

WESTELEE CIVIC ASSOCIATION BY-LAWS

(CURRENT AND IN EFFECT JULY 31, 2023)

ARTICLE ONE NAME

Section 1 - This organization shall be known as the Westelee Civic Association, Inc. with post office address in Shady Side, Maryland 20764 and is incorporated under the laws of the State of Maryland per articles of revival dated 22 June 1990.

ARTICLE TWO PURPOSE

Section 1 - To promote the general welfare and the orderly and environmentally sound growth of the Westelee Community.

Section 2 - To provide and maintain recreational facilities for the residents of Westelee.

Section 3 - To maintain liaison with appropriate officials of Anne Arundel County.

Section 4 - To encourage the residents and property owners to maintain individual properties in such a manner as to be beneficial to the community.

ARTICLE THREE POLICIES

Section 1 - The policies of the association shall be determined by the duly elected Board of Directors. All actions of the Board may be reviewed by the members at the next general membership meeting. A two-thirds (2/3) vote of members present will be required to override any such action.

Section 2 - This association is chartered to be non-commercial and non-sectarian, and will not sponsor any political candidate. The name of the Association or the names of its officers (in their official capacity) shall not be used in any connection with a commercial concern, with a political interest, or for any activity except as provided in the stated purpose (ARTICLE II, above) of the association.

Section 3 - The Association may cooperate with other organizations or agencies toward the betterment of this and other associations.

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ARTICLE FOUR BOUNDARIES AND MEMBERSHIP

Section 1 - The geographical area embraced by the Westelee Civic Association is as follows: Bounded on the west by the shores of the West River, on the south and east by the South Creek of the West River, and on the north by Steamboat Road, but including all properties having direct road access to Steamboat Road, West of Lerch Drive as specifically outlined in Schedule "A", attached hereto and made a part hereof.

Section 2 - Residents in the Westelee boundaries area interested in the objects of the Association and willing to uphold its policies, rules and regulations and subscribe to its By-Laws, may become a member upon payment of dues and submission of the signed membership request form as hereinafter provided. Residents shall be construed as to include property owners and lease holders of at least 1 year term or longer.

Section 3 - Only members-in-good-standing with the Westelee Civic Association and their guests may use the facilities of the Association. The Westelee Civic Association defines the term "guests" as a family member or friend, visiting in your home, and not part of a financial transaction. Short or long-term rental property tenants, less than one year lease term, are not authorized to use Westelee Civic Association amenities. (e.g. Airbnb, Vrbo, or other entities or offerings that acts as a broker or directly brokered)

