

Constitution of Association University Hills Area Civic Association

ARTICLE I

NAME

The name of the association shall be University Hills Area Civic Association.

ARTICLE II

PURPOSE

(a) The purpose of the association is to promote the interests of the community. Special attention is to be given to public improvements beneficial to the University Hills area.

(b) In its activities the association shall be strictly non-partisan, non-political, and non-sectarian. However, the Association can advocate or oppose any legislation affecting the welfare of the University Hills area.

(c) The association is organized and operated exclusively for nonprofit purposes, and no part of any net earnings shall inure to the benefit of any member.

ARTICLE III

MEMBERSHIP

Any adult resident of the areas of the University Hills, Ashland and Rosemary Terrace subdivisions, which are in the City of Hyattsville, Prince George's County, Maryland, is eligible to become a member of the association.

A member in good standing is a member whose annual dues have been paid.

ARTICLE IV

DUES

The annual dues required for membership in the association shall be determined by the vote of members in good standing. Dues shall be assessed on the basis of households in the association. Dues may vary from year to year, but dues

shall be the same for all households.

ARTICLE V

OFFICERS AND EXECUTIVE COMMITTEE

(a) The elective officers of the association shall be a president, a vice-president/president-elect, a secretary and a treasurer. Other offices and officers may be established and appointed by the members of the association.

(b) The officers and the immediate past president shall constitute the executive committee.

ARTICLE VI

MEETINGS

(a) The association shall hold at least one meeting in fall, winter and spring.

(b) Members of the association shall be notified, in writing or by electronic means such as the internet, of the time and place of all meetings. The notification shall be made not less than one week before the meeting.

ARTICLE VII

AMENDMENTS TO ARTICLES

These articles may be amended or repealed, in whole or in part, by a majority vote of the members in good standing.

ARTICLE VIII

BYLAWS

Bylaws will be adopted. The bylaws may be amended or repealed, in whole or in part, in the manner provided therein, and the amendments to the bylaws shall be binding on all members, including those who may have voted against them.

Bylaws

University Hills Area Civic Association

BYLAW ONE

NAME

The name of the association shall be University Hills Area Civic Association.

BYLAW TWO

PRINCIPAL OFFICE

The principal office of the association shall be at Hyattsville, Maryland. The association may have such other offices as may from time to time be designated by its members or its executive committee.

BYLAW THREE

OFFICERS

(a) The elective officers of the association shall be a president, a vice-president/president-elect, a secretary, and a treasurer. Other offices and officers may be established and appointed by the majority vote of the members in good standing present at the last spring meeting.

(b) The officers shall take office immediately upon their election, and shall serve until successors are duly elected. Officers are eligible for re-election. Vacancies in any office may be filled by the executive committee.

(c) The president shall be the chief officer of the organization, and shall be present at meetings of the association and the executive committee. The president shall be a member ex officio of all committees.

(d) The vice president/president-elect shall perform all duties of the president during the absence of the president and, by his or her election, is designated as president-elect for the following year. As the incumbent, the vice president will assume that office of president as of the annual election of officers. The vice-president/president-elect shall be a member ex officio of all committees.

(e) The treasurer shall keep an account of all moneys received and expended

for use of the association, and shall make disbursements authorized by the executive committee. All sums received shall be deposited by the treasurer in the bank or banks approved by the executive committee, and the treasurer shall make a report at the last spring meeting or when called upon by the president. Funds may be drawn only on the signature of the treasurer or president.

The treasurer's duties also include:

- 1) To establish machinery for the collection of dues in cooperation with the secretary;
- 2) To prepare, with the concurrence of the board, an annual report of the transactions and condition of the association;

The funds, books, and vouchers in the treasurer's hands shall at all times be subject to verification and inspection by the elective officers of the association. At the expiration of the treasurer's term of office, all books, money, and other property of the association shall be delivered to the treasurer's successor.

(f) The administration and management of the association shall be vested in the secretary. The secretary shall direct the activities of the association and perform such other duties as may be defined by the executive committee. It shall be the secretary's duty:

(1) To give notice of and attend all meetings of the association and all committees and to make provision for the keeping of a record of proceedings;

(2) To conduct correspondence and to carry into execution all orders, votes, and resolutions not otherwise committed;

(3) To keep a list of the members of the association;

(4) To keep records as to any agents retained by the association, and to take charge of and supervise the performance by them of their duties;

(5) To publish the annual report of the association in the association's newsletter published before the last spring meeting.

BYLAW FOUR ELECTIONS

(a) The election of association officers shall take place annually at the last spring meeting. Any member shall be eligible for office, but only members in good standing shall be entitled to vote. Candidates who receive a majority of votes so cast

shall be elected.

(b) Officers shall assume their duties immediately upon their election.

(c) Any officer of the association, other than the president, may be removed from office by a two-thirds vote of the members in good standing at any meeting of the association, provided ten members in good standing have given the secretary written notification of their intention to present a motion for removal at least fourteen days prior to the meeting. The secretary must promptly notify any officer who is the subject of a motion for removal upon receiving notification of an intention to present a motion for removal.

The president may be removed by the same procedure; however, the motion for removal of the president must also nominate a candidate to succeed the president. If the motion for removal is approved by the required two-thirds vote, the nominated candidate for president shall immediately assume the office of president.

(d) In the event that any officer resigns his or her office before their term is completed, the remaining members of the executive committee may appoint an interim officer. A special election for the vacancy shall take place after notice to members at the next regularly scheduled meeting. Any member in good standing shall be eligible for office, and only members in good standing shall be entitled to vote. The candidate who receives a majority of votes so cast shall be elected.

BYLAW FIVE MEETINGS

(a) The association shall hold at least one meeting in fall, winter and spring. Additional meetings may be called by the president, with the approval of the executive committee. The president will be required to call a meeting when requested in writing by ten members in good standing.

(b) Members of the association shall be notified in writing, or by electronic means such as the internet, of the time and place of all meetings not less than one week before the meeting.

BYLAW SIX EXECUTIVE COMMITTEE

The executive committee shall have supervision, control, and direction of the affairs of the association, shall execute the policies and decisions of the

membership, shall actively prosecute the association's objects, and shall have discretion in the disbursements of funds. It may adopt such rules for the conduct of its business as shall be deemed advisable, and may, in the execution of powers granted, appoint subcommittees or agents to work on specific problems or reports. The executive committee shall have a regular meeting at the time and place of last spring meeting, and shall report to the membership on its activities. It shall meet on the call of the president or secretary. It shall also meet on demand of majority of the members in good standing.

BYLAW SEVEN
LIABILITIES

Nothing herein shall constitute members of the association as partners for any purpose. No member or officer shall be liable for acts or failure to act of any other member or officer of the association. Nor shall any member or officer be liable for his acts or failure to act under these bylaws, excepting only acts or omissions arising out of willful misfeasance.

BYLAW EIGHT
FUNDS

(a) This association is not intended as a profit-making organization, nor is it founded with the expectation of making a profit.

(b) Persons entrusted with the handling of association funds will not be required to furnish any fidelity bond.

BYLAW NINE
AMENDMENTS TO BYLAWS

These bylaws may be amended by the majority vote of the members in good standing present at the last spring meeting.