

# DAVIDSONVILLE AREA CIVIC ASSOCIATION BYLAWS

## PREAMBLE

We, the citizens of the Davidsonville Area, state and affirm our will to maintain and improve the quality of life in our community. We join together to counsel with one another so that we may wisely guide the growth and development of our village for the betterment of our lives and for the lives of our children and their children.

We recognize and seek to understand the many forces working to change our community. Indeed, many among us are a part of that change. We understand that all change is not bad, nor is all change good. We seek change that will balance the needs of agriculture and commerce but above all, the needs of the people who give our village life.

Be it resolved, therefore, that we establish a community civic association through which the people of this community may exert all just influence in the determination of matters bearing on the life of the community. Said association will avoid personal gain, parochial interest and partisan political advantage. It shall be open to all facets of opinion and shall serve as a forum in which the wants and needs of the community are discovered.

## ARTICLE I NAME

The name of this organization shall be the Davidsonville Area Civic Association.

## ARTICLE II PRINCIPAL OFFICE

The principal office of the association shall be at P. O. Box 222, Village of Davidsonville, County of Anne Arundel, State of Maryland,. The association may have other such offices as may from time to time be designated by its members or its executive committee.

## ARTICLE III PURPOSES

The purposes of this association shall be

- A. To consider and deal by all lawful means with common problems involved in matters pertaining to land and natural resource utilization in the geographical area known as Davidsonville and to secure cooperative action in advancing common purposes of the members of the association.
- B. To do anything necessary and proper for the accomplishment of any purposes set forth in the statement of principles adopted by the founders of this association.
- C. This association is organized and operated for the above stated purposes exclusively, and for other nonprofit purposes, and no part of any net earnings shall enure to the benefit of any private member.

## ARTICLE IV MEMBERSHIP

- A Active Membership: Any person who lives in the Davidsonville area as defined below is eligible to become an active member of this association, with full voting and other privileges if qualified under such rules as the executive committee may provide. As indicated on the enclosed map, the boundaries of the Davidsonville Area shall be:

Starting at the Patuxent River where Central Avenue (Route #214) crosses it,  
follow the Patuxent River south to Stockett's Run;  
follow Stockett's Run east to Harwood Road;  
southeast on Harwood Road to Solomons Island Road (Route #2);

northeast on Solomons Island Road to Central Avenue (Route #214);  
 west on Central Avenue to Rolling Road (Withernsea);  
 north on Rolling Road to Beard's Creek;  
 across Beard's Creek and follow postal zip code dividing line to Della Way;  
 northeast on Della Way to Homewood Road;  
 northwest on Homewood Road to Riva Road;  
 northeast (right) on Riva Road to left on Glen Isle Road as far as Broad Stream Lane;  
 follow Broad Stream Lane to the end, through its cul-de-sac to Flat Creek;  
 follow Flat Creek north to South River  
 follow the shoreline of South River north to Defense Highway (Route #450);  
 west on Defense Highway to Bell Branch;  
 southwest on Bell Branch to Bell Branch Road;  
 northwest on Bell Branch Road to Davidsonville Road (#424);  
 south on Davidsonville Road to Gershner's farm road;  
 west on Gershner's farm road to Gosheff Farm Lane to the Patuxent River;  
 south on the Patuxent River to Central Avenue.

Where a boundary is a street or road, residential properties on both sides of the street are included as within the bounds.

- A. Associate Membership: any person in any way interested in the activities of the association may be awarded an associate membership under such terms and with such privileges as the executive committee shall determine.
- B. Voting: Each active member shall be entitled to one vote in the affairs of the association. The privilege to vote shall commence one month after paying dues for the first time.
- C. Duration of Membership: Membership in this association may terminate by voluntary withdrawal as herein provided or otherwise in this rules. All rights, privileges, and interests of a member in the association shall cease on termination of membership. Memberships shall be nontransferable. Any member may, by giving written notice of such intention, withdraw from membership.

#### ARTICLE V

##### DUES

The annual dues required for membership in the association shall be determined by vote of the active members, on the recommendation of the executive committee. Dues may vary from year to year, but dues shall be the same for all members.

#### ARTICLE VI

##### MEETINGS

- A. Annual meeting: There shall be an annual meeting of the association during the month of June each year, unless otherwise ordered by the executive committee, for the election of officers, receiving reports, and the transaction of other business. Meetings shall be open to active and associate members. Notice of such meetings shall be mailed to the at recorded address of each member at least fifteen (15) days before the time appointed for the meeting.
- B. Order of Business: The order of business at annual meetings shall be as follows:
  - 1. Call to order
  - 2. Reading of the minutes of the previous meeting
  - 3. Receiving communications
  - 4. Reports of officers
  - 5. Unfinished business
  - 6. New business
  - 7. Election of officers
  - 8. Adjournment

The order of business may be altered or suspended at any meeting by a majority vote of the members present. The usual rules as laid down in Robert's *Rules of Order* shall govern, when not in conflict with these Bylaws.