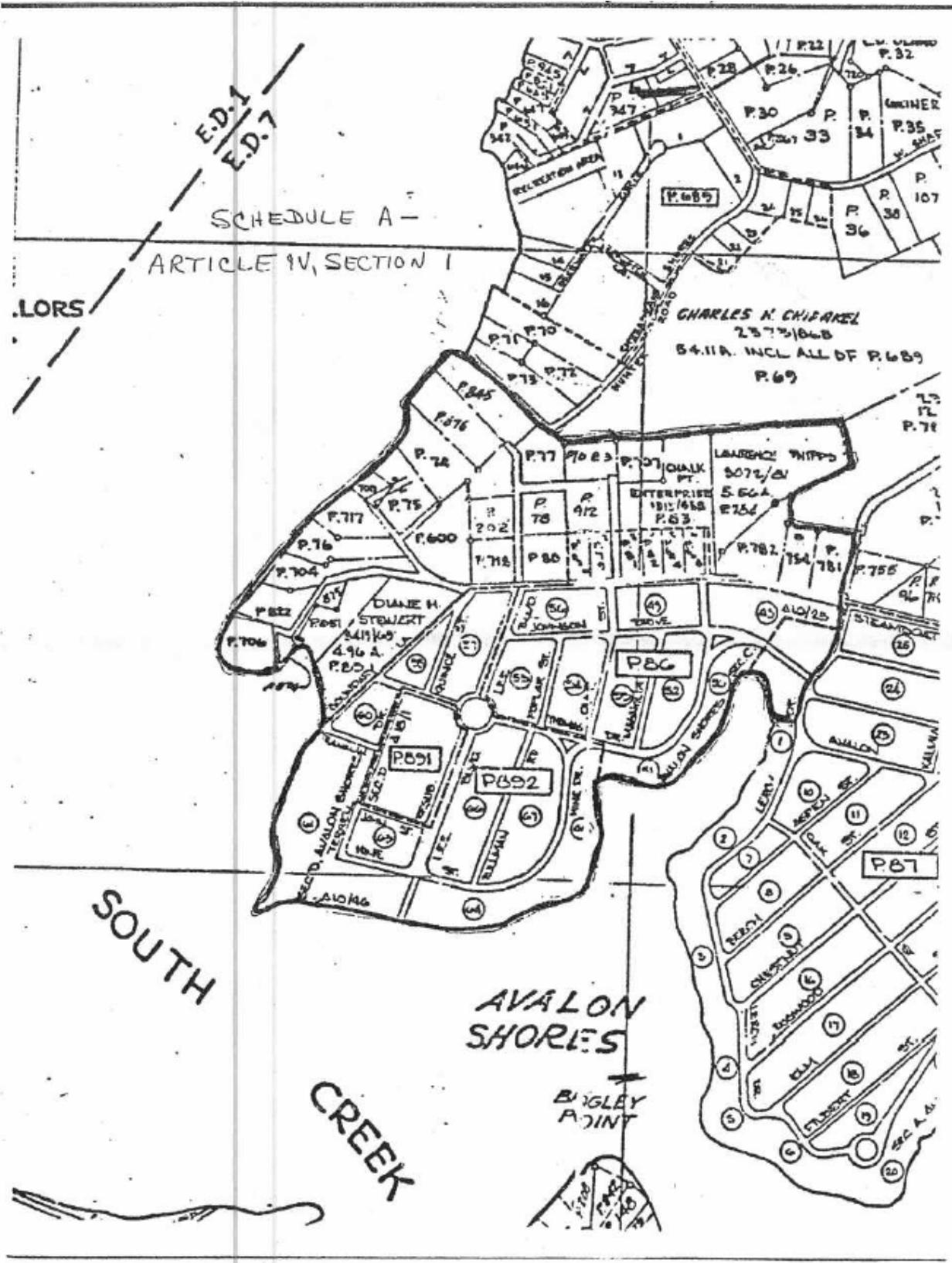
Section 4 - Each member (family unit) is entitled to one vote per residence.

Section 5 - Dues, boat slip and ramp use fees shall be established, thru proper method, by the General Membership. These shall be due and payable by March 31 of each year. One-half of the boat slip fee must be paid by March 31, with the balance paid by May 31. Failure to pay balance by the due date may result in forfeiture of deposit and slip will be reassigned.

Section 6 - Westelee Civic Association members, either directly or indirectly through, or their guests, who fail to promote good order for the general welfare of the Westelee community, or violate the Westelee Civic Association By-Laws, Policies and Park Rules and Regulations, may be subject to temporary or permanent suspension of their Westelee Civic Association membership. The Westelee Civic Association Board of Directors is the voting authority for the temporary or permanent suspension and/or reinstatement of Westelee Civic Association membership. Members who receive temporary or permanent suspension of their membership will forfeit any paid dues, donations, or boat/kayak slip payments.

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ARTICLE FIVE OFFICERS

Section 1 - The officials of this Association shall be: **President, Vice President, Secretary, Treasurer and Seven Directors.** The term Officers or Board of Directors throughout this document will designate these officials.

Section 2 - The officers shall be elected by a ballot at the 2nd General Membership meeting of the year. All officers shall take office as of January of the following year and shall serve for a term of two (2) years or until their successors shall be duly elected.

Section 3 - A nominating committee, consisting of three members in good standing, shall be appointed by the Board of Directors at a Board of Directors Meeting for the purpose of providing a candidate or candidates for each elective office. The report of the nominating committee shall be made at the 2nd General Membership Meeting at which time additional nominations may be made from the floor.

