

**BYLAWS Of The
CAPE ANNE CITIZENS ASSOCIATION, INC.**

ARTICLE I – NAME

Section 1. The name of this Corporation organized on a nonprofit basis and without capital stock under the General Laws of the State of Maryland shall be CAPE ANNE CITIZENS ASSOCIATION, INC, sometimes hereinafter referred to as ‘the Association’ or ‘The Corporation.’

ARTICLE II – PURPOSES AND OBJECTIVES

Section 1. The object and purposes of the Corporation shall be as set forth in the Articles of Incorporation of the Corporation and as hereinafter amended under the General Laws of the State of Maryland.

Section 2. The Corporation shall undertake such activities within the scope of its Articles of Incorporation and amendments thereto to promote the general welfare of the community even though such activity may not be specifically enumerated or set forth in said Articles or amendments thereto, providing, however, that such activity or undertaking is lawful and is sanctioned by its membership under procedures set forth herein.

ARTICLE III – MEMBERSHIP

Section 1. Membership shall be of two types, MEMBERS and ASSOCIATE MEMBERS, as defined in Sections 2, 3, and 4.

Section 2. All record owners of property within the subdivision of Cape Anne as recorded among the records of Anne Arundel County in Liber FSR 2, page 12 (Plat Book 6, Folio 35) are Members of the Association. In the event of joint ownership, each owner is a member and shall be accorded the privileges of membership. Each Member is entitled to a maximum of one vote (reference Article IX, Section 2).

Section 3. Lessees of property within the community will be considered residents of the community and are therefore allowed all of the rights and privileges of use of community property. Lessees are encouraged to attend community meetings and contribute to the discussion and resolution of the business of the Association. Lessees may become Associate Members of the Association by submitting an application for Associate Membership to the board of directors for consideration and upon approval, paying dues as defined in Article X, Section 3. Associate Members may vote on disbursement of funds only as raised in accordance with Article X, Sections 2 and 3. Associate Members may not vote on disbursement of funds raised in accordance with the Special Community Benefit District (Article X, Section 1). Each Associate Member is entitled to a maximum of one vote (reference Article IX, Section 2). A single individual who is a Member (reference Article III, Section 1) and/or Associate Member of the Association will have a maximum of one vote.

Additional voting rights will not be granted based on ownership of more than one property and/or qualifying as both a Member (reference Article III, Section 1) and an Associate Member.

Section 4. Owners or Lessees of certain properties have historically participated in the Association. Those properties within Franklin (Block 33A, Lots 1 and 2; Block 25, Lots 1, 2, and 3) are part of the Franklin Manor Special Community Benefit District and will not formally participate with the Association. Owners or lessees of these properties surrounded by Cape Anne (i.e., 5656 and 5650 Battee) and the 0.66 acres on the west side of Battee Drive adjoining Cape Anne may become Associate Members by paying the assessment defined in Article X, Section 1.

ARTICLE IV – OFFICERS AND ELECTIONS

Section 1. The Officers of the Corporation shall be President, Vice President, Secretary, Treasurer and Marina Harbor Master (Article XVI, Section 1a). Furthermore, The President and Treasurer shall each be a Member (Article III, Section 1) of the Corporation and a ‘year-round’ resident of Cape Anne. Year-round residents are defined as those residents whose principal address is in Cape Anne. In addition, the President shall have served at least one term on the Board of Directors.

Section 2. All Officers and Members of the Board of Directors shall be elected by voice vote, or by ballot cast, by those Members present at the Annual Meeting (Article VII, Section 2) of the Corporation who are entitled to vote. Officers and Members of the Board of Directors shall be elected for a term of two (2) years and shall continue in office thereafter until their successors have been elected or appointed as herein provided.

1. The President, Secretary and Marina Harbor Master will be elected for a 2-year term in the even- numbered years and the Vice President and Treasurer will be elected for a 2-year term in the odd-numbered years.
2. The remaining Board Members’ terms will also be staggered, with two being elected in the odd-numbered years and two being elected in the even-numbered years.

