

Minor Edits

SAVAGE COMMUNITY ASSOCIATION, INC. CONSTITUTION AND BY-LAWS

CONSTITUTION

ARTICLE 1 - NAME

The name of this organization shall be the Savage Community Association, Inc., hereinafter called the Association. This Association is a nonprofit corporate body operating under the laws of the State of Maryland.

ARTICLE II - OBJECTIVES

The objectives and purpose of the Association shall be to act on the behalf of the membership for the betterment of the community and to promote, encourage, and support civic and community activities. The Association will support organizations within Howard County whose aims and purposes are consistent with our objectives.

ARTICLE III - MEMBERSHIP

Section 1. All residents of Savage and the surrounding area who are 18 years or older and who support the objectives of the Association are eligible to be voting members. "Savage and the surrounding area" shall be defined as the area bounded by Guilford Road, US Route 1, Gorman Road to Horsham Street, the Little Patuxent River between Horsham Street and I-95, and I-95.

Section 2. Associate Members **are** residents outside of the area defined above **and** may support the Association as non-voting associate members.

ARTICLE IV - OFFICERS AND BOARD OF DIRECTORS

The Association shall have a Board of Directors consisting of not fewer than five (5) and not more than fifteen (15) Directors, including a Chair, Secretary, and Treasurer.

ARTICLE V - REPRESENTATION

No Director or Member may act on behalf of the Association unless in the course of an Association-approved activity, project, or endorsement. Members of the Association shall not present themselves as representing the **A**ssociation for personal gain or agenda.

ARTICLE VI - INTERPRETATION

The Board of Directors shall be the final authority in the interpretation of the Constitution and By-Laws of the Association. Any questions of interpretation shall be settled by a majority vote of a quorum of the Directors.

ARTICLE VII - IMPARTIALITY

The Association shall remain nondiscriminatory, nonsectarian, and nonpartisan at all times.

BY LAWS

ARTICLE I: DUTIES OF THE OFFICERS AND DIRECTORS

Section 1 - Officers

1. Chair. The Chair shall preside at all business meetings of the Association and shall be charged with the general supervision of the Association. In his or her absence, the Chair is responsible for providing a substitute from the Board of Directors to preside at the meeting.

2. Secretary. The Secretary shall keep a record of the proceedings of all meetings of the Association and shall submit these minutes for approval at the following meeting; a copy of the minutes shall be provided to the Chair and Association records and posted on the Association website after any approved corrections. In his or her absence, the Secretary is responsible for providing a substitute from the Association membership to take minutes. The Secretary shall also ensure that all official communications and notifications ordered by the Association or Board are carried out.

3. Treasurer. The Treasurer shall receive all funds of the Association and deposit the monies in a bank account maintained in the name of the Association. The Treasurer shall present at the meetings a full and specific account of all receipts and expenditures since the previous report and shall keep regular books of account. In case of the Treasurer's absence, the Treasurer shall provide the report to another officer to read at the meeting. A copy of the report shall be provided to the Chair and Association records after any approved corrections. All disbursements shall be by check signed by the Treasurer, if available, or by the Chair or Secretary, in that preferred order. At the end of each fiscal year (October 1 - September 30) the Treasurer shall submit the books to the Board of Directors or other entity designated by the Board for auditing.

Section 2 - Directors

1. Each Director--except the Chair, Secretary, and Treasurer--shall serve as Committee Chair or Co-Chair of at least one Association event or activity during each fiscal year. Prior to the beginning of the fiscal year, the Board of Directors shall submit for membership approval proposed Association goals and a budget for the fiscal year commencing October 1. The Board of Directors must approve any subsequent proposed expenditure not in the approved budget, through majority vote of a quorum of Directors.

2. The Association shall not create any indebtedness beyond the income of the Association, nor disburse funds for any purpose not in keeping with the objective and purpose of the Association.

Section 3 - Vacancies

If the office of the Chair, Secretary, or Treasurer becomes vacant, the vacancy shall be filled for the remainder of the term by another member from the Board of Directors or from the Association, through majority vote of a quorum of the Board of Directors. If the board is reduced to fewer than five

members, then volunteers from the general membership may be appointed by the existing Board of Directors to fill the remaining terms of those vacant seats on the board. (Quorum provisions elsewhere in the by-laws shall not apply to this provision).

ARTICLE II - ELECTIONS

Section 1. The Board of Directors (including the Chair, Secretary, and Treasurer) shall be elected from the voting membership at the September meeting for a term of one year.

Section 2. Nominations for the Board of Directors shall be made by the Nominating Committee. The Nominating Committee shall receive names of those who are willing to serve on the Board of Directors. The nominating committee shall seek out and recruit persons who are willing to and suitable to serve, if candidates do not come forward.

