vote is held. Proposed amendments must be presented to the League members attending a regular meeting at least 27 days before the meeting in which the vote is taken. Ten (10) percent of the League membership in good standing, but not less than twenty (20) members in good standing shall constitute a quorum. If a quorum is not present, the proposed amendment will be considered at the next regular membership meeting.

Bylaws

Section 1 – Meetings

Regular League meetings shall be conducted on the second Thursday of September, October, November, December, January, February, March, April, May and June unless changed by a majority vote of the members present at a previous meeting when a quorum was present.

Special meetings may be called when twenty (20) members of the League petition any member of the Board of Directors, or by a majority vote of the Board of Directors. In either case, at least seven (7) days advanced notice is required, and the sole business that can be discussed is the issue for which the special meeting was called.

The Board of Directors shall meet on the first Wednesday of each month and at the call of the President, if required.

Absentee ballots and proxies received in writing will be recognized for the following individuals: those who for reasons of health or age are homebound or unable to attend meetings and by reason of employment or deployment. The designated proxy agent may be any member in good standing who has attended three of the six preceding meetings. No member may serve as a proxy agent for more than two members. The Board of Directors shall be responsible for the validity of absentee ballots and proxies.

Notice must be given in the official League communication prior to a meeting of the intention of the Board of Directors or any member to call for a vote on any issue that would result in the League taking a position with any publicly elected body or board, commission, or an agency that is appointed by a publicly elected body, except as noted in Article VII of the Constitution.

Ten (10) percent of the League membership in good standing, but not less than twenty-five (25) members in good standing shall constitute a quorum.

Every member in good standing shall be entitled to one vote on any issue before the Civic League, provided they were a member in good standing at the time of the previous general meeting.

Section 2 – Procedure

Roberts Rules of Order shall apply in all cases except where such rules are not consistent with the existing Constitution and Bylaws of the Willoughby Civic League.

It shall be the duty of the Presiding Officer to preserve order and to announce the decision of the members on all questions voted upon by the League.

When a quorum is present, voting shall be done by show of hands or ballot. No question is open to discussion or debate until a member has made a motion, said motion has been seconded, and so stated by the Presiding Officer. The Presiding Officer shall ask for discussion or debate on any question.

Members of the public wishing to comment shall introduce themselves by name and address. Speakers shall identify the specific topic on which they wish to comment. Comments are strictly limited to 3 minutes. Comments are intended to provide constructive feedback rather than unfocused criticism. The use of profane or threatening speech is not permitted and will result in removal from the meeting.

All Membership Meetings shall be conducted in the following order:

Call to order by the Presiding Officer

Pledge / moment of silence

Police Report

Elected Official(s) Report(s)

Approval / Corrections of the previous meeting minutes as distributed via email.

Featured Speaker(s)

Treasurer's Report

Committee Reports

Unfinished Business

New Business

Election and installation of the New Officers and Committee Chairs (May or as needed).

Motion for Adjournment

Section 3 – Qualification of Officers

All persons elected to an office shall be required to be a member in good standing. No two officers or committee chairs shall reside in the same household during their term of service. Any elected Officer or elected Chairperson of the League who conducts themselves in a manner reflecting discredit upon the organization, or who is unnecessarily absent from three consecutive meetings, or in the opinion of the majority of the Board of Directors is not discharging their duties properly, shall cause the Board of Directors to recommend to the membership that this person be relieved of their position. They will still retain membership in the League.

Section 4 – Officers

Election of Officers shall be held at the meeting in May of each year. A Special Nominating Committee shall present the membership with a slate of qualified members for elected positions (refer to Section 5 – Committees).

President

The President shall be the Chief Executive Officer of the League. The President shall preside at all meetings of the League and its Board of Directors. The President or his / her Board designee, shall represent the League at all outside events and public hearings.