Section 3. A majority of all votes cast shall be necessary to elect Officers and Directors based upon quorum (Article VIII).

Section 4. Officers of the Corporation may be removed from office by a three-quarters vote of Members present at any regular or special meeting of the Corporation.

ARTICLE V – DUTIES OF OFFICERS

Section 1. The duties of the Officers shall be as implied by their respective titles and such additional duties as may be specified in these Bylaws or assigned by the Board of Directors.

Section 2. The President shall appoint all Standing and Special Committees, from the membership, subject to the approval of the Board of Directors. The President shall be an ex-officio member of all committees. The President may appoint a Parliamentarian for any meeting.

Section 3. In the absence of the President, the Vice President shall preside at Board and / or General Meetings providing a quorum is present. Should the President be unable to fulfill his or her term of office, the Vice President shall serve as Interim President until the completion of the President's term.

Section 4. The Secretary shall keep a complete record of proceedings of each meeting, maintain a list of the Membership and their addresses, and notify Members, via regular mail or electronic mail, of the time and place of meetings.

Section 5. The Treasurer shall be custodian of all funds of the Corporation, keep an itemized account of all receipts and disbursements, allocate funds at the direction of the Board of Directors, and disburse funds in accordance with the approved budget of the Special Community Benefit District.

ARTICLE VI – BOARD OF DIRECTORS

Section 1. The management of the Corporation shall be vested in the Board of Directors. The Board shall have power to transact the general business of the Corporation and to act for and on behalf of the Corporation and shall carry out the policy and objectives of the Corporation as shall be determined and directed by the Membership. The Board shall act upon applications for Membership, and in general direct its efforts toward the attainment of the objectives set forth in the Corporation's Articles of Incorporation. The Board shall carry out all resolutions and instructions which may be entrusted to it by the Membership.

Section 2. The Board of Directors shall consist of the four Officers, the Marina Harbor Master (Article XVI, Section 1a), and a maximum of four additional Members of the Corporation (see Article V, Section 1). A majority of the Board must be comprised of Members (Article III, Section 2) whose principal address is in Cape Anne.

Section 3. The Board shall meet prior to each quarterly meeting at the call of the President or upon written request of five (5) Members of the Corporation to consider any immediate business. Board meetings are open to all Association Members.

Section 4. The Board shall have authority to issue such rules and regulations as it shall deem necessary, subject to the approval of the Corporation.

Section 5. The Board shall be charged with the duty of supervising, administering, and disbursing Special Community Benefit District funds as specified in Article X, Section 1, and non-restricted funds. The Board at its discretion may authorize one or more of its Members to supervise, administer, and disburse such funds according to policy as the Membership may establish.

Section 6. Upon the death, resignation, or removal of any Officer or Director, the remaining Directors, by majority vote, shall have the power to elect from the Corporation Membership a successor to the vacated position. The successor will serve the remainder of the term.

Section 7. Any Member of the Board may be removed from office by a three-quarters vote of the Board or per Article IV, Section 4.

ARTICLE VII - MEETINGS

Section 1. Four (4) meetings of the Corporation shall be held each year. All meetings shall be held in the vicinity of Cape Anne, Churchton, MD, at such time and place as designated by the President.

Section 2. The Annual Meeting of the Corporation shall be held during the months of April or May of each year. Officers and Directors will be elected, or a special election time will be designated, at every Annual Meeting. Other meetings will be held in July or August, September or October, and in the first two weeks of December. The December meeting will include presentation of the budget for the Special Community Benefit District.

Section 3. Special meetings of the Corporation may be called at any time by the President, by a majority of the Board, or upon written request by five (5) Members of the Corporation.

