

Herndon Community Association Coalition
By-Laws
As adopted by the HCAC on April 5, 2001

1. GENERAL

A. Name:

The name agreed upon by the member associations is the Herndon Community Association Coalition (HCAC). Henceforth, throughout this document, the Herndon Community Association Coalition shall be known as the HCAC.

B. Purpose of the Coalition:

The purpose of this organization shall be to exchange community ideas, information, and issues of mutual interest in order to support, strengthen and build community associations and to collaborate on solutions. The HCAC is also a forum to learn about Town programs and initiatives and provide input.

2. GENERAL GROUND RULES AND DEFINITIONS

A. Ground Rules

- ✓ Each meeting will start and finish on time
- ✓ One person is recognized to speak at a time
- ✓ Everyone is treated with courtesy and respect
- ✓ Listen carefully
- ✓ Maintain a sense of humor
- ✓ Meetings will center on common interests of all members not special interests
- ✓ Stay focused

B. Definitions of Terms

- **Voting Member** – A community association located within the Town of Herndon, with a Letter of Intent on file with the HCAC and a designated representative and alternate. As the community association is the member, even though two individuals might represent it at a meeting, the community association has only one (1) vote.
- **Non-Voting Member** – A professional organization that represents community associations or are working on behalf of a member association. There is no limit to the number of non-voting members attending a meeting. However, they have no voting authority at a meeting.
- **Representative / Alternate** – An individual chosen by a community association to serve on the HCAC. Two stipulations on the choice of individuals are 1) the individual must be a resident-owner; and 2) the individual can not be a community association's management company representative.

- **Letter of Intent** - A Town of Herndon community association wishing to join the HCAC, must send a Letter of Intent to the Secretary of the HCAC stating their desire to join, and identifying its Representative and Alternate, their addresses and telephone numbers. The President of the community association must sign the Letter of Intent. A professional working on behalf of community associations wishing to join the HCAC must also send a Letter of Intent to the Secretary of the HCAC stating their desire to become a non-voting member and provide their business address and telephone number.
- **Voting Member in Good Standing** - A community association that has a current Letter of Intent on file with the Secretary of the HCAC and has not missed more than two consecutive meetings of the HCAC.
- **Guest** – Any interested individual who wishes to attend the meetings and participate in the open forum but has no voting privileges.
- **Quorum** - A quorum for a meeting requires fifty percent (50%) of the voting membership in good standing. Proxies from voting members held by designated member representatives or by the Recording Secretary may count towards a quorum, provided the voting member indicated in the proxy is a member in good standing.

Henceforth, throughout this document a community association shall be referred to as a “Voting Member” and a professional or company working for a community association shall be referred to as a “Non-Voting Member”.

3. MEMBERSHIP, ATTENDANCE and VOTING

A. Voting:

There are two classes of membership: 1) Voting Member, or 2) Non-Voting Member. Both voting and non-voting members will be on a mailing list and receive meeting notices. Each voting member has one (1) vote on any matter presented for vote by the HCAC.

B. Proxies:

A voting member may give their proxy to another resident-owner of their community association if neither the representative nor the alternate can attend a meeting. The proxy effectively designates the proxy-holder as the voting member’s representative for that specified meeting date. Alternatively, directed proxies may be given to the Recording Secretary of the HCAC who will vote for the member association as indicated in the proxy.

C. Town of Herndon Residency:

Residents not residing in the incorporated boundaries of the Town or residing in the incorporated area of the Town but not in an area with a community association may not be members of the HCAC, but may attend all HCAC meetings.

D. Meeting Form and Format:

- Regular HCAC meetings shall be held every two (2) months.
- Special meetings may be scheduled as needed. The HCAC Chairperson may call a special meeting by majority vote of the membership at a regular meeting.
- The format for both a regular and special meeting will follow an agenda that is predetermined and sent to the HCAC membership in a timely manner.
- An Agenda may contain but does not need to contain all of the following items:
 - I. Approval of Previous Meeting Minutes
 - II. Open Forum
 - III. Announcements
 - IV. Guest Speaker
 - V. Old Business
 - VI. New Business
 - VII. Committee Reports
 - VIII. Roundtable
 - IX. Meeting suggestions
 - X. Adjournment

E. Attendance:

If both the representative and alternate of a Voting Member miss two (2) consecutive meetings, a warning letter will be sent to the Voting Member to notify it of the non-attendance. If a Voting Member misses three (3) consecutive meetings of the HCAC, it is no longer a member in good standing. The Voting Member's voting privileges will be suspended until a new letter of Intent to the Recording Secretary of the HCAC is received and the Voting Member resumes attendance.

