

Fruitville Beach Civic Association, Inc.

By-Laws

Last Revision May 29, 2021

ARTICLE I

Name

The name of this organization shall be the **Fruitville Beach Civic Association, Inc.**

The organization shall be made up of dues paying members who are individual property owners and/or registered voters (see "Article V, Membership and Dues" below) from the area legally known as Fruitville Beach Township as recorded in the County of Currituck Court House, but restricted to the land area between the Currituck Sound and the Atlantic Ocean.

ARTICLE II

Articles of Organization

a. The Association is a not for profit corporation, organized under the laws of the State of North Carolina as contained in Chapter 55 A of the General Statutes of North Carolina entitled "Non Profit Corporation Act." Its articles of organization comprise the certificate of incorporation and these By-Laws, the Association shall take prompt action to amend the certificate of incorporation to conform to the provisions of these By-Laws. These By-Laws shall govern.

b. The Board of Directors of the corporation shall be the four (4) elected officers of the Association in addition to the five (5) elected members at large.

ARTICLE III

Objectives

The Objectives of the Association shall be:

a. To engage in such activities as shall promote the civic interest and welfare of the Fruitville Beach Civic Association, Inc.

b. To provide the means for resolution of civic proposals and problems.

c. To keep its members informed about events, forecasts and issues of current interest.

d. To provide a forum for exchange of views on civic matters.

e. To represent its members in relations with government officials and agencies at the municipal, county, state and federal levels and to furnish representation at judicial proceedings and public hearings.

ARTICLE IV

Basic Policies

The following are the Basic Policies of this Association:

- a. The Association shall be non-commercial, non-sectarian and non-partisan.
- b. The name of the Association or the names of any members in their official capacities shall not be used for any purpose not appropriately related to promotion of the Objectives of the Association.
- c. The Association may cooperate with other organizations and agencies concerned with similar objectives, but persons representing the Association in such matters shall make no commitments that bind the Association, unless so authorized by the Board of Directors.
- e. Records of the Association such as Meeting Minutes, Correspondence, Board Teleconference Notes, Agendas, Newsletters, etc. shall be maintained for a maximum period of 10 (ten) years. Annual election Ballots shall be maintained for a period of 1 (one) year.

ARTICLE IV

Basic Policies

d. In the event of dissolution of the Association, its assets shall be distributed for one or more of the exempt purpose specified in Section 501(CX3), 501(CX4), 170 (CX2), of the Internal Revenue Code of 1954 as from time to time amended.

ARTICLE V

Membership and Dues

Section 1.

Any persons who are property owners or registered voters in the Carova Beach precinct known as Fruitville Beach Township. If only one spouse holds title to the property, each is eligible for membership.

Section 2.

a. Only active current year dues paying members of the association shall be eligible to vote.

b. Issues of major concern to the general membership must be voted on by absentee ballot, which will be made part of the quarterly newsletter and must be returned no later than the posted date in the newsletter.

c. Mail, or electronic, ballots must be used for the election of officers and board members-at-large, amendments to the By-Laws, and for such other issues of major concern.

Section 3.

Only active dues paying members who have been active for a minimum of two (2) years prior to and including the election year shall be eligible to serve in any of its elective or appointive positions.

Section 4.

There shall be only one (1) type of membership:

a. Individual-One membership, one vote. Each voting member must pay annual dues of thirty dollars (\$30.00) or as determined by the Board of Directors.

b. Corporate identities are considered, individual, as specified in Section 4 a. above.

Section 5.

The membership year of the Association shall be from January 1 for a twelve month period. If dues are not paid, all mailings will cease to the unpaid member until the receipt of dues. Persons may be admitted to membership at any time during the year. Members joining after January 1 shall pay dues for a full year.

ARTICLE VI

Board of Directors

Officers, Board Members-At-Large and their Elections

Section 1

a. The officers of the Association shall be a president, vice president, secretary and a treasurer.

b. There shall be five (5) Board Members-At-Large.

c. The Board of Directors of the Association shall include the officers and Board Members-At-Large for a total of nine (9) members.

ARTICLE VI

Board of Directors

Officers, Board Members-At-Large and their Elections

Section 2

a. The President, Secretary and two (2) Board Members-At-Large will be elected for a two (2) year term in even numbered years. The Vice-President, Treasurer and three (3) Board Members-At-Large will be elected for a two year term in odd numbered years.

Section 3

a. Only dues paying members in good standing shall be eligible for nomination to run for an office or seat as a Board Member-At-Large.

b. A nominating committee established by the President shall solicit nominations by mail, e-mail or fax for prospective candidates. The nominating process and time line will be established by the Board of Directors and posted in the quarterly newsletter. All nominees appearing on the ballot shall have consented to serve if elected.