Section 4. It shall be the duty of the Secretary to send a notice of each meeting of the Members, stating the purpose thereof, as well as the time and place where it is to be held, to each Member and Associate Member. At least one week's written notice of all meetings of the Association shall be provided to the Membership by postal delivery to the address listed on the tax rolls of Anne Arundel County, or such other address as a Member may specify in writing (postal or electronic). Electronic delivery to the email address maintained by the Secretary is also acceptable. Members who co-own or jointly own property in Cape Anne may specify to the Secretary the individual who is to receive notice of meetings; in lieu of such notice, notifying one owner shall be notice to all owners. Such notice to Members and Associate Members may be via postal mail or electronic mail. Any Member or Associate Member may waive notice by mail or electronic mail. When a special meeting is called, the Board shall provide the same notification, if possible. Meeting notice will also be used for special meetings such as to vote on an increase in the maximum dues.

ARTICLE VIII – QUORUM

Section 1. At any meeting of the Corporation, twelve (12) Members shall constitute a quorum.

Section 2. At any meeting of the Board, four (4) Members shall constitute a quorum.

ARTICLE IX – VOTING

Section 1. Board of Directors. At all meetings of the Board of Directors, each Director shall have one vote. Any action taken or decision made by a majority of Directors present at a meeting duly held at which a quorum is present, is the act of the Board of Directors. An abstention by a Director shall be counted as a neutral vote (neither for nor against) on the question presented. Any action which may be authorized or taken at a meeting of the Board of Directors may be authorized or taken without a meeting by a writing or writings signed by a majority of Directors, shall be filed with or extended upon the records of the Association.

Section 2. Members. Each Member and Associate Member (reference Article III) is entitled to a maximum of one vote. A single individual who is a Member (reference Article III, Section 1) and/or Associate Member (reference Article III, Section 2) of the Association will have a maximum of one vote. Additional voting rights will not be granted based on ownership of more than one property and/or qualifying as both a Member and an Associate Member.

Unless demanded by a majority of Members and Associate Members present, at a meeting held at which a quorum is present, all votes by Members and Associate Members shall be by voice vote. Membership held in the name of a trustee, fiduciary, guardian, executor, administrator, or representative may be voted by such trustee, fiduciary, guardian, executor, administrator, or representative with proof of authority.

Section 3. Voting by proxy or alternate and absentee voting shall not be permitted at any meeting of the Corporation or the Board of Directors.

Section 4. Challenges. The Secretary shall maintain the list of Members and Associate Members and shall resolve all challenges to the eligibility to vote of an individual present at any meeting of the Members. Any challenge to eligibility to vote may be made by a Member or Associate Member present at such meeting provided that such challenge is made prior to such vote and the challenge is made to the vote of a specific individual. A challenge to the eligibility to vote of all individuals present at such meeting shall not be accepted.

ARTICLE X – DUES

Section 1. Primary revenue of the Association shall be raised by the uniform assessment for each platted lot in the community in accordance with the provisions of Article 4, Section 7-103, of the Anne Arundel County Code (Special Community Benefit District, Tax District). Compliance with this code requires that a budget drafted by the Board of Directors be presented to the Association for discussion. The revenue obtained by such assessment must be disbursed by the Board of Directors in accordance with the approved budget and Anne Arundel County Code. The maximum amount that can be assessed for each platted lot will be determined each year at the annual budget meeting in December and can be changed in the following ways:

1. The amount may be increased without a general vote of the Association to cover the cost of liability insurance for the Association, publication and distribution of these Bylaws, and notification of Association meetings in accordance with these Bylaws.
2. The amount can be increased without a general vote of the Association based upon economic inflation as defined by conventional inflation indices (Consumer Price Index).
3. The amount can be increased for any other reason by a simple majority vote at any meeting of the Association that is held in accordance with Article VII, Section 4, of these Bylaws. Notification of the intent to raise the dues must be included in the meeting notification.

Section 2. Revenue can be raised through appeals and efforts as approved by the Association or the Board of Directors. These monies (non-restricted) shall be spent at the discretion of the Association in accordance with these Bylaws. These non-restricted monies must be kept separate and distinct from any appropriated, Special Community Benefit District funds.

Section 3. Dues for Associate Members shall be assessed and can be changed by the Board of Directors. These dues cannot exceed the amount per platted lot defined in Article X, Section 1.

