

Cape Story by the Sea Civic Association, Inc.

By-Laws

Article 1 - Establishment

1975: Cape Story by the Sea Civic Association formed, hereinafter referred to as CSBTS

May 10, 1996: incorporated (SCC #04656963) with the Virginia State Corporation Commission

July 3, 2006: registered with the Internal Revenue Service (EIN #75-1217778)

July 7, 2016: established as a non-profit 501(c)4 social welfare organization (exempt from Federal taxes, but not tax-deductible). State incorporation and Federal status should be maintained as long as the association continues to conduct business.

Article 2 - Objective

CSBTS is a volunteer organization designed to:

- Foster a unified community spirit.
- Encourage participation in neighborhood events.
- Take an active interest in affairs concerning CSBTS, surrounding areas, and the city of Virginia Beach.
- Cooperate with other local community organizations engaged in civic affairs, as the Board of Directors sees fit.
- Represent CSBTS concerning municipal and other governmental issues.

Article 3 – Membership

Anyone who rents or owns property within the boundaries of CSBTS, Figure 1, is eligible for membership and is welcome and encouraged to attend CSBTS meetings and events.

Figure 1 – CSBTS Boundary Map



Members in Good Standing are those who are current on their dues. Only members in good standing have voting privileges and can serve in leadership roles.

Article 4 – Dues

Dues are collected on a property basis, only one dues payment per mailing address is required for membership. Current and eligible members will be notified of dues which shall be due to the Treasurer in January of each calendar year. Dues payments received after January 31 will be accepted and considered late. Any changes in the dues must be approved by a majority vote

of the board of directors followed by a majority vote of members in good standing at the next general membership meeting.

Funds from the dues that are collected are used to pay operational expenses such as insurance, corporate fees, utility fees, and to support social events for the neighborhood.

Article 5 - Voting Rights

All residents in CSBTS (including owners and renters) and non-resident property owners of CSBTS homes/land are considered members in good standing upon payment of their annual dues. Each household of members in good standing is entitled to one vote only. Owners of multiple properties can only hold membership for one address and are not entitled to multiple votes.

Voting shall be ayes or nays or written ballots when called for. For issues deemed very important by a majority of the BOD, written or electronic absentee ballots will be accepted. While in-person attendance is preferred, members in good standing may submit their absentee ballots, which must be specific to the issue at hand and must be received by the Secretary prior to the general membership meeting. When such a vote is to take place, the membership will be given notice at least 2 weeks in advance, and logistics of how to submit absentee ballot will be clearly explained at that time. No vote may be cast by proxy.

Article 6 – Meetings

Board Meetings will be scheduled by the president who will provide the agenda at least 10 days prior to the meeting. Board meetings shall be open to the membership who will be notified electronically at least 10 days in advance. A quorum for conducting business at a Board Meeting is defined as a majority of the sitting officers. In the event of a tie vote at a Board meeting, the president shall cast the deciding vote, except in matters directly involving the president, in which case the tie shall be resolved by a vote of the remaining board members.

General Membership Meetings will be held at least 4 times throughout the year in an accessible space in or near the neighborhood large enough to accommodate 10 or more members. The date, time, location and number of meetings shall be determined by the Board of Directors. The general membership will be notified at least 2 weeks in advance of each meeting via multiple methods. A minimum of 10 members in good standing shall constitute a quorum of the association.

Committee Meetings Committees may be formed for different purposes, such as a particular event, and may only be led by a member in good standing. The president must be notified of upcoming meetings and kept informed of the committee's plans. Plans and decisions of the committees are subject to approval of the board.

Article 7 – Board of Directors (BOD)

The Board of Directors shall consist of the following officers:

- President
- 1st Vice President
- 2nd Vice President
- Treasurer
- Secretary

The Board of Directors, hereinafter referred to as BOD, are unpaid volunteers and shall have general supervision over all affairs of CSBTS. The BOD shall hold meetings at the call of the president and/or the written request of at least five CSBTS members in good standing.

