

# HOLLAND POINT CITIZENS ASSOCIATION, INCORPORATED

Holland Point, Anne Arundel County, Maryland  
(Post Office Box 232, North Beach, Maryland, 20714-9748)

## BY-LAWS

### ARTICLE I – NAME AND PURPOSE

1. The legal name of this association is Holland Point Citizens Association, Inc. It was changed from the original name, North Beach Park Citizens' Association, Inc., by amendment to the Articles of Incorporation on July 28, 1979.
2. The purpose is defined in the Articles of Incorporation signed on August 8, 1953; a copy of which is appended to this document.

### ARTICLE II – MEMBERSHIP AND DUES

1. Any person, 18 years of age or older, who is a property owner in Holland Point/North Beach Park, Anne Arundel County, Maryland, as listed in the Anne Arundel County tax records, shall be eligible for full active membership. Each member shall have one vote.
2. Applicants shall become Members of the Association upon payment of dues.
3. Renters are invited to become members of the Association but will not have a vote.
4. Membership dues shall be determined by the Board of Directors. Annual dues must be paid by the first day of May meeting each year.
5. Any member who has not paid dues by the end of the calendar year shall be considered to have resigned from the Association, and the member's name shall be removed from the rolls of the Association.
6. Fees or assessments and pier agreements shall be levied by the Association. However, voluntary donations may be solicited when authorized by the Board of Directors. The Special Taxing Districts, established for the Association and Administered by Anne Arundel County, are exempt from this provision.

### ARTICLE III – OFFICERS OF THE ASSOCIATION

Officers of the Association shall be a President, a Vice-President, a Recording Secretary, a Corresponding Secretary, a Treasurer, and a Membership Chairperson.

### ARTICLE IV – BOARD OF DIRECTORS

The Board of Directors of the Association shall consist of five Association members: The President of the Association, the Vice-President of the Association and three additional Directors.

### ARTICLE V – ELECTION OF OFFICERS AND DIRECTORS

1. The officers and directors of the Association shall be elected by ballot at the first regular August meeting annually, provided that approximately one month shall elapse between the date of the nomination and the date of election.
2. The President shall be elected for a term of two years, and may serve a maximum of two consecutive terms.
3. Vice-president, Recording Secretary, Corresponding Secretary, Treasurer, and Membership Chairperson shall each be elected for a term of two years.
4. Each of the three additional Directors shall be elected for a term of three years; but only one Director shall be elected in any one year.
5. All terms begin at the end of the meeting in which elections are held, and end when a successor is elected. (August meeting)

6. Prior to election, the President shall appoint a nominating committee of at least three members who shall recommend a slate of candidates, who are members of the Association, and agree to serve. The slate of candidates shall be presented at the meeting just preceding the meeting designated for the election. (June meeting)
7. Nomination of other candidates for any and all offices may be made from the floor at the meeting when the slate of candidates is presented, but not thereafter, except when it is necessary to fill a vacancy for which no nominee has been selected. (July meeting)
8. The Corresponding Secretary shall notify all members at least five days prior to the election of: (1) the slate of candidates, and (2) the time and place of the election.
9. Only members are eligible to vote.
10. Any member of the Association, who for any unavoidable cause shall be unable on election day to go to the selected voting place, may mail his or her ballot in time to permit its delivery to the Secretary before closing of the voting.
11. The Recording Secretary shall provide for the proper conduct of the election, shall appoint the necessary election officers, and have ballots containing the names of all nominees for positions for which there are multiple candidates.
12. Any vacancy occurring in the Board of Directors shall be filled by the President with the approval of the Board of Directors, but only until the next election.
13. No member shall hold more than one office at a time.

