



# SPECIAL MEETING AGENDA

## January 4, 2022

### **A. CALL TO ORDER**

### **B. APPROVAL OF AGENDA**

### **C. LRCA BY-LAW CHANGES**

- **NOMINATION SIGNATURE REQUIREMENT**
- **CHECK SIGNING THRESHOLD INCREASE TO \$1,500**
- **STATE OF EMERGENCY VERBIAGE**
- **MEMBERSHIP REQUIREMENT FOR BOARD AND COLUMBIA COUNCIL REPRESENTATIVE**

### **D. ADJOURNMENT**



# Proposed By-Law Changes

## Changes are in **RED**

### **NOMINATION SIGNATURE REQUIREMENT**

#### **Proposed:**

SECTION 8.04. Nominations. All candidates otherwise qualified for election to the Board of Directors or as Columbia Council Representative must be nominated by petition submitted during the time period specified by the Election Committee. The petition will be circulated by the candidate or by other persons in the candidate's behalf and will show the candidate's full name, address, signature and the office sought. Each candidate may be nominated for one office only. Nomination petitions shall be valid when submitted in a timely manner and signed by ten or more members of the Association. Association members may sign one or more petitions. **In lieu of submission of a nominating petition, the candidate may provide evidence of attendance of two regularly scheduled Board of Directors meetings in the period between the previous year's annual meeting and the closing date for the nomination in the current year.**

Each candidate will submit a petition to the Election Committee for validation. The Election Committee shall accept petitions during the first three weeks of the month immediately preceding the month in which the election will be held. At the discretion of the Election Committee the nomination period may be extended if no more than six (6) candidates for the Board of Directors or one (1) candidate for Columbia Council Representative have filed petitions at the end of the regular nominating period. Each candidate submitting a valid petition during the nomination period will be listed on the appropriate ballot.

### **CHECK SIGNING THRESHOLD INCREASE TO \$1,500**

#### **Proposed:**

SECTION 5.01. Checks, Drafts, Etc. All checks, drafts and orders for the payment of money, notes and other evidences of indebtedness, issued in the name of the Association, shall unless otherwise provided by resolution of the Board of Directors, be signed by the Manager and countersigned by one Director of the Association. Checks issued in the name of the Association in amounts not to exceed ~~\$1000~~ **\$1,500**, shall only require the signature of the Association Manager.

## **STATE OF EMERGENCY VERBIAGE**

### **Proposed:**

SECTION 1.01. Annual Meetings. The Association shall hold each year an annual meeting of the members for the election of directors, the election of a representative, in alternate years, to serve for a two-year term as the representative of the Association of the Columbia Council, and the transaction of any business within the powers of the Association, at 9:00 a.m. on the third Saturday in February in 1973, and thereafter, beginning with the year 1977 on any Saturday in April of each year. Any business of the Association may be transacted at an annual meeting without being specially required by statute or by the charter to be stated in the notice. Failure to hold an annual meeting at the designated time shall not, however, invalidate the corporate existence or affect otherwise valid corporate acts.

Notwithstanding anything to the contrary herein, in the event of a State of Emergency declared by the President of the United States or Governor of Maryland that remains in effect as of, or not less than 30 days prior to the date of the annual meeting and election, the Board of Directors, in its sole discretion, may: (i) postpone the annual meeting to a date no more than 30 days after the State of Emergency ends, (ii) authorize the members to vote by mail or electronic ballot, which, for the avoidance of doubt, the candidates receiving the largest number of votes by mail and electronic ballot shall be declared winners of that election, or (iii) determine that the annual meeting shall not be held at any place, but instead held solely by means of virtual communication.

## **BD MEMBERS MUST REMAIN ASSOCIATION MEMBERS WHILE IN OFFICE**

### **Proposed:**

#### **New Section under ARTICLE II BOARD OF DIRECTORS**

2.12. All Directors and Columbia Council Representative shall be members of the Long Reach Community Association throughout their term in office.

(i) Any Director or Columbia Council Representative who is determined to no longer be a member of the association, is presumed to have resigned as Director or Columbia Council Representative, as of the date their membership was terminated. A written notice shall be prepared by the Village Manager in the manner described in Section 2.11 (i)

(ii) Any Director, who notes another Director or the Columbia Council Representative, is no longer a member of the Long Reach Community Association, shall notify the Village Manager.

(iii) A Director or the Columbia Council Representative, notified and directed to show cause pursuant to this section, may submit within ten days of the date of the notice a written response

or written request for hearing before the remaining directors, and be removed from office in the manner described in Section 2.11 (ii).

(iv) No action of the Board of Directors shall be rendered invalid by reasons of the Board of Director' failure to comply with the provisions of this section.