

**BYLAWS OF
THE HAWTHORNE CIVIC ASSOCIATION, INC.**

**ARTICLE I
NAME AND PURPOSE**

SECTION 1. The name of the Corporation shall be "The Hawthorne Civic Association, Inc."

SECTION 2. The purposes for which the Corporation is formed and the business to be carried on or promoted by it are as follows:

A. To improve, promote, serve and protect the best interests and the general welfare of Baltimore County and in particular the development and community known as the Hawthorne, Old Middle River area and Kingston Park; that area confined within the boundaries of the Pennsylvania Railroad on the North, Middle River on the West, Martin Boulevard and Cow Pen Creek on the East, and as far South as the Kingston Park area. All tenants and property owners who live therein will foster and advance the social, civic and economic advantages of the members in the area and in so doing from time to time will adopt such measures so as to take such action as may be appropriate to carry out or give effect to such purposes.

B. To collect and disburse money for the investigation, study, promotion and accomplishment of any and all of the foregoing objectives and purposes of the Corporation.

C. To have and to exercise, in general, all rights and powers conferred by the General Laws of the State of Maryland, upon a corporation without capital stock, as fully, and to the same extent, as if each and all of the said rights were specifically named and enumerated and set forth in full or at length therein.

D. To conduct its business, objectives and purposes in a strictly non-political, non-profit and non-sectarian manner, having the said objective as its paramount and ultimate purpose.

E. The enumeration of certain defined powers herein is not intended to exclude, diminish or in any way affect the right of the Corporation to have and to exercise any other power than those specifically mentioned and referred to herein.

**ARTICLE II
MEMBERSHIP AND DUES**

SECTION 1. Any tenant and/or property owner of Hawthorne Old Middle River area and Kingston Park may be admitted into membership in this Association upon the conditions prescribed in these Bylaws.

SECTION 2. No person shall be admitted to membership unless he/she has signed an Official Application for Membership in the Association, or the form provided by the Association. The

application form will contain the name and address of the person desiring to become a member of this Association, which will be submitted to the Board of Governors in a meeting assembled for their action as hereinafter prescribed and all such applications shall be endorsed by at least one (1) member of this Association in good standing.

SECTION 3. Before an applicant for membership shall be elected, an application shall be submitted in writing to the members of this Association and in the event of there being no objection to admission the applicant shall be elected to membership by the Board of Governors at their meeting following such notification. The Board shall consider and determine all objections made to any application.

SECTION 4. The dues of this Association shall be Five Dollars (\$5.00) per family per year. The fiscal year of this Association shall be January 1 through December 31.

A. Each member shall receive an official membership card. Any member who loses his membership card shall report the loss to the Secretary or Treasurer and shall be furnished a new one. A fee of One Dollar (\$1.00) will be charged for replacement of lost cards.

B. In any dispute regarding the payment of dues of a member, the records of the Treasurer shall determine the issue.

SECTION 5. A member in good standing shall be one whose dues are paid prior to March 31 of the current year, or who has not been suspended, terminated or expelled from membership.

SECTION 6. A member in good standing shall have a voice and vote at all meetings of this Association.

SECTION 7. Honorary members are to be recommended by the Board of Governors and approved by the Association.

SECTION 8. All members of this Association shall be expected to familiarize themselves with the provisions of these Bylaws, and ignorance thereof shall not constitute an excuse for infractions of the Bylaws.

ARTICLE III MEETINGS

SECTION 1. Regular meetings shall be held the second Tuesday of every month (except July and August) at 7:30 pm; special meetings may be held upon call of the President of the Board of Governors, who shall first give the members one (1) week's notice of same.

SECTION 2. A quorum for the transition of business any membership meeting shall consist of ten percent (10%) of the membership in good standing, including at least five (5) of the elected officers of the Association.

SECTION 3. The order of business at all membership meetings shall be as follows:

- A. Pledge of Allegiance
- B. Reading of minutes of previous meeting
- C. Roll call of officers
- D. Treasury report
- E. Request and application of new members.
Introduction of new members
- F. Bills, communications, and receipts
- G. Unfinished business, committee reports
- H. New business
- I. Good of the Association
- J. Adjournment

SECTION 4. All proceedings of this Association shall be conducted pursuant to Roberts' Rules of Order, except as otherwise provided.

ARTICLE IV OFFICERS

SECTION 1. The officers of this Association shall consist of a President, Vice-President, Treasurer, Secretary, Sergeant of Arms, and a Board of Governors consisting of ten (10) members.

SECTION 2. All terms of office shall be until the next annual election, held in December, or until a successor is elected.