Section 4

a. Officers and Board Members-At-Large shall be elected by ballot through the newsletter. The ballot shall be included in the same newsletter that solicits membership renewal.

b. The candidate for each position receiving the most votes cast for that position shall be elected for the specified term.

c. Interim vacancies on the Board of Directors shall be filled for the unexpired term by a majority vote of the remaining members on the Board.

d. Officers and Board Members-At-Large shall assume their official duties one month following the vote tally or January 1 if the votes are tallied prior to the start of the membership year.

ARTICLE VII

Duties of Officers and Board Members-At-Large

Section 1

The President shall preside at all meetings of the Association and Board of Directors, and perform such other duties as may be prescribed in these By-Laws or as assigned by the Association or the Board of Directors.

Section 2

The Vice President will perform the duties of President, in the event of his or her absence.

Section 3

a. The Secretary shall use a digital recorder to record minutes of the Association and Board of Directors meetings; shall have a copy of the approved By-Laws at every meeting; keep an updated membership list; have custody of all records, papers, documents belonging to the Association, except for those assigned to others.

b. The Secretary shall conduct the general correspondence of the Association as directed by the President and Board of Directors.

c. The Secretary will perform the duties of the President in the event of the absence of the President and Vice President.

Section 4

a. The Treasurer shall have custody of all funds of the Association, to be deposited and kept in a bank in the name of the Association; keep an accurate record of receipts and expenditures; pay any funds as authorized by the Board of Directors. Checks shall be signed by two (2) of the four (4) officers (President, Vice President, Secretary, Treasurer).

b. The Treasurer shall present a financial statement of accounts at all meetings of the Association and at other times when requested by the Board of Directors.

c. The Treasurer's accounts shall be examined at the end of the calendar year by an auditor or auditing committee who, when satisfied that the financial records are in order, shall sign a statement to the fact. The auditor or auditing committee shall be appointed by the Board of Directors.

Section 5

Board Members-At-Large shall chair a standing committee or perform such other duties as assigned by the President with the approval of the Board of Directors.

ARTICLE VIII

Board of Directors

Section 1

The Board of Directors shall consist of the four (4) officers of the Association and five (5) members-at-large and shall serve without compensation.

Section 2

The duties of the Board of Directors shall be:

a. To transact necessary business in the intervals between regular meetings of the Association and to report to the Association at its next regular meeting or when deemed necessary send reports to the membership.

b. To appoint an auditor or auditing committee to audit the treasurer's accounts.

c. To determine the date, time and place of the Annual General Membership meeting.

Section 3

Meetings of the Board of Directors

a. Meetings may be held quarterly, or as needed. The meetings may be conducted by either conference call, fax communication, electronic mail and or regular mail.

b. An Annual meeting of the Board shall be held prior to the Annual General Membership meeting.

c. Special meetings may be called by the President, or a majority of the Board of Directors. The purpose of the meeting shall be stated in the call.

d. The immediate past President and any committee chairperson may be invited to attend Board meetings.

e. A majority of the elected Board shall constitute a quorum. Any absent Board Member may appoint another Board Member to execute his or her Proxy provided such authorization is submitted to the Board in writing.

f. Any member of the Association may attend meetings of the Board as a non-participant observer.

ARTICLE IX

Association Meetings

Section 1

a. A General Membership meeting shall be held once a year at the same time each year.

b. A majority of members present and eligible to vote shall constitute a quorum. However, no official action shall be taken unless one-fourth of the General Membership is present or such action has been recommended by the Board of Directors.

c. Special (emergency) meetings may be called by the Board of Directors, notice having been given.

d. Any proposed action recommended by members for inclusion on the agenda of the General Membership meeting must be submitted to the Board of Directors in writing no later than 30 days prior to the date of the general meeting.

ARTICLE X

Committees

Section 1

There shall be the following standing committees: Budget and Finance; Community and Government Liaison.

Section 2

Special Committees may be appointed by the President with the approval of the Board of Directors; by the General Membership majority vote, as deemed necessary to carry on the work of the Association.

Section 3

All committee chairpersons shall deliver to the Board of Directors all official material not later than ten (10) days after their assignment has been completed.

ARTICLE XI

Fiscal Year

The fiscal year of this Association shall be from January 1st of each year.

ARTICLE XII

Parliamentary Authority

[Roberts' Rules of Order](#) shall govern the Association in all situations and cases in which they are applicable and in which they are not in conflict with these By-Laws.

ARTICLE XIII

Amendments

These By-Laws may be amended by a majority vote of those cast by the General Membership and received by the Secretary in accordance with the time line posted in the newsletter, provided that notice of the proposed changes were sent in writing to all members at least thirty (30) days prior to the date the ballots must be cast.