

BY-LAWS
THE KENSINGTON COMMUNITY ASSOCIATION, INC.

As Amended
November 9, 1977
May 20, 1981
May 13, 1982

ARTICLE I - NAME

The name of this Association shall be the Kensington Community Association,
Inc.

ARTICLE II - OBJECTIVES

1. To encourage residents in Kensington to enter cooperatively into such projects as will promote the general community welfare and improve and protect the appearance, value and convenience of property in Kensington.
2. To promote compliance with and to discourage violations of the restrictions applicable to the real estate within the limits of Kensington, and such restrictions are designated, set forth and incorporated in all original deeds executed by Benfield Manor, Inc. recorded among the Plat Records of Anne Arundel County, June 11, 1964, Plat Book 32, Folio 42.
3. To exercise such powers and authorities which are set forth and designated by these By-Laws and within the scope of the Charter of this Corporation.

ARTICLE III - MEMBERSHIP CLASSIFICATIONS

1. Membership in this Association shall be limited to one (1) membership per household.
2. The qualification for membership is as follows:

Any person who owns or resides on property (as shown on plat entitled Benfield Manor Book 32 or extensions) or any person or persons in the immediate family of such resident, residing therein; such as sons, daughters, parents, shall be eligible

for privileges of the Association as hereinafter provided.

3. An Association member is defined as a member of a household accepted for membership by the Association and having paid the current yearly dues.
4. Admissions: New members, upon recommendation of the Membership Committee and on payment of the respective membership dues, shall be admitted into the Association.
5. There shall be two voting rights for each membership. The two voting rights may be exercised by a single member of the Association, providing that the other member is not present.
6. Membership in the Association may be terminated:
 - a. Upon the request of the member.
 - b. When the member no longer meets the requirements for membership.
 - c. Upon failure to maintain good standing because of non-payment of dues or assessments within the time designated in the By-Laws.
 - d. Upon determination by the Board of Directors that any member, members children, or any resident in said members home, has flagrantly or continuously acted contrary to the objectives and purposes of the Association or has violated the By-Laws and Rules of this Association.
7. Application for reinstatement shall be initiated by the member in question and shall be submitted in writing to the Board of Directors. The Board of Directors shall have the authority to act upon said request.

ARTICLE IV - MEMBERSHIP PRIVILEGES AND RESPONSIBILITIES

Privileges:

1. Membership in good standing shall entitle members and their guests to the ordinary use of all Association facilities, subject to the Rules established by the appropriate committees of this Association as approved by the membership.
2. Members in good standing may invite guests to enjoy Association facilities

Providing:

- a. That the guest(s) are accompanied by at least one household member.
 - b. That the guest(s) are not residents of Kensington.
 - c. That good judgment is used in the number of guests invited during periods of use by other Association members and their guests.
3. Members in good standing may, on written request to the Board of Directors and the Board's approval, reserve Association facilities for private parties. Such reservations shall be restricted to evening activities and any costs incurred due to accidental damage, misuse, housekeeping, or otherwise shall be borne by the reserving member(s). Night beach parties must recognize that late landings by other Association members must be expected and honored.
4. Members shall have the right to appeal Committee rules governing the use of Association facilities. Appeals will be presented to the Board of Directors who will investigate and appeal and present the results to the Community for vote. The decision of the Community as determined by majority vote will abide.
5. Members may request guest invitations to Community meetings through the Board of Directors.

Responsibilities:

1. Members are responsible to support the objectives of the Association and to abide by the accepted By-Laws.
2. Members using Association facilities have an inherent responsibility for maintaining and leaving the area in a clean condition.
3. Members and their guests using Association facilities do so at their own risk. Also, members have the responsibility for the conduct and safety of themselves and their guests during such uses.
4. Members have a responsibility to abide by the established rules governing the use of Association facilities.

5. Members should report violations, misuse, or damage of Association facilities to the appropriate committee chairman.

ARTICLE V - MEETINGS

1. There shall be four regular meetings of the Association in each year: the annual meeting, which shall be held in February of each year on such day as the Board of Directors shall select, and the three remaining meetings shall be designated by the Board of Directors.
2. A special meeting may be called at any time by the President, by a majority vote of the Board of Directors, or may be called upon written signed petition stating reason therefore by 25% of the members in good standing.
3. Notice of all meetings of the Association, both regular and special, shall be given to all members of the Association by written notice at least seven (7) days before the date set for the meeting, except that such notice shall be given at least fourteen (14) days before any meeting at which amendments to the By-Laws are to be voted on. This notice in cases of special meetings shall include a general statement of the matters to be discussed, and the issues to be presented to the members for decision. The agenda of special meetings shall be restricted thereto.
4. Twenty percent of the voting members shall constitute a quorum except as qualified in ARTICLE VI, provided the notification to all members of the time, place and purpose of such meeting shall have been sent as provided in this ARTICLE.
5. All meetings shall be conducted by the chair in accordance with established Parliamentary procedure.
6. New business to be brought up by the membership shall be submitted in writing to the Board of Directors at least two weeks prior to an approved regular meeting in order to establish priority of business. Any new business brought up by the membership during the course of a regular meeting will be handled after the written submittals.
7. Attendance at Association meetings shall be limited to members in good

Standing, guests invited by the Membership Committee, and invitations extended by the Board of Directors.