1. The Nominating Committee shall ask each nominee to submit a brief Personal Statement indicating his or her vision and specific priorities for the Association. The Nominating Committee shall specify what is to be included in the Personal Statement. These personal statements will be posted on the Association website and presented with the slate of candidates at the September meeting.

2. The chair of the Nominating Committee shall inform the Secretary of the committee's nominations at least 20 days prior to the September.

3. The Association shall be notified of the candidates' names, personal statements, and the election date at least ten days in advance of the September meeting.

4. Nominations may also be made from the floor at the September meeting. The nominee must be present. A person may nominate himself or herself. Nominations from the floor require a second.

5. Voting shall be by ballot of current members present at the September meeting. The Nominating Committee shall have responsibility for creating, receiving, and counting ballots and ensuring the integrity of the election, including eligibility for voting.

Section 3. The Chair, Secretary, and Treasurer may not serve more than four consecutive terms in the same position.

ARTICLE III- MEMBERSHIP DUES AND FISCAL YEAR

The annual dues for members and associate members of the Association shall be ten (10) dollars per person. Dues shall be paid in September for the upcoming fiscal year. New members may join the Association throughout the fiscal year, provided they pay dues at the time they join.

ARTICLE IV - VOTING

All members have full voting privileges and may vote at any Association meeting. In order to vote, a member must have joined the Association and paid dues at least four weeks prior to the meeting in which he or she votes. Associate members do not have voting privileges.

ARTICLE V - MEETINGS

Section 1. The Association shall hold general membership meetings every other month beginning in January, although meetings may be canceled by vote of the membership. At each meeting, the date of the next meeting shall be announced.

General meeting schedule:

1. January: Form committees (in January and as needed throughout the year) for events and activities for upcoming year.

2. March: General membership meeting.

3. May: General membership meeting.

4. July: Form Nominating Committee.

5. September: Annual membership dues; election meeting; presentation of candidates and nominations from the floor; new officers take office as of the end of September meeting.

6. November: Audit of treasurer's books from prior fiscal year will be presented to the membership. Presentation of budget for the next fiscal year.

Section 2. Special meetings, when deemed necessary, may be called by the Board of Directors provided all members are notified through email and the Association website at least seven (7) days in advance, when possible.

Section 3. A quorum shall consist of **no** less than seven (7) Association members. The Chair and the Secretary (or their substitutes) must be present for the Association to conduct business.

Section 4. All Association meetings are intended to be open to the general public. If necessary, meetings of the Board of Directors may be held at the call of the Chair to conduct official Association business, with at least three (3) days' notice. Five (5) directors shall constitute a quorum for such meetings.

Section 5. Order for meetings:

1. Call to order.
2. Determination of Quorum.
3. Presentation of Agenda.
4. Reading of the minutes of the preceding meeting and making **corrections as needed**.
5. Treasurer's report.
6. Reports of the committees.
7. Other business.
8. Adjournment.

Section 6. All actions conducted by the SCA and all correspondence issued from the SCA shall be approved by the vote of the membership.

ARTICLE VI - COMMITTEES

Section 1 - Appointment. At the time a committee is formed, its purpose, duties, and powers will be specified. At each meeting in which a committee is to be formed, the Chair will invite volunteers to stand forth. Those volunteering will be deemed to be members of committees. The Chair shall suggest committee members whenever insufficient volunteer participation is apparent. Committees shall keep the Board of Directors fully informed of their activities and shall operate within any established limitations or guidelines. The Chair may dissolve committees that have completed their assigned task. If the Chair deems that a committee is not functioning for the best interest of the Association, he or she may dissolve the committee by majority vote of the Board of Directors.

Section 2 - Nominating Committee.

1. The Nomination and Election Committee shall be formed from members of the Association who are not currently serving on the Board of Directors.

2. The Committee will be formed of at least three but no more than five members.

3. The Committee will be formed at an Association meeting in July. At that meeting, eligible members who are present may volunteer to serve on the Nominating Committee. If more than five persons volunteer, five names will be drawn by lot.

Section 3 - Treasury Committee. The Board of Directors shall be the Treasury Committee. The Treasury Committee (or its designee) shall audit the books of the Association and present its findings at the November meeting.

Section 4 - Committees for Association Events and Activities. Committees shall be formed for Association events (for example, Savage Fest, Plant Sale, Ice Cream Social and Holiday Lighting Event) and activities (for example, Media and Newsletter Communications and County Liaison). Association events and activities shall not take place without

1. Approval of the majority vote of a quorum of the Board of Directors, either at the beginning of the year or as needed throughout the year, and
2. A Chair or Co-Chairs from the Association membership to organize the event or activity.

