

THE MANHATTAN BEACH CIVIC ASSOCIATION, INCORPORATED

CONSTITUTION AND BYLAWS

As Revised and Amended October 1, 1986
by Roy L. Mason

ARTICLE I -- NAME

The Association shall be known as the Manhattan Beach Civic Association, Incorporated.

ARTICLE II -- OBJECTIVES

To promote the general welfare of the residents of Manhattan Beach Anne Arundel County, Maryland; for the improvement of said locality and to regulate and control the community beach front, community wharves and landings of said Manhattan Beach, the highways thereof, and all matters affecting the aforesaid community.

To promote social activities in the community.

ARTICLE III -- MEMBERSHIP

Any resident owner of real estate within, or any tenant presently residing within the boundaries of Manhattan Beach, (defined as that area bounded by Ritchie Highway on the West, Cypress Creek on the North, Dividing Creek on the South, and the Magothy River on the East) shall be a candidate for membership in the Manhattan Beach Civic Association. This definition does not include any individuals that merely own storage units with associated boat slips, at any marina within the boundaries of Manhattan Beach.

One membership is allowed per household.

Those persons who become residents or property owners between January 1 and June 30, and pay the established dues for that fiscal year, will automatically be members for the following fiscal year.

ARTICLE IV -- DUES

Only those members who have fully paid their dues for the fiscal year during which the meeting is being held will be eligible to vote at any such meeting. Nor shall any member with dues outstanding be allowed to give his proxy to some other fully paid member for voting. It is the intent of this provision that only those members who have fully paid their dues be allowed to vote.

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The annual membership dues shall be recommended by the Board of Directors and shall be decided by majority vote upon by the Association at the Annual Meeting.

A senior citizen rate of 50% of the annual dues will be applicable if no more than one resident of the household is between the ages of eighteen and 64.

A fiscal year shall be from July 1 to June 30. All dues must be paid in full by July 1 for the following year.

ARTICLE V -- OFFICERS

The officers of the Association shall be:

President, Vice-President, Treasurer, Secretary, who shall also be members of the Board of Directors.

The President shall preside at meetings of the Association, except that in the absence of the President, the Vice-President shall preside. The President shall submit to the Board of Directors for their consideration and decision all subjects which, in his opinion, the interest of the Association may require.

The President shall designate the Resident Agent of the Association.

The President and the Secretary shall have the responsibility for the development and maintenance of a Manual that summarizes policies and procedures previously adopted by the Board of Directors and/or the Association. The contents of this Manual shall be made available to any member of the Association at any time mutually convenient to the member and the President or his designee.

The Vice-President, in the absence of the President, shall perform all duties of the President.

The Vice-President shall act as Program Chairman for the General Meetings of the Association.

It shall be the responsibility of the Secretary to keep correct minutes of all the proceedings (minutes) of each meeting of the Association and the Board of Directors; he shall notify all members of the Association of all general and special membership meetings; he shall have custody of all official papers, reports, and records, including a roster of membership, and papers pertaining to the Association; and he shall perform other such duties as may be directed.

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The Treasurer shall receive the dues of the members, and all money received, or contributions made to the Association; he shall keep an accurate account thereof and be responsible for membership dues. He shall deposit in a bank designated by the Board of Directors all funds of the Association which may come into his possession, and shall pay all authorized expenditures upon receipt of approved statement.

ARTICLE VI -- BOARD OF DIRECTORS

Any member of the Association, in good standing, shall be eligible to hold office or be a member of the Board of Directors.

The immediate past-president shall be a member of the Board of Directors.

In addition to the four officers stated in Article V there shall be four others elected as directors. This Board of Directors shall serve for one year.

The Board of Directors shall be the governing body of the Association subject to the Constitution and Bylaws and other instructions approved by a majority vote at a regularly constituted membership meeting.

The Board is empowered to transact any business necessary for the benefit of the Association and membership, except as limited by the Constitution, these Bylaws and the annual budget stated in Article VII.

