

**MONTGOMERY COUNTY CIVIC FEDERATION, INC.**  
**BYLAWS**

Updated through February 14, 2011

**ARTICLE I. TITLE AND OBJECTIVE**

1. *Name.* The name of the organization shall be Montgomery County Civic Federation, Inc.
2. *Charter.* The Federation is formed to provide a single county-wide organization to promote cooperation, education, and effectiveness of civic and community associations to bring about civic and social betterments.
3. *Objective.* The sole objective of the Federation shall be to protect and enhance the Quality of Life for current and future residents of the County. To this end it shall:
  - a. devise ways and means for the promotion of the civic community and general welfare of the County.
  - b. carry on educational, benevolent, and beneficial programs and activities.
  - c. monitor and evaluate activities of local government to assure an open, accountable, responsive, and effective performance.
  - d. cooperate with other organizations of like purposes in other jurisdictions.
4. *Prohibited Activity.* All Federation activities shall be strictly nonpartisan, non-sectarian, and non-sectional, and it shall not endorse or support any candidate for elected office.
5. *Tax Exempt Status.* The Federation is formed to carry out civic, charitable, and educational purposes as those terms are defined in Section 501(c)(4) of the Internal Revenue Code, and its activities will comply in all respects with those purposes.
6. *Parliamentary Guide.* This organization is governed by these Bylaws, Robert's Rules of Order Newly Revised, except for rules specified herein, and Standing Rules. The Standing Rules shall be adopted by the Executive Committee.

**ARTICLE II. MEMBERSHIP**

1. *Categories and Requirements for Membership.* There are three basic categories of membership: Association, Individual, and Associate Group. All members are expected to support the objectives of the Federation.

2. *Association Member*

A. Local Association

(1) *Definition.* Membership in the Federation shall be open to any organized Montgomery County civic, community, homeowner association. An association organized for or devoted to only a single local issue shall not be eligible. The boundaries of the residential community represented by each local association must be specified in its bylaws and registered with the Planning Board. Local associations must represent neighborhoods of at least ten (10) households to be eligible.

(2) *Representation.* The number of delegates representing a member association shall be determined by the number of households within the geographic boundaries of the association. Associations shall be entitled to one (1) delegate for ten (10) to fifty (50) households, two (2) delegates for fifty-one (51) to three hundred (300) households, three (3) delegates for three hundred and one (301) to six hundred households (600) and four (4) delegates for more than six hundred (600) households.

The president of the association shall be the first representative named unless the president elects to appoint another association member to serve in the president's place.

(3) Duties and Privileges. Delegates shall have a duty to participate fully in the deliberations and activities of the Federation, may vote on any issue before it, and may hold any Federation office or position. Member delegates shall serve until the association names a replacement or their eligibility ceases.

#### B. Umbrella Association

(1) Definition. An umbrella association is any group composed of two or more local associations as defined above. An association organized for or devoted to only a single local issue shall not be eligible. The boundaries of the umbrella association must be registered with the Planning Board.

(2) Representation. The number of delegates representing an umbrella association shall be determined by the number of households within the geographic boundaries of the umbrella association whose membership consists of local associations. Umbrella associations shall be entitled to two (2) delegates for the first five hundred (500) households, one additional delegate for the next five hundred (500) households and one additional delegate for all households over one thousand (1,000). The president of the association shall be the first representative named unless the president elects to appoint another association member to serve in the president's place.

(3) Duties and Privileges. Delegates shall have a duty to participate fully in the deliberations and activities of the Federation, may vote on any issue before it, and may hold any Federation office or position. Member delegates shall serve until the association names a replacement or their eligibility ceases.

#### C. Regional or County-Wide Organization

(1) Definition. A regional organization (defined as one with an intra-county membership) or county-wide organization is any civic or community organization other than local or umbrella. Regional and countywide organizations must have at least fifty (50) paid memberships to be eligible.

(2) Representation. The number of delegate representatives for a regional or county-wide organization shall be two.

(3) Duties and Privileges. Delegates shall have a duty to participate fully in the deliberations and activities of the Federation, may vote on any issue before it, and may hold any Federation office or position. Member delegates shall serve until the association names a replacement or their eligibility ceases.

