

**Bradmoor Neighborhood Association
By-Laws**

ARTICLE I

Name, Purpose, and Boundaries

Section 1.1. Name.

The name of this unincorporated association shall be the Bradmoor Neighborhood Association (herein, "Association").

Section 1.2. Purpose.

The Association shall be an unincorporated, nonprofit association formed by residents and homeowners in the Bradmoor neighborhood (defined in Section 1.3) for the purpose enhancing, preserving and promoting the harmony, safety and the quality of life of the residents of the Bradmoor neighborhood and preserving and improving the values of the properties within the Bradmoor neighborhood. Primary activities may include:

- Fostering a greater sense of community through a range of activities including networking, social activities, and events;
- Facilitating communication on issues of interest or concern to those residing in the Bradmoor neighborhood for the benefit of the neighborhood as a whole and providing an organized forum for residents of the Bradmoor neighborhood for working to identify, discuss, and resolve issues of local or neighborhood concern;
- Improving the Bradmoor neighborhood by organizing, promoting, fundraising for, or conducting safety, beautification, and other improvement projects; and
- Advocating and representing the interests of the Bradmoor neighborhood before county, state, or federal agencies, commercial interests, adjoining neighborhood associations, or any other entities.

Section 1.3 Boundaries.

The boundaries of the Bradmoor neighborhood for the purposes of this Association are:

- North boundary: the south side of Greentree Road between Ewing and Hempstead;
- East Boundary: Hempstead Avenue between Greentree and Roosevelt Street, Roosevelt Street between Hempstead Avenue and Irvington Avenue, Irvington Avenue between Roosevelt Street and Huntington Parkway, and Huntington Parkway between Irvington Avenue and Bradley Boulevard (properties along both sides of Hempstead Avenue, Irvington Avenue and Huntington Parkway are within the Bradmoor neighborhood);
- South Boundary: the north side of Bradley Boulevard between Ewing Drive and Huntington Parkway and the north side of Huntington Parkway between Bradley and Irvington Avenue; and

- West Boundary: Ewing Drive, between Greentree Road and Bradley Boulevard (properties along both sides of Ewing Drive are within the Bradmoor neighborhood).

ARTICLE II

Membership and Dues

Section 2.1 Eligibility for Membership:

Any adult owning or residing on property located within the Bradmoor neighborhood, as defined in Section 1.3, shall be eligible for membership in the Association. The term “adult” shall be defined as any person who is at least twenty-one (21) years of age.

Section 2.2 Dues:

The membership dues are set at \$20 per calendar year per property covering all eligible adults residing at/owning a property. Membership dues shall be accepted at all regular meetings of the Association or by submission of the fee to the Treasurer (see clause 4.3.4. below for duties of the Treasurer). The amount of membership dues may be changed by the Board of Directors (see Section 4.2 below).

Section 2.3 Registration: Any eligible adult may become a member of the Association by application to any officer (see clause 4.3.3. below for duties of the Secretary). The Treasurer shall maintain, and from time to time, update a list of the Association’s membership.

ARTICLE III

Regular Meetings

Section 3.1. Regular Meetings:

Regular meetings of the Association shall be held in January, April, July, and October of each year, or at such other time within 30 days thereof as shall be designated by the Board of Directors. Failure to hold regular meetings shall not cause the termination of the Association nor the removal of any officer.

Section 3.2. Annual Meetings:

The regular meeting held in March of each year shall be designated as the Annual Meeting of the Association for the purposes of elections.

Section 3.3. Special Meetings:

Special meetings may be called by the President (see clause 4.3.1. below for duties of the President) and shall be called upon written requests of ten members. Written requests for meetings shall be submitted to the Secretary. Notice of such meetings shall be given at least four business days prior to the convening of the meeting.

Section 3.4. Quorum:

A quorum to transact business shall be eleven (11) members (or proxies) at both the regular meetings and special meetings.

Section 3.5. Voting:

Clause 3.5.1. Regular Voting: Only one member (resident or owner) from any given property within the boundaries of the association shall be entitled to vote in the Association, provided that member shall have paid dues for the current calendar year (i.e., one vote per property).

Clause 3.5.2. Proxy Voting: Each member eligible to vote shall have the right to give his/her proxy (one proxy per member/property) to another member eligible to vote for the purpose of participating at any meeting of the Association. Unless otherwise determined, owners have preference over renters in utilizing the vote. Each member shall hold no more than one proxy vote at any meeting. The proxy shall be in writing, dated for the time period the proxy is applicable, signed by the proxy giver, and shall clearly give the name and address of both the signer and the member designated to use it. The proxies shall be presented to the Secretary for inspection, recording in the minutes and approval no later than the scheduled starting time of the meeting. If the Secretary finds that the proxy meets the requirements of this provision, he/she shall initial the proxy for the designated member to use in any vote at that meeting. It shall be within the sole discretion of the Secretary to accept any proxy after the start of the meeting. Proxies count toward reaching a quorum.

Section 3.6. Rules of Order:

The meetings of the Association shall be governed by the most recent version of *Roberts Rules of Order*.

ARTICLE IV

Leadership Structure

Section 4.1 Leadership Structure:

The Association shall be governed by a Board of Directors consisting of four officers, namely, the President, the Vice-President, the Secretary, and the Treasurer, and up to three directors-at-large. The Immediate Past President may also sit, as a non-voting member, on the Board of Directors to provide continuity and advice.

