

BY-LAWS
LONG POINT IMPROVEMENT ASSOCIATION, INC.

ARTICLE I

Section 1. PRESIDENT

- (a) It shall be the duty of the President to preside at all meetings and to enforce all laws and regulations relating to the administration of the Association.
- (b) The President shall call the meetings of the Association and meetings of the Board of Governors when he deems it necessary or upon the request of at least one-fourth (1/4) of the membership of the Association.
- (c) The President shall appoint all committee chairmen.

Section 2. VICE-PRESIDENT

- (a) In the absence of the President, the Vice-President shall assume all the powers and prerogatives of President.
- (b) In case the office of President should become vacant, the Vice-President shall automatically become President.

Section 3. CHAIRMAN PRO-TEMPORE

In the event of the absence of both the President and the Vice-President from any of the meetings of the Association, the Chairman of the Board shall preside.

Section 4. RECORDING SECRETARY

The Recording Secretary shall enter all minutes, resolutions, and proceedings of the Association or of the Board of Governors in the proper books.

Section 5. CORRESPONDING SECRETARY

The Corresponding Secretary shall be responsible for all correspondence relating to the Association; shall issue notices of meetings as required; and shall perform all the duties pertaining to that office.

Section 6. TREASURER

- (a) All monies payable to the Association shall be paid to the Treasurer.

- (b) All monies payable by the Association shall be paid by check, and shall be co-signed by the Treasurer and by the President.
- (c) The Treasurer shall give a Treasurer's report at regular monthly meetings of the Association, and as requested at meetings of the Board of Governors.

Section 7. BOARD OF GOVERNORS

- (a) It shall be the first duty of the Board of Governors to elect the officers required under Article I of the By-Laws.
- (b) It shall be the duty of the Board of Governors to take the initiative in determining the policies of the Association.
- (c) It shall be their duty to take charge, control and manage all property and finances of the Association.
- (d) The Board shall keep a record of their proceedings and make a report thereof in writing to the Association at each regular meeting.
- (e) It shall be the duty of the each Board Member to assume chairmanship or service on one of the standing committees so that no committee is without a chairman, unless the Board member is designated as an at-large member. This does not exclude non-board members from serving on committees, or, as chairman of standing committees. An "at large member" shall be defined as a member who does not serve on any committee. The "at large" designation shall be limited to two (2) positions.
- (f) The office of a member of the Board of Governors may be vacated by his absence from two (2) consecutive meetings of the Board, without good and sufficient reason satisfactory to the Board.
- (g) Board members who are not current with their dues (i.e., not members in good standing) are not eligible to vote at Board meetings.

Section 8. COMMITTEES

- (a) There shall be standing committees and special committees as required. The standing committees shall be as follows, but not limited to:
 - i. By-laws Committee
 - ii. Ways and Means Committee
 - iii. Membership/Nominating Committee
 - iv. Community Relations Committee
 - v. Community Property Committee
 - vi. Building Committee
 - vii. Boat Ramp Committee
 - viii. Finance Committee
- (b) The Chairman of each committee shall select the remaining members of that committee.
- (c) The Chairman or a member of each committee shall submit a report at each regular meeting.
- (d) The By-Laws Committee shall be composed of a minimum of three (3) members. Their duties shall be to accept and screen suggestions, make

- proposals, and monitor the existing Constitution and By-Laws for the purpose of amendment.
- (e) The Ways and Means Committee shall be composed of a minimum of three (3) members. Their duties shall be to:
 - i. Set up a social calendar.
 - ii. Engage orchestras and caterers for each affair on the calendar as required, and:
 - iii. Remind the Membership of coming events, 60 days in advance for the purpose of appointing a special committee for that affair.
 - (f) The Membership/Nominating Committee shall be composed of a minimum of three (3) members, all of who must be residing full members of the Association. Their duties shall be to visit new residents and prospective members, to maintain and furnish to the Corresponding Secretary and to the Treasurer a current membership list, and to prepare a slate of officers for the succeeding year.
 - (g) The Community Property and Planning Committee shall be composed of a minimum of 5 members whose duties it shall be to inspect and keep the community beaches clean and clear of debris; plan for optimal usage of community property; and investigate incidents or occurrences that may be detrimental to the aims of this Association, which include safety and liability concerns, and permit and zoning violations. They are to report their findings to the Board of Governors.
 - (h) The Community Relations Committee shall be composed of a minimum of three (3) members. Their duties shall be to provide positive support and interaction with community residents, which include calling on new residents, and being available to assist neighbors with short-term specific needs.
 - (i) The Building Committee shall be composed of a minimum of three (3) members. Their duties shall be to make periodic inspections of the Community Building and equipment, and make recommendations for repair, replacement, etc.
 - (j) The Boat Ramp Committee shall be composed of a minimum of three (3) members. Their duties shall be the administration of keys to the boat ramp, make periodic inspections of the boat ramp, and make recommendations for repair, replacement, etc. They shall also monitor for appropriate usage to insure that members are using the ramp in accordance with their signed agreements.
 - (k) The Finance Committee shall be composed of a minimum of three (3) members, to include the Treasurer. Its duties shall include preparation of the annual budget which is to be submitted and approved at the June General meeting.
 - (l) The President as required shall appoint special committees.