D. Acceptance. The name of an applicant association shall be published in the newsletter. The organization shall be admitted upon an affirmative vote at a regular delegates meeting. In the event that two organizations claim to represent the same neighborhood, the Federation reserves the right to determine which organization shall represent that neighborhood. A change in status of any organization must be presented in writing to the Federation.

### 3. *Individual Member*

#### A. Associate

(1) Definition. Any individual who is a legal resident of the county may participate in Federation activities by becoming an Associate.

(2) Duties and Privileges. An associate will receive the newsletter, may attend Federation functions and participate in discussions at meetings and serve on committees or be a Member-At-Large, but he may not make motions or vote. If appointed to chair a committee or as a Member-At-Large, he shall be a voting member of the Executive Committee.

#### B. Past President

(1) Definition. All past presidents of the Federation who are legal residents of the County shall be classified as a past president member. They may be delegates from associations but need not be.

(2) Duties and Privileges. Past Presidents shall have all the rights and privileges of delegates and shall have the right to vote in meetings of the Executive Committee. They need not pay dues.

#### C. Honorary

(1) Definition. Honorary members are individuals who have rendered especially valuable service to the County and who have been elected to honorary status by a three-fourths (3/4) affirmative vote at a monthly meeting. The motion to elect shall specify the term such status shall continue.

(2) Duties and Privileges. Honorary members may participate in deliberations of the Federation and may serve on committees but shall have no vote and may not hold office. They need not pay dues.

#### 4. Associate Group

(1) Any government agency, business, or organization which supports the Federation's objective may participate in Federation activities by becoming an Associate Group.

(2) Duties and Privileges. An Associate Group may designate a representative to attend Federation functions, participate in discussions at meetings, serve on appointed committees, and receive the newsletter. The representative may not make motions or vote.

5. *Membership Year.* The membership year shall be July 1 through June 30.

### ARTICLE III. ANNUAL DUES

1. *Dues.* Dues of member associations and associates shall be payable in advance by July 1 and based on the size of the organization. The dues amount and structure shall be determined by the Executive Committee and presented to the delegates for approval.

2. *Partial years.* Dues of new members joining after January 1 may be reduced.

3. *Delinquent Dues.* The names of member associations which have not paid their dues will be published in the October issue of the Federation newsletter. Membership of such delinquent member associations will be terminated if dues are not received by January 1 following.

### ARTICLE IV. OFFICIALS AND ORGANIZATION

1. *Board of Directors.* There shall be a Board of Directors comprised of the President, First Vice President, Second Vice President, the Recording Secretary, and the Treasurer. It shall have the duties and powers as required by state law. The Board of Directors shall meet at least annually prior to the June Executive Committee meeting.

2. *Elected Officers.* Elected officers shall be a President, First Vice President, Second Vice President, a Recording Secretary, and a Treasurer.

3. *Executive Committee.* There shall be an Executive Committee comprised of the elected officers, committee chairs, Members-At-Large, appointed officials, and the immediate past president. Any past president may participate in a meeting of the Executive Committee, and shall have all rights of a member during such attendance. Attendance of a past president shall not be considered in determining quorum or majority requirements of the Executive Committee.

4. *Appointed Officials.* There shall be the appointed offices of up to five Members-At-Large, Historian, Newsletter Editor, Database Manager, and Public Relations Officer who shall be nominated by the President and confirmed by the membership.

5. *Committees Established by the Bylaws.* The Bylaws establish three committees: Nominating (Article VI), Awards (Article XV) and Audit (Article XVI).

6. *Standing Committees.* The Federation shall have the following Standing Committees with powers and duties as specified in Article IX.

- a. Environment
- b. Education
- c. Legislation
- d. Planning and Land Use
- e. Public Finance
- f. Public Safety
- g. Transportation
- h. Utilities

The chairs of the Standing Committees shall be appointed by the President and confirmed by the membership. Committee reports and recommendations shall be submitted to the Executive Committee for approval and any further action.

7. *Special Committees.* Special committees may be established by majority vote at a regular Federation meeting. The purpose and duties shall be defined at the time the committee is established. Such committees will terminate no later than the next annual meeting.

8. *Parliamentarian.* A Parliamentarian may be appointed by the President.