Vice-President

The Vice-President shall assume the duties of the President in his / her absence or as requested, be an ex-officio member of all standing committees and assist in coordinating their activities as directed by the President. In the event of the permanent incapacitation of the President, he/she shall assume the position of the President for the remainder of the term. Ideally, The Vice-President position is intended to be a training position for League President and the officer holding this position would be expected to seek nomination to President when the existing President steps down.

Secretary

This Officer shall prepare monthly agendas, record the minutes of each meeting and maintain a complete record of all General and Board meetings. The Officer shall maintain a record of all votes presented before the general membership and provide the Presiding Officer with a copy of said voting results, keeping a copy in the Secretary file.

The Secretary is charged with the electronic dissemination of all League information, and will conduct and report survey results when needed. The Secretary shall oversee and guide the Communications Committee on official League communication and protocol.

Treasurer

The Treasurer will maintain accurate and orderly records of all receipts and expenditures of the League. Payment will be made only for those items approved by the Board up to \$300.00 per item for the normal and customary expenses of the League with the exception of procurement of merchandise for the ways and means committee sales with the approval of a majority of the Board.

The Treasurer will render an oral report at every meeting. The annual report will be formal and written. He / She will maintain a checking account in the name of the League. The Treasurer will complete and file all required federal and state filing requirements. In conjunction with the Membership Committee Chairperson, they will maintain an up-to-date list of members in good standing.

At the end of a treasurer's term, an independent review shall occur to reconcile the outstanding debts before the new treasurer assumes their duties. The budget

of the prior year shall be forwarded to the new treasurer.

Section 5 – Committees

The Standing Committees of the League shall include the following: Neighborhood Improvement / Code Enforcement, Conservation, Community Activities, Ways and Means, Communications, and Membership.

All Standing Committee Chairpersons will be elected by the membership. Special Committees may be appointed by the President but will dissolve when their mission is accomplished. Special Committee Chairpersons will not serve on the Board of Directors.

At the March General Membership Meeting two months preceding the annual meeting held in May of each year, a Special Nominating Committee will be formed. It will consist of three members: two elected by the League's membership and a third elected by the Board of Directors from current Board members. The Special Nominating Committee will elect its own Chairperson, which cannot be the designated Board member. The primary responsibilities of the Special Nominating Committee will be to present a written slate of Officers and Committee Chairpersons (as specified) for the upcoming year, and to conduct the election process during the annual May meeting. Nominations for the position of any Officer or Chairperson (as specified) may also be made from the floor. The Special Nominating Committee will distribute ballots, designating each person nominated for an Officer or elected Chairperson position, and containing additional spaces providing for floor nominations. In the event that the position of any Officer or elected Committee Chairperson other than the President is vacated during the year, the President will reconstitute the most recent Nominating Committee, which will make a recommendation for filling that vacancy at the next regularly scheduled League meeting.

The role of the Special Audit Committee, is to file a report with the membership and assure proper fulfillment of all State and Federal filing requirements. The President will appoint a Special Audit Committee composed of a Chairperson from the General Membership, a non-board member from the General Membership and a third person who is not required to be a League member.

All committees shall have a minimum of 3 people including the chairperson and a maximum of 5 including the chair. Should more than 5 people wish to serve in addition to the chair, it will rest with the committee chair to determine who will serve. The number of people serving on special committees (except as defined for the nominating committee) shall be determined by the President who has the authority to appoint them.

Section 6 – Description and Duties of Committees

A. Neighborhood Improvement

The Neighborhood Improvement Committee is responsible for monitoring the condition of infrastructures (streets, curbs, gutters and sidewalks), facilities, businesses, rental property, and residences to determine when deteriorating conditions appear, and make notification to the appropriate owners and/or government agencies to assure that corrective action is taken.

This committee is also responsible for monitoring compliance with zoning laws and requested changes. The Committee reviews published zoning requests, and, as directed by the President, consults with the Department of Planning and Code Enforcement for clarification, and makes recommendations for the League. Committee members will present the League's position on these matters, as approved by the general membership fully informed concerning legal and zoning issues, proposed changes, and their potential impact on the community.