Section 4 - A vacancy for any reason in any elected office which occurs between normal elections may be filled by the President, subject to the approval of the Board of Directors, for the unexpired portion of the term.

ARTICLE SIX DUTIES OF OFFICERS

Section 1 - The President shall preside at all meetings of the Association and Board of Directors, shall be a member, ex-officio of all committees and shall perform all other duties usually pertaining to the office and as provided in these By-Laws.

Section 2 - The Vice-President shall act as an aide to the President and shall perform the duties of the President in the absence of that officer. The Vice-President shall serve, either as Chair or active member of the Activities/Way and Means Committee.

Section 3 - The Secretary shall record accurate minutes of all meetings of the Association or Board of Directors and compile an annual file of these minutes including a separate list of all motions passed in said minutes. The Secretary shall coordinate with the Treasurer and Membership Chair to record an official membership list to be included with the Annual Minutes File. The Secretary shall keep all records and correspondence pertaining to Westelee Civic Association, with the exception of financial and corporate matters.

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ARTICLE SIX DUTIES OF OFFICERS, cont.

Section 4 - The Treasurer shall receive all money of the Association and shall keep an accurate record of receipts and expenditures and shall pay out funds as authorized by the Association, such expenditures to be made by check, signed by the Treasurer or President. The Treasurer shall present a statement of accounts at every meeting of the Association and at other times when requested by the Board of Directors, and shall attend all meetings of the Board of Directors. The Treasurer shall be responsible for the timely and correct submission of the Corporate Report after approval by the Officers of the Association. The Treasurer and/or President shall be responsible for the prompt pickup of mail and distribute to the appropriate person. The Treasurer shall be required to accurately record date-of-receipt for dues and boat slip fees and promptly pass that information on to the Membership Committee and the Harbor Master for boat slip renewal/assignment/waiting list position.

Section 5 - The Board of Directors shall consist of the Officers and seven (7) members elected by the general membership of the Association. The Board of Directors shall:

- (a)** Exercise operating and administrative control over the affairs and programs of the Association between general membership meetings of the Association.
- (b)** Function for the Association in cases requiring emergency action between general membership meetings.
- (c)** Recommend the policies and activities of the Association, assist the President in preparing a budget for presentation to the general membership at the first General membership meeting of the year, approve all bills, take council with the committees, and have general management of the Association
- (d)** Appoint Committee Chairpersons and Harbor Master annually and Nominating Committee bi-annually.

Section 6 - All members of the Board of Directors are expected to attend all Board and General Membership meetings. Any Board Member missing three (3) consecutive meetings without reasonable cause, may be asked to resign.

Section 7 - A quorum of the Board of Directors shall consist of at least six (6) attendance.

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ARTICLE SEVEN MEETINGS

Section 1 - At least two general membership meetings shall be held in each calendar year, time and place to be determined by the officers. Ten (10) members present at a general membership meeting shall constitute a quorum. Written or email notification shall be submitted/mailed to all members at least 10 days prior to meeting, giving the time, place and proposed agenda.

Section 2 - The Board of Directors shall meet in advance of all General Membership meetings and at the call of the President. Any Committee Chair or member upon request to the President, may attend any Board of Directors meeting in a non-voting capacity.

Section 3 - Special meetings of the Board of Directors may be called by the President or three Board members whenever in their judgment they deem it necessary, provided that all Board members are notified, either in writing, email, or by phone of the time, the place and the purpose of the meeting. This must be done at least forty-eight (48) hours prior to the meeting.

ARTICLE EIGHT COMMITTEES

Section 1 - Standing committees shall be: **Activities/Ways and Means, Auditing, Community Improvement and Oversight, Harbormaster/Beach and Pier, Membership.** The chairs of these committees shall be appointed by the Board of Directors.

Section 2 - Additional committees may be created by the Board of Directors as may be required to promote the objects and interests of the Association.

Section 3 - Duties of the committees shall be as follows:

(a) ACTIVITIES/WAYS and MEANS- Shall consist of at least one member of the Board of Directors, usually the Vice President, and other members of the Association. This committee shall be responsible to: **(1)** Plan and arrange for at least two annual social events, such as Summer Picnics, Holiday parties, community yard sales, participation in Shady Side 4th of July parade. **(2)** Plan and arrange for other social and/or fund raising activities as may be requested by the Board of Directors.