9. *Eligibility.* All Executive Committee members shall be members at the time of their appointment. A delegate may hold any office, but may hold only one elected office. An Executive Committee member's eligibility to serve as an elected or appointed official shall immediately terminate upon the Executive Committee member's announcement or filing for elected political office. A delegate may not serve more than two consecutive terms as president.

10. *Performance.* All members of the Executive Committee shall work diligently and faithfully to promote the Federation charter and to achieve Federation goals. When speaking on behalf of the Federation, they shall refrain from any action or statement which conflicts with a Federation objective or position.

11. *Conduct.* All members of the Executive Committee shall reflect credit upon the Federation, and shall preserve and enhance the honor and integrity of the Federation. When acting in their Federation capacity, they shall scrupulously avoid any action or statement which conflicts with or appears to conflict with the provisions of Article I. No member of the Executive committee shall release in the Federation's name or the member's personal Federation capacity any comment, favorable or unfavorable, on the merits, actions, tactics, or views of an individual candidate or group of candidates. Former members of the

Executive Committee should not cite their previous role or position with the Federation in political statements except when such endorsements contain a clear statement that the affiliation is given for identification purposes only.

12. *Recall of Officials.* All members of the Executive Committee shall hold office at the pleasure of the Federation membership, and may be recalled upon two-thirds (2/3) vote at any meeting of the Federation. A motion to recall an official must be seconded by delegates from five (5) other member associations, and shall be tabled until the next Federation meeting.

## **ARTICLE V. POWERS AND DUTIES OF EXECUTIVE COMMITTEE**

1. *Powers.* The Committee shall exercise all of the powers of the Federation as an incorporated body, consistent with its Articles of Incorporation, these bylaws, and policies and directions of the membership.

2. *Duties.* The Committee shall perform these specific duties:

- a. Exercise general supervision over the affairs of the Federation.
- b. Approve expenditures of Federation funds, consistent with the budget.
- c. Approve recipients of the established annual Federation awards.
- d. Submit recommendations for Honorary Delegates at the annual meeting.
- e. Exercise general supervision over the Federation's newsletter.
- f. Select and designate all appointees or nominees as Federation representatives to non-Federation committees, commissions and similar groups.
- g. Ensure that the Federation archives are maintained in appropriate storage and are available to the public.
- h. Ensure that the Federation achieves the objectives specified in Article I.

3. *Emergency Powers.* When the Executive Committee determines there is insufficient time to present a matter to the membership, it may endorse specific resolutions or legislation not covered by prior Federation policies. All such actions shall be reported to the membership at the next meeting, for ratification as an official action of the Federation.

## **ARTICLE VI. ELECTION OF OFFICERS**

1. *Nominating Committee.* A call for volunteers to serve on the Nominating Committee will be made in the January newsletter and at the January regular meeting. A committee of at least five (5) but not more than seven (7) delegates shall be announced in the February newsletter and elected at the regular February meeting. The President and First Vice President may not serve on this committee. The committee shall nominate one person for each of the elected positions. The report of the Nominating Committee shall be published in the May newsletter and presented at the May meeting.

2. *Nominations.* A delegate must be nominated for office either by the Nominating Committee or from the floor at the May meeting. Any delegate has the right to nominate from the floor at the May meeting, but such nomination shall require seconds by delegates from three different member associations.

3. *Election.* Officers shall be elected at the annual meeting in June and shall assume office at the close of the meeting.

4. *Voting.* Voting shall be by hand count except in contested elections when a secret ballot shall be used for the contested position(s). A majority of all votes cast shall be required to elect. If no nominee receives the required majority on a vote, the nominee receiving the lowest number of votes will be dropped, and the vote will be repeated. Voting by proxy shall not be permitted.

5. *Term.* Officers shall serve for a term of one year or until their successors are duly elected. Any official not subsequently certified as a delegate by a member organization shall continue to serve until the end of the next annual meeting in June.

6. *Declaration of Vacancy.* A vacancy may be declared by the Executive Committee for any office in which the incumbent is absent from all scheduled meetings for three consecutive months.

