

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
of the  
KINGS PARK WEST CIVIC ASSOCIATION, INCORPORATED**

We hereby associate to form a non-stock corporation under the provisions of the Virginia Nonstock Corporation Act and to that end set forth the following:

**ARTICLE I – NAME**

The organization shall be known as the KINGS PARK WEST CIVIC ASSOCIATION, INCORPORATED, hereinafter referred to as the “Association.”

**ARTICLE II – PURPOSE & OPERATION**

The Association is a voluntary, non-partisan, non-sectarian association organized to promote a neighborly spirit among the residents of Kings Park West Subdivision, Braddock District, Fairfax County, Virginia; to encourage an active interest in the civic life of the community; and through the unified effort of its members, to make this community a better place in which to live.

The Association does not contemplate pecuniary gain or profit to itself or its members and shall at all times be conducted as a non-profit organization qualifying as an exempt organization under the United States Internal Revenue Code.

**ARTICLE III – MEMBERSHIP**

*Section 1.* Membership in the Association shall be open to all adult residents or property owners of the Kings Park West subdivision sections 1 through 22 and 25 and the Waverlee Woods subdivision.

*Section 2.* The Bylaws may establish provisions pursuant to which membership in the Association is offered to adult residents or property owners of adjacent subdivisions that share a significant commonality of interest with the Kings Park West subdivision.

*Section 3.* In all matters set before the membership for vote, each member in good standing shall have one vote.

*Section 4.* A member shall be considered in good standing while he remains eligible and pays his dues on time unless he resigns or is expelled, at which time all his interests in the Association shall cease. With regard to late dues, subsequent payment of arrears will serve to reinstate a member to good standing.

*Section 5.* Each member shall be entitled to be treated fairly and equitably in the administration of the Association’s activities, to have a voice in the Association’s affairs as provided by these Articles and the Bylaws, and to present matters of grievance to the Association for consideration.

## **ARTICLE IV – BOARD OF DIRECTORS**

*Section 1.* The Board of Directors shall be the governing body of the Association and shall consist of seven (7) individuals: the President, Vice-President, Secretary, and Treasurer and three (3) at-large members. The President shall be the chairman of the Board of Directors, and the Vice-President shall be the vice-chairman of the Board of Directors.

*Section 2.* Directors shall be members in good standing of the Association.

*Section 3.* Directors shall be elected by the membership to terms of up to two (2) years as specified in the Bylaws.

*Section 4.* The directors elected as President, Vice-President, Secretary, and Treasurer shall be the officers of the Association and shall have additional duties as specified in the Bylaws.

*Section 5.* Directors shall serve without compensation for rendering services as directors or officers of the Association. Directors may be reimbursed for the actual expenses incurred in the performance of their duties.

*Section 6.* The Board of Directors may not amend or repeal the Bylaws or fill vacancies occurring on the Board except in a manner specified in the Bylaws. A change in the number of directors shall be made only by amendment to these Articles.

## **ARTICLE V – AMENDING THE ARTICLES OF INCORPORATION**

*Section 1.* A copy of the proposed amendment will be made available to each member at least thirty (30) days prior to the meeting of members at which the amendment will be acted upon.

*Section 2.* Upon approval of more than two-thirds (2/3) of the membership present, the amendment shall be adopted.

*Section 3.* Amendments proposed by a member must be presented in writing to the Board and must be acted upon by the Association within ninety (90) days.

## **ARTICLE VI – DURATION**

The Association shall exist perpetually.

## **ARTICLE VII – DISSOLUTION**

In the event of dissolution, the Board of Directors, after paying or making provisions for the payment of all liabilities of the Association, shall dispose of all assets of the Association in such manner and to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at that time qualify as an exempt organization under the United States Internal Revenue Code.