ARTICLE VI - VOTING

1. Provided a quorum is present, as defined in ARTICLE V, majority voice vote of members present at any meeting of the Association shall be sufficient to carry any motion or decide any issue except:

- a. Amendments to By-Laws - Such amendments shall require a two-thirds majority of the votes cast including absentee ballots.
- b. Election of Directors - Such election shall be held at the February meeting of the Association, at which time six Directors shall be elected for a term of one (1) year. The Board of Directors offices open for nomination shall be President, Vice-President, Recording Secretary, Treasurer, and two Directors-at-Large. A Nominating Committee, consisting of five members of the Association shall present a slate of officers who have previously agreed to serve if elected. No later than two (2) weeks prior to the February meeting, the Recording Secretary shall provide the membership the slate of nominees for each office, enclosing absentee ballots to be returned to him by those unable to vote in person. Nominations will be accepted from the floor providing consent of nominees is or has been received. The results of the absentee ballots shall be kept secret until the written votes of those present at the February meeting are counted. Voting shall be by written ballot by those present at the meeting and each position shall be filled by the individuals receiving the highest number of votes cast. Such nominations, as accepted by the nominee, shall become the slate to be voted on at the February meeting. In the even of a tie between two or more nominees for a given office, a vote will be conducted until the tie is broken. Absentee ballots standing as cast. Absentee ballots shall be considered in determining the presence of a quorum. The returning President shall preside for the election of officers and shall then execute the changes in responsibilities from the retiring officers to the incoming officers.
- c. Assessments against memberships in excess of five (\$5.00) dollars per year shall require the same voting procedure as amending the By-Laws.

ARTICLE VII - DUES

The amount of dues for membership shall be recommended for each year by the Board of Directors at the meeting so designated. This recommendation must be voted on by the membership and if the motion is lost, the dues will revert to the amount of the previous year. Dues shall be due and payable April 1 and shall be deemed to be in arrears on and after June 1 of the same year. In the event that new members become eligible for admittance to the Association after April 1, their respective dues shall be prorated quarterly.

ARTICLE VIII - DUTIES OF DIRECTORS AND OFFICERS

1. The executive power of the Association shall be vested in a Board of Directors which shall consist of six members all of whom must be members in good standing. The Board of Directors shall be elected and take office at the February meeting as provided in ARTICLE VI. Upon taking office the Directors shall prepare an operating budget for their year in office, submitting this budget for approval by the membership at the next meeting. If any additions, deletions or revisions are voted on by the membership, such changes shall be instituted by the Board of Directors provided the total budget presented is not in excess of funds available as determined by the Board of Directors.
2. The Board of Directors shall consist of six elected members as outlined in ARTICLE VI.
3. Vacancies which occur in the Board of Directors during the course of their term, shall be filled by majority vote of the Board of Directors during the course of their term, shall be filled by majority vote of the Board of Directors and the individual so selected shall serve until the next annual election. Any elected Director, if willing, may succeed himself in office for a term of one (1) year only.
4. The Board of Directors shall hold meetings at least monthly under such rules as they may prescribe. A quorum for the conduct of business shall consist of four members.
5. Duties of Officers:

- a. President - The President shall preside at all meetings of the Association and of The Board of Directors. He shall be the ex-officio member of all Standing and Special Committees.
- b. Vice-President - The Vice-President shall have all duties and responsibilities of the President in his absence or when such duties are assigned by the President. He shall be Chairman of the Membership Committee whose duties are hereinafter defined.
- c. Recording Secretary - The Recording Secretary shall keep the minutes of all meetings of the Association and the Board of Directors. At all membership meetings, he shall present a summary report of all action taken by the Board of Directors in the interim period since the preceding membership meeting.
- d. Treasurer - The Treasurer shall have care and custody of and be responsible for all funds and finances of the Association subject to the direction and supervision of the Board of Directors. The Treasurer shall give bond to be paid for by the Association. He shall make all disbursements for the Association by check, all checks being countersigned by one of the following:

- (1) President
- (2) Vice-President
- (3) Recording Secretary

He shall prepare quarterly statements for presentation at membership meetings and monthly statements for presentation to the Board of Directors. He shall submit all records to the Special Auditing Committee appointed by the President at least thirty (3) days prior to the Annual Meeting in February, this committee presenting an audit to the President before the transfer of responsibilities to the newly elected officers.

- e. Directors-at-Large - The Directors-at-Large shall assist the President and Vice-President as required by these officers.

