

**CONSTITUTION OF THE
LYON PARK CITIZENS ASSOCIATION**

Adopted: April 2000
Amended December 2007

ARTICLE I – NAME, PURPOSE, AND BOUNDARIES

Section 1 – Name. The name of the association shall be the “Lyon Park Citizens Association” (the “Association”).

Section 2 – Purpose. The Lyon Park Citizens Association is a non-profit, non-partisan organization established to promote the welfare and advancement of the Lyon Park Community in particular and of Arlington County in general. This Association shall engage in the activities listed below and in other activities deemed appropriate to the fulfillment of the above goals:

- (a) Representation of the interests of the Lyon Park Community at public hearings and meetings and to the County and larger community in general.
- (b) Assisting in the maintenance and management of the Lyon Park Community Center and Park.
- (c) Conservation of and protection of the residential integrity and beauty of the Lyon Park Community.
- (d) Sponsorship of non-partisan educational, social, fundraising, and recreational activities for the community.
- (e) Distribution of information on issues of concern to the community.

Section 3 – Boundaries. Lyon Park is the community located between the following boundaries: Arlington Boulevard on the east and south; North 10th Street on the north; and North Irving Street on the west, in Arlington, Virginia.

ARTICLE II – MEMBERSHIP

Membership in the Association shall be open to all persons eighteen years of age or older who either own or lease a residence within the boundaries of the Association. Each person eligible for membership may have full voting privileges as long as his/her household is current in its dues. All voting shall be at the general meetings. To exercise voting privileges, a member must be present during the vote. No votes by proxy shall be permitted. Households may join the Association by paying annual dues. Annual memberships expire on September 30th of each year. Members who are behind in their

dues by more than three months shall be deemed no longer current and dropped from membership.

ARTICLE III – MEETINGS OF THE ASSOCIATION

Section 1 - Regular Meetings. The Association shall hold a regular meeting each month, except no regular meetings shall be held in July and August.

Section 2 – Meeting Place. Regular meetings shall be at the Lyon Park Community Center located at 414 North Fillmore Street in Arlington, Virginia.

Section 3 – Annual Meeting. The September meeting shall be the Annual Meeting, at which time the election of officers shall be held.

Section 4 – Special Meetings. Special Meetings of the Association may be called by the Executive Committee and held after at least five days public notice of the special meeting date, place, and time. Public notice may be accomplished through any one or more of the following mechanisms: announcement in the Association newsletter; advertisement in one or more local newspapers; electronic posting on the LPCA website plus signage at the Community Center; or announcement at a regularly scheduled LPCA meeting.

Section 5 - Quorum. Fifteen members shall constitute a quorum for the transaction of business of the Association at any meeting.

ARTICLE IV – OFFICERS AND ELECTION

Section 1 – Officers. The Officers of the Association are defined in the By-Laws. The Officers shall include but need not be limited to a President, Secretary, Treasurer, and Sergeant-at-Arms. A maximum of nine (9) Officers shall be identified in the By-Laws. These Officers shall constitute the Executive Committee. The Executive Committee shall exercise all of the power of the Association between Association meetings subject to the Constitution and By-Laws.

Section 2 – Term. Officers shall serve one-year terms. Officers may be re-elected for the same office.

Section 3 – Nominating Committee. A Nominating Committee of three members shall be appointed by the Executive Committee no later than the June general meeting and will be responsible for identifying and presenting nominees for office at the Annual Meeting in September. Members of the Association may contact the Nominating Committee directly or present themselves as candidates at the election.

Section 4 – Election. All Officers shall be elected at the Annual Meeting in September. If there is more than one candidate for an office, the election will be by written ballot. Separate votes will be held for each office.

Section 5 - Mid-term Vacancies. Vacancies in offices shall be filled by the Executive Committee in accordance with the By-Laws.

ARTICLE V – REPRESENTATIVES TO LYON PARK COMMUNITY CENTER BOARD OF GOVERNORS

Section 1 – Representatives. The representatives from the Association to the Lyon Park Community Center Board of Governors shall be four elected members and one representative appointed by the President of the Association.

Section 2 – Election. The election of the Board of Governors representatives shall be at the Annual Meeting. The election and nomination process shall be consistent with the procedures for the election of Officers.

Section 3 – Term. The term of service of the Board of Governors shall be one year.

Section 4 - Mid-term Vacancies. If a representative misses three Board of Governors meetings, the Executive Committee may consider his/her position vacant by a majority vote. Vacancies in offices shall be filled by the Executive Committee in accordance with the By-Laws.