#### **ARTICLE VI – DUTIES OF OFFICERS, DIRECTORS, AND BOARD OF DIRECTORS**

1. The **President** shall preside at meetings of the Association and Board of Directors; enforce the Articles of Incorporation, By-laws, Rules and Regulations, and Rules of Order; and discharge such other duties as may be imposed by action of the Association.
2. The **Vice-President** shall preside at meetings of the Association and Board of Directors in the absence of the President or upon the President's request, and discharge such other duties as may be imposed by action of the Association or at the request of the President.
3. In the absence of the President and Vice-President at any meeting, the Board of Directors shall designate a temporary presiding officer.
4. The **Recording Secretary** shall have the following duties:
  - a) Record the minutes of meetings and retain written transcripts thereof in files maintained in chronological order
  - b) Record and attach a copy of the Treasurer's report in the minutes of each meeting, specifically:
    - 1) Balance of funds reported at close of the last previous meeting.
    - 2) Amounts received since last previous meeting.
    - 3) Disbursements made since the last previous meeting.
    - 4) Balance of funds available.
    - 5) New obligations authorized by present meeting.
  - c) Bring the recorded minutes of the most recent several years to all meetings of the Association, both regular and special.
  - d) Accept and preserve any and all permanent records of the Association, including but not limited to: Articles of Incorporation, Amendments, By-Laws, Rules and Regulations, minutes of meetings, deeds, leases, insurance policies, and contracts.
  - e) Make records of the Association available for review by members of the Association in a timely fashion upon any reasonable request.
  - f) Appoint necessary election officer, provide ballots and assure proper conduct of elections.
5. The **Corresponding Secretary** shall have the following duties:
  - a) Notify all members of the time and place of regular and special meetings.
  - b) Conduct such correspondence as may be necessary and proper.

- c) Maintain a permanent file of all correspondence of the Association and officers.
- d) Prepare and distribute a newsletter.

6. **The Treasurer shall have the following duties:**

- a) Collect or receive and take custody of all monies of and due to the Association, and disperse funds as authorized by the Board of Directors.
- b) Keep accurate, current, and permanent records which reflect the receipt, expenditure, and balances of all Association monies. These records shall be at all times subject to examination and audit by the Association, and be available for review by members of the Association in a timely fashion upon any reasonable request.
- c) Maintain separate accounts for Special Community Benefits District (SCBD) and at no time allow commingling of such funds with any other account. Should a loan be required under special circumstances from non-SCBD HPCA accounts to pay for SCBD services, such loan must be repaid within the same fiscal year.
- d) The monthly Treasurer's report shall specifically include:
  - e) 1) Balance of funds reported at close of the last previous meeting.
  - 2) Amounts received since last previous meeting.
  - 3) Disbursements made since the last previous meeting.
  - 4) Balance of funds available.
  - 5) New obligations authorized by present meeting.
- f) Prepare and maintain an annual operating budget and cash-flow analysis and forecast for the Association.

7. **The Membership Chairperson shall have the following duties:**

- a) Encourage membership in the Association.
- b) Maintain a current membership roster.
- c) Verify ownership of property in Holland Point.
- d) Collect annual dues and transmit receipts to the treasurer in a timely fashion.
- e) Provide an annual report to the Board of Directors by the July meeting of each year.

8. **The President shall assign responsibility to various Board members for managing or overseeing the following functions:**

- a) **Properties & Facilities.** To evaluate, oversee, and manage the sea-wall, piers, duck blinds, streets, alleys, Association property, Association Rules and Regulations, the Special Police Officer, security, and other such matters as required by the Association. An annual evaluation of current status of the properties and facilities of Holland Point/North Beach Park, along with a written report, should be presented to the Board of Directors by the July meeting of each year.
- b) **Finance & Budget.** To plan and oversee all financial activities of the Association, including those pertaining to the Special Taxing Districts administered by Anne Arundel County (North Beach Park Special Community Benefit District,) and maintenance of the properties and facilities. To work closely with the Treasurer. An annual budget must be prepared and submitted in writing to the Board of Directors by the July meeting of each year.
- c) **Legislative Affairs.** To monitor legislative activities of the Federal, State, and local governments, and represent the interests of the Association. An annual evaluation, along with a written report, should be presented to the Board of Directors by the July meeting of each year.
- d) **Long-range Planning.** The President, as an individual or as Chairperson of a committee, shall evaluate the current status and future needs of Holland Point/North Beach Park in conjunction with the Treasurer and the Board of Directors. An annual evaluation, along with a written report, should be presented to the Board of Directors by the July meeting of each year.
- e) **Membership.** To monitor the membership process and status. An annual evaluation, along with a written report, should be presented to the Board of Directors by the July meeting of each year.

