

Town Of Capitol Heights Civic Association, Inc. Constitution/Bylaws

Adopted January 2021

Preamble

We, the residents of the Town of Capitol Heights, located in Prince George's County, Maryland, do hereby organize this Citizens Association for the purpose of promoting the general welfare and improvement of our community, and we, therefore, set forth the following Constitution and Bylaws.

Article 1

Name & Location

The Town of Capitol Heights Civic Association, Inc., hereafter referred to as the Association, is organized as a non-stock corporation in the state of Maryland. It shall be known as The Town of Capitol Heights Civic Association, Inc. (TCHCA).

Article 2

Purpose

This Association is formed for the purpose of promoting the Town of Capitol Heights (hereafter TCH) community improvements and such other activities as may be deemed beneficial to the TCH community in whole.

Article 3

Admission to Voting-Membership

Any person 18 or more years of age, who is a bona fide resident within the community limits of the TCH, as defined in Article 4, shall be an eligible TCHCA voting member, able to hold any office. Admission to voting membership shall depend upon meeting residential requirements and payment of dues. Voting members shall be entitled to all privileges of membership, including voting at general meetings and holding a TCHCA office regardless of them holding any office/elected position within TCH.

Admission to Non-Voting Membership

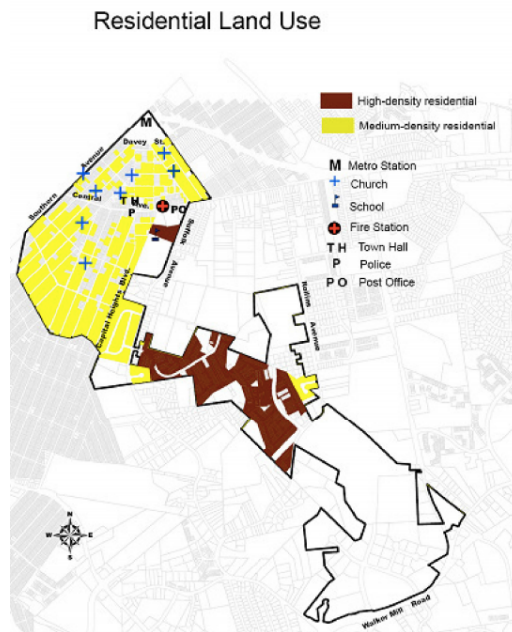
Any person (including minors with the consent of their legal guardian/s) may be a non-voting member of the Association. The only requirement to be a non-voting member is payment of non-voting membership dues.

Article 4

Community Limits/Boundary of the Association

Section A. Boundary of TCH: All property within the incorporated Town of Capitol Heights as defined by the Charter of the Town of Capitol Heights Mayor & Council.

Section B. A map of the residential boundaries of the TCH.



Article 5

Dues

Calendar year dues for voting/non-voting members shall be fixed by the Executive Committee every two years. Payment of dues shall entitle voting-members and non-voting members full privileges of membership. An active membership is determined by the year in which a member pays their dues. Members may prepay dues for future years' membership. Members may also pay/prepay dues for other members.

Article 6

Organization

Section A. Officers The officers of the Association shall be President, Vice President Secretary, and Treasurer.

Section B. Executive Committee: The Executive Committee shall be composed of the Officers and an At-Large member duly elected at the annual meeting every other year and the immediate Past President. Therefore, the Executive Committee shall be comprised of 6 voting-members.

The Executive Committee shall have the power to act on behalf of the Association on any matter requiring action by the Association before the next general meeting. This Committee will meet regularly, but at least six times per year, on a date to be designated by the President, who shall be the Chairperson of the Committee, and at any other times on call of the President or upon request of any three members of the Committee made to the President.

Section C At an Executive Committee meeting a quorum shall consist of three members of the Executive Committee.

Section D. The act of the majority of the members of the Executive Committee at a meeting at which a quorum is present shall be the act of the Executive Committee.

Section E. Any action required or permitted to be taken by the Executive Committee at a meeting may also be taken without a meeting if a consent in writing, setting forth the action so taken, is signed by 4 members of the Executive Committee and is filed with the minutes of the proceedings.

Article 7

Duties and Powers of Officers

Section A. It shall be the duty of the President to preside at all meetings of the Association and to cast a deciding vote on any question in case of a tie. If the President is not available, or if for any reason elects not to preside, the Vice President, the Secretary, or the Treasurer, (in that preferential order) shall preside as acting president.

The President may convene an ad hoc committee of two members of the Association to review the Association's accounts and financial controls and make a report to the Executive Committee thereof.

Section B. It shall be the duty of the Vice President to act in the absence of the President in presiding at meetings and in performing all functions of the Office of the President. The Vice President shall perform such duties as shall be assigned by the President.

Section C. The Past President shall serve as organization's advisor and provide assistance to the Association and perform such duties as may be assigned by the President.

Section D. It shall be the duty of the Secretary to record the minutes of all meetings, to present the minutes of previous meetings for approval, to keep the official correct copy of the Constitution and By-Laws as part of the Association's record and to conduct such correspondence as may be deemed necessary.

