

**THE BYLAWS OF THE
NEW GREENMOUNT WEST COMMUNITY ASSOCIATION, INC.**

PREAMBLE

The citizens of Greenmount West seek to improve their standards of living, quality of life and economic status regardless of gender, creed, culture, or class. To this end we have formed the new Greenmount West Community Association in order to act more effectively in these areas of common interest. We do hereby establish these bylaws for The New Greenmount West Community Association, Inc.

ARTICLE I – NAME

The name of the organization shall be The New Greenmount West Community Association, Inc., hereinafter referred to as the "Community Association". It is a not-for-profit organization, constituted and established under the laws of the State of Maryland.

The Community Association shall be headquartered within the boundaries of Greenmount West in Baltimore, Maryland with its registered address as the Board of Directors may from time to time determine.

ARTICLE II – PHYSICAL BOUNDARIES

The physical boundaries of the Community Association shall be the physical boundaries of the community known as Greenmount West. These boundaries are:

Section 1 – Northern Boundary

The south side of North Avenue from the middle of the intersection at Saint Paul Street to the east side of Greenmount Avenue.

Section 2 – Eastern Boundary

Greenmount Avenue from the south side of North Avenue to the northeast corner of the intersection of Greenmount Avenue and Hoffman Street.

Section 3 – Southern Boundary

The northeast corner of the intersection of Greenmount Avenue and Hoffman Street, east to the northern edge of the AMTRAK right-of-way, east along said right-of-way to Hargrove Alley.

Section 4 – Western Boundary

Hargrove Alley from the AMTRAK right-of-way to Trenton Street, west to the center of Saint Paul Street, north to the south side of North Avenue.

ARTICLE III – PURPOSE

The purpose of the Community Association is to improve the quality of life for the residents of the community known as Greenmount West. There shall be only one (1) duly-organized and recognized Community Association for the community known as Greenmount West. In specific,

the purpose of the Community Association is to officially represent the Greenmount West community at large as appropriate on:

Section 1 – Initiatives

Initiatives, agreed upon by the General Membership and approved by the Board, which serve to improve the quality of life, promote education, child development, family cohesiveness, employment, sanitation, public safety, housing health, economic stability, entrepreneurial development, business development, recreational opportunities, property beautification, social/cultural relations and individual liberties.

Section 2 – Concerns

Issues and problems generally affecting the Membership, the residents and the community.

Section 3 – Liaisons

Matters that serve to improve relationships with and services rendered by governmental (local, state and federal), non-governmental and other agencies, via actions, activities and/or communication.

ARTICLE IV – MEMBERSHIP

Membership is classified as General Membership and Associate Membership. To be a member, one must be at least eighteen (18) years of age and must sign a membership affidavit.

Section 1 – General Membership

General Membership is open to any and all persons who have signed an affidavit, who meet the age requirement and who reside or own property within the physical boundaries of the community. Businesses (both professional and commercial), organizations and institutions (including but not limited to those providing cultural, social, educational, religious, health and/or human services) that are located within the physical boundaries of the community are also entitled to join with a single General Membership per organizational entity.

Section 2 – Associate Membership

Associate Membership is open to any persons or parties interested in the general well being of the citizenry, businesses, institutions and/or activities within the physical boundaries of the community. As described in Art. IV Sec. 6, Associate Members are not allowed to vote.

Section 3 – Membership Meetings

The Membership of the Community Association shall meet monthly or as determined by a vote of the General Membership. Said meetings shall be held on a day and at a time and location as determined by the General Membership. One meeting per year, as determined by a vote of the General Membership, henceforth shall be designated as the Annual Meeting. At this meeting, in addition to other appropriate business, the election of Board Members, whose terms are expiring, shall take place. (See Art. V Sec 6) Special Meetings of the General Membership may

be called from time to time as deemed necessary by the President or a majority of the Board of Directors, in order that the Community Association may be informed of any significant issues, planning decisions, or other urgent matter affecting the Community Association.

Section 4 – Dues

Dues for General Membership shall be between six dollars (\$6) and thirty-six dollars (\$36) annually as recommended by the Board of Directors and approved by the General Membership at the Annual Meeting.

Dues for Associate Membership shall be between five dollars (\$5) and thirty dollars (\$30) annually as recommended by the Board of Directors and approved by the General Membership at the Annual Meeting.