ARTICLE II

MEETINGS OF THE ASSOCIATION

Section 1. ANNUAL MEETING

The annual meeting of the Association shall take place at the regularly scheduled September Quarterly Board of Governors meeting.

Section 2. GENERAL MEMBERSHIP MEETINGS

Annual General Membership meeting shall take place in September. The meeting will take place on the second Tuesday of the month, at the Association Hall, commencing at seven-thirty (7:30) P.M. A quorum shall consist of ten (10) members for the purpose of conducting business.

Section 3. BOARD OF GOVERNORS MEETINGS

Meetings of the Board of Governors shall take place quarterly, with a minimum of four (4) meetings a year. When necessary, emergency meetings shall be held. A quorum shall consist of no fewer than five (5) Board members present.

Section 4. COMMITTEE MEETINGS

All committees shall be subject to the call of their respective chairmen. A simple majority of any and all committees shall constitute a quorum of said committee to transact business.

Section 5. PROXIES

Members may vote either in person or by proxy, but no proxy which is dated more than ninety (90) days before the annual or general meeting at which it is offered shall be accepted. Every proxy shall be in writing. The member voting by proxy must be represented by a member in good standing.

ARTICLE III

NOMINATION AND ELECTION OF OFFICERS

Section 1. Nomination

- (a) The Nominating Committee shall present a slate at the annual meeting for the Board of Governors whose terms are expiring or for any vacancies created.
- (b) The tentative slate shall be presented to the Membership at the annual meeting.
- (c) The tentative slate shall be published in the "Long Pointer" prior to the annual meeting.

- (d) Nominations shall be accepted from the floor at the annual meeting.
- (e) The size of The Board of Governors will consist of a maximum of nine (9) members, with a minimum of five (5) to meet a quorum at Board Meetings.

Section 2. Election

The election shall be by ballot. All members of this Association, in good standing, and meeting all the requirements of full membership, as required by Article III of the Constitution, shall be eligible to vote. The Nominating Committee shall collect and tally the ballots, and announce the results to the Presiding Officer, who thereupon shall declare the nominee receiving the majority of the votes cast, elected to the respective position.

ARTICLE IV

DUES

Section 1. LPIA

- (a) The dues for each calendar year shall be a minimum of fifty dollars (\$50.00) per family, and a minimum of twenty-five dollars (\$25.00) per family for residents age 60 and over.
- (b) In the event the property owners vote to create a Special Community Benefit District in accordance with the Anne Arundel County Code, Article 6, Sec. 2-103, and the County shall accept our petition to become such district; the preceding sentence shall become null and void. The method of taxation shall be a uniform assessment per tax account. An operating budget will be submitted by the Board of Governors to be voted upon and approved at the designated General Membership meeting. Written notice will be given by mail a minimum of 15 days prior to the general meeting.
- (c) An annual operating budget will be submitted by the Finance Committee of the Board of Directors to be voted upon and approved by the Association at the Membership and Elections meeting which is held annually in September. Written notice will be given to the current year's members via e-mail and/or postal delivery of the "Long Pointer" newsletter at least five days prior to the Annual general meeting.

Section 2. Magothy River

The Long Point Improvement Association, Inc. maintains membership in the Magothy River Association.

Section 3. Boat Ramp

Membership in the Long Point Improvement Association, Inc. shall entitle the Long Point resident/property owner to use a boat ramp key during the current calendar year for additional dues of twenty-five dollars (\$25.00). Boat ramp dues shall be kept solely for expenses related to upkeep, maintenance and repairs to the boat ramp.