The Board shall arrange for the books to be audited at the end of each fiscal year or upon the death, resignation, or removal of the Treasurer.

The minutes of the Board of Directors' meetings, the membership roster, and the financial records of the Association shall be made available for inspection by any member from the Secretary or Treasurer, upon reasonable notice and at a time and place which is mutually convenient.

ARTICLE VII -- ANNUAL BUDGET

MBCA shall have an annual budget. This budget shall be prepared by the Treasurer, with the advice and consent of the Board. The budget will be presented to the membership for approval at a regularly scheduled meeting on or before July 1 of each year. After membership approval of the annual budget, the budget may not be amended by the Board without approval by a majority vote of the membership at a meeting.

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ARTICLE VIII -- NOMINATIONS AND ELECTIONS

A Nominating Committee shall be appointed by the Board. The Committee will solicit nominees from all sections of the community in an attempt to provide a uniform representation. The Nominating Committee's report shall be given at the general membership meeting the first Tuesday in April.

Election of officers shall be held at the Annual Meeting, the first Tuesday in May.

Installation of officers shall be held immediately upon their election. Provided that, the previous officers shall continue to serve for a period of thirty (30) days in order to provide a transition from one administration to the next. The prior officers shall not vote in their previous capacity unless they have been re-elected. If they have been elected to another position, they may vote in that capacity. In any event, the officers elected shall serve until the election in May of the following year.

One printed ballot shall be distributed to each member present at the annual meeting.

ARTICLE IX -- MEETINGS

There shall be a minimum of five regular meetings of the Association, one of which shall be the Annual Meeting in May.

General meetings shall be held the first Tuesday of the month, 8 p.m., at the Clubhouse.

Special meetings may be called by the President or a majority of the Board of Directors.

Notice of all meetings shall be made available to each member in good standing at least one week before such meeting.

The Board of Directors shall meet at least quarterly at a time and place designated by the Board, or at any time upon the call of the President.

No proxy voting shall be allowed at any meeting of the general membership, either regular or special.

ARTICLE X -- CONTRACTUAL AGREEMENTS, PROPERTY PURCHASE AND SALE

The community association shall have the right to buy and sell real estate or personal property, or to enter into service contracts. No property valued at more than One Hundred Dollars (\$100.00) will be purchased without a majority vote by Board of Directors. Any property valued at more than One Thousand Dollars (\$1,000.00) shall not be purchased or sold without majority vote at a meeting of the membership. No service contract for more than Two Thousand Dollars (\$2,000.00) to be paid in less than one year can be agreed to by the Board without a majority vote of the membership at a meeting. The notice for this meeting must include a brief description of the property to be purchased or sold, the proposed value of the property, and the reasons provided for the purchase or sale that will be the subject of the vote.

ARTICLE XI -- VOTING PROCEDURES

There shall be one vote per paid membership (household).

ARTICLE XII -- QUORUM

Twelve memberships, or ten percent (10%) of the current membership, whichever is the lesser, shall constitute a quorum.

ARTICLE XIII -- COMMITTEES

All standing committees shall be appointed by the Board of Directors. The President may, at his discretion, appoint ad hoc committees. The President will designate a Board member as liaison to each committee.

Each of the standing committee shall be charged with effecting a program and shall have the full support of the Association in such activity as approved by the Board of Directors or the membership.

The following are the standing committees:

Clubhouse
Membership
Nominating

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ARTICLE XIV -- AMENDMENTS

The Constitution and Bylaws may be amended by a vote of two-thirds of the memberships (as defined in Articles III and IX above) present at any regular meeting of the Association, provided however, that notice of the proposed change or changes in the Constitution and Bylaws be made available to the members thirty days in advance of the day of voting.

The above bylaws, consisting of six pages, were presented to the membership on _____, 1986 and approved by a two-thirds majority of the members present.

Secretary