4. OFFICES

A. Types of Offices

1. Chairperson
2. Vice-Chairperson
3. Recording Secretary

B. Creation of Additional Offices

Additional officers may be elected by the HCAC without amendment to these By-laws by vote of 2/3 of a meeting quorum at such time that the additional officers are proposed.

C. Nomination , Election, Term, Responsibilities

- Nominations for the offices shall be made at each year's October meeting
- Election of nominated individuals shall take place at each year's December meeting and the newly elected officers take office at the conclusion of the December meeting.
- All Offices are one (1) year terms
- All Officers shall be required to be Voting Members.
- The Chairperson's office is responsible for presiding over all regular and special meetings. It is responsible for composing an agenda for each meeting.

- The Vice-Chairperson's office is responsible for presiding in the absence of the Chairperson. If both officers expect to be absent, the Chairperson shall appoint acting Chairperson prior to the meeting. In the absence of such an appointment, those present will elect an acting Chairperson.
- The Recording Secretary's office is responsible for taking the Minutes of the meeting. The Secretary is responsible for executing the proxies received for a meeting. The Secretary is responsible for mailing to the membership the Minutes of the previous meeting, the next meeting's announcement and agenda. If the Recording Secretary expects to be absent, they must notify the Chairperson so that temporary Recording Secretary can be appointed for the meeting.

D. Office Vacancies

- If the Chairperson has to vacate office before the term is complete, the Vice-Chairperson shall succeed to the Chairperson office and shall serve the remainder of the Chairperson's term. A new Vice-Chairperson shall be elected to complete the remainder of that term at the next regular meeting.
- If the Vice-Chairperson has to vacate the office before the term is complete, a new Vice-Chairperson shall be elected to complete the remainder of the term at the next regular meeting.
- If the Recording Secretary has to vacate the office before the term is complete, the Vice-Chairperson will coordinate with the outgoing Secretary to ensure that a copy of the last meeting's Minutes and the next meeting's announcement with agenda has been distributed to the membership. A new Recording Secretary shall be elected to complete the remainder of the term at the next regular meeting. Additionally, the outgoing Secretary shall turn over to the new Recording Secretary all documentation they hold pertaining to the HCAC and its activities.

5. PARLIAMENTARY PROCEDURES and DOCUMENTATION

A. Parliamentary Authorities

The HCAC shall follow generally accepted parliamentary procedures for the orderly transaction of business and in defining the duties of officers. Roberts Rules of Order [revised] shall govern the HCAC where applicable and where they do not conflict with the By-Laws.

B. Records

Minutes will serve as the official record of all meetings of the HCAC properly constituted under the quorum rules. They shall be recorded and maintained by the Recording Secretary, or his/her designee, as approved by the membership at the subsequent meeting. The Chairperson will keep a backup copy (in a notebook). Sub-Committee minutes will be maintained by the sub-committee Chairperson and reviewed by the HCAC. If approved, they will be entered in the official Minutes of the HCAC.

C. Sub-Committees

A Sub-Committee may be established by the Chairperson or by action of the HCAC. The Chairperson decides if the sub-committee is a standing committee or an ad-hoc committee. A sub-committee is required to report to the HCAC at its regularly scheduled meeting.

D. Resolutions

Resolutions are the primary means by which the HCAC will take a position on a particular germane issue. The simple majority of the HCAC members present must approve a resolution or an opinion letter. If time permits, members will receive the proposed resolution two weeks prior to the vote.

E. Amendments

Amendment to the By-laws may be changed by a majority vote of the HCAC with a quorum present. Notice of such proposed changes must be given to each member in writing at least two weeks prior to the meeting that the amendment is going to be voted on.

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The initial election of HCAC officers shall be conducted at the meeting following the adoption of these By-laws