ARTICLE XI – COMMITTEES

Section 1. There shall be two (2) standing committees, which shall be designated the Special Events Committee and the Audit Committee. Each standing committee shall be composed of no fewer than three Members or Associate Members. The Board of Directors will serve as surrogates of these committees during periods of inactivity.

Section 2. The Special Events Committee shall promote the social spirit of the Community. This Committee shall include a Welcoming Committee to welcome new neighbors into Cape Anne and have charge of the social activities of Cape Anne, providing such entertainment, socials, receptions, and other events as requested with approval of the Board of Directors.

Section 3. The Audit Committee shall audit the books of the Treasurer, other fiscal agents of the Corporation, and all committees handling Association funds, per the requirements of the Office of the County Auditor, Anne Arundel County.

Section 4. The President is authorized to appoint such special committees as needed or which the Board or the Membership directs.

ARTICLE XII – ORDER OF MEETINGS

Section 1. The order of business at each regular meeting shall be:

- a. Call to Order by President
- b. Approval of minutes of last meeting
- c. Report of Treasurer

- d. Report of Board of Directors
- e. Reports of Standing Committees

- f. Reports of Special Committees

- g. Old Business
- h. New Business
- i. Adjournment

Section 2. Procedures at meetings shall be conducted so far as convenient, practical, and necessary under Robert’s Rules of Order. The objective being that such Rules shall expedite transaction of business. The intent being that meetings, so far as practical and expedient, be on an informal basis and such rules utilized only to promote and preserve orderly procedure but not to exclude reasonable debate and discussion.

ARTICLE XIII – AMENDMENTS

Section 1. Any Article or Section of any Article of these Bylaws may be amended or stricken at the request of the Members. When requested in writing by the majority of the Membership, a referendum vote on any proposed amendment(s) shall be ordered at the next scheduled meeting and included in the notification of that meeting in accordance with Article VII, Section 4. The amendment(s) must be approved by a two-thirds vote of those Members present at the meeting.

Section 2. The Board of Directors may make minor changes to the Bylaws, when updates are necessary. Such changes are limited to typographical corrections, grammatical corrections, transfer of improperly located sentences or sections, removal of illegal sections, removal of expired language, or updating dates and figures. No ‘clarifying’ changes may be so made. Final approval for any changes must be made at a meeting of the Members by two-thirds vote of those present.

Section 3. Amendments adopted in compliance with Sections 1 and 2 above shall take place immediately unless otherwise stated.

ARTICLE XIV – SECURITY

Section 1. The Association is not a law-enforcement organization. Law enforcement and direct contact with the public must be carried out through the County, State, or other governmental agency. The Association does not have authority to intervene in neighbor disputes. Any organization formed by the Association to control crime must be in the form of a community watch organization.

Section 2. If established, a community watch organization must be organized along the guidelines of the Community Relations Department of the Anne Arundel County Police Department or with a recognized community watch program.

Section 3. If there is a need for additional security, a licensed and bonded security agency operating under the laws of Anne Arundel County and/or the State of Maryland must be hired.

ARTICLE XV – COMMUNITY PROPERTY

Section 1. The Association shall not be liable for any injury or damage incurred by virtue of the use of any community facility or park.

Section 2. All facilities provided by the Association shall be open to the noncommercial use of all residents of the community between the hours of sunrise and sunset. Permission to use the facilities after hours may be obtained from the Secretary or any Officer of the Board in the absence of the Secretary.

Section 3. Facilities provided by the Association may not be used for commercial endeavors without prior written approval of the Board of Directors.

Section 4. All property deeded to the Association, dated 20 July, 2018 and recorded in book 32320, page 297, described as Battee Dr., Parks and Roads are to be considered to be community property “Excepting Land Described in the Following Deeds:” Book 13233 Folio 154, Book 9930 Folio 790, Book 9548 Folio 470, Book 20161 Folio 382, Book 20255 Folio 592, Book 20255 Folio 587 and Book 20635 Folio 364. Due consideration for the reasonable peace and quiet of all residents shall be shown while using community facilities.

5. The parks will not be used for the routine parking or storage of any vehicle or object. The use of motorized vehicles (except lawn equipment) is prohibited in park areas and will be prosecuted under Maryland law (21-1306, Sections 13-401 & 16-101).