9. **The Board of Directors:**

- a) Shall have the power and authority to rent, lease, purchase, trade, inherit or in any other manner acquire as Trustees any and every type of real, personal or mixed property for the account and benefit of the Association: to take title, hold, keep, purchase, control and, manage such property for the account and benefit of the Association; and to bargain and sell, trade, grant, convey, rent, lease, mortgage or otherwise dispose of such property for the account and benefit of the Association provided, however, that any and all such actions shall be subject to ratification at the next Association meeting following the action taken. However, any and all such actions exceeding a value of \$5000.00 (plus a 5% annual increase beginning August 1997) shall be subject to prior approval at a regular Association meeting, or at an Association meeting called by the President, if necessary.

- b) Shall have the duty to make certain that Association property is adequately safeguarded by necessary repair, maintenance, and insurance; that taxes, insurance premiums, interest, and mortgage installments are paid; that rent or other income is collected; and that such improvements or replacements as are deemed necessary are brought to the attention of the membership for consideration and action.
10. The Board of Directors shall meet at least four (4) times each year. The annual reports must be reviewed and evaluated at one of these meetings.

#### **ARTICLE VII - COMMITTEES**

Special ad hoc committees may be appointed by the President as needed.

#### **ARTICLE VIII - MEETINGS**

1. Regular Association meetings shall be held monthly from April through October, unless otherwise called by the President.
2. A Special Meeting shall be held in January, at which time the tax rates for the Special Taxing Districts will be presented, in addition to any other items. Due to possible severe weather conditions, a quorum shall consist of eleven members.
3. Special meetings must be called by the President upon written request of ten members of the Association. Notice of such meetings shall state the matter to be considered, and no other business shall be transacted except by unanimous vote of the members present. At least three days notice must be given, except in cases of emergency.
4. A quorum for all regular and special meetings shall consist of fifteen members in good standing.
5. All issues brought to a vote during a legally constituted meeting of the Association shall be determined by a majority of the members present.
6. Non-members may attend meetings with approval of the President, but shall have no voting rights and may not address the membership unless invited to do so.
7. The order of business at all meetings of the Association shall be as follows:
  - a) Reading and approval of minutes of the previous meeting.
  - b) Treasurer's report.
  - c) Committee reports.
  - d) Report of the Special Police Officer.
  - e) President's report.
  - f) Old Business.
  - g) New business.
  - h) Next meeting and adjournment.
8. The conduct of business shall be regulated by parliamentary rules as contained in a current edition of Robert's Rules of Order insofar as they are not in conflict with the Articles of Incorporation and these by-laws. The Secretary shall bring a current copy of Robert's Rules of Order to the meetings, and the President may appoint a Parliamentarian.

#### **ARTICLE IX - BY-LAWS**

Changes in these by-laws must be:

- a) Submitted in writing by a By-Laws Committee, consisting of at least four members duly appointed by the President.
- b) Approved by the Board of Directors
- c) Submitted in writing at a regular meeting of the Association, and mailed to members at least thirty (30) days prior to the vote.
- d) Voted upon at the next regular meeting, at which times they shall be adopted if approved by two-thirds of the members present.

**APPENDIX A (SCHEDULE OF 5% ANNUAL INCREASE OVER \$5000.00 Base Authority with Ratification after action August each year.)**

**HOLLAND POINT CITIZENS ASSOCIATION BY-LAW VI.9a  
(Duties of the Board of Directors – Spending Authority)**

NOTE: Prior approval required if the value of the action exceeds the adjusted base threshold.

<b>YEAR</b>	<b>AMOUNT</b>
\$5,000.00	1996
\$5,250.00	1997
\$5,512.50	1998
\$5,788.13	1999
\$6,077.54	2000
\$6,381.42	2001
\$6,700.49	2002
\$7,035.51	2003
\$7,387.29	2004
\$7,756.65	2005
\$8,144.48	2006
\$8,551.70	2007
\$8,979.29	2008
\$9,428.25	2009
\$9,899.66	2010
\$10,394.64	2011
\$10,914.37	2012
\$11,460.09	2013
\$12,033.09	2014
\$12,634.74	2015
\$13,266.48	2016
\$13,929.80	2017
\$14,626.29	2018
\$15,357.60	2019
\$16,125.48	2020

Changes approved by the Holland Point Citizens Association Board of Directors: February 27, 2008 / Revised April 26, 2008

Approved by Association members: May 17, 2008