

# By-Laws

## CONSTITUTION AND BY-LAWS OF THE TOWSON RECREATION COUNCIL

### ARTICLE I &ndash;Name

The name of this organization shall be the Towson Recreation Council.

### ARTICLE II- Area

The responsibility and jurisdiction of this Council shall extend to and throughout the area bounded on the South by the Baltimore City line, on the East by the West side of Loch Raven Boulevard, on the North by the South side of Burke Avenue, and on the West by the East side of Falls Road.

### ARTICLE III &ndash;Purpose

The object and purpose of this organization shall be:

- To formulate policies for and to advise, recommend, promote, and maintain an adequate and balanced public recreation program in the Towson Community in cooperation with the Baltimore County Board of Education and Baltimore County Department of Recreation and Parks, in accordance with the laws and agreements governing public recreation in Baltimore County and the State of Maryland.
- To promote said public recreation program by the use the facilities of school-recreation centers and park areas.
- To encourage and solicit the participation and cooperation of existing organizations and individuals in the community in the accomplishment of the objectives of the Council by cooperating with all public and private organizations having to do with public welfare, education, family relations and the solution of juvenile problems

### ARTICLE IV Membership

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Membership in the Towson Recreation Council shall be open to the following:

- (a)To any person over 18 years of age who resides within the aforesaid Council boundaries and who, in any manner or capacity, is a participant in any member organization or activity;
- (b)To any interested community, educational, service, recreational or other similar type organization or activity, located within the aforesaid Council boundaries;
- (c)The Principal of each school located within the aforesaid Council boundaries shall ex officio be a member of this Council;

(d)The Baltimore County Area Superintendent and the Baltimore County Center Director shall ex officio be members of this Council.

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Although not to be encouraged, associate membership in the Towson Recreation Council, without voting privileges, shall be open to any interested organization or activity which, although not desiring full membership, nevertheless desires to use the facilities under the jurisdiction of the Council, and for which use Council approval is required.

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Any interested individual, organization or activity desiring membership or associate membership in this Council shall make written application for such membership to any of the Board of Directors of the Council. All applications for membership by organizations for membership by organizations or activities shall specify;

- (a)The name, type, and purpose of the organizations or activity;
- (b) The facilities desired to be used;
- (c) Dates, times ,and nature of proposed use of the desired facilities;
- (d) Approximate number of persons to be using desired facilities;
- (e)An affirmation that the organization or activity shall be responsible for any damage, other than ordinary wear and tear, caused by its members to the facilities provided by the Council;
- (f)The name, address ,and telephone number of the Chairperson, President, or otherwise denoted leader of the organization or activity;
- (g) A proposed budget together with the proposed source of income;
- (h) Such additional information as may be prescribed from time to time by the Board of Directors.

- Upon approval of an application for the membership by both a majority vote of the Board of Directors and a majority vote of the members entitled to vote, the applying organization, activity, or individual shall thereupon be and become a member of this Council.

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Upon the approval of applications for associate membership by a two-thirds vote of the Board of Directors and the general membership, the applying organization or activity shall there upon be and become an associate member of this Council. Since the Council facilities are intended primarily for use by its member organizations and activities, the Council's approval of any associate membership may be subject to such express conditions and/or restrictions as the Council may deem advisable, and the Council may terminate such associate membership at any time by a majority vote of both the Board of Directors and the General membership.

- Membership in the Towson Recreation Council may be forfeited by

- (a)Failure to pay dues as set forth in Article VI hereof;
- (b)Failure of an activity or organization to appoint a Chairperson and be represented at meetings as set forth in Article XI hereof;
- (c)Failure of an individual, activity or organization to abide by any applicable rule or regulation adopted by the Council or the Board of Directors.

## ARTICLE V - Voting

- Each member organization or activity (except associate members) shall be entitled to one vote, which vote shall be cast by the President, Chairperson or other designated representatives of each organization or activity.
- Each of the elected officers of the Council shall be entitled to one vote, but the President or the other presiding officer shall cast his or her vote only when necessary to break a tie vote.
- Each school Principal shall be entitled to one vote, which vote shall be cast by the said Principal or by his or her designated representative.
- Individual members and associate members, although entitled to participate in all discussions, shall not be entitled to vote.
- Only one vote may be cast by any one person in attendance at any meeting.
- Voting by proxy, by telephone, or by any other absentee ballot shall not be permitted.
- Fifty percent (50%) of the members entitled to vote shall constitute a quorum.
- A majority vote shall be sufficient to take any action or pass any motion, unless otherwise specified in these By-Laws.
- Whenever a majority, two-thirds, or three fourths vote is required by these By-Laws, it shall unless otherwise stated be a majority, two thirds, or three fourths vote, as the case may be, of those members present and eligible to vote, provided a quorum is present.

