

BY-LAWS  
OF  
RUMSEY ISLAND RESIDENTS ASSOCIATION, INC.

ARTICLE 1

Names and Purpose

Section 1. A name of this organization shall be the Rumsey Island Residents Association Inc.

Section 2. The purpose of the corporation shall be to unite the residents of Rumsey Island for their mutual benefit so as to advance and protect the interests of its members and promote the general welfare of the community. The intent of the organization is not to function as a Home Owners' Association or assume responsibility for enforcement of legal property covenants.

ARTICLE II

Membership

Section 1. Membership shall be limited to residents of Rumsey Island.

Section 2. All residents or owners of property on Rumsey Island shall be eligible for membership and shall become a member upon payment of the annual dues for the current calendar year.

Section 3. Membership shall be maintained by payment of an annual membership fee payable January 1<sup>st</sup> of the respective Membership year. Dues from New Members received during the months of November or December will apply to the current and next calendar year. The amount of the membership fee shall be an equal amount for all members. Modification to the amount of the annual dues shall first be approved by a majority vote of the Board and finalized with a majority vote of members present at a general meeting.

Section 4. Only members shall be eligible to vote or hold office. Each property shall be entitled to one vote at general meetings.

Section 5. Non-Members may attend meetings but may not vote or hold office without payment of annual membership dues.

## ARTICLE III

### Meeting of Members

Section 1. An annual meeting shall be held during April of each year at such time and place as the Board of Directors shall designate.

Section 2. General meetings shall be held no less than quarterly per calendar year, at such time and place as selected by the Board of Directors.

Section 3. Special meetings of the membership may be called by the president provided members are given three (3) days' notice thereof.

Section 4. The order of business at meetings of members shall be:

- (a) Ascertainments if a quorum is present; per Section 5 within this Article
- (b) Roll call of officers.
- (c) Review and approval or correction of the minutes of the previous meeting
- (d) Treasurer's report provided by the secretary or treasurer
- (e) Old business
- (f) New business
- (g) Nomination and election of officers or board members when applicable.
- (h) Adjournment

Section 5. At a general meeting, a quorum shall be any number in excess of the total number of officers and directors present. If a quorum is not present, issues requiring a membership vote will be tabled and/or the meeting may be adjourned without the further conduct of business.

## ARTICLE IV

### Officers and Duties

Section 1. The officers of this Association shall be a President, Vice President, Secretary, and Treasurer. The officers shall be elected at the annual meeting.

Section 2. Officers shall hold office for a period of one year and until the election and qualification of their respective successors. The Board of Directors shall appoint a member to fill a vacancy created by any cause. Such appointee shall hold office until the next general meeting, at which time the appointment shall be approved or a successor be nominated from the floor and elected. The successor shall serve for the remainder of the term of the vacated position.

Section 3. The president shall preside over general meetings of the members and the Board of Directors. They shall perform other duties as customarily assigned to the office, and consistent with these by-laws.

Section 4. The vice president shall act and have all the powers, authority, and duties of the president during the absence of the latter or their inability to act, and shall be an ex officio voting member of all committees.

Section 5. The treasurer shall collect and disburse all monies of the Association which shall be deposited in a bank designated by the Board of Directors. The bank account shall have two authorized signatures. The treasurer shall sign all notes and checks of the Association. All notes and checks in excess of \$500.00 shall require documented approval from the President prior to signature and issuance and such approval shall be duly noted in the minutes at the next Board Meeting. The treasurer shall provide written report of the Association's financial activities and position at each general meeting. The treasurer shall maintain all pertinent documentation associated with the determination and reporting of the Association's financial status. The treasurer shall be responsible for the filing and currency of all Federal and State tax reporting required of the Association.

Section 6. The secretary or designee shall keep complete and accurate minutes of all meetings and present those minutes for approval or correction to the membership.

Section 7. Subsequent to each election of Officers, the President shall designate Officer responsibilities for the following areas.

- (a) Custody of all the Association's documents, records and property.
- (b) Maintenance of a complete list of all Association members.

(c) Correspondence and Communications of the Association

Upon completion of their term of office, Officers will deliver all respective documentation, property, and access to systems and accounts associated with these responsibilities to their respective successor.

ARTICLE V

Board of Directors

Section 1. The Board of Directors shall consist of a minimum of three members, all of whom shall be members of this Association, in addition to the duly elected Officers.

Section 2. At the October meeting of the membership, Directors shall be elected. The term of office shall be for one year and until the election and qualification of their respective successors. The outgoing president shall become one of the Board Members following their elected term and serve an additional one-year term.

Section 3. Any vacancy on the Board of Directors shall be filled by a vote of the majority of the remaining Directors. A member so elected shall hold office only until the next general members' meeting; at which time their appointment shall be approved by the general membership or a successor be nominated from the floor and elected.

Section 4. The time and place of regular meetings of the Board of Directors shall be determined by the President. The Board shall meet no less than three times per year with no greater than 120 days between meetings.

Section 5. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting thereof.

Section 6. The Board of Directors shall have the general direction and control of urgent affairs of the Association between regular meetings of the membership and must report all actions at the next regular meeting of the membership. Urgent is defined as requiring immediate action or attention.

Section 7. If a director or officer fails to attend regular meetings of the board on three consecutive occasions, or otherwise fails to perform any other duties that devolve upon them as a director, their office may be declared vacant by the Board of Directors and the vacancy filled as herein provided.

## ARTICLE VI

### Elections

Section 1. Election of Officers shall be held at each April Annual meeting.

Section 2. Nominations for these positions shall be accepted beginning 30 days prior to the April Annual meeting. Nominations from the floor at the April Annual meeting shall also be accepted

Section 3. Members shall vote by the raising of hand when only one candidate has been nominated for a position. When multiple candidates have been nominated for a position, Members shall cast paper votes. Candidates shall be elected by receiving the majority of votes for the respective position.

Section 6. A member shall be entitled to a vote by proxy only if that member has completed and signed an application to do so, and that application is approved by the president or their designee. The application must be submitted at least one week before the April meeting.

Section 7. Officers and directors may serve unlimited terms.

## ARTICLE VII

### General

Section 1. The Association shall be basically non-partisan politically and shall be non-sectarian in matters of religion. The discussion of religious or political matters for the purpose of promoting partisan or sectarianism and causes is prohibited at any meeting and shall be considered out of order.

Section 2. Providing four (4) weeks' notice has been given to the president, any member may inspect the financial records of the Association. A copy of these by-laws shall be made available via the Association's website.

Section 3. Notwithstanding any other provisions in these by-laws, an officer may be removed from office by the affirmative vote of two thirds (2/3) of the members present at a special meeting called for that purpose, but only after an opportunity has been given to that officer to be heard by the membership.

Section 4. Unless specified otherwise herein, all Association documentation and records shall be retained for a minimum of 7 years or as required by Federal or State regulation; whichever is greater.

## ARTICLE VIII

### Parliamentary Authority

Section 1. The rules contained in "Robert's Rules of Order" by General Henry M. Robert, shall govern this Association in all instances.

Section 2. A Parliamentarian may be appointed by the president.

## ARTICLE IX

### Corporate Seal

Section 1. The corporate seal shall have inscribed thereon the words:

Rumsey Island Residents Association, Inc.

Maryland  
1968

## ARTICLE X

### Amendments to By-laws

Section 1. Amended by-laws may be adopted by the affirmative vote of two thirds (2/3) of the membership present at any duly held meeting thereof if the members have been given two (2) weeks' notice of said meeting and the notice has contained a copy of the amended by-laws.