

# **Penn Valley Civic Association By-Laws**

## **Article I**

### Purpose

The purpose of this Association shall be the preservation of the natural beauty and the residential preeminence of the Penn Valley area (Lower Merion Township, Montgomery County, Pennsylvania), the improvement of its physical qualities and the promotion of community spirit and communication among its members.

## **Article II**

### Boundaries

The Penn Valley area shall consist of that portion of Lower Merion Township lying within, unless otherwise stated, the following boundaries: Beginning at Montgomery Avenue and Old Gulph Road, west on Montgomery Avenue to Gypsy Lane; north on Gypsy Lane to McClenaghan's Mill Road to Old Gulph Road; west on Old Gulph Road to Mill Creek Road; northeast on Mill Creek Road to River Road; southeast on River Road to Hollow Road; southwest on Hollow Road to Sprague Road; south on Sprague Road, including the properties on both sides of Hidden River Road, to Flat Rock Road; east and then southeast on Flat Rock Road, including the properties on both sides of Flat Rock Road and also including the properties on both sides of Gersen Drive, to Mary Waters Ford Road; south and then southwest on Mary Waters Ford Road, including the properties on both sides of Mary Waters Ford Road beginning with number 36 (and also including the properties on both sides of Sandringham Road), to Conshohocken State Road; south on Conshohocken State Road to its junction with Manayunk Road approximately 1,000 feet from said junction to the northerly line of Merion Park; west along that line to Woodbine Avenue; then south on Woodbine Avenue to Montgomery Avenue and then west on Montgomery Avenue to Old Gulph Road and Montgomery Avenue, the place of beginning.

## **Article III**

### Meeting of the Members

There shall be an annual meeting in the fall of each year to provide members with the opportunity to discuss the activities of the Association. Special meetings may be held

throughout the year upon call by the President or a majority of the Board of Directors, or by the Secretary when the Secretary is petitioned by at least ten percent of the Active Member families (see Article VII). All meetings shall be held at a convenient time and place as determined by the Board. Written notice of all meetings shall be mailed to all members in good standing at their last known address at least two weeks in advance of the meeting.

## **Article IV**

### Election of Officers and Directors

Election of the Officers (President, Vice-President, Secretary, Financial Secretary and Treasurer) and one-half (10) of the Directors shall be held every other year; i.e., every odd-numbered year. The officers shall serve for a two year term, commencing June 1 following their election, but no officer shall be eligible to succeed himself in the same office. Each Director shall serve a four year term, commencing June 1 following his election.

Any vacancy which occurs during the term of any officer or Director may be filled by the Board of Directors.

At the January or February meeting of the Board of Directors in each election year, a Nominating Committee and an Elections Committee, each to consist of a Chairman and two other persons, shall be appointed by the President with the advice and consent of the Board.

The Nominating Committee shall place in nomination at least one person for each office, and exactly ten persons for ten members of the Board of Directors. Any Active-Member in good standing whose nomination is supported by a written petition signed by at least twenty-five Active-Members in good standing, shall also be placed in nomination provided such petition, with the nominee's written consent is submitted to the Nominating Committee prior to April 1 of any election year. The Chairman of the Nominating Committee shall certify all nominations to the Secretary not later than April 5.

On or before April 15, the Secretary shall mail one ballot to each Active-Member family. Ballots shall be returned to the Chairman of the Election Committee and to be valid, must be so returned on or before May 1. The Elections Committee shall count the ballots and certify the persons elected to the Secretary and to the Board of Directors. The Secretary shall make known to all Active-Member families the results of each election at the Annual Meeting.

The Board of Directors shall have full authority to provide for any matter pertaining to nominations and elections of officers and Directors which are not specifically provided for hereinabove.

## **Article V**

### Organization of the Board of Directors

The President shall be the Chairman of the Board of Directors and in the Presidents absence or inability to serve, the Vice-President shall be the Chairman. If both are absent or unable to serve, the Board may choose its Chairman, pro-tem. A quorum of the Board shall consist of at least nine of its elected members including the Officers who shall also serve as full members of the Board. Regular Board meetings shall be called at least six times each year by the President, and additional meetings may be called by any five members of the Board, but the Secretary shall give written notice of every meeting to each Board member at least six days before the time thereof.