Section 6. The possession or use of illegal drugs is strictly prohibited on all properties under control of the Cape Anne Citizens Association. The consumption of alcohol is strictly prohibited on all properties under control of the Cape Anne Citizens Association except with the permission of the Board of Directors. Violators will be prosecuted according to County and State law.

Section 7. Pets will be kept in accordance with the laws of Anne Arundel County.

Section 8. No pier may be erected, which adjoins the area known as Shore Drive without prior approval of the Membership. Any pier so approved will be constructed and maintained in accordance with a plan approved by the Board of Directors and Anne Arundel County zoning officials. Such pier remains the property and responsibility of the residents who constructed same.

Section 9. No trees or shrubs shall be trimmed or removed from community property without prior permission from the Board of Directors. If unsafe trees are present, then please notify the Board of Directors.

Section 10. Any violations of Sections 2 through 9 will be considered as trespassing and will be subject to prosecution by the Association.

Section 11. Routine maintenance of community property can be undertaken without special vote. Routine maintenance includes but is not limited to:

1. Purchasing and maintaining signs to post at the entrance of the community, warning drivers of play areas, listing the rules of use of the community, and other signs as needed.
2. Maintaining the community pier and the adjoining swimming/wading area at the end of Bayview Parkway.
3. Maintaining the portions of Shore Drive that are not private property.
4. Maintaining the community pavilion on Blossom Parkway.
5. Maintaining play equipment on community property and providing new equipment as needed.
6. Providing funds as needed for cutting grass and removing dead trees on community property. The long-term policy of voluntary maintenance of these parkways by the Members of the community is encouraged.
7. In coordination with the county, maintaining the community storm drain system.
8. Maintaining the community Marina.

Section 12. New permanent structures on community property must be approved by a simple majority vote at any meeting of the Association that is held in accordance with Article VII, Section 4, of these Bylaws. The Special Community Benefit District is intended for maintenance and administration of community property and cannot be used to raise funds for new structures. The replacement of an existing structure due to the end of its safe, usable life shall be considered maintenance as long as the replacement structure

includes no significant changes in design other than enhancements to increase safety, increase usable life and meet new legal requirements.

Section 13. Shore Drive shall be clear and open for the use of the residents of Cape Anne.

ARTICLE XVI – CAPE ANNE MARINA

Section 1. The Association is responsible for the maintenance of the boat pier and ramp located at the end of Blossom Parkway. The Marina Harbor Master is responsible for administration of the slips.

1. The Marina Harbor Master is a member of the Cape Anne Board of Directors.
2. The Harbor Master is the signatory for slip lease agreements.
3. Any disputes will be resolved by the Cape Anne Board of Directors.
4. The boat facilities are intended for the use of the community, including members and associate members.

Section 2. The following items will be included in the slip lease agreement:

1. Slips may be leased by Community members as defined in Article III, Sections 2 and 3.
2. Proof of registration and liability insurance must be provided.
3. Slips will be used for recreational use only, not residential occupancy.
4. Slip fees will be charged annually per calendar year.
5. The vessel shall not be of such size as to exceed the actual length or width of the slip.
6. Commercial activity is prohibited as per the guidelines in Article XV, Sections 2 and 3.

Section 3. The use of the boat ramp and pier is restricted to Members and Associate Members of the community.

Section 4. The Citizens Association is responsible for the liability insurance on the pier and ramp. Special Community Benefit District funds may be used to pay for liability insurance.

Section 5. Due to the lack of parking facilities at the boat ramp, the parks will not be used for routine parking or storage of any vehicle or trailer as defined in Article XV, Section 5.

ARTICLE XVII – RESOLUTIONS

Section 1. Resolutions may be adopted or amended at any meeting of the Corporation by a majority of members present.

AMENDMENTS HISTORY

December 2019

November 2016

June 2013

Feb 2009

1979??