7. *Vacancies.* The unexpired term of a vacancy in an elected position shall be filled by a special election at a regular meeting. Notice of the special election shall be placed in the newsletter one month ahead of the meeting at which the special election is to take place. The position will be assumed upon election.

## **ARTICLE VII. DUTIES OF ELECTED OFFICERS**

1. *President.* The president shall be the chief executive officer of the Federation, and shall preside at all Regular and Executive Committee meetings. He shall be ex-officio a member of all standing committees. He shall nominate the appointed officials and the chairs of Standing Committees, subject to confirmation by the Membership. He shall appoint members of Special Committees and designate chairs thereof. He shall ensure that the various activities, programs, and positions of the Federation are carried out in an orderly and efficient manner. He shall prepare the agenda for meetings for publication in the newsletter. He shall perform such other duties as are normally done by presidents of like organizations.

2. *First Vice President.* The First Vice President shall be responsible for all programs presented at regular meetings and will assist the President upon request in the discharge of all presidential duties. All duties of the President shall devolve upon the First Vice President if the President is absent or unable to act.

3. *Second Vice President.* The Second Vice President shall be responsible for membership recruitment and retention.

4. *Recording Secretary.* The Recording Secretary shall keep a correct record of the proceedings of the Federation.

5. *Treasurer.* The Treasurer shall be the custodian of all funds of the Federation; shall deposit same in a safe depository within the County; shall pay all approved bills and claims against the Federation; file all state and federal financial reports; present a report of receipts, disbursements, and balances at regular meetings; and perform such other functions as are usually done by treasurers of like organizations. Annually at the expiration of his term he shall make available to the Audit Committee all funds, records, and property belonging to the Federation.

## **ARTICLE VIII. DUTIES OF APPOINTED OFFICIALS**

1. *Member-At-Large.* Each Member-At-Large shall not have defined dues but shall undertake responsibilities and duties as determined by the President with approval of the Executive Committee.

2. *Historian.* The Historian shall be responsible for maintaining the archives of the Federation. He shall ensure that documents reflecting the activities of the Federation are placed in the archives. At the end of each membership year, he shall prepare for the archives a brief summary of the year's operations, to include all significant Federation activities and positions. He shall also prepare a listing of all documents placed in the archives.

3. *Newsletter Editor.* The Editor shall publish the official monthly newsletter of the Federation, consistent with guidelines specified in Article XIV.

4. *Parliamentarian.* The Parliamentarian shall advise the presiding officer on all questions of procedure, based upon the By-laws and Roberts Rules of Order.
5. *Public Relations Officer.* The Public Relations Officer shall maintain rapport with the press and be responsible for announcements and press releases to the media.
6. *Database Manager.* The Database Manager shall maintain the membership records, and prepare mailing labels and lists.
7. *Webmaster.* The Webmaster shall maintain and update the Federation's website.
8. *Auditor.* The Auditor shall audit the books annually and whenever a new treasurer takes over that position. The Auditor shall submit a written report to the Executive Committee.

#### **ARTICLE IX. DUTIES OF STANDING COMMITTEES**

1. *General.* Committee members must be members of the Federation. It shall be the general duty of each Standing Committee to monitor, evaluate, and report on the status and activity of matters within its assigned purview. In situations in which an issue impacts more than one Standing Committee, the Executive Committee shall assign and coordinate committee tasks. Committee reports and recommendations shall be submitted to the Executive Committee for approval and any further action.
2. *Environment Committee.* This committee shall monitor, evaluate, report, and make recommendations concerning actions, policies, and laws which will have an impact on the environment and natural resources.
3. *Education Committee.* This committee focuses on the programming, financing, and operation of schools and colleges within Montgomery County.
4. *Legislation Committee.* This committee focuses on proposed local, state and federal legislation. Legislation affecting the assigned area of a Standing Committee shall be handled by that committee.
5. *Planning and Land Use Committee.* This committee focuses on the Regional District Act, Zoning Ordinance, Subdivision Regulations, and the General Plan and master plans. It shall evaluate the implications for land use of other County policies.
6. *Public Finance Committee.* This committee focuses on the County's taxing, fees, spending, and borrowing policies and programs.
7. *Transportation Committee.* This committee focuses on the construction, operation, financing, and maintenance of public transportation facilities and services, including the Adequate Public Facilities Ordinance.
8. *Public Safety Committee.* This committee focuses on police, fire and rescue, the judiciary, corrections and emergency preparedness.
9. *Utilities Committee.* This committee focuses on various utility services including electricity, gas, water and sewer and telecommunications.