#### ARTICLE VI - Dues

- Each individual member shall pay annual dues at such rate as shall be annually determined by the Board of Directors at its January meeting.
- Each member organizations or activity shall pay annual dues based upon the number of its own members or participants, at such rate as shall be annually determined by the Board of Directors at its January meeting.
- School Principals, the Baltimore County Area Superintendent, and the Baltimore County Center Director, who are ex officio members as aforesaid, shall not be required to pay dues.
- Dues for individual members shall become payable as the date of the January general membership meeting. Dues of all member organizations or activities, shall become due and payable as of the first meeting of that organization or activity in the current year, or as of the opening date if the organization or activity is engaged in a sport and has a regular schedule of games.
- Any member, whether an individual or an organization or activity, whose dues are not paid within one year after the due date, shall forfeit his, her or its membership and any and all monies standing to the credit of said organization or activity in the council bank account, shall likewise be forfeited and transferred to the general operating fund.

#### ARTICLE VII &ndash; Board of Directors

##### Section A- Membership

The Board of Directors shall consist of the following:

- The elected officers of the Council.
- The immediate past President.

- Chairman of three of the member organizations or activities
- The Baltimore County Area Superintendent and Center Director.

#### Section B- Election and Term

The members of the Board of Directors shall elect annually at the November meeting of the Council as provided in Article IX hereof, and shall take office January 1 of the following year, and shall serve for a period of one year, or until their successors have been duly elected and installed.

#### Section C- Voting -Quorum

- Each member of the Board of Directors shall be entitled to cast one vote except the Baltimore County Area Superintendent and Center Director who shall act merely in an advisory capacity. The President or presiding officer shall vote in the event of a tie.
- Five (5) members of the Board of Directors shall constitute a quorum.

#### Section D- Meetings

The newly elected Board of Directors shall hold its organizational meeting within the first two weeks of January in each year. At that meeting the board shall adopt a schedule for the regular general membership meetings and for the Board Meetings during the ensuing year. They shall also set the dues for the coming year. Directors' meetings shall be held at least once every two months. Special meetings of the Board of Directors may be called at any time by the President.

#### Section E- Powers

The Board of Directors in addition to the powers and duties expressly conferred upon them by these By-Laws shall have the full power and authority to determine policy and conduct the affairs of the Council in the interim between regularly scheduled meetings of the Council. A majority vote only is required unless otherwise provided herein.

All actions taken by the Board of Directors shall be reported to the general membership at the next regularly scheduled meeting, and any executory action of the Board of Directors may be rescinded by two-thirds vote of the general membership.

### ARTICLE VIII - Officers

## Section A &ndash; Offices

The officers of the Council shall consist of a President, Vice President, Recording Secretary, Corresponding Secretary, and Treasurer.

## Section B &ndash; Term

The officers of the Council shall be elected annually at the November meeting of the Council as provided in Article IX hereof, and shall take office as of January 1 of the following year. They shall serve for a period of one year, or until their successors have been duly elected and installed. The Board of Directors may fill a vacancy in any office which becomes vacant prior to the expiration of said officer's term.

## Section C &ndash; Duties

All officers of the Council shall perform such duties and have such powers as ordinarily pertain to their respective offices in organizations of this type and they shall perform such other duties as they may be directed to perform by the Board of Directors.

