

CECIL COUNTY LANDLORDS ASSOCIATION BY-LAWS

ARTICLE I

SECTION 1 NAME AND LOCATION

The name of this association is Cecil County Landlord Association. Its office address is 212A South Bridge St.#162, Elkton, MD 21921

SECTION 2 PURPOSE

- A. To recognize and promote responsible rental, investment, and other real property ownership in the Cecil County area.
- B. To provide its members with guidance and information in the area of rental investment properties.
- C. To keep rental property owners knowledgeable and in the forefront of housing problems and issues.
- D. To work with appointed and elected officials to solve problems involving rental properties.
- E. To provide an avenue to help solve community problems with rental properties.

ARTICLE II

SECTION 1 MEMBERSHIP

- A. Any individual who owns rental property or invests in other real property in the Cecil County area shall be eligible for membership and shall, upon application to the Board of Directors and upon payment of the annual dues, become a member and be entitled to all privileges of membership.
- B. All members of the association shall agree to comply with and be bound by the By-Laws and rules and regulations of the association.
- C. Any member who violates Section B of this article may be removed from membership upon the vote of two-thirds of the board present and provided that the said member has been notified in writing of the By-Laws allegedly violated.
- D. No member shall speak for the association without specific authority.
- E. Only members shall be eligible to hold a position of officer, Director, or Chairman of a standing committee.
- F. Each member shall have one vote.
- G. All members shall adhere to the principles of responsible property ownership and shall adhere to the management and operation of these properties in order to promote the safety, health, and welfare of the public.
- H. Only current paid members may participate in membership meetings.

SECTION 2

ASSOCIATE MEMBERSHIP

- A. Any individual who has an indirect financial interest in rental or investment property in the Cecil County area shall be eligible for an associate membership and shall, upon application to the Board of Directors and upon payment of annual dues, become an associate member.
- B. An associate member shall be a non-voting member.
- C. An associate member shall not be allowed to serve on the Board of Directors or as an officer.

ARTICLE III

DIRECTORS

SECTION 1

NUMBERS AND QUALIFICATIONS

A Board of Directors composed of seven person including four officers shall govern the affairs of the organization. The membership of the Board shall be elected from the membership at large and shall be members in good standing of the organization.

SECTION 2

ELECTION, POWERS, AND DUTIES

At the annual meeting, the members of the association shall elect five (5) members of the Board of Directors to serve for terms of one (1) year each, another three(3) members of the Board of Directors to serve for terms of two (2) years each, Thereafter at annual meetings of the membership of the association members of the Board of Directors shall be elected for terms of three (3) years each to replace Directors whose terms have expired. All vacancies on the Board of Directors occurring between annual meetings of the membership of the association shall be filled as provided in Section 6 of this Article III. Officers shall be elected as provided for in Article IV of these By-Laws; the Board of Directors shall have all the powers and duties necessary for the administration of the affairs of the organization. The powers of the Board of Directors shall include but not be limited to the following:

- A. To keep minutes of its meetings and a full account of its transactions.
- B. To create and appoint committees to assist the Directors in the conduct of the organization's affairs.
- C. To monitor and lobby for or against local, state, and federal legislation and/or governmental policies affecting the rental property and real property industry.
- D. To establish the policies by which the organization shall be governed in its day-to-day operation.

SECTION 3. BOARD MEETINGS

The Board of Directors shall, upon written notice to each Director (mailed out not less than three (3) days before the day of any meeting) meet quarterly, at a time and place to be designated by the President except that when deemed to be an emergency, the President or majority of the Board of Directors or the executive committee contacted not alter than the day before the day set for the meeting, meet at a time and place to be designated by that authority calling for such a meeting.

SECTION 4 QUORUM

A majority of five (5) members of the Board of Directors shall be necessary and sufficient to constitute a quorum for the transaction of business at every meeting of the Board of Directors.

SECTION 5 REMOVAL

At any meeting of the membership called for the purpose, any Director may, by the vote of a majority of all members present and entitled to vote, be removed from office, with cause and another may be elected in the place of the person so removed, to serve for the remainder of his term.

SECTION 6 VACANCIES

If any Director shall die or resign, or if the membership shall remove any Director without electing another in his place, a majority of the remaining Directors (although such majority is less than a quorum) may elect a successor to hold office for the unexpired portion of the term.

ARTICLE IV

SECTION 1 OFFICERS AND TERMS

The officers of the association shall be a President, a Vice President, a Treasurer, and Secretary. The officers shall be elected annually by majority vote of all members present and entitled to vote at the annual meeting of membership and there are no term limits.

PRESIDENT

The President shall be the chief executive officer of the association. He shall, when present, preside at all meetings of the members and Directors; he shall have general management and direction of the business of the association and all powers ordinarily exercised by the President of an association; he shall have authority to sign and execute, in the name of the association, all authorized instruments.

VICE PRESIDENT

In the absence of the President, the Vice President shall perform all the duties of the President.

TREASURER

The Treasurer shall have charge of and be responsible for all funds, securities, receipts and disbursements of the association and shall deposit, or cause to be deposited, in the name of the association all monies or other valuable effects in such banks, trust companies, or other depositories as shall, from time to time, be selected by the Board of Directors; he shall render to the President and to the Board of Directors, whenever requested, an account of the financial condition of the association; and, in general, shall perform all the duties ordinarily incident to the office of a Treasurer of an association, and such other duties as may be assigned to him by the Board of Directors or by the President.

