

BYLAWS

LARKSPUR CIVIC LEAGUE, LTD.

Adopted on November 17, 2022

ARTICLE I. MEMBERSHIP AND DUES

Section 1. General Membership. Voting membership in the Larkspur Civic League, Ltd. (“League”) will be open only to persons who are residents of Larkspur, Larkspur Forest, Larkspur Meadows and Larkspur Farms who have paid dues for the current year (“General Membership”). Written application for membership shall be made to the Board of Trustees.

- (a) Larkspur I – bounded on the Northwest by Kempsville Meadows Golf Course, on the Northeast by the Virginia Power right-of-way, on the Southeast by (and inclusive of all homes on) Green Valley Drive and Edwin Drive Southwest of the junction of Green Valley Drive, and on the Southwest bounded by Princess Anne Road.
- (b) Larkspur II – bounded on the Northwest by the drainage easement Northwest of Ryder Cup Lane, on the Northeast by the Virginia Power right-of-way, on the Southeast by the drainage easement Southeast of Sam Snead Lane and on the Southwest by Larkspur Middle School and Larkspur Farms formally known as the Krahenbill Farm.
- (c) Larkspur Forest I – bounded on the Northwest by (and inclusive of all homes on) Rosalie Court, thence East to include all residences on Heather Drive, on the Northeast by (and inclusive of all homes on) McGregor Drive Northwest of Edwin Drive, on the Southeast bounded by (and inclusive of all homes on the Northwest side of) Edwin Drive Northeast of the Virginia Power right-of-way, and on the Southwest bounded by the Virginia Power right-of way.
- (d) Larkspur Forest II – bounded on the Northwest by (and inclusive of all the residences on the Southeast side of) Edwin Drive, on the Northeast by (and inclusive of the residences on) McGregor Drive Southeast of Edwin Drive, thence along the northerly end of Mossycup Drive, thence bounded by (and inclusive of all residences on) Leatherwood Drive, and on the Southwest by the Virginia Power right-of-way.
- (e) Larkspur Meadows – bounded on the Northwest by the drainage easement Southeast of Sam Snead Lane and inclusive of all homes on Pinebrook Drive and homes South of the Virginia Power right-of-way on Mossycup Drive, on the Northeast by the Virginia Power right-of-way

and the Northwesterly shore of the lake, on the Southeast by (but not inclusive of the homes on the Southeasterly side of) Green Meadows Drive, and on the Southwest by the commercial zoning line and Larkspur Farms.

- (f) Larkspur Farms – bounded on the Northwest by Larkspur Middle School, on the Northeast by Larkspur II, on the Southeast by Larkspur Meadows and on the Southwest by the commercial zoning line and Larkspur Middle School.

Section 2. Dues. Annual non-refundable dues shall be payable on the first day of January, or at any day or month in the calendar year in the amount of twenty-five dollars (\$25), , for each resident household making application. Such dues shall entitle each household to voting membership and a current directory listing of residents. Dues may be paid electronically, via a cash app, check or cash with terms as set forth by the Board of Trustees. Dues shall be due each calendar year.

ARTICLE II. OFFICERS

Section 1. The President shall preside at all meetings of the League and of the Board of Trustees, act for the League in external matters and be a member, ex-officio of all committees. Between meetings of the Board, the President is authorized to the disbursement of funds for administrative purposes not to exceed \$500.00. Expenditures to a maximum of \$1,000 may be authorized by no less than a majority of the members of the Board of Trustees, by vote for each such expenditure. Disbursements in excess of \$1,000 must be referred to the General Membership for approval, if not made in accordance with budget previously approved by the General Membership of the League. A vacancy in the office of President shall be filled by succession of the Vice President. All other offices and/or trusteeships which become vacant will be filled by election of the Board of Trustees for the unexpired term.

Section 2. The Vice President shall act in the absence of the President in all matters with full authority.

Section 3. There shall be both a Recording Secretary and a Corresponding Secretary. The Recording Secretary shall maintain accurate records of the proceedings of Meetings of the Board of Trustees and General Membership and all business transacted. The Corresponding Secretary shall conduct and maintain a file of all correspondence of the League.

Section 4. The Treasurer shall receive all League funds which shall be deposited in a bank approved by the Board of Trustees, and shall pay out same only upon the order of the League or the Board of Trustees. Checks shall be signed by the President and/or the Treasurer, and the Treasurer shall keep a record of all League accounts. The Treasurer shall make a report of the financial status of the League

at each regular meeting. The Treasurer may be bonded in an amount determined by the Board of Trustees.

ARTICLE III. BOARD OF TRUSTEES

Section 1. General Authority. In accordance with Virginia Code Section 13.1-803, "Board of Trustees" means the group of persons vested with the management of the business of the corporation, and "Trustee" means a member of the Board of Trustees. The Board of Trustees shall manage the business affairs of the League. The Board of Trustees shall have the authority to transact all business of the League between General Membership Meetings. It shall do those things necessary to carry out the purpose stated in the Articles of Incorporation of the League, dated 4 June 1970, as amended 24 May 1989 and 14 May, 1997.

Section 2. Number and Term. There shall be a minimum of three (3) Trustees a maximum of nineteen (19) Trustees. The Trustees shall elect from amongst themselves, the Officers of the League. The Trustees shall be elected by the General Membership.

Section 3. Voting. Each member of the Board of Trustees shall have one (1) vote in determining corporate affairs and policies, and a simple majority shall rule.