August 1958 Incorporated

ATTACHMENT

1. Map of the Cape Anne Community, filed as Cape Battee, No.336, Plat Book 6, Folio 35 (circa 1928)

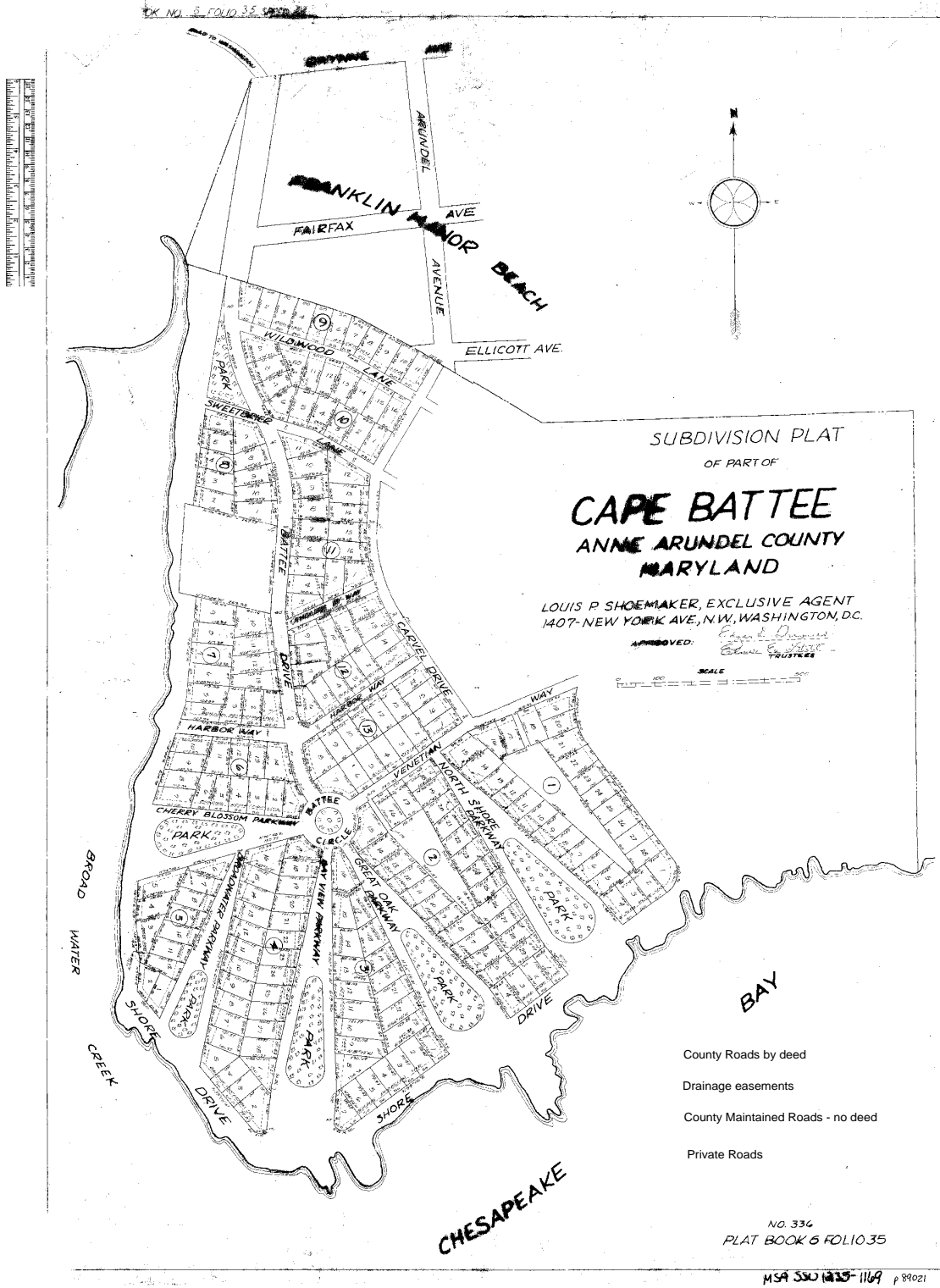


Figure 1. Cape Anne Property Map