

FAIRWOOD ASSOCIATION INC BYLAWS

ARTICLE I NAME:

The name of the Association shall be the FAIRWOOD ASSOCIATION, INC. and shall be herein referred to as the Association. The mailing address of the Association shall be:

PO BOX 1084
Pasadena, MD 21122

ARTICLE II PURPOSE:

The purpose of the Association shall be to maintain the property of the community and to promote fellowship within the community by sponsoring neighborhood events.

ARTICLE III MEMBERSHIP:

Sec. 1 Membership in the Association shall be open to all persons owning property or residing in the Community of Fairwood as laid down in the plats as recorded with Anne Arundel County.

Sec. 2 Qualified persons will become members in good standing by paying annual dues.

Sec. 3 Membership in the Association will be terminated:

1. Upon the request of the member.
2. Upon permanent removal from and/or sale of property in Fairwood.
3. On June 30th each year, unless or until dues for the following year have been paid.

ARTICLE IV DUES:

Sec. 1 Dues shall be levied annually in the amount established by resolution of the Board of Directors and shall become effective and payable on the first day of July.

Sec. 2 Dues for new members shall be prorated semi-annually.

Sec. 3 No refunding of dues shall be authorized.

Sec. 4 Former and non-members shall be classified as active members by the payment of the current year's dues.

Sec. 5 Inactive members may be reinstated to active membership by the payment of a full year's dues.

ARTICLE V MEETING OF THE MEMBERSHIP:

Sec. 1 All meetings of the membership of the Association shall be held at such place within Anne Arundel County, Maryland, as may be selected by the Board of Directors.

Sec. 2 The Annual Meeting of the members shall be held during the spring of each year at such time as is designated in the notice of the meeting. At the meeting the voting membership shall elect Directors and Officers from the active voting membership and shall transact such other business as may be properly brought before the meeting.

Sec. 3 General membership meetings shall be called by the President September, January and April of each year. General membership meetings may be called at any time by the Secretary at the request of a majority of the Board of Directors or on the petition to the Secretary from the members, signed by at least one-third of the total membership.

Sec. 4 Notice of each meeting of the general membership shall be given to each member at least five days before such meeting. The notice shall state the date, time and place of the meeting. Notice may be given electronically, by email and social media.

Sec. 5 A quorum of five members of the board of directors must be present to transact business. In the event a quorum is not reached, the President shall set a time and place for the next meeting and adjourn those members present.

Sec.6 At any meeting each voting household shall have 1 vote. The full list of the members entitled to vote at any meeting shall appear on the books of the Association. A majority of the votes cast shall be sufficient to pass any measure.

ARTICLE VI BOARD OF DIRECTORS:

Sec. 1 The number of Directors of the Association shall be seven (7): the current four (4) officers, and three (3) additionally elected Directors. Each member will be elected for a one year term, and only one (1) member of a voting membership family shall be entitled to serve on the Board of Directors at one time.

Sec. 2 The property, affairs, funds and activities of the Association shall be managed by the Board of Directors which shall prescribe matters of policy consistent with the bylaws, including rules and regulations which shall be binding upon all members and committees. The Board of Directors shall keep a full written record of all transactions.

Sec.3 At every meeting of the Board of Directors there must be a presiding officer and a secretary to record minutes.

Sec. 4 Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining Directors, and the Directors so chosen shall hold office until the next annual election and until their successors shall be duly elected and qualified unless sooner displaced.

Sec. 5 The Board of Directors may hold its meetings, have its office, and keep the books and records of the Association at such place or places within Pasadena, Maryland as the Board of Directors may determine.

Sec. 6 Meetings of the Board of Directors shall be held within Pasadena, Maryland. Special meetings may be held at any time upon the call of the President or three (3) Directors by oral, electronic or written notice, duly served on or sent or mailed to each Director not less than 48 hours before such meeting. Such notice must state the time and place of the meeting and its specific purpose. No business other than that specified shall be transacted at any special meeting. All meetings of the Board of Directors shall be open to the membership.

Sec. 7 The Board of Directors may appoint standing committees and may invest them with all their own powers subject to such conditions as they may prescribe, and all committees so appointed shall keep regular minutes of their transactions and shall cause them to be recorded in books kept for that purpose in the office of the Association and shall report the same to the Board of Directors at their regular meetings.

ARTICLE VII ORDER OF BUSINESS AT ALL MEETINGS:

- (1) Call to Order
- (2) Determination of Presence of a Quorum
- (3) Reading of the minutes of the most previous General and Board of Directors meetings.
- (4) Reports of Officers
- (5) Reports of Committees
- (6) Election of Officers and Directors (at Annual Meeting)
- (7) Old Business
- (8) New Business
- (9) Good and Welfare of the Organization
- (10) Adjournment

ARTICLE VIII ELECTIONS:

Sec. 1 In anticipation of the regular annual election for the offices of President, Vice-President, Secretary, Treasurer and three other Directors, the Board of Directors shall invite members of the association to place their names on the ballot of officers for the upcoming year. Members wishing to hold office should respond to the secretary of the board one month before the scheduled annual meeting.