The Neighborhood Improvement Committee will coordinate its efforts with the Conservation Committee.

B. Conservation Committee

The Conservation Committee is responsible for working with the Norfolk Redevelopment Housing Authority to actively promote and execute the "Conservation Plan, Willoughby Neighborhood, Norfolk Virginia" as approved by the League's general membership and City Council. This Committee will provide periodic feedback to the general membership regarding the status of Conservation efforts, and provide advice, guidance and assistance to residents seeking Conservation assistance.

The Conservation Committee will coordinate its efforts with the Neighborhood Improvement Committee.

C. Community Activities

The Community Activities Committee is responsible for League participation in community activities such as parades, ceremonies, and special events. Such activities include routine activities such as Adopt A Street/Spot Programs, neighborhood clean up events, voter registration drives, school and area carnivals, liaison with City Recreation, Parks and Open Spaces Commission and other special or routine events and efforts identified as "Community

Activities". This Committee shall report activities conducted or planned and recommend League involvement in such activities.

D. Ways and Means

The Ways and Means Committee is responsible for all fund-raising activities except for the collection of dues. Yard sales, bake sales, and other activities shall be conducted to enrich the League's treasury.

This Committee is also responsible for the coordination of clothing drives, food drives, and other programs to help the needy of the Willoughby Spit community and others as approved by the membership. This Committee shall call for volunteers for fund raising events at the regular monthly meetings.

E. Communications

The Communications committee will determine the official League website design, ensure content accuracy and make monthly updates. This committee will determine the webmaster for the official league website and have administrative rights. This committee will publish all official League communication as determined by the Board. The committee will uphold official League communication protocol.

The recording secretary will serve as a member of the Communications Committee and guide the committee on the following official League communication protocols:

- 1. Mission/Purpose of official League communication: The purpose is as a means of communication to distribute meeting minutes, announce future votes, announce League activities, and provide a forum in which community members can share resources and opportunities.**
- 2. Distribution: The League's preference for official League communication distribution is electronic; however, members may elect to receive a paper copy via mail.**
- 3. Privacy issues: Demographic information of all members will not be shared with any public or private entity outside the requirements of the League for any purpose unless required by law.**
- 4. Impartiality: Official League communication will include a disclaimer stating clearly that the League does not endorse any candidates, goods or services.**
- 5. Advertising: Our policy is to accept advertising to encourage community-based businesses, services, and opportunities. All advertising must be included within the regular pages of the official League communication. No materials will be accepted unless approved by the board. Other publications of interest may be linked to the League website if deemed relevant by the editor.**

F. Membership

The Membership Committee is responsible for developing and implementing plans to increase the League membership. The committee shall insure that attendance is taken at each meeting, new members introduced, dues collected and turned over to the Treasurer, and up-to-date attendance records maintained. The committee will prepare and distribute dues notices in May to every member.

Additionally, the committee shall send specific notation to any member who does not renew membership by June to advise that they can no longer be considered members in good standing unless dues are paid by the June General Membership Meeting.

Membership records will be maintained by computer. Copies of membership records will be provided to the President and other Officers upon request.

Section 7 – Dues

Dues are \$10 per year per member. Dues are payable in June of each year. Members whose dues have not been paid by the September General Membership Meeting shall no longer be considered as members in good standing. Only members in good standing will receive official League communication and be eligible to vote at meetings.

Section 8 – Amendments

The manner of amending these Bylaws shall be the same as that required by the Constitution for changing or amending the Constitution of the League. The Willoughby Civic League Constitution and Bylaws shall be reviewed by an ad-hoc committee appointed by the Presiding Officer every five (5) years.

As amended by the General Membership – May 10, 2000

As amended by the General Membership – 2006

As amended by the General Membership – April 11, 2013

As amended by the General Membership – June _____, 2023

Don Musacchio, President

Rusty West, acting Secretary