

RESTATED ARTICLES OF INCORPORATION
of
THE FAIRFAX COUNTY FEDERATION OF CITIZENS ASSOCIATIONS, INC.

ARTICLE I

The name of the corporation is THE FAIRFAX COUNTY FEDERATION OF CITIZENS ASSOCIATIONS, INC.

ARTICLE II

The purpose of the corporation, hereinafter called the Federation, shall be to promote the interests of citizens associations in Fairfax County, Virginia, and to further the common good and general welfare of the citizens of Fairfax County. The Federation is organized and shall operate on a nonprofit, nonpartisan, and nonsectarian basis.

ARTICLE III

The Federation shall have one class of members, which shall consist of citizens associations. Every citizens association in Fairfax County shall be eligible for membership provided that the association is organized and operated for nonpartisan civic activity and no substantial part of its objective shall be the promotion of commercial enterprise. A member association must represent at least ten housing units, a requirement which may be waived by the Board of Directors. A citizens association may be a civic association, a community association, a property owners' association, a homeowners' association, or a condominium unit owners' association. Every member shall have the right to vote. A member association representing fewer than 100 housing units shall have one vote. A member association representing 100 through 1,000 housing units shall have two votes. A member association having more than 1,000 housing units shall have three votes. Any other provisions stating the qualifications and rights of the members shall be set forth in the Bylaws.

ARTICLE IV

The Board of Directors shall consist of the elected Officers, the District Representatives of the District Councils of Citizens Associations who are elected or appointed by each District Council, the Chairpersons of the Standing Committees as designated by the President, the Immediate Past President who shall serve as an ex officio director with the right to vote, and any other persons elected or appointed directors in accordance with the Bylaws.

ARTICLE V

No director or officer of the Federation shall have any liability for damage of any kind arising out of any transaction, occurrence, or course of conduct in the discharge of his or her duties as director or officer in accordance with his or her good faith judgment of the best interests of the Federation; provided that the liability of a director or officer shall not be limited if the director or officer engaged in willful misconduct or a knowing violation of the criminal law.

ARTICLE VI

Upon dissolution of the Corporation the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Court of jurisdiction of the principal office of the Corporation, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Dated: May 18, 1995

[Home >About Us](#)