Section 4. The Board of Trustees must submit to a vote of the General Membership, within a reasonable time, any propositions presented in writing by a General Member and having the signed endorsement of at least twenty-five (25) voting members.

ARTICLE IV. COMMITTEES

Section 1. Composition and Appointment. All committees shall be appointed by the President, subject to the approval of the Board of Trustees. All committees shall consist of not less than three (3) members from the General Membership. The Board of Trustees, by resolution duly adopted, may establish such standing or special committees, as it may deem advisable; and the members, terms and authority of each committee shall be as set forth in the resolutions establishing the committee. Each committee appointed by either the President and/or the Board of Trustees shall serve at the pleasure of that Board of Trustees.

Section 2. The Standing Committees are desired but subject to the Board of Trustees and the availability of volunteers within the General Membership:

- (a) Membership – to acquire new members, canvass for membership dues, and publish, periodically, a directory of residents, or errata thereto, for gratis distribution to all members and/or sale as may be directed by the Board of Trustees.
- (b) Newsletter – to publish a periodic, informative newsletter to all residents on activities undertaken, business accomplished or contemplated, issues of concern, and any other matters of interest to Larkspur residents.
- (c) Hospitality – to welcome new residents and provide them with membership application and information pertinent to our community and arrange for refreshments at general and special membership meetings.
- (d) Social/Recreation – to promote and co-ordinate social and recreational activities in which League family members may participate and to represent the League on area recreation committees.
- (e) External Affairs – to monitor and deal with traffic and roads planning, construction and designation problems affecting the Larkspur community and its quality of life. To maintain contact with any activity of an environmental nature, political activity or issue of neighborhood safety and security as these affect neighborhood tranquility.

ARTICLE V. MEETINGS

Section 1. Meetings of the Board of Trustees shall be held from time to time as the Trustees shall deem necessary and appropriate, but not less than four (4) times annually. Meetings shall be open to members of the League upon request. Where it is not possible or practical for Trustees to be physically present at any scheduled meeting, any Trustee may attend Regular and Special Meetings through an electronic method of communicating by which all participating Trustees may simultaneously hear each other during the meeting.

Section 2. General meetings of the General Membership shall be held at a minimum annually at a date, time and place as agreed to by the Board of Trustees.

Section 3. Special meetings of the General Membership may be called by the President or by a majority of the Board of Trustees.

ARTICLE VI. VOTING

Section 1. Voting by proxy is prohibited.

Section 2. All substantive issues shall be submitted for a vote at a regular or special meeting of the General Membership. Substantive issues shall be submitted to the membership in person, by newsletter or electronic ballot and shall be considered carried if the majority of voting members vote in the affirmative by written or electronic ballot, of if an affirmative majority shall not be tallied, then the proposition shall carry provided less than one-fourth (1/4) of the General Membership votes against it within the time limit specified. Examples of substantive issues are:

- (a) Disbursements in excess of \$1,000.
- (b) Sale or acquisition of League Property.
- (c) Amendment of Bylaws.
- (d) Election of Trustees.
- (e) Matters referred to the Board of Trustees by 25 or more members.

Section 3. Non-substantive issues determined by the Board of Trustees to be appropriate for referendum shall be submitted to the membership by newsletter or electronic ballot and shall be considered carried if the majority of voting members vote in the affirmative by written or electronic ballot, of if an affirmative majority shall not be tallied, then the proposition shall carry provided less than one-fourth (1/4) of the General Membership votes against it within the time limit specified.

Section 4. When submitting a proposition by newsletter or electronic ballot, the Board of Trustees shall state a date by which the votes must be post-marked or delivered to a Trustees in order to be counted, which date shall be no less than three (3) weeks after the date on which the newsletter or electronic ballot is distributed.

ARTICLE VII. ELECTIONS

Section 1. The election of Trustees shall take place annually at the General Membership annual meeting or at a special meeting called for that purpose. The candidates for Trustees receiving the greatest number of votes shall be elected and such appointment of Trustee shall take effect immediately or as set forth in vote.

Section 2. Nominations for Trustees may be made directly by the General Membership, in writing to the Board of Trustees, or from the floor at the General Membership annual meeting.

Section 4. Notice of the election meeting or the annual General Membership meeting shall be provided in writing and distributed at least one week prior to the meeting, with the complete slate of candidates presented.

ARTICLE VIII. PARLIAMENTARY AUTHORITY

Section 1. This League shall be governed in all its meetings by parliamentary law contained in Roberts Rules of Order.

Section 2. Members shall be limited in speaking on a single question to not more than three times, and for no longer than three minutes each time.

Section 3. Except upon invitation of the Board of Trustees, no members shall address the League at meetings thereof if not on the agenda for the meeting.

ARTICLE IX. QUORUM

Section 1. At any General Membership annual meeting of the League, ordinary business may be conducted with a quorum of a majority of the voting members. To amend these Bylaws a quorum of a majority of the voting members is required. A quorum of the Board of Trustees shall consist of a majority of the Trustees.

ARTICLE X. AMENDMENTS

Section 1. The Trustees shall have the power to make and alter the bylaws, subject to a majority vote of the voting membership, at any duly constituted special meeting to alter, amend or repeal bylaws so made or at the annual General Membership meeting.

Section 2. New bylaws may be initiated by the Board of Trustees or by a majority of the voting membership at any duly constituted meeting.