- C. Special meetings: Special meetings of the association may be called at any time by the president, or in his/her absence, by the vice president or secretary, or on the written request of not less than one-third of the active members of the association.. Whenever possible, ten (10) days' notice of any special meeting should be given to the members of the association and the notice must state the object of the meeting. However, if less time is available to reach a decision before meeting a necessary deadline, the meeting may be held after whatever notice is possible has been given.

## ARTICLE VII OFFICERS

- A. Elective officers: the elective officers of the association shall be a president, a vice president, a secretary, and a treasurer. Other offices and officers may be established and appointed by the active members of the association at the regular annual meeting.
- B. Terms: The president, the vice president the secretary, and the treasurer shall take office immediately upon their election and shall serve for a term of one (1) year and until successors are duly elected. Officers are eligible for re-election. Vacancies in any office may be filled by the balance of the term thereof by the vote of the executive committee. Officers shall be limited to holding one major office of the association at one time.
- C. President: the president shall be the chief executive officer of the organization and shall preside over meetings of the association and of the executive committee. The president shall be a member *ex officio* of all committees. The president shall communicate to the association such matters, concerns, and suggestions as may tend to promote the welfare and increase the usefulness of the association, and shall perform other duties as are necessarily incident to the office. Upon completing is term of office, the immediate past president shall become a non-voting *ex officio* member of the executive committee.
- D. Vice president: The vice president shall perform all the duties of the president during the absence of the president. The vice president shall be a member *ex officio* of all committees.
- E. Treasurer: The treasurer shall keep an account of all monies received and expended for use of the association, and shall make disbursements authorized by the executive committee or such other persons as the active members may prescribe. 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 annual meeting or when called upon by the president. Funds may be drawn only upon the signature of the treasurer or the president. The duties of the treasurer, upon approval of the executive committee, may be delegated to an assistant treasurer. The funds, books, and vouchers in the treasurer's hands shall at all times be subject to verification and inspection of the elected officials of this association. At the expiration of the treasurer's term of office, the treasurer shall deliver to the successor all books, monies, and other such property of the association.
- F. Secretary: The administration and management of the association shall be vested in the secretary. The secretary shall direct the activities of the association and perform other such duties as may be defined by the executive committee. It shall be the secretary's duty to:
  1. Give notice of and attend all meetings of the association and of the executive committee, and make provision for keeping a record of the proceedings;
  2. Conduct correspondence and carry into execution all orders, votes, and resolutions not otherwise committed;
  3. Keep records as to any agents retained by the association, and take charge and supervise the performance by them of their duties, with the concurrence of the president.
  4. Prepare an annual report of the condition of the association and generally serve the best interests

of the association.

5. Keep a list of the members of the association.

#### ARTICLE VII ELECTIONS

- A. **Organization:** The initial election of association officers and of members of the standing committees shall take place at a special meeting of the association. The terms of these officers and committee members shall begin upon their election and continue until new officers and committee members are elected at the first annual meeting.
- B. **Officers:** The election of association officers shall take place annually at the time and place of the annual meeting. Any member shall be eligible for office, but only active members shall be entitled to vote. Candidates who receive a majority of votes so cast shall be elected.
- C. **Members of Executive committee:** At the annual meeting next held after the adoption of these Bylaws, there shall be elected by vote, in addition to the president, vice president, secretary, and treasurer, eight (8) members of the executive committee, three (3) of whom shall be elected for a term of one (1) year; three (3) of whom shall be elected for a term of two (2) years; and two (2) of whom shall be elected for a term of three (3) years. Any member shall be eligible for re-election. The members of the executive committee shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors are duly elected.
  1. Absences from three (3) consecutive regularly scheduled meetings shall be deemed a resignation from the committee.
  2. In the event that a committee member foresees the need for an extended absence from regularly scheduled meetings, s/he shall submit a written request to the president, including the reason for the absence. The president will make his/her recommendation to the full executive committee, which then shall vote to accept or to reject the request.
  3. There shall be a member-at-large on the executive committee. This member shall be the first runner-up in the election of executive committee members at the last annual meeting and will serve for one year. Should no runner-up exist, or should there be a tie, the executive committee shall appoint a member or break the tie. The member-at-large will serve as an alternate at executive committee meetings and will have voting power when a regular committee member is absent.