Elections – The election of BOD members shall be held every two years in the fourth quarter, and a majority vote of those members in good standing who are present at the meeting shall elect. Voting shall be held by secret ballot when there is more than one nominee for office. Members in good standing who are unable to attend may vote by absentee ballot in accordance with Article 5 – Voting Rights.

Nominations for the BOD members whose terms are expiring shall be made by the general membership, by any member in good standing. Nominations from the floor may be made at the election meeting with the nominee's consent.

Vacancy – a vacancy in any office except president shall be filled by the remaining BOD for the remainder of the term.

Removal – Any BOD officer may be removed from office for cause (including, but not limited to, failure to perform duties, misconduct, or extended unexplained absence from board meetings) by a majority vote of the BOD, or by a majority vote of members in good standing at a general membership meeting, provided the officer has been given written notice of the reasons for removal and a reasonable opportunity to respond prior to the vote.

Term – the BOD officers shall take office January 1 and serve until December 31 of the following year. The officers shall provide all information in an organized way to help the corresponding incoming officer with a smooth transition.

Duties

President shall preside at general membership and board meetings and shall be an ex-officio member of all committees. The president shall appoint all standing and special committees and serve as the agent of record for the corporation. The president is responsible for creating and sending out correspondence to the members, which can be delegated. Up to \$300 per year may be used for CSBTS at the discretion of the president.

First Vice President shall perform the duties of president in the event the president is unable to serve. In the event of a vacancy of the office of president, the first vice president shall automatically become president for the remainder of the term. The first vice president shall support and assist the president.

Second Vice President shall perform the duties of president if both president and first vice president are unavailable. The second vice president shall

support and assist the president. The second vice president shall work with the Treasurer in creating the annual budget.

Secretary shall keep an accurate record of BOD and General Membership meetings and provide the minutes from each meeting.

Treasurer shall receive and deposit all money in the bank designated by the BOD. The treasurer shall pay out money when authorized by the president, board of directors or general membership and shall maintain a list of members in good standing. The treasurer shall present a verbal or written financial statement at all general membership meetings, and a written financial statement in the last quarter of each year. The treasurer shall maintain SCC filings, the liability insurance policy, and file taxes for the association.

Article 8 – Amendments

Any by-law amendment must be approved by the general membership in a regular meeting, requiring 2/3 majority vote of those members in good standing in attendance. Written notice of the proposed amendment must be distributed to the membership 30 days prior to the vote.

Article 9 – Fiscal Year

The fiscal year of CSBTS shall begin January 1 and end on December 31 of each year.

Article 10 – Conflict of Interest

Any board member, officer, or committee member who has a financial or personal interest in a matter before the Board, shall disclose that interest and shall recuse themselves from voting on the matter. All such disclosures and recusals shall be recorded in the minutes of the meeting.

Article 11 – Indemnification

CSBTS shall indemnify its current and former officers and directors, to the fullest extent permitted by the laws of the Commonwealth of Virginia, against

reasonable expenses actually incurred in connection with any proceeding arising from the good-faith performance of their official duties on behalf of the Association. CSBTS shall maintain a valid liability insurance policy.

Article 12 – Dissolution

In the event CSBTS is dissolved, all remaining assets, after payment of or provision for all debts and liabilities, shall be distributed to one or more nonprofit organizations serving the Cape Story by the Sea community, as determined by the BOD, and shall not inure to the benefit of any individual member, officer or director.

Article 13 – Parliamentary Authority

Robert’s Rules of Order (current edition) shall govern the proceedings of CSBTS on all matters not otherwise addressed by these By-Laws or by applicable law.

Article 14 – Severability

If any provision of these By-Laws is held to be invalid or unenforceable, the remainder of these By-Laws shall continue in full force and effect.

After Membership approval: These by-laws govern Cape Story by the Sea Civic Association, Inc. They were adopted by General Membership Vote September 21, 2026 and supersede all previous by-laws and amendments.