Sec. 2 The Secretary of the Board of Directors shall prepare a ballot of candidates for election. Each candidate's household must be a voting member in good standing.

Sec. 3 The annual election shall be at the Annual Meeting of the membership.

Sec. 4 At the annual election, additional nominations may be received from the floor prior to voting. Each nominee must be a voting member in good standing and must expressly accept the nomination. In the balloting for the offices of President, Vice-President, Treasurer and Secretary the nominee receiving the highest number of votes for each office shall be declared elected. In the balloting for the remaining three (3) Directors, the three (3) nominees receiving the highest number of votes shall be declared elected, regardless of whether each received a majority of the votes cast.

Sec. 5 If there is only one candidate for office, election can be by voice vote of members present.

ARTICLE IX DUTIES OF OFFICERS:

Sec. 1 The President: as Chief Executive Officer of the Association, shall supervise the Association's affairs and activities in a manner consistent with the policies of the Board of Directors, and shall make an annual report thereon to the members at the Annual meeting. The President shall preside at membership and Board of Directors meetings.

Sec. 2 The Vice President: shall preside at membership and Board of Directors meetings in the absence of the President.

Sec. 3 The Secretary: shall give the required notice of all meetings and shall keep a permanent record of the minutes of such meetings. The Secretary shall be custodian of all official records of the Association.

Sec. 4 The Treasurer: shall issue notices of dues payable and be responsible for collection thereof, keep the books of the Association, disburse funds at the direction of the Board of Directors, and shall report in detail at the Annual Meeting and at such other times, as directed by the Board of Directors, on the financial condition of the Association.

ARTICLE X FINANCE:

Sec. 1 Funds of the Association shall be withdrawn from the bank or banks with which they are deposited by the signature of the Treasurer and President, or the Treasurer and Vice President. The books and accounts of the Association shall be audited annually immediately preceding the installation of the Treasurer.

Sec. 2 No member of the Association shall have any power to incur expense in the name of the Association without receiving prior authority from the Board of Directors.

Sec. 3 Any expenditure or financial commitment greater than \$1000 will be subject to a vote of the full general membership.

ARTICLE XI REMOVAL:

Removal proceedings may be instituted against any Director or member upon the presentation to any Director of a formal written complaint bearing the signature of at least twenty percent (20%) of the voting membership of the Association. Such formal complaint shall be read to the general membership at the earliest available meeting. Thereafter, at the next membership meeting a complete hearing shall be conducted over which the President shall preside. At the conclusion of such hearing, the voting membership shall vote by written ballot whether to remove such Director or member.

ARTICLE XII RULE OF ORDER/DEFINITIONS:

Sec. 1. Roberts Rule of Order shall govern the proceedings of all meetings of the Association except as provided in these Bylaws.

Sec. 2. "Quorum" shall be defined as one fifth of all active member households in good standing.

ARTICLE XIII AMENDMENTS:

Sec. 1 These Bylaws shall be amended by a two-thirds vote of the active voting members present at which a quorum is present, provided notice of such action be sent or made available to each member ten (10) days prior to the date of the meeting.

Sec. 2 These Bylaws shall be suspended for the duration of one meeting by a two-third vote of the active voting membership at which a quorum is present, provided ten (10) days prior notice of such action be mailed to all members.

*These Bylaws governing Fairwood Association, Inc. were approved on April 7th, 2024, in accordance with the rules set forth in the previous version of the Association's by-laws dated May 11th, 2016.

Dave Landymore, President:

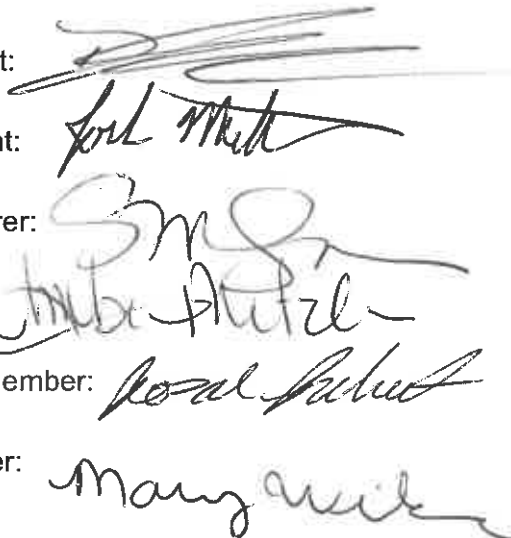
Josh Metzler, Vice President:

Shannon Shannon, Treasurer:

Amber Metzler, Secretary:

Rosalie Rineheart, Board Member:

Mary Wilson, Board Member:



The block contains six handwritten signatures corresponding to the names listed to the left. From top to bottom: Dave Landymore (President), Josh Metzler (Vice President), Shannon Shannon (Treasurer), Amber Metzler (Secretary), Rosalie Rineheart (Board Member), and Mary Wilson (Board Member). The signatures are written in dark ink and are somewhat stylized.