Section 4.2. Board of Directors:

The Board of Directors shall be composed of up to seven (7) persons, four officers and up to three at-large Board members who shall be nominated as provided in Section 4.6 and shall be elected by a majority vote by secret ballot of the members present and voting at the annual meeting.

In order to stagger the terms of the those serving on the Board of Directors, at the inaugural annual meeting only, the President, Secretary, and two at-large Directors shall be elected to two-year terms. The Vice-President, Treasurer and remaining at-large director shall hold a one-year term. Subsequently, the terms of all officers and directors shall be two-years. Length of terms may be adjusted by a vote of the Board, as needed, to ensure continuity and staggering of vacancies. The term of office of all officers and directors, except the Immediate Past President, shall be extended until a successor shall be elected.

Section 4.3. Elections

Elections shall be conducted by secret ballot. Each officer shall be elected separately, President, Vice-President, Treasurer, and Secretary from those nominated with each eligible voter casting a vote for one candidate for each office. The at-large directors shall be selected by the candidates receiving the largest number of votes from a full slate, the number of new at-large directors corresponding to the number of vacancies. For the at-large directors, each eligible voter shall cast a ballot as many times as there are vacancies for at-large directors (e.g., if three at-large vacancies, each eligible voter shall vote for three candidates). Anyone nominated for an officer position but not elected can immediately be moved to the slate for at-large director if they so choose.

Section 4.3. Duties of Officers.

Clause 4.3.1. President:

- Serves as chief executive officer of the Association and shall preside at all meetings of the Association or Board of Directors.
- Assumes general responsibility for the day-to-day administration of the Association.
- Enforces the By-laws, appoints necessary committees and discharges such other duties as may be necessary to conduct the business of the Association.
- Reserves the authority to authorize specific actions in promoting the Association's policies.

Clause 4.3.2. Vice-President:

- Performs the duties of the President in the absence of the President.
- Presides at meetings in the absence of the President or upon his or her request.
- Coordinates committee chairpersons and reports status to the Association.
- Assumes other duties as defined by the President.

Clause 4.3.3. Secretary:

- Maintains the records of the Association.
- Takes minutes of meetings and keeps a permanent and accurate record of the Association discussions and actions and posts them publicly to the listserv, website, or other easily accessible venue. The Secretary shall insert the following financial summary in all minutes to be provided by the Treasurer:
 - Balance at last meeting,
 - Receipts,

- Disbursements,
- Balance on hand.
- Receives and handles all correspondence addressed to the Association.
- Performs such other duties as are necessary and proper.

Clause 4.3.4. Treasurer:

- Collects all moneys and contributions of the Association, keeps a permanent record thereof, and makes a report thereon at each meeting.
- Makes payments upon authorization of the President and/or Board of Directors.
- Maintains list of all dues paying members, including contact information.
- Keeps accounts of all expenses.

Clause 4.3.5. Immediate Past President:

- Advises as a member of the Board of Directors, but shall not vote.
- Apprises the Board of commitments and undertakings of preceding Boards and shall use his or her experience to assist the current Board.

Section 4.4. Meetings of Directors: The Board of Directors will meet at least twice a year in addition to the regular meetings of the Association. Meetings of the Board of Directors may be called by the President upon four (4) days' notice. A majority of the Board of Directors shall constitute a quorum.

Section 4.5. Vacancies:

In the event of a vacancy in the office of either an officer or a director, but not in the office of the Immediate Past President, such vacancy shall be filled by a member of the Board of Directors by majority vote of the existing Board of Directors to complete such unexpired term.

Section 4.6. Nominations:

Any member may nominate himself or herself or any other member for election to the Board of Directors. Nominations must be received in writing at least 2 weeks in advance of the annual meeting unless there are insufficient nominations, in which case the President may approve nominations prior to the initiation of voting at the annual meeting.

ARTICLE V

Committees

Section 5.1. Committees:

The President may, with the approval of a majority of the Board of Directors (including the President), appoint from time to time such committees, standing or interim, as are desirable to carry on the affairs of the Association. The President shall outline the duties and responsibilities of each such committee,

preferably by charter. Committees the President may establish may include: Membership Committee, Finance Committee, Communications Committee, Traffic Committee, Nominating Committee, Audit Committee, a Social Committee or any other. A committee of the Association shall consist of one or more members. When there are two or more members of a committee, the President shall designate one member as chairperson.

ARTICLE VI

Amendments

Section 6.1 Amendments:

These By-laws may be amended at any regular meeting of the Association (or at any special meeting called for that announced purpose) by two-thirds of the members present and voting, provided written notice of the text of any proposed amendments shall have been distributed to the Board and membership at least ten (10) days prior to the date of the meeting at which such amendment is to be voted.

ARTICLE VII

Miscellaneous

Section 7.1 Non-Partisan Status

The Association shall be a non-partisan, non-political unincorporated association. The Association shall not endorse, promote or otherwise support any candidate for any Montgomery County, State of Maryland or Federal office or any political party, political action committee, or similar organization.

Section 7.2 Nonprofit Status

The Association shall be a nonprofit unincorporated association.

Section 7.3 Voluntary Organization

Membership in the Association shall be voluntary.

Section 7.4 Organizational Status

The Association shall not constitute a homeowners' association.

These By-Laws were adopted at the inaugural meeting held August 4, 2012.