ARTICLE VII - RECORDS

Any member who has custody of Association records (minutes, treasury, legal documents, etc.) shall take all measures necessary to protect those records. Association records are the property of the Association. One copy of existing and new documents shall be provided to the Chair as soon as possible. When a member completes a term of office or completes an assigned task using such documents, any documents in the member's possession must be returned to the Association immediately.

1. FINANCIAL RECORDS: The Treasurer shall have custody of the financial records of the Association.
2. MINUTES: The Secretary shall have custody of the minutes of meetings.
3. CORRESPONDENCE: The Secretary shall maintain copies of all correspondence issued by and received by the Association.
4. MEMBERSHIP LIST: The Treasurer will maintain a current list of the names of all dues-paying members. The Board of Directors shall resolve any dispute regarding a person's membership status.
5. LEGAL DOCUMENTS: The Secretary shall maintain copies of all legal documents pertaining to the Association, including the past and current Constitution and By-Laws.
6. All records of the Association shall be made available for the examination of any Member upon that member's request. Upon request, and to the extent that is practical, the Member will be given a copy of approved minutes or other records, except where confidentiality must be maintained to protect the interest of individual members. A legitimate claim for the necessity of confidentiality must be presented by the Board in order to justify the withholding of copies of the records of the Association.

ARTICLE VIII - PARLIAMENTARY AUTHORITY

~~Section 1.~~ The Association shall be governed by the most recent edition of "Roberts Rules of Order" on all points not covered by the Constitution or By-Laws.

ARTICLE IX - AMENDMENTS

This Constitution and By-Laws may be amended at any Association general meeting by the vote of two thirds of the members present, provided all members have been notified of the proposed amendment(s) at least ten (10) days prior to the meeting at which a vote is to be taken.

ARTICLE X - EFFECTIVE DATE

This Constitution and By-Laws was voted on and accepted at the February 25, 2015 general meeting. They supersede all previous Constitutions and/or By-Laws.

Minor edits

- 1) Constitution, added CONSTITUTION heading.
- 2) Constitution, Article III, Section 2, change colon to word "are" for consistency.
- 3) Constitution, Article III, Section 2, added word "and" after "above".
- 4) Constitution, Article V, capitalize Association.
- 5) Constitution, Article VII, add comma after "nonsectarian".

- 6) By Laws, Article I, Section 1, sub section 2, capitalize "Secretary".
- 7) By Laws, Article I, Section 3 is missing, renaming Section 4 to Section 3.
- 8) By Laws, Article II, removing dashes and replacing with parenthesis.
- 9) By Laws, Article V, Section 3, replace word "not" with word "no".
- 10) By Laws, Article V, Section 5, add period to all list items.
- 11) By Laws, Article V, Section 5, sub section 4, replace "any necessary correction" with "corrections as needed."
- 12) By Laws, Article VI, Section 4, sub section 1 and 2, change first letter A to upper case.
- 13) By Laws, Article VIII, Section 1, remove the words "Section 1." since there is only one section.
- 14) By Laws, Article V, Section 6 is missing moving Section 7 to 6.
- 14) By Laws, Article X will be updated with date of the meeting November 11, 2025.

Major edits

Item 1: Constitution Article I Section 1, updated officer information

Section 1 - Officers

2. Secretary. The Secretary shall keep a record of the proceedings of all meetings of the Association and shall submit these minutes for approval at the following meeting; a copy of the minutes shall be provided to the Chair and Association records ~~and posted on the Association website after any approved corrections~~. In his or her absence, the Secretary is responsible for providing a substitute from the Association membership to take minutes. The Secretary shall also ensure that all official communications and notifications ordered by the Association or Board are carried out.

3. Treasurer. The Treasurer shall receive all funds of the Association and deposit the monies in a bank account maintained in the name of the Association. The Treasurer shall present at the meetings a full and specific account of all receipts and expenditures since the previous report and shall keep regular books of account. In case of the Treasurer's absence, the Treasurer shall provide the report to another officer to read at the meeting. A copy of the report shall be provided to the Chair and Association records after any approved corrections. All disbursements shall be by check signed by the Treasurer, ~~if available, or by the~~ Chair, Secretary, or other Board approved signatory, in that preferred order. ~~While disbursements should be made via check, a credit card may be used only in the event that the vendor does not accept check (i.e. recurring online payments for the website.)~~ At the end of each fiscal year (October 1 - September 30) the Treasurer shall submit the books to the Board of Directors or other entity designated by the Board for auditing.

Item2: Constitution Article III and Article IV

Added the following “~~or household. Dues can be lowered by a vote of the Board of Directors at the start of the fiscal year, for that fiscal year.~~” to the middle of ARTICLE III.