#### **ARTICLE X. MEETINGS OF THE FEDERATION**

1. *Regular Meetings.* Regular meetings of the Federation shall be held at a time and place to be determined by the Executive Committee.

2. *Annual Meeting.* The regular June meeting shall be the annual meeting.
3. *Special Meeting.* A special meeting may be called by the Executive Committee or upon written petition of ten (10) member associations with a minimum of five (5) days notice being given. Only such business as the meeting was called to consider may be discussed or acted upon at such meeting.
4. *Open Meetings.* All meetings of the Federation shall be open to the public.
5. *Notice.* No meeting may be held unless written notice of the time, place, and purpose is given to all current Delegates.
6. *Quorum.* A quorum for all meetings shall consist of at least one delegate from at least one sixth (1/6) of all Member associations.

#### **ARTICLE XI. CONDUCT OF FEDERATION MEETINGS**

1. *Chair.* The President, or in his absence, the First Vice President, shall preside at all meetings.
2. *Right to Speak.* Only delegates and associates shall have the right to address the Federation, except by specific invitation of the President or upon majority vote. Delegates may speak only when recognized by the presiding officer.
3. *Meeting Agenda.* The President shall prepare a proposed Agenda to be published in the newsletter, and adopted as an Order of Business. Any delegate shall have the right to propose amending the agenda which shall be approved upon majority vote.
4. *Suspension of Rules.* Rules prescribed herein, except those for amending these Bylaws, may be suspended upon motion seconded by delegates from five (5) other member associations and majority vote of two-thirds (2/3) of delegates present.

#### **ARTICLE XII. MEETINGS OF THE EXECUTIVE COMMITTEE**

1. *Regular Meetings.* The Executive Committee shall meet monthly at a time and place set by the Committee and announced in a timely manner.
2. *Special Meetings.* A special meeting may be called by the President or upon written request of at least five (5) members with a minimum of three (3) days notice being given. Only such business as the meeting was called to consider may be discussed or acted upon at the meeting.
3. *Quorum and Majority.* A quorum shall be met if either seven (7) officers or a majority of the Executive Committee are present. Executive Committee action shall require a majority vote.

#### **ARTICLE XIII. ADOPTION OF FEDERATION POSITIONS**

1. *Requirement.* All formal positions by the Federation on any issue or question shall be established by the specific adoption of a resolution or motion. The Federation shall provide maximum notice of positions to be considered in the newsletter agenda.
2. *Regular Resolutions.* The following categories of resolutions or action items shall be included in the President's proposed Agenda:
  - a. Proposals of the Executive Committee
  - b. Floor resolutions from previous meeting

3. *Floor Resolutions.* Resolutions on new subject matter offered from the floor and seconded by delegates from two other member associations will be referred to appropriate committee for recommendation and included in the agenda for the next meeting.

4. *Emergency Resolutions.* A resolution offered from the floor as an emergency, seconded by delegates from five other member associations, and approved by two-thirds (2/3) vote of those voting shall be added to the agenda and acted upon at the meeting.

5. *Adoption.* A resolution to adopt a formal position must be seconded by delegates from two other Member associations and approved by a two-thirds (2/3) vote of delegates present. Recommendations of the Executive Committee are automatically moved and seconded. Any resolution must be presented in writing to the secretary before it may be considered.

#### **ARTICLE XIV. FEDERATION NEWSLETTER**

1. *Publication.* A newsletter shall be published each month from September through June. Special issues may be published by majority vote of the Executive Committee or Federation.

2. *Purpose.* The purpose of the newsletter shall be to report to delegates the activities of the Federation, provide notice of meetings and proposed positions, and inform delegates of pending issues. It shall include the minutes of the regular and Executive Committee meetings and the agenda for the next regular meeting.