Section E. It shall be the duty of the Treasurer to ensure collection all accounts receivable and debts due to the Association and to safeguard all monies received within depositories approved by the Executive Committee. The Treasurer shall also have the duty of satisfying all accounts payable and debts for which the Association is rightly liable, as determined by the Executive Committee. The Treasurer shall deliver a report of the Association's accounts at each general meeting and when called upon by the President. The Treasurer shall support the special committee convened by the President to review the Association's accounts and financial controls.

Section F. The At-Large member will advise the Executive Committee about concerns of the community of which they become aware, and offer advice on the solution to problems brought to the attention of the Executive Committee.

Section G. It shall be the policy of the Association to expend funds for civic matters or civic improvements with priority. Such purposes may include charitable or health fund drives.

Section H. The Executive Committee must present an operating budget to the Membership for its approval prior to the beginning of the Association's fiscal year.

Article 8

Meetings

Section A. General meetings of the Members and meetings of the Executive Committee shall be held at such places and times as the Executive Committee may designate. President presides following Robert's Rules of Order.

Section B. The annual meeting of the Members, for the election of Officers in alternating years and other business given in the notice of the meeting, shall be held in the first month of that year. For example, January 2021 (to take place by March 2021), then, Jan 2023, Jan 2025, Jan 2027, and so on.

Section C. Special meetings of the Members may be called by the President, or three of the Executive Committee Members, or at the request of at least ten Members entitled to vote at the meeting. Such request shall state the purpose or purposes of the proposed meetings and the matters proposed to be considered. The Executive Committee will arrange for the special meeting to take place within 30 days of receiving the written request.

Section D. Notice stating the place, day and hour of the meeting and, in case of a special meeting the information set forth in above Section C, shall be given prior to the meeting to the TCH community.

Section E. Except as otherwise provided by the laws of Maryland or by the Articles of Incorporation, a quorum for the transaction of business at general or special meetings of the Members shall consist of one-third of the members entitled to vote or 10 voting-members, whichever is less, present at the meeting. A quorum for the transaction of business is assumed to be present unless the absence of a quorum is noted by a Member at the meeting.

Section F. Committees and Committee Meetings: The President shall appoint committees and name committee chairpersons. Any member may recommend committees (ad-hoc, standing, etc.). It will be the discretion of the President to stand the committees up.

Article 9

Nominations and Elections

Section A. Nominations A Nominating Meeting shall take place two months prior to the annual meeting. Therefore, a nominating meeting shall happen every off year during the month of November, 2nd Saturday. For example, nominating meetings shall be November 12, 2022, Nov 9, 2024, Nov 14, 2026, an so on. During the nominating committee the President shall preside, unless s/he intends to be nominated and/elected again in any case, if s/he accepts a nomination for another term, the next officer of the Executive Committee will preside. The purpose of a nominating meeting is to determine the list of nominated voting members to be elected; a nomination from the floor and then a subsequent vote on the nominations shall take place.

Section B. Elections: Election at the annual meeting shall be by voice vote unless there is a call for secret ballot by a Member, in which event election shall be by written ballot. Election shall be by majority of the Members present and voting. In the event only one person is nominated for an office, upon being duly seconded, the Secretary shall record a unanimous vote.

Article 10

Terms of Office

Section A. Elected officers shall take office at the end of the annual meeting at which they were elected and serve for a two-year term or until a successor is duly elected.

Section B. If the President becomes unable or unwilling to serve, the Vice-President shall preside temporarily. However, within 30 days from the time the vacancy happens, the Executive Committee shall hold a special election.

Section C. If any elected officer other than the President becomes unable or unwilling to complete the term of office, the Executive Committee has 30 days from the time of the actual vacancy to hold a special election to fill that seat for the remainder of the time.

Section D: A special election shall be advertized, at least, one week prior to the meeting date. Those seeking nomination--must not hold any other Executive Committee office within the Association. If a current officer would like to seek nomination he/she must relinquish their current position, first.

Article 11

Indemnification

The Association shall indemnify and hold harmless members of the Executive Committee for results of their actions, negligence, or consequences of their failure to act, whenever they conduct business in good faith of behalf on the Association.

Article 12

Dissolution of the Association

Should a dissolution motion be moved and passed by a two-third majority of the Executive Committee present and approved by a quorum of Members at a general or special meeting, then assets of the Association shall be liquidated and transferred equally to either, (1) neighboring community associations, or (2) by some other plan of disbursement as seen fit by the Executive Committee and approved by the Membership. In no case may any member of the Executive Committee benefit financially from the dissolution of the Association.

Article 13

Amendments

Amendments to this Constitution may be proposed by any Member of the Association. Any proposed amendments shall be considered at the next scheduled general meeting, provided the Association has received written notice of the intention to consider any amendments at least two weeks prior to the meeting. Amendments so proposed shall not be voted upon until the following general meeting. No amendment shall be adopted except by a two thirds majority vote of the Members present. Any amendment passed shall become effective upon passage unless explicitly stated otherwise.

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