ARTICLE V

FINANCES

Section 1. Disbursements:

- (a) Funds sufficient to cover expenditures shall be prescribed in the annual budget.
- (b) All expenditures exceeding the annual budget must be approved by the Board of Directors at scheduled meetings per Article II, Section 3. The Board of Directors shall incur no other obligation in excess of the approved budget except to protect lives or property in the event of a disaster or emergency, and to operate in accordance with governmental regulations. In which case, approval of a majority of Board members shall be sought by the most expeditious means with written memos to be presented at the next scheduled Board meeting.
- (c) No member of the Board of Directors may receive any compensation from LPIA for any services they may perform for the Association, except in special circumstances as approved by the Board of Directors.
- (d) LPIA shall file IRS Form 1099-MISC in all instances where a Long Point resident/property owner, including any member of the Board of Directors, receives at least \$600 for services rendered to LPIA.

Section 2. Non-Budgeted Repairs and Capital Reserve Expenditures:

- (a) All Capital Reserve Funds are to be used solely for maintenance, repairs and major improvements to the Association's property, particularly the Hall and other community property.
- (b) All non-budgeted expenditures and all expenditures from the capital reserves require Board approval. The Board of Directors shall seek competitive bids from at least three (3) sources for all expenditures from the Capital Reserve Fund and for all non-budgeted repair or service expenditures exceeding six hundred dollars (\$600.00).
- (c) All competitive bids are to state specifically what shall be accomplished by the bidder, as well as tasks for which the bidder is not responsible (e.g., clean-up, painting, etc). Competitive bids are to itemize all materials to be used and their price. Competitive bids shall also contain a price for labor. The total amount of the bid is to be a firm fixed quote and not an estimate.

(Rev. 6/13 based on changes adopted 9/99, 6/00, 6/02, 9/03, 6/04, 9/05, 12/06 & 6/13.)

CONSTITUTION
LONG POINT IMPROVEMENT ASSOCIATION, INC.

ARTICLE I

The name of the association shall be "The Long Point Improvement Association, Incorporated", herein referred to as the Association or this Association.

ARTICLE II

The aims of the Association shall be:

1. the protection of property rights
2. compliance with Anne Arundel County codes for residential neighborhoods
3. to increase property values
4. to promote activities for the general improvement and welfare of this community.

ARTICLE III

Only a resident and/or property owner of Long Point, immediately upon payment of dues, shall be considered a member in good standing with full membership and voting privileges. In the event the property owners vote to create a Special Community Benefit District, the preceding sentence shall become null and void in accordance with Article IV, Section 1 of the by-laws.

ARTICLE IV

Section 1.

The officers of this Association shall be: President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer, all of whom shall be elected to office for a one year term by the Board of Governors, and all of whom shall be residing property owners in Long Point and members in good standing.

Section 2.

The Board of Governors of this Association shall consist of the officers of this Association and a minimum of four (4) members to a maximum of six (6) members (including the Chairman of the Board) of the Association, all of whom shall be residing property owners in Long Point, and members in good standing.

Section 3.

The Board of Governors annual open seats shall be elected by ballot at the annual meeting with the exception of the Chairman of the Board of Governors. The outgoing President automatically becomes Chairman unless he does not desire to hold that office. In that event, the candidate running for the Board of Governors that receives the most votes becomes Chairman of the Board. However, election to an office by ballot may be dispensed with by a unanimous vote when there is but one candidate for an office.

Section 4.

At the annual September meeting, the Board of Governors will elect the officers of the Association. The term of office as determined in the By-Laws begins October 1 and ends on September 30. Should any of the offices on Article 4, Sections 1 and 2 be vacated, the Board of Governors shall appoint a Member-At-Large to fill the vacancy. The person filling a vacant office must meet the aforementioned requirements for an office holder. The only exception to this method of filling a vacant office is the office of President, which upon becoming vacant, shall be filled by the Vice-President.

ARTICLE V

The rules contained in "Robert's Rules of Order Revised" shall govern the Association in all cases to which they are applicable and in which they are not consistent with the By-Laws or the special rules of order of this Association.

ARTICLE VI

Amendments to this Constitution or to the By-Laws of this Association can be accomplished only by the following procedure:

- 1 Proposed amendments must be submitted to and approved by the Board of Governors.
- 2 No proposition to amend the Constitution or By-Laws shall be acted upon unless prior written notice thereof has been given to members in good standing. The proposed change(s) will be presented to the membership at one open [Board] meeting before being voted upon at the next general meeting.
- 3 For adoption, and amendment must be voted upon at a regular or special meeting of the Association and passed by a two-thirds (2/3) majority of those members present and voting, or by their written and dated proxies as presented by members in good standing.

(Rev. 6/13 based on changes adopted 9/99, 6/00, 6/02, 9/03, 6/04, 9/05, 12/06 & 6/13.)