ARTICLE VI – ANNUAL DUES, DISBURSEMENT, AND AUDIT OF FUNDS

Section 1 – Annual Dues. The Executive Committee shall propose the annual dues for membership in the Association, subject to approval by the Association at the regular June Meeting.

Section 2 - Disbursement of Funds. The President’s approval shall be necessary to disburse funds in excess of \$50. The majority vote of the Executive Committee shall be necessary to disburse funds in excess of \$500 in support of established policies or objectives of the Association. Disbursements in excess of \$1,000 shall require the authorization of the Association through a vote at a regularly scheduled meeting. The President and the Treasurer shall have signing authority to disburse funds.

Section 3 – Financial Review Committee. At the June Meeting, a Financial Review Committee shall be formed to review the financial records of the Association. In the event of a lack of interest, the Nominating Committee will be responsible for appointing the Financial Review Committee. The Financial Review Committee shall report its findings at the Annual Meeting. The Association will indemnify the Financial Review Committee of any potential liability.

Section 4 – Fiscal Year. The fiscal year of the Association shall end each June 30. The financial statements of the Association shall be published in the September newsletter.

ARTICLE VII – BY-LAWS

By-Laws that are not in conflict with this Constitution may be adopted and amended by a majority vote at a meeting of the Association.

ARTICLE VIII – AMENDMENTS

The Constitution may be amended by a two-thirds vote of members present at any regular meeting, provided that the amendment has been submitted by a member of the Association and has been read at the preceding regular meeting. Public notice at the Lyon Park Community Center and in the community newsletter is also required. Amendments to the Constitution shall take effect immediately upon passage of the motion to approve unless otherwise provided for in the motion.

ARTICLE IX – GOVERNING RULES

Robert's Rules of Order shall govern the organization where applicable and where not in conflict with the other articles of this Constitution.

RECORD OF AMENDMENTS

December 12, 2007 – Article III, Section I amended to remove detailed regular meeting requirements

**BY-LAWS OF THE
LYON PARK CITIZENS ASSOCIATION**

ARTICLE I – OFFICERS AND DUTIES

Section 1 – Officers. The Officers of the Association shall consist of the following nine elected members:

President
Vice President, Programs
Vice President, Development
Vice President, Neighborhood Conservation
Secretary
Treasurer
Sergeant-at-Arms
Two elected alternates (members-at-large)

These nine officers constitute the Executive Committee of the Association. Each Officer shall be prepared to serve as an Association representative to the Board of Governors if appointed by the President.

Section 2 – Duties of the President. The President shall be the chief executive official of the Association and shall take care that the Association’s Constitution, By-Laws, and decisions are faithfully observed and executed. In addition, the President shall have the following specific duties:

- Preside over meetings of the Association or identify an Officer to preside over any Association or Executive Committee meeting at which the President will be absent.
- Preside over meetings of the Executive Committee as the Chairman and as a voting member.
- Appoint an Association representative to the Board of Governors.
- Represent the Association on occasion at any meetings that the President feels the interest of the Association is involved.
- Sign (or approve the signing of) all official communications, obligations, or contracts of the Association.
- Directly support, if necessary, all officers of the Association.
- Perform other duties as required by the nature of the office.

Section 3 - Vice President, Programs. The Vice President, Programs shall support the President with the administration of the Association with his/her primary responsibility for the social, fundraising, educational, and recreational programs of the Association. The Vice President, Programs shall identify programs to be offered for the approval of the Executive Committee and shall identify, support, and oversee chairpersons for all Association programs.

Section 4 - Vice President, Development. The Vice President, Development, shall support the President with the administration of the Association with his/her primary responsibility for the commercial and residential development issues directly affecting the Association. In addition, the Vice President, Development shall chair the Development Committee and oversee the Property, Maintenance, and Code Compliance Committee and the Clarendon Alliance Representative.

Section 5 - Vice President, Neighborhood Conservation. The Vice President, Neighborhood Conservation, shall support the President with the administration of the Association with his/her primary responsibility for promoting and maintaining the Lyon Park Neighborhood Conservation Plan. The Vice President, Neighborhood Conservation shall chair the Neighborhood Conservation Committee and oversee the Landscaping and Traffic Committees.

Section 6 – Secretary. The Secretary shall keep all record of the proceedings of the meetings of the Association and the Executive Committee and submit these minutes to the Executive Committee for comment and approval within seven (7) days following the recorded meeting. Minutes of the Executive Committee meetings shall record the names of the Officers and other attendees at the meeting. The Secretary shall make those records available upon request of a member of the Association. The Secretary shall be responsible for ensuring access to copies of the Constitution, By-Laws, Committee Roster, and any formal correspondence of the Association on a regular basis. In addition, the Secretary shall oversee the newsletter and website.