Payment of dues may be made semi-annually or annually, as stipulated by the member in the registration affidavit. Annual payments are due at the January meeting. Semi-annual payments are due at the January and July meetings. General Members who join on or after the July meeting are obligated to pay only half the annual dues.

Members are encouraged to contribute money in excess of dues when at all possible. All dues shall be used to cover administrative costs (paper, photocopying, postage, etc.) and any activities approved by the Board of Directors.

Section 5 – Good Standing

In order for a General Member to be in good standing he/she must:

1. Have registered with the Community Association by completing a signed affidavit. (See Art. IV Sec 1)
2. Be deemed to be an active member of the Community Association. The Board of Directors shall determine and the General Membership shall approve by vote the criteria for being considered an active member. Such criteria may include, but is not limited to meeting attendance, participation in community activities, and at least 6 months of membership.

Section 6 – Voting Rights

All General Members in good standing (see Art. IV Sec. 5) are entitled to one (1) vote on any and all matters which require a vote. Associate Members are not entitled to vote on matters before the membership.

Section 7 – Voting

Unless otherwise provided by these bylaws, all questions and initiatives coming before the Community Association shall be determined and decided by majority vote of the qualified voters present. (See Art. IV Sec. 6)

1. The annual, regular or special General Membership meetings of the Community Association shall be the only forums whereby elections and determinations by vote shall be allowed. (See Art. V Sec. 3)
2. Each General Member of the Community Association present at a meeting shall be entitled to cast one (1) vote on each subject for which a ballot is presented for determination or a motion for vote has been moved and seconded.

Section 8 – Quorum

A minimum of eleven (11) General Members in good standing shall constitute a quorum for the transaction of business.

Section 9 – Absentee Ballots

Absentee ballots for the election of officers and the Board of Directors shall be accepted up to the commencement of the Annual Meeting if the absentee ballot is submitted in sealed envelopes with the qualified member's full signature across the seal.

Section 10 – Proxy

There shall be no vote by proxy

ARTICLE V – INFRASTRUCTURE, POWERS AND RESPONSIBILITIES OF THE COMMUNITY ASSOCIATION

Section 1 – The Organization The organization is composed of:

- A. Up to seven (7) Officers: President, Vice President, Recording Secretary, Correspondence Secretary, Membership Officer, Treasurer and Parliamentarian.
- B. A Board of Directors consisting of the seven (7) Officers, the President Emeritus and up to three (3) additional members. Additional members shall be selected either by existing Board Members or selected by the General Membership. The General Membership shall approve or reject by a vote all selected additional members.
- C. Standing and Special Committees that the Board of Directors shall determine are necessary for the smooth functioning of the Community Association.
- D. The General Membership as provided for in Article IV Section 1.
- E. The Associate Membership as provided for in Article IV Section 2.

Section 2 – The Membership

The duties of the General Membership include:

- A. Elect the Officers.
- B. Vote on all matters brought before the General Membership for a vote.
- C. Set the overall policy of the Community Association through resolutions and motions on activities, initiatives, and communications.
- D. Receive reports from the Officers and all committees. The frequency and the nature of the reports are to be determined by the General Membership.

Section 3 – Membership Voting Procedure

Each qualified General Member shall have one vote. (See Art. IV Sec. 6)

The President of the Community Association (or his/her designee in his/her absence) shall chair the membership meetings and set the procedure of debate, setting time limits on speakers and the number of speakers allowed to speak for or against a motion and issues.

Roberts Rules of Order shall be used to resolve any conflicts regarding procedure.

Accurate records shall be kept of all elections.

Section 4 – Officers

A. Each Officer shall serve as a voting member of the Board of Directors.

B. Officers shall be elected by the General Membership at the Annual Meeting. (See Art. IV Sec. 3 ¶ 2)

C. Officers shall commence serving their terms at the September meeting following their election.

D. All Officers shall be qualified as General Member of the Community Association (See Art. IV Sec. 1)

E. The Officers shall have such duties as generally pertain to their respective offices, as well as such powers and duties as from time to time may be delegated to them by the Board of Directors.

F. The President and Correspondence Secretary or persons they delegate shall be the only persons empowered to officially report to public, private or governmental authorities the decisions of the New Greenmount West Community Association, Inc.