A. Any member of the Association, in good standing, is eligible to hold office.

B. No member may hold more than one (1) position as an Association officer at the same time.

ARTICLE V DUTIES OF THE OFFICERS

SECTION 1. President - the President of the Association shall preside at all meetings and shall see that all rules and Bylaws of the Corporation are enforced and observed. The President shall vote only in case of a tie vote, and shall announce all votes on any question which has been submitted to the Association for action.

SECTION 2. Vice-President - it shall be the duty of the Vice-President to act in the absence of the President, and when

acting, shall perform all such duties as have heretofore been prescribed for the President.

SECTION 3. Secretary - the Secretary of the Association shall keep an accurate record of all proceedings of the Corporation and shall keep a record of the names and addresses of all members. The Secretary shall have custody of all the books of the Association except as may be kept by the Treasurer and shall be required to produce same upon request from the Board of Governors for review and when the term of office is terminated shall deliver the books and papers of the Association in good order to his or her successor. The Secretary shall notify all applicants of their election to membership, and all members of their election to any office and of their appointment upon any committee. The Secretary shall transmit to any members of any committee all such matters as may be delegated to any such committee and shall notify all members, respectively, in writing of any general or special meeting of the Association or of the Board of Governors. The Secretary shall do, in general, all such things as may be required naturally of this office and such other things as may from time to time be prescribed.

SECTION 4. Treasurer - the Treasurer shall keep a correct account of the dues of the members, both of payments and arrears. The Treasurer shall collect and deposit all membership dues and any other funds of the Association into a bank designated by the Board of Governors to the account and in the name of the Association. No money shall be paid by the Treasurer for any purpose except upon orders drawn by the membership or Board of Governors. The Treasurer must make a report at each regular meeting of Association of all deposits, receipts, disbursements, and balances of the organizational fund. Payments made to the Treasurer upon the account of any special committee as hereinafter provided shall be kept in a separate record to the credit of such special committee together with all disbursements of all or any part of such fund. All checks, drafts, and orders for payment of money shall signed in the name of the Association and shall be countersigned by the President and Treasurer of the Association, or in either absence the Vice-President will countersign checks. The Office of Treasurer shall be bonded. The Treasurer shall maintain a petty cash fund of Fifty Dollars (\$50.00) to be disbursed at the discretion of the Board of Governors.

SECTION 5. SERGEANT OF ARMS - the Sergeant of Arms shall, when called upon by the President or Vice-President, assist in maintaining order at the meetings of said Association and other duties as assigned.

SECTION 6. BOARD OF GOVERNORS - the business and property of the Association shall be conducted and managed by a Board of Governors consisting of the Officers of the Association and ten (10) members, and, at the expiration of the term of the

present members of said Board, shall hold a term of one (1) year or until their successors are duly chosen and qualified. The said Governors shall have power to fill any vacancy occurring on said Board and the person chosen to fill any vacancy shall hold office for the unexpired term only; the said Board of Governors shall have general supervision and management of the affairs and property of said Corporation and shall hold monthly meetings and shall at the regular meetings of the Association report on its actions and findings. Upon approval of the actions and findings of the Board of Governors, by the members of the Association at a regular meeting, the same shall be binding upon all members, provided, however, that any member shall have the right to appeal such action at the next regular meeting of the Association by appearing in person and entering such an appeal. All applications to membership and all resignations shall be referred to the Board and after such suitable, fair, reasonable, and diligent investigation as the Board may deem advisable, such applicants shall be elected or rejected and such resignations accepted or declined. The Board of Governors shall provide the meeting places of the Association, supervise all purchases, audit all bills and direct payment of the same and shall attend to all matters not referred to standing or special committees and audit books of the Treasury semi-annually.

Any three (3) members of the Board of Governors shall have power and authority to charge the President, Vice-President, Secretary, or Treasurer with malfeasance or nonfeasance in performance of their respective duties, provided such charges be specified in writing and a copy thereof served upon the officer so charged and upon the filing of such charges and provided reasonable notice of such time and place be given the accused, the Board at the place and upon the time so designated shall proceed to hear said charges. If the said charges be sustained by vote of three-fourths ($\frac{3}{4}$) of the whole Board of Governors, the officer(s) so accused shall be forthwith removed from his/her office. In the event of the offices of the President, Vice-President, Secretary and Treasurer being at any time vacant, the Board shall certify such and the members shall then proceed, under the rules herein prescribed, for the holding of elections, to elect some person to fill the unexpired term of the officer(s) whose place(s) may be vacant. In all cases where charges shall be sustained as aforesaid against any person accused, such person shall have the right of appeal to the Association provided the same be made within thirty (30) days of the time when charges may have been sustained, and provided such appeal be presented to a general or special meeting of the Association, and in the event the members shall appoint a time and place for the hearing of such appeal of which the Secretary shall give a reasonable notice to each member of the Association and if upon such hearing the charges shall be sustained by a two-thirds ($\frac{2}{3}$) vote of all members present, which vote shall be by secret ballot, such actions shall be final and the accused shall stand dismissed from office. Any Governor missing two (2) successive meetings without a valid excuse, shall be suspended from the Board.