## ARTICLE IX - Election of Officers and Directors

- The officers and directors of the Council shall be elected annually at the November meeting, and their respective terms of office shall commence as of January 1 of the ensuing year.
- At the September meeting of the Council, the President, with the Board of Directors, shall appoint a Nominating Committee of not less than three (3) persons, designating one of these individuals as Chairman.
- It shall be the duty of the Nominating Committee to nominate three (3) candidates for directors, one candidate for each office, and to file a written report with the President and the Board of Directors at the October meeting of the Council. The written consent of each nominee for the office must be obtained by the Nominating Committee and attached to the Committee's report prior to the filing thereof at the October meeting. At such meeting, the report of the Nominating Committee shall be read and within ten (10) days after said meeting, copies of the report shall be delivered or mailed to all members entitled to vote in the forthcoming election.
- Additional candidates for office may be nominated by any five (5) voting members of the Council, provided that such additional nominations shall be filed in writing, together with the written consent of the nominees, with the Corresponding Secretary at least ten (10) days prior to the November meeting. Upon filing of any such additional nominations, it shall become the duty of the Corresponding Secretary to mail a copy of such additional nominations to each voting member, no later than five (5) days prior to the November meeting.
- In the absence of any such additional nominations, those nominated by the Nominating Committee shall elect.
- In the event there are nominations for the office in addition to those of the Nominating Committee, the election shall be conducted either by secret or open ballot at the discretion of the Board of Directors. All the nominees for each office shall be listed on the ballot in alphabetical order, or if by open vote, the nominees for each office shall be voted upon in alphabetical order.
- A candidate must receive fifty-one percent (51%) of the total votes cast in order to be elected. Should more than two (2) candidates be on the ballot for any one office, and none receive 51% of the votes, a run-off election shall be held between the two candidates receiving the highest number of votes on the first ballot.
- All officers and directors holding office at the time that these By-Laws are adopted and shall remain in the office until their successors are duly elected and installed, in accordance with these By-Laws.

## ARTICLES X - Meetings

- The annual meeting of the Council shall be held in November of each year, at which meeting the election of officers and directors shall take place.
- Regular general meetings of the Council shall be held at least every two months, on such dates and at such time shall be determined by The Board of Directors. Special meetings of the Council may be called at the discretion of the Board of Directors upon not less than five (5) days written notice to the members, which notice shall specify the purpose for which the special meeting is being called.
- At least one half- of the members authorized to vote must be present to constitute a quorum at any Regular or Special Meeting of the Council.
- The Board of Directors shall met as set forth in Article VII hereof.

#### ARTICLE XI - Removal of Officers Directors and Activity Chairperson

- Any elected officers and/or directors who fail to attend three or more successive Board meetings or regular scheduled general meeting, may be removed from office by two-thirds vote of the general membership. Removal of officers and/or directors for any reason shall require a three fourth vote of the general membership.
- Should any Chairperson of a member activity or organization fail to attend or be represented at more than two successive regularly scheduled general meetings during the period of the year when the said activity or organization is active, or hold any Chairperson fail to perform any duties prescribed by the Board of Directors and applicable to all activity Chairman, or fail to abide by any applicable general specific rules and/or regulations adopted by the Council and./or the Board of Directors, the Board of Directors may require all activities or organization represented by said Chairperson to appoint a new Chairperson. Upon failure of an activity or organization to appoint a new Chairperson when requested by the Board, or should the activity or organization fail to abide by any other applicable rules and/or regulations adopted by the Council and/or the Board of Directors, the board of Directors, by a two-thirds vote, may suspend or terminate the membership of the activity or organization. If the membership be terminated, all monies standing to the credit of said organization or activity in the Council bank account shall be transferred to the Council's general operating fund.

#### ARTICLE XII &ndash;Finance

- The Treasurer shall have custody of all funds of the organization and shall report on status of same at all regular Board and General Meetings. Funds of the organization shall be kept in such banks or saving and loan associations approved by the Board of Directors,
- All monies collected by the Council activities shall be promptly deposited in the council bank account or transmitted to the Treasurer for deposit therein.
- All proposals for raising funds must have Board approval.
- Funds deposited in the Council bank account shall be held by the Treasurer to the credit of the activity depositing or transmitting the same to him for deposit, by proper accounting procedures. At the end of an activity year, any excess funds shall be carried over to the next year's program of such activity.
- The fiscal year of the Council shall be from December 1 to November 30. In December of each year, the financial records of the Council shall be audited by a Certified Public Accountant and the auditor's report shall be submitted in writing to the newly elected President by January 1.

## ARTICLE XIII &ndash;Amendments

- Amendments to this Constitution and By-Laws may be adopted, at any regular meeting of the membership, by a two-thirds vote of those present, provided a quorum be present and provided also that such amendment has first been submitted in writing to the Board of Directors for approval or disapproval and the recommendation of the Board as to its adoption or rejection shall be stated to the membership at said regular meeting.

01/30/09