ARTICLE IX - ASSOCIATION FUNDS

1. Definition - The funds of the Association shall consist of General Operating Funds and Board Designated Funds, as defined herein. The sources of General Operating Funds shall be the revenues from annual membership dues as described in ARTICLE VII, the revenues from other fund raising events sponsored by the Association, and any surplus of General Operating funds from the preceding year.

The source of Board Designated Funds shall be contributions from General Operating Funds, and such contributions must be incorporated in the approved Annual General Operating Budget. The purposes of the General Operating Funds and the Board Designated Funds are as follows:

a. General Operating Funds - The purpose of these funds shall be to provide resources for the annual operating needs of the Association, such as insurance, utilities, general maintenance, social events, landscaping and such other needs as identified and approved in the annual General Operating Budget. These funds may also be used to make contributions to the Board Designated Funds if such contributions have been approved in accordance with the preceding paragraph.

b. Board Designated Funds - From time to time the Board may identify specific long-range needs of the Association which would require major capital expenditures. In order to provide the necessary funds for such needs and to avoid significant impairment of the General Operating Funds in the year the major expenditures are made, "Board Designated Funds" may be established. These funds will consist of contributions from the General Operating Funds (as previously described) and shall remain intact from year to year for the purpose of meeting the long-range needs for which the funds were established. It shall be the responsibility of the current Board of Directors to annually reassess the need for any previously established "Board Designated Funds". To re-establish these funds as General Operating Funds shall require the approval of the membership.

2. Responsibility - The care and custody of all Association funds shall be the responsibility of the current Treasurer, as outlined in Section 5d. of ARTICLE VIII.

ARTICLE X - COMMITTEES

1. Standing Committees - Definition - There shall be such Standing Committees as enumerated below, the Chairman being appointed by the President and announced to the membership at the first meeting after the election of officers. There shall be no less than three nor more than seven members on any Standing Committee, including the Chairman. One member of each Standing Committee shall be a member of the Board of Directors, designated by the President, who will

report Committee activities immediately following his appointment. The President Shall be ex-officio member of all Standing Committees and as such shall be notified of all committee meetings.

Each Standing Committee shall prepare an operating budget, submitting it no later than April 15 to the Board of Directors for their approval and /or revision. The budgets of all committees as approved by the Board of Directors shall be included in the General Budget to be submitted to the membership at the first meeting after the election of officers.

Chairmen of all Standing Committees shall submit interim reports at all general membership meetings, and at the February meeting they shall submit a comprehensive written report of activities during the preceding year.

The Standing Committees shall be as follows:

- a. Membership
- b. Beach
- c. Playground
- d. Social
- e. Landscape

2. Standing Committees - Duties:

a. Membership - The Vice-President of the Association shall be Chairman of the Membership Committee. This committee shall promote membership in the Association; maintain a current directory of members and residents including addresses and telephone numbers; assist the Treasurer in preparing statements of dues; coordinate promotional activities pertaining to promoting and maintaining a substantial roster of members so that the Association may represent a clear majority of Kensington residents. A subcommittee, known as the Welcoming Committee, shall call on all new residents of Kensington and extensions within thirty days after their establishment of residence, present a copy of the By-Laws, and explain the activities of the Association.

b. Beach - This Committee shall plan and execute the development of the beach area, prepare an annual budget of operating and construction expenditures, establish Rules of Conduct, and dockage fees, and in general exercise control of all beach activities, subject to approval by the Board of Directors.

c. Playground - The Committee shall plan and execute the development of the playground area, prepare an annual budget of operating and construction

expenditures, establish Rules of Conduct, and in general exercise control of all playground activities subject of approval by the Board of Directors.

d. Social - This Committee shall plan and administer at least four social functions each year. An operating budget shall be prepared and submitted for approval to the Board of Directors. The Committee shall coordinate the planning of activities with the Committee which administers the facility to be used.

e. Landscape - This Committee shall generally promote the beautification of Kensington, maintain all entrance properties, sponsor cleanliness campaigns, and encourage residents to maintain high standards in the landscaping of individual lots. The Committee shall prepare an annual budget of operating expenses for approval by the Board of Directors.

3. Special Committees - The President shall appoint such Special Committees as he deems necessary. The President shall be an ex-officio member of all Special Committees, with the exception of the Nominating Committee, and shall be notified of all meetings. The Chairman of all Special Committees shall submit interim reports whenever so directed by the President, and shall submit a written report of the Committees activities upon completion of duties, said final report to be included in the minutes by the Recording Secretary.

ARTICLE XI - ORDER OF BUSINESS

At regular meetings, the order of business shall be as follows:

1. Reading of the minutes of the previous meeting
2. Report of the Board of Directors
3. Report of the Treasurer
4. Correspondence
5. Special Committees, Election of Officers (Annual Meeting only)
6. Report of Special Committees
7. Report of Standing Committees
8. Unfinished Business
9. New Business
10. Adjournment