Section 7 – Treasurer. The Treasurer shall manage the funds of the Association and shall report on a monthly basis to the Executive Committee. The Treasurer shall publish the financial statements from the prior year in the September newsletter. In addition, the Treasurer shall oversee the Membership Committee and any fundraising efforts of the Association.

Section 8 – Sergeant-at-Arms. The Sergeant-at-Arms shall support the President in maintaining order at all meetings and shall advise the President on rules of order in accordance with the governing rules established in the Constitution. The Sergeant-at-Arms shall be responsible for preparing the Lyon Park Community Center for all general meetings and for assuring compliance with the rules established by the Lyon Park Community Center. The Sergeant-at-Arms shall oversee the Nominating Committee and COPPS representative.

Section 9 – Two elected alternates (members-at-large). The two elected alternates shall consist of two members at large of the Association. Alternates shall support the President with the administration of the Association and shall be prepared to be called upon by the Executive Committee to be substitute for an elected officer who is unable to complete his/her term.

Section 10 – General Duties. In addition to the specific duties listed above, all elected officials of the Association shall be responsible for maintaining any documentation of

Association business relating to their own area of responsibility and shall transfer their records to their succeeding officer. Additional responsibilities may be assigned to the Officers by the President.

Section 11 – Attendance. If an Officer misses three Executive Committee meetings or three Association meetings during the year, the position may be considered vacant and the vacancy shall be filled in accordance with the procedures outlined in the Constitution and By-Laws.

Section 12 – Mid-Term Vacancies. In the event the position of President becomes vacant mid-term, the Executive Committee shall approve, by majority vote, one of the three Vice Presidents to complete the term. In case of a mid-term vacancy of another elected official of the Association, the Executive Committee shall have the authority to appoint a replacement for the vacant position. The Executive Committee shall report to the Association at the following Association meeting the identity of the new official and the process followed to fill the vacancy.

ARTICLE II – EXECUTIVE COMMITTEE

Section 1 – Members. The Officers of the Association shall be the voting members of the Executive Committee.

Section 2 - Frequency of Meetings. The President shall schedule Executive Committee meetings whenever, in her/his judgment, a need exists. Five or more members of the Executive Committee may also call a meeting.

Section 3 – Meeting Place. The President shall determine where the meetings of the Executive Committee will be held.

Section 4 - Attendance at Meetings. Members of the Executive Committee are expected to attend all scheduled meetings to the best of their ability. The President may also invite committee chairmen, Association representatives, or other members of the Association to attend any meeting.

Section 5 - Quorum. Five members of the Executive Committee shall constitute a quorum.

ARTICLE III – COMMITTEES AND REPRESENTATIVES

Section 1 – Standing Committees and Representatives. The Executive Committee shall approve, by majority vote, the standing committees and Association representatives to outside organizations. The Executive Committee shall maintain a Committee Roster that lists all standing committees, their roles and responsibilities, and their chairmen. The

Committee Roster will also list all special committees and representatives to outside organizations and their roles and responsibilities.

Section 2 – Appointments. The Executive Committee shall appoint, by majority vote, all the chairmen of the committees and representatives to outside organizations at the Executive Committee meeting following the Annual Meeting. Committee chairmen shall serve until their successors have been selected. Committee chairmen and representatives to outside organizations shall serve in their roles at the will of the Executive Committee and may be replaced by majority vote of the Executive Committee.

ARTICLE IV - STANDING RULES

Section 1 – Method of Voting. The Presiding Officer shall select the manner of voting, except where a manner of voting is provided for by the Constitution, By-Laws, or an approved motion. Any member may request a show of hands after the voice vote. In the event of a written vote, the Secretary and the Sergeant-at-Arms shall be responsible for tallying the vote.

Section 2 – Procedures for Discussion and Debate. No member shall be allowed to speak until recognized by the presiding officer.

Furthermore, during any debate at a regular meeting, the presiding officer at his or her prerogative may invoke the following rules of conduct:

- No member shall speak more than twice on a pending matter until all others who desire to do so have been heard.
- No member shall consume more than five minutes consecutively, without unanimous consent.

The presiding officer may institute additional rules consistent with the objective of providing equitable access to the floor by all members of the Association. The presiding officer, with the assistance of the Sergeant-at-Arms, shall confine the members to the matter under discussion and shall rule out of order any discussion of libelous, sectarian or obscene nature.

ARTICLE V - AMENDMENT TO THE BY-LAWS

These By-Laws may be amended as provided for in the Constitution.