3. *Editorial Policy.* The content and style of the newsletter shall be consistent with the traditional standards and goals of the Federation. Advertising may be included but shall not be controversial and shall not exceed twenty-five percent (25%) of the newsletter. The Editor shall have authority to determine specific content and layout subject to requirements herein, but a member of the Executive Committee may appeal a decision to the full Executive Committee.

#### **ARTICLE XV. ANNUAL ACHIEVEMENT AWARDS**

1. *Annual Awards.* The Federation shall make the following awards each year. Awards will be presented with appropriate ceremony at a time and place determined by the Executive Committee.

- a. Star Cup - sponsored by the Federation and to be awarded to a Delegate or Committee of the Federation for outstanding public service on behalf of Montgomery County.
- b. Wayne Goldstein Award - awarded to an individual or group for outstanding service to the people of Montgomery County.
- c. Sentinel Award - sponsored by the Montgomery Sentinel newspaper and to be awarded to an individual or group for a significant contribution to good government at the local level.

2. *Awards Committee.* A committee shall be established to make recommendations for award recipients. The President shall call for volunteers to serve on the Awards Committee at the September meeting. Members shall be nominated by the President and confirmed by the Executive Committee at the November Executive Committee meeting.

#### **ARTICLE XVI. FINANCIAL MANAGEMENT**

1. *Annual Budget.* An operating budget for the membership year shall be adopted to plan and manage the Federation's fiscal affairs. A proposed budget shall be prepared by the treasurer and submitted to the Executive Committee for approval in August. The budget as approved shall be printed in the September newsletter and included in the September agenda for action by the membership. The budget shall include all planned and expected expenditures and revenues.

2. *Accounting For Funds.* The Federation shall maintain a checking account in a local bank, and all receipts and disbursements shall be processed through the account. All revenues received and disbursements made shall be entered in a record which shall show the name, amount, date, and type or purpose of the revenue or disbursement. The treasurer shall reconcile the accounts each month, and present a report to the Executive Committee.

3. *Issuance of Checks.* All checks shall be signed by the treasurer, or in his absence the President. All approved disbursements must be authorized in the adopted budget, except as provided below.

4. *Special Disbursements.* In emergencies the Executive Committee may authorize an expenditure up to five percent (5%) of the current fiscal year's budget. It may also authorize reasonable costs for the September newsletter. Such expenditures shall be reported at the next regular meeting, and the budget adjusted accordingly.

5. *Financial Reports.* The treasurer shall prepare at least mid-year and annual reports disclosing the financial performance and status of the Federation. The mid-year report shall evaluate adherence to the budget and project performance for the rest of the year. The annual report shall show all expenses and revenues and shall compare them with the adopted budget.

6. *Annual Audit.* The financial records of the Federation shall be audited annually and whenever a new Treasurer takes over that position. The Treasurer for the year or period being audited shall provide all records to the Auditor and provide such assistance as may be required.

#### **ARTICLE XVII. AMENDMENT OF BYLAWS**

1. *Changes.* A proposal to change these bylaws may be made by any delegate or the Executive Committee. A motion to change by a delegate must be seconded by delegates from two other member associations. Proposed amendments must be referred to the Executive Committee or to a Bylaws Committee established under Article IV for recommendation.

2. *Notice.* An introduced resolution to amend the bylaws shall be voted on following the discussion. The proposed change shall be published in the newsletter and listed in the agenda before the proposal may be considered.

3. *Approval.* An amendment requires a two-thirds (2/3) vote of delegates present to become effective at the close of the meeting in which the amendment was approved, unless a future date is specified.

#### **ARTICLE XVIII. INDEMNIFICATION AND EXCULPATION**

1. *Indemnity of Officers.* The Federation shall indemnify a member of the Executive Committee for amounts required to be paid as a result of third party suits or claims when such third party actions arose by reason of the fact that the individual was a member of the Executive Committee, provided that the individual acted in good faith and in a manner reasonably believed to be in the best interests of the Federation. This authority to indemnify shall exist only to the extent legally permissible and to the extent that the Federation's status as a tax-exempt organization and as a non-business corporation is not affected.

#### **ARTICLE XIX. DISSOLUTION**

1. *Dissolution.* In the event the Federation is dissolved, any assets shall be distributed to a county group qualified under Section 501(c) (3) or (4) of the Internal Revenue Code.