G. Vacancies among the Officers shall be filled by a majority vote of the General Membership. A new Officer shall serve the unexpired term of her/his predecessor. If less than half a term remains the new Officer shall be entitled to serve two additional consecutive terms. (See Art. V Sec. 6)

Section 5 – Board of Directors

The Board of Directors shall manage the affairs and business of the Community Association.

A. The Board shall have the following duties:

1. To meet and act as a Board on a regular basis as is deemed necessary. All meetings of the Board shall be open to Community Association members in good standing.

2. To adopt such policies, rules and regulations for the conduct of their meetings and the management of the Community Association as the Board deems proper, not inconsistent with these bylaws or of the State of Maryland.

3. To meet with public, private and governmental agencies participating in or affecting the planning and development of the Greenmount West area; to initiate and/or participate in the development and analysis of all planning for the area and to prepare recommendations on such plans for presentation to the Membership and relevant public, private and governmental entities;

to call General Membership meetings to allow the Community Association the opportunity to approve or disprove all significant planning decisions; and to otherwise insure that the community as a whole has the opportunity for meaningful participation in the planning and implementation process.

B. Composition – The Board shall be composed of up to seven (7) duly elected Officers, the President Emeritus and up to three (3) additional Board Members as needed. (See Art. V Sec. 1 (B)). The Board shall include:

- A homeowner
- A residential tenant
- A business person
- A person representing a community institution

Section 6 – Terms of Office

A. Officers shall be elected at the first Annual meeting (See Art. IV Sec. 3 ¶ 2) following the adoption of the bylaws.

B. Board Members shall serve two (2) year terms.

Section 7 – Transition

A. Newly elected Board Members shall assume the duties of their respective offices at the membership meeting following their election.

B. The period between the election and the assumption of duties shall serve as a transition and orientation period for newly elected Board Members.

C. Each Board Member shall hold office until his/her successor shall have been duly elected, installed and qualified or until his/her death, removal or resignation.

Section 8 – Removal of Board Members

A. Any Board Member who is negligent or delinquent in his/her duties may be removed by a majority vote of the General Members present at a duly constituted membership meeting. Such negligence includes but is not limited to:

1. Absence from three (3) consecutive meetings without excuse.
2. Failure to execute responsibilities.
3. Conviction of a felony malfeasance.

B. The Board Member being removed shall be entitled to a written notice stating the grounds for removal at least five (5) days in advance of the meeting. He/she shall also be afforded the opportunity to be heard before the Membership.

Section 9 – Amendment of Bylaws

A. Bylaws may be amended or replaced by a majority vote of the general membership at a general meeting. Amendments may be proposed by any general member in good standing or a board member. Amendments must be presented at a general meeting at least one month prior to being voted on.

Adopted on April 13, 2006 at an official meeting of The New Greenmount West Community Association, Inc.

**New Greenmount West Community Association
Membership - Good Standing Clarity**

NGWCA determined to clarify what constitutes membership in "good standing" as a result of challenges around the surprise consolidation and location of the City's 24/7 Winter Homeless Shelter into the long promised Cristo Rey High School and former Mildred Monroe/School 32 property. The NGWCA determined to have all the residents voices heard. It is always the intention of the NGWCA to encourage all decisions to reflect the needs and desires of all Greenmount West citizens regardless of membership.

Saturday, March 1, 2008: public community meeting with Mayor Dixon about City 24/7 Winter Homeless Shelter. The public meeting was sponsored by NGWCA, held at 2nd Missionary Baptist and was not a regular meeting of the association. Non voting meeting.

Saturday, March 8, 2008: Discussion of membership and voting as related to the need to review and respond to the **Request for the City Shelter Extension** was presented: concerns about preserving integrity of organization, precedent discussion, concerns about joining at same meeting and voting error recognized by President with apology, lack of sufficient clarity in bylaw wording to determine "good standing" beyond item #1 of Section 5. "There seems to be no one from beyond the neighborhood here to pack the vote."

Motion: to allow new members to join today and vote. Seconded, discussed, passed.

Motion: board to review what constitutes "good standing" and bring to next meeting proposed clarity for general membership approval. Friendly amendment: recommendation of board be adopted from this point forward. Seconded, discussed, passed.

Saturday, April 12, 2008:

Proposed clarity for Section 5 - Good Standing

Motion: Active membership is defined as: annually signed/initialed affidavit, paid dues, attendance at three community meetings within a rolling 12 month period (not necessarily consecutively), including committee meetings of the organization, with voting permitted at the 4th meeting. Approved.