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ARTICLE EIGHT COMMITTEES cont.

(b) AUDITING COMMITTEE- Shall be composed of at least two members, appointed by, and reporting to the Board of Directors. The purpose of the Committee is to perform the annual audit of Association accounts as of 31 December of each year. The Treasurer will make the Association financial records available to the Auditing Committee at least two weeks prior to the first general membership meeting or upon the request of the Auditing Committee. The Auditing Committee will complete the audit and report written audit results to the Board of Directors prior to the meeting. The Auditing Committee will provide assistance to the Treasurer at any time upon request by the Treasurer.

(c) COMMUNITY IMPROVEMENT and OVERSIGHT COMMITTEE - Shall be responsible for submitting plans to the Board of Directors on ways to enhance the natural beauty throughout the Westelee Community. The Committee shall consist of three members of the Association. The Committee will keep abreast of available government grants and funds to ensure that the community presents timely requests for the same. Development and construction within the community will be monitored for diversion from approved permit and regulated controls. The Board of Directors will be advised of potential violations that would impact adversely on the environment of the community as well as the threat to continued safe existence of wildlife and governmentally protected lands.

(d) HARBORMASTER/BEACH and PIER COMMITTEE- Shall consist of at least one member of the Board of Directors, Harbormaster and other members of the Association.

The Harbormaster shall be responsible to: **(1)** Assign Boat Slips and Waiting List positions in accordance with the criteria in ARTICLE NINE, Section 1. **(2)** Prepare, in conjunction with the Treasurer, an accurate list of those members waiting for Boat Slips in accordance with criteria in ARTICLE NINE, Section 1. Said list shall be available at any time, to any member upon request. **(3)** Oversee beach, pier and park area for any maintenance needs. Is authorized to make expenditures for emergency maintenance/repairs, not to exceed a dollar amount per project set by the Board of Directors. Receipts and/or records for such expenditures to be given to the Treasurer within ten days. **(4)** As needed, present an annual budget, prepared by the Beach and Pier Committee, to the Board of Directors by April 15.

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ARTICLE EIGHT COMMITTEES cont.

The Beach and Pier Committee shall be responsible to: (1) Upkeep the beach area- especially the trash cans, parking and monitor unauthorized use of the park, etc. (2) Plan needed activities for Beach Clean-up Day, being sure supplies and tools are available for said activities. (3) Plan budget for Harbor Master to present to the Board of Directors. This should include routine maintenance, services (electricity, lawn) and planned expenditures for Beach Cleanup Day. (4) Change combination on ramp gate annually in time to send out with annual membership cards.

(e) **MEMBERSHIP COMMITTEE**- Shall consist of at least one member of the Board of Directors and other members of the Association as deemed necessary. This committee shall be responsible to: (1) Mail or email dues/slip fee notices, and Westelee Civic Association John Marshall Park Rules and Regulations to every household in Westelee before Feb. 15 of each year and a follow-up “letter of encouragement” to those who have not paid by Mar. 15. Both mailings shall include a list of the Board of Directors and Committee Chairs with phone numbers (2) Maintain an “up to date” membership list, using information from the Treasurer, and make available upon request. (3) Provide a “Welcome Package” including, at least, a copy of the By-Laws and Resolutions, a list of Board of Directors and Committee Chairs with phone numbers and a copy of the most recent Newsletter to each new resident as soon as feasible. (4) Assume any other duties that may be requested by the Board of Directors.

ARTICLE NINE ASSIGNMENT OF BOAT SLIPS

Section 1- Boat slips will be available to members of the Association in accordance with the following criteria:

(a) Any member wishing a boat slip must submit a completed application form to the Treasurer by April 1st of each year. For members who had boat slips in the previous year, one-half of the boat slip fee must accompany the application. Balance due must be paid by May 31st. Any member failing to complete payment of boat slip fee by May 31st, shall forfeit the previous amount paid and the slip shall be released for assignment to the next member on the waiting list.