ARTICLE VI STANDING COMMITTEES

SECTION 1. The President shall annually appoint standing committees with the approval of the Board of Governors, hereinafter designated, each to consist of at least three (3) members, and such committees shall be appointed at the regular Association meeting following the annual election meetings, or as soon thereafter as may be possible. The members of such committees shall serve for a term of one (1) year or until their successors shall be appointed.

1. Membership Committee
2. Zoning Committee and Restriction Home Maintenance, Architectural
3. Press and Publicity Committee
4. Recreation Committee
5. Health and Welfare and Public Protection
6. Grievance Committee

SECTION 2. It shall be the duty of these Committees to investigate and proceed upon any matter which may from time to time be referred to them respectively and such action shall be taken by any of said Committees as may be directed by the Association, and/or the Board of Governors, provided that the President shall have the power to enlarge any of such Committees by such additional members whenever he/she thinks it is necessary.

SECTION 3. The sphere of these Committees shall embrace the following:

1st - The Membership Committee shall have direct supervision and control over the acquisition of new members to the ranks of the Association.

2nd - The Zoning Committee - Restriction and Home Maintenance shall aid and assist all members of the Association in securing an interpretation of zoning laws and building restrictions.

3rd - The Press and Publicity Committee shall be charged with the duty of informing the daily press with the Association's activities.

4th - The Recreation Committee shall plan and carry out the social and recreational functions of the Association.

5th - The Health and Welfare Committee shall aid and assist all members as necessary to control and clarify, for the community, problems relative to assuring the availability of medical services and methods of securing those services in cases of emergency, acquainting members with public health ordinances relative to quarantines, inoculations, and prevention of epidemics and security of county public health services in cleaning up property, public or private, that falls in condition detrimental to the health of the community.

6th - The Grievance Committee is to arbitrate any complaint of a member. A grievance will be required before the Committee can take any action. The grievances will then be submitted to the Board of Governors for further action, and final submittance to the member if it is deemed necessary.

SECTION 4. Said committees shall have original power of suggestion and advisement as to all matters with which they are respectively charged and as such committees are appointed for the purpose of expediting the work and good offices of this Association, the members of such committees should make original investigations within the particular spheres of their committees and should report all such matters together with the recommendations of their respective committees, to each meeting of the Association for action and the members of such committees are charged with the duty of keeping the Association advised so that the Association may at all times be possessed of fresh, immediate and vital information, and so that the members may be in a position to act intelligently, systematically, and effectively as to all such matters.

SECTION 5. Any of said Committees shall have the power to request any of the other standing committees to unite with its members in making any investigation or in performing any duty, and it shall be the duty of any committee so requested to comply therewith and cooperate in such investigations or the performance of such duty and any such committee shall have the power to call upon any member of the Association for such assistance and cooperation, and it shall be the duty of such member so requested to comply therewith.

SECTION 6. The Board of Governors shall have power to remove any member of any standing or general or special committee from membership upon such committees and to appoint a replacement.

ARTICLE VII COMMITTEE EXTRAORDINARY

In all cases where committees may be appointed for the purposes of superintending, supervising, arranging or conducting any special event, entertainment or celebration in the name of the Association, requiring either the collection or receipt and expenditure or disbursement of any money, the chairman of such committee shall be charged with and held responsible for the collection and receipt of all such money and shall be directly answerable to the Board of Governors for the same. They shall immediately pay any and all such money to the Treasurer who shall keep a separate and distinct account of the same, whenever and as often as such money shall come into the possession of such

Chairman. All debts which may be contracted by such committee with the sanction and approval of the Board of Governors shall be paid by the Treasurer.

ARTICLE VIII SUSPENSION OF BYLAWS

These Bylaws may be suspended at a special meeting by a two-thirds (2/3) vote of the paid-up members present for a specific purpose but shall become operative and binding again as soon as the business for which same were suspended has been acted upon.

ARTICLE IX DISBANDING

The Association shall not be disbanded as long as twenty-five (25) paid-up members shall decide to continue the operation of same.

ARTICLE X AMENDMENTS AND SUSPENSIONS

These Bylaws can be amended or suspended only at a special meeting called for such purpose, and of which meeting, the members shall have two (2) weeks' written notice and then any amendment, addition, vision or modification of said Bylaws can be made upon a two-thirds (2/3) vote of the paid-up members present at said meeting.

The Board of Governors of the Association shall interpret these Bylaws. Each member, in good standing of this Association, is entitled to receive a copy of these Bylaws.

DATED: October 10, 1995.