ARTICLE III- MEMBERSHIP DUES AND FISCAL YEAR

The annual dues for members and associate members of the Association shall be ten (10) dollars per person ~~or household. Dues can be lowered by a vote of the Board of Directors at the start of the fiscal year, for that fiscal year.~~ Dues shall be paid in September for the upcoming fiscal year. New members may join the Association throughout the fiscal year, provided they pay dues at the time they join.

ARTICLE IV - VOTING

All members have full voting privileges and may vote at any Association meeting. In order to vote, a member must have joined the Association and paid dues at least four weeks prior to the meeting in which he or she votes. Associate members do not have voting privileges.

~~If dues are set to zero and therefore not collected by the Association for the year, any qualified member under constitution ARTICLE III – MEMBERSHIP is considered eligible to vote.~~

Item 3: By Laws Article V updating section4, creating section 5, 6, 7, existing sections 5 and 6 will become 7 and 8

Original: ARTICLE V – MEETINGS

Section 4. All Association meetings are intended to be open to the general public. If necessary, meetings of the Board of Directors may be held at the call of the Chair to conduct official Association business, with at least three (3) days' notice. Five (5) directors shall constitute a quorum for such meetings.

Update: ARTICLE V – MEETINGS

Section 4. All Association meetings are intended to be open to the general public. If necessary, meetings of the Board of Directors may be held at the call of the Chair to conduct official Association business, with at least three (3) days' notice. **Majority of** directors shall constitute a quorum for such meetings; **however, for matters requiring a vote, a majority of Directors must be obtained.**

Section 5. For matters that can be settled without an in person meeting, the Board of Directors can have electronic votes via means the Board deems appropriate for communication. Board members can propose votes; however, the Chair or Secretary will call the official vote or seek any additional clarification with forty eight (48) hours of receiving the motion. A majority vote of all Directors must be obtained for the vote to pass. The Chair or Secretary will announce the final tally of the votes and the Secretary will append the vote and results to the most recent minutes to be presented at the next meeting. Motions that do not receive a majority vote either way within seventy two (72) hours will be recorded as failed to pass without majority.

Section 6. For urgent matters requiring immediate action in less than seventy two (72) hours, any board member can call a vote by electronic means the Board deems appropriate for communication. A majority vote of all Directors must be obtained for the vote to pass. Once a majority vote is determined, any board member can announce the tally of the votes and the Secretary will append the vote and results to the most recent minutes to be presented at the next meeting. Motions that do not receive a majority vote either way within forty eight (48) hours will be recorded as failed to pass without majority.

Section 7. For emergency matters preventing a safe or effective preparation for an upcoming Association event that needs to be resolved in less than 24 hours, an urgent vote via electronic means the Board deems appropriate will be attempted, but if a majority is not reached in time, the Chair, Secretary, or Treasurer can approve the committee chair's request for expenses not to exceed three hundred (300) dollars.

Item 4: By Laws, Article VI, Section 2, adding sub section 4

ARTICLE VI – COMMITTEES Section 2 - Nominating Committee.

1. The Nomination and Election Committee shall be formed from members of the Association who are not currently serving on the Board of Directors.

2. The Committee will be formed of at least three but no more than five members.

3. The Committee will be formed at an Association meeting in July. At that meeting, eligible members who are present may volunteer to serve on the Nominating Committee. If more than five persons volunteer, five names will be drawn by lot.

4. In the event a Nomination Committee fails to be formed due to a lack of volunteers from the Association by July 31st, the Board will form a committee and solicit nominations from the community by advertising in whatever method they choose but must include the email distribution list, all existing active social media accounts, and the SCA webpage.

Item 5: By Laws, Article II, Adding Section 4

Section 4. Officer eligibility: to be eligible for an officer position, the member must have served 1 term previously on the board.

Item 6: By Laws, Article I, Adding Section 4 and 5

Section 4 -Abandonment of duty

In the event a member(s) of the Board of Directors (including Officers) stops participating in Association functions without providing explanation the board will be allowed to vote that member(s) off of the board with a majority vote minus the number of the affected member(s) in question after the following conditions have been met:

1. Any officer has attempted to contact the member by phone at least three (3) times and leaves a voice mail or text message and does not receive a response within thirty (30) days.

2. In one of the messages the following must be included “if we can not reach you within the thirty day window, the board will have the option to vote to remove you from the board”.

3. In the event phone communication is not possible email can be substituted though both communications paths are recommended in tandem.

4. No other board member has received any Association-related communication from the member(s) in question.

After all of the conditions are met, an officer will present the date and times of the communication(s) and which of the communication(s) included the official warning they may be subject to removal so that a vote could be called.

Section 5 – Resignation

Any Board of Directors (including Officers) member can resign at any time verbally or written. If written the email should be directed to the entire Board of Directors, if verbal the board member that received the notice should write the email to the board on their behalf. The Secretary will document the date officers or board members separate or are voted out due to abandonment of duty.