(b) Members who had boat slips in the previous year will have first preference, provided application is submitted prior to 1 April of each year.

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ARTICLE NINE ASSIGNMENT OF BOAT SLIPS cont

(c) No boat over 28 feet shall be docked at the community pier without the express permission of the Board of Directors.

(d) The boat to be moored must have a current, proper marine registration (in the name of a member residing in the household: husband, wife, daughter, or son) A copy of the current year's registration is to be provided the Harbormaster no later than 1 May, or 30 days after assignment of Boat Slip, of each year boat is docked at the community pier. Persons visiting members may, with the member's permission, dock in that member's slip for short periods of time, but extended docking is prohibited without approval of the Harbormaster, and the member in whose slip the boat is docked is responsible for the conduct of the visitor(s) and any damage caused by the visiting boat as if it were the member's own.

(e) Vacant slips, either by slip holder vacating or released because of non-payment, will be assigned in accordance with ARTICLE NINE, Section 1 (f). Only one slip will be assigned to any household.

(f) If more applications are received than there are slips available a waiting list will be established. The following will determine the order for assignment of slips as they become available.

(1) Dues must be paid and a written application filed annually with the Treasurer, who will record the date of filing. Position on the Waiting List will be determined by the date received. Current position on the waiting list will be retained each year as long as dues and boat slip/waiting list are received by March 31st.

(2) Vacant slips will be assigned starting with the first name on the Waiting List. If more than one (1) slip is vacant or applicant declines offered slip, then next names on the list will be contacted in order. When a slip is assigned, at least one-half of the slip fee must be paid within seven days. The balance and a copy of the boat registration must be received within 30 days of the offer or by May 31, whichever is later.

(3) Applicants who decline the offered slips will retain position on the list as long as dues and annual application for boat slip/waiting list are received by March 31 of each year.

(4) Applicants who do not have a boat ready to put in slip, may accept the slip, pay the fee and become a Slip Holder. This slip will then be made available for the

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ARTICLE NINE ASSIGNMENT OF BOAT SLIPS cont

HarborMaster to “sublet” to the next name on the Waiting List and is a temporary assignment for time of paid fee. The slip Holder will retain slip under criteria of ARTICLE NINE, Section 1 (a) and the applicant who sublets will retain position on the Waiting List.

(g) The official boat slip Waiting List will be compiled by the Harbor Master and Treasurer, and filed with the Secretary’ records.

(h) The boat ramp will be secured by an appropriate locking device to which only members in good standing will have access. If keys are issued, a fee of \$50.00 dollars will be charged for lost keys. Keys must remain in the possession of members to whom they are issued. Members are not authorized to duplicate keys or share combination codes.

ARTICLE TEN BYLAWS, AMENDMENTS AND RESOLUTIONS

Section 1- These By-Laws may be amended by a two-thirds (2/3) affirmative vote of members present at a general membership meeting, provided the proposed amendment(s) is presented to an officer or member of the Board of Directors in sufficient time to allow recording by the Secretary 30 days prior to the meeting, and distribution to the general membership. Proposed

By-law amendments may only be submitted by current Westelee Civic Association members-in-good-standing, and must be endorsed via signature by a minimum of five current member households to be considered valid.

Section 2- A copy of these By-Laws and all amendments shall be provided to all new members and any member upon request.

Section 3- Resolutions of the Association shall be presented in writing. Adoption of a resolution requires two-thirds (2/3) majority vote by a quorum of members. Resolutions requiring emergency action may be adopted by a unanimous vote of the officers of the Association.

Section 4- The rules contained in Robert’s Rules of Order, Revised, shall constitute the parliamentary procedures of the Association.

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ARTICLE ELEVEN DISSOLUTION

Section 1- In the event of the dissolution or other termination of the existence of the Association, all debts shall be paid out of existing assets. Any remaining assets and/or funds of the Association shall be conveyed or transferred to such non-profit, educational, research, scientific, library, charitable or benevolent organization or organizations as may be determined by the Board of Directors. No funds or property may be distributed among or revert to any member of Westelee Civic Association or any other private citizen.