#### ARTICLE IX COMMITTEES

- A. **Standing Committees:** This association shall have at least one (1) standing committee, an executive committee of at least nine (9) persons, but no more than twelve (12) persons, plus the officers. Additional standing committees may be established from time to time by a vote of the active membership. Members of these committees shall be elected at the annual association meeting. Each standing committee shall have a chairman who shall be responsible for directing and coordinating the affairs of his/her committee. Vacancies that occur by reason of death, resignation, or otherwise, may be filled by the remaining members of the committee for the unexpired term.
- B. **Executive Committee:** The executive committee shall have the supervision, control, and direction of the affairs of the association; shall execute the policies and decisions of the active membership; shall actively prosecute the association's objectives; and shall have discretion in the disbursement 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 the annual meeting and shall report to the membership on its activities. It shall meet at the call of the president or secretary. It shall also meet on demand of a majority of the active members of the

association. The executive committee shall also determine those qualifications required for associate membership, and the terms and privileges thereof.. It shall also make recommendations as to the imposition and amount of due to be paid by active and associate members and the time for payment thereof. The executive committee shall be responsible for recruiting new members, encouraging attendance at meetings (annual and special) of the association and attendance at public meetings before which the association may appear. The executive committee shall keep a list of the members of the association and shall establish the machinery for the collection of dues and their payment to the treasurer. The executive committee shall be empowered to correct and approve the minutes of the general membership meetings, for presentation to the general membership at the next regularly scheduled general membership meeting.

#### ARTICLE X MAIL VOTE

When in the judgment of the executive committee, a question shall arise that should be put to a vote of the active membership, and when it deems it inexpedient to call a special meeting for that purpose, it may, unless otherwise required by these Bylaws, submit the matter to the membership in writing by mail for vote and decision, and the question thus presented shall be determined according to a majority of the votes received by mail within three (3) weeks after such submission to the membership, provided that, in each case, votes of at least fifty percent (50%) of the members shall be received,. Action taken in this manner shall be a effective as action taken at a duly called meeting.

#### ARTICLE XI AMENDMENTS

These Bylaws may be amended, repealed, or altered, in whole or in art, by a majority vote at any duly organized meeting of the association.

#### ARTICLE XII LIABILITIES

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

#### ARTICLE XIII FUNDS

- A. Finances: This association is not intended as a profit-making organization, nor is it founded with the expectation of making a profit. This association shall use its funds only for objectives and purposes specified in these Bylaws.
- B. Bonding: Persons entrusted with the handling of association funds may be required, at the discretion of the executive committee, to furnish, at association expense, suitable fidelity bond.

#### ARTICLE XIV INSIGNIA

The Executive Committee may adopt insignia, colors, badges, and flags for the association as it deems desirable.

#### ARTICLE XV DISSOLUTION

The association may be dissolved by a vote of two-third majority of its active membership. In the event

of dissolution, the property of the association shall be distributed in equal shares among the Davidsonville Ruritan Club, the Davidsonville Athletic Association, and the Davidsonville Family Recreation Center, Inc.

### **Davidsonville Area Civic Association Mission Statement**

Adopted by the Executive Committee of the Davidsonville Area Civic Association on December 1, 2005.

The mission of the Davidsonville Area Civic Association is to:

1. Maintain and improve the quality of life in our community. We join together to counsel with one another so that we may wisely guide the growth and development of our community for the betterment of our lives and for the lives of our children and their children.
2. Consider and deal by all lawful means with common problems involved in matters pertaining to land and natural resource utilization in the geographical area known as Davidsonville and to secure cooperative action in advancing common purposes of the members of the association.
3. Promote community pride and civic interests.
4. Consider, account for, and educate the community about the unique history of the Davidsonville community.
5. Promote land use policies that preserve the agricultural and rural character of the Davidsonville community, protect the environment, preserve open space, and improve safety – including the safety of roads and pedestrian byways – while respecting the property rights of residents.
6. Monitor and, as appropriate, effectively voice concern with or support for laws, rules and policies that affect Davidsonville residents.
7. Provide a forum where ideas, concerns and needs can be discussed with respect for each other's opinions.
8. Strive to consider the needs of and represent the entire Davidsonville community.
9. Anticipate future issues and problems affecting the welfare of the Davidsonville community and work to find appropriate approaches and solutions.

Approved by the general membership in attendance at the 33<sup>rd</sup> Annual Meeting June 1, 2006.

#### THE UNDERSIGNED HEREBY SIGNIFIES THAT:

1. She is the duly elected and acting secretary of the Davidsonville Area Civic Association, a nonprofit association duly organized and existing under the laws of the State of Maryland.
2. The foregoing Bylaws comprising six (6) pages, constitute the original Bylaws of the association as duly adopted at the first meeting of the members, held November 20, 1974, **and** as amended at meetings held on May 29, 1975; November 18, 1975; May 20, 1976; May 19, 1977; May 24, 1984; May 26, 1988; May 27, 1993, and May 27, 1999, June 1, 2006, June 7, 2012.

IN WITNESS WHEREOF, the undersigned has hereto subscribed her name on June 11, 2012.

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Gail M. Enright, Secretary