In addition to the members of the Board as elected under the provisions of Article IV, all former Presidents of the Association who have served at least one full term as President, and each Lower Merion Township Commissioner or School Board Director, during the term of their office, shall be an Honorary (non-voting) Director if they reside in the area described in Article II.

## **Article VI**

### Duties of the Officers

The President shall preside at all Board meetings and at all Association meetings and shall, to the best of the President's ability, carry into effect the decisions of the Board and of the Association. The President shall perform acts incidental to the office, shall appoint all standing and special committees, subject to the approval or ratification of the Board and shall be a member, ex-officio of all committees.

In the absence of the President or the President's inability to serve, the Vice-President shall perform the duties of the President and shall assist the President in any matter as requested by either the President or the Board.

The Financial Secretary shall collect and receive all membership dues, special assessments and other monies due the Association.

The Treasurer shall disburse funds at the direction of the Board. The Treasurer shall maintain one or more bank accounts in the name of the Association and checks against such accounts if in excess of \$500.00, shall be signed by the Treasurer and either

the President or the Secretary; all other checks shall be signed by the Treasurer or, in the Treasurers absence or inability to serve, by the President or the Secretary.

The Secretary shall keep full minutes of all proceedings of the Board of Directors and Association meetings, the votes taken and the resolutions adopted. The Secretary shall also attend to such correspondence as the Board or the President may direct. The Secretary shall give a written account of all meetings of the Board and of the Association. The seal of the Association shall be in the Secretary's keeping. In the event of the Secretary's absence or inability to serve, the Board may appoint a Secretary pro-tem.

By majority vote, the Board of Directors shall determine all matters of policy for the Association and shall, by appropriate resolution, implement the purposes of the Association, the execution of which resolutions shall be the responsibility of the President and the several committees. The Board shall have the responsibility and authority for determining the use of the Association's funds.

## **Article VII**

### **Membership**

**Active Members:** Any person who owns residential property in and resides in Penn Valley and whose application for membership has been approved by the Membership Committee, or alternatively, by the Board of Directors, shall be an active member. All persons residing at a single address in Penn Valley and who are members of the immediate family of a resident property owner Active Member family shall have only one vote on each Association matter to be voted on and shall be required to pay only a single dues.

**Associate Member:** Any person residing in Penn Valley, although not owning residential property in Penn Valley and whose application for membership has been approved by the Membership Committee or alternatively by the Board of Directors shall be an Associate Member. All persons residing at a single address in Penn Valley and who are members of the immediate family of an Associate Member shall also be considered as Associate Members, but each Associate Member family shall be required to pay only a single dues. No Associate Member shall be entitled to hold an Association office or to vote on any Association matter, including the election of officers or Directors. The Board of Directors shall have complete discretion as to the number of persons to be admitted as Associate Members.

**Honorary Members:** An Honorary Member shall be any person whom the Board shall so elect. Such members shall be entitled to all of the privileges of the Association except voting and holding office, but shall be relieved from the payment of dues or assessments.

## **Article VIII**

### Fiscal Year and Dues

The fiscal year of the Association shall commence on September 1 and run through August 31 of the succeeding year.

The dues of Active-Members and Associate-Members shall be established by the Board at their first meeting in each fiscal year. All dues shall be payable on September 30 of each year. Dues paid by new members approved for membership after March 30 shall have their initial dues payment applied to the following fiscal year.

No member shall be in good standing or be entitled to vote or be eligible for any office or attend any Association meeting or function unless appropriate dues and assessments have been paid.

## **Article IX**

### Amendments to these By-Laws

Any of these By-Laws may be amended, altered, supplemented or rescinded either (1) at the annual meeting, (2) at a special meeting or (3) on a written ballot submitted to all Active-Member families in good standing and provided also that any such proposed change shall be (a) submitted on a printed ballot at least two weeks in advance of such meeting or the date set for return of such ballot. The vote of a majority of the Active-Member families attending such meeting or returning such ballots shall determine each proposed change.