Negotiable Instruments and Other Evidence of Indebtedness

All checks, drafts, or orders for the payment of money, notes and other evidence of indebtedness, issued in the name of the association shall be signed by the Treasurer and by the President

Fiscal Year

The fiscal year of the association shall be from April 1, to March 31.

SECRETARY

The recording Secretary shall take and keep (in typewritten form) the minutes of all meetings of the membership or Board of Directors.

PAST PRESIDENT

The immediate past president shall serve as a member of the Board of Directors and as a member of the Nominating Committee, with full voting rights.

ARTICLE V

SECTION 1 ANNUAL MEETINGS

The annual meeting of the membership is to be held in May of each fiscal year, shall be called by the President. New board members, replacing those whose terms have expired, shall be elected to the Board of Directors at this meeting. Notice of annual meetings of the Board of Directors shall be given to each member, by ordinary mail, postage prepaid at least 10 days prior to the day named for such meeting.

SECTION 2 QUORUM

At any annual, regular, or special meeting of members, the presence, in person, of ten percent (10%) of all members in good standing shall be necessary and sufficient to constitute a quorum for the election of directors or for the transaction of other business; but, in the absence of a quorum, the members entitled to vote who shall be present in person at any meeting (or adjournment thereof) may vote of a majority of members so present and entitled to vote, adjourn the meeting from time to time, but not for a period of over thirty (30) days at any one time, by announcement at the meeting until a quorum shall attend. At any such adjourned meeting at which a quorum shall be present any business may be transacted at the meeting as originally notified.

SECTION 3 PROXIES

Members must vote in person, and proxies shall not be allowed.

SECTION 4 REGULAR MEETINGS

Regular meetings of the membership shall be held as called by the Board of Directors; notice to be given at least ten (10) days prior to such meeting.

SECTION 5 SPECIAL MEETINGS

Special meetings of the members of the association may be called at any time by a majority of the Board of Directors either by vote or in writing, or may be called at any time by the President of the association. In addition, upon request in writing, delivered to the Secretary of a majority of all the members entitled to vote, it shall be the duty of the said Secretary to call forthwith a meeting of the members at the expense of the association. Such request shall state the purpose of the meeting and notice thereof shall be given as provided in Section 4 of this Article V. No business other than that stated in the notice of the meeting shall be transacted at any special meeting of the members, however called. Special meeting of the members shall be held at the principal office of the association in the State of Maryland, or at such other place as shall be specified in said notice. Special meetings may also be called in accordance with applicable provisions of law.

ARTICLE VI

COMMITTEES

SECTION 1 NOMINATING

The nominating committee shall develop annually a slate of nominees for Directors and Officers. The past President shall chair this committee. The Board of Directors shall appoint three (3) people from the general membership and three (3) from the Board of Directors to serve with the Chairman. The nominating committee shall nominate the officers and Directors and shall obtain their consent to be elected by the organization. These nominations shall be presented in the organizations letter, which

shall be mailed at least ten (10) days prior to the annual election meeting. Additional nominations from the general membership may also be made at the annual election meeting, provided the person so nominated is present and consents to their nomination.

SECTION 2 MEMBERSHIP

- A. The Vice President shall chair the membership committee. The committee shall promote new members eligible for membership and encourage retention of existing members. The Board of Directors shall appoint the membership committee.
- B. Membership Review committee- As a subcommittee of the membership committee, a membership review committee shall be established whose function shall be to assure that all members adhere to the professional and ethical conduct expected by law and by virtue of the association's rules of conduct and procedure as may be adopted from time to time by the Board of Directors. Such committee may from time to time review membership applications and make recommendations to the Board with regards to the acceptance of members. Such committee shall also serve as that committee responsible for hearing charges of unethical and non-professional conduct against it's membership; shall hold such hearings as required according to rules adopted by the Board of Directors; and shall make such recommendations as to its finding in such hearings to the Board of Directors for their final actions.

SECTION 3 PUBLICITY

The corresponding Secretary shall chair the Publicity Committee. This committee shall be responsible for press releases and handle publicity for the association activities. The Secretary shall appoint the Publicity Committee.

SECTION 4 LEGISLATIVE

A member of the Board of Directors, appointed by the President, shall chair the Legislative Committee. This committee shall keep the Board of Directors informed on all new laws concerning rental and other real investment properties. The Legislative committee (other than the Chairman) shall be appointed by the Chairperson of this committee.

ARTICLE VII

AMENDMENTS

The By-Laws may be amended in the following manner:

SECTION 1 PROPOSING AMENDMENTS

- A. The Board of Directors by majority vote may propose amendments.
- B. Amendments may be proposed at a general membership meeting by a majority vote.

- C. A petition containing the names of at least ten (10) members may propose amendments and a copy of the proposed amendment is to be acted upon.

SECTION 2 NOTIFICATION

- A. Written notice of the proposed amendments shall be mailed to each member at least twenty (20) days prior to the general membership meeting at which a vote is to be taken.

SECTION 3 RATIFICATION

- A. The proposed amendment must be approved by two-thirds (2/3) of the votes cast.
- B. Voting by proxy is prohibited.

ARTICLE VIII

SECTION 1 BOOKS AND RECORDS

The financial statements, books and records of the corporations shall be available at the principal office of the corporation or at such other place as the Board of Directors may designate.