



Leisure World Association for African American Culture (LWAAAC)

BY-LAWS

Article 1.

The name of the Organization is Leisure World Association for African American Culture (LWAAAC).

Article 2.

Purpose/Mission

The purpose of the organization is to provide the residents of Leisure World of Maryland with opportunities to experience and enjoy the rich cultural heritage of African Americans from various perspectives including, but not limited to, history and traditions, educational endeavors, entertainment and the arts, guest speakers and lectures, social and recreational activities, and participation in Leisure World community events.

The Organization shall be operated strictly on a not-for-profit basis.

Article 3.

Membership

Section 3.1 Eligibility

Membership shall be open to all residents of Leisure World of Maryland who pay the required annual dues and support the mission of the organization.

Membership shall be open to non-Leisure World residents up to 10 percent of the membership or as required by Leisure World Community Corporation.

Section 3.2 **Fiscal Year**

The fiscal year shall begin July 1 of each year and end June 30 of the succeeding year.

Section 3.3 **Dues**

Payment of dues covering each fiscal year is a requirement for membership.

Dues shall be established by the membership upon recommendations of the board. The full amount of annual dues for new and renewed membership shall be paid regardless of the time of year.

Section 3.4 **Non-discrimination Clause**

LWAAAC shall not discriminate based on race, color, religion, national origin, gender, sexual orientation, disability, politics, marital status, or any other protected status under the law.

Article 4.

Section 4.1 **Officers**

The officers of the organization shall be president, vice-president, recording secretary, correspondence secretary, financial secretary, and treasurer.

Section 4.2 **Duties of Officers**

President - The president serves as the guiding force of the organization ensuring that the purpose and by-laws of the organization are carried out.

The president shall preside at all board, executive committee, and membership meetings. These duties shall not be delegated to a subordinate officer unless the president is unable to perform the duties.

The president shall appoint all standing and special committee chairpersons, a parliamentarian, and other individuals to perform specific duties. The president shall be ex-officio member of all committees, except for the nominations and

election committee.

The president shall sign all written contracts and binding agreements upon the approval of the board. Contracts and binding agreements signed by the president shall become official records of the organization.

The president shall make all recorded and written announcements to the membership. These responsibilities shall not be delegated to a subordinate officer unless the president is unable to perform the duties.

Vice President - The vice president shall perform duties assigned by the president and fulfill the duties of the office in the absence of the president. If the president becomes incapacitated, or unable to serve, the vice president shall serve as president for the remainder of the term.

Recording Secretary - The recording secretary shall record, transcribe, and maintain the minutes of the board, executive committee, and membership meetings and distribute minutes to the board. When necessary, the secretary shall notify members of meetings and certify the presence of a quorum at all meetings.

In the absence of both the president and vice president, the recording secretary shall preside at board, executive committee, or membership meetings. In the absence of the correspondence secretary, the recording secretary shall serve as the correspondence secretary.

Correspondence Secretary - The correspondence secretary shall write and distribute correspondence for the president and board upon request, including assisting with meeting agendas. The correspondence secretary shall collect and read correspondence at all meetings. The correspondence secretary shall collect and maintain all material distributed by elected officers and committees for archiving.

In the absence of the recording secretary, the correspondence secretary shall serve as the recording secretary.

Financial Secretary - The financial secretary shall receive all funds for the organization, keep accurate and categorical records for the funds and where appropriate, write and distribute receipts for such funds. The financial secretary shall transfer funds to the treasurer in a timely fashion and report monies received by the category at each meeting of the board and at the annual membership meeting.

The financial secretary shall serve as a member of the budget committee.

Treasurer - The treasurer shall keep an accurate accounting of all funds received from the financial secretary and deposit all checks and/or monies in a timely fashion at the organization's designated bank. The treasurer will disburse funds as approved by the board. The treasurer shall report disbursement categories and the overall financial status of the organization at each meeting of the board and shall present a report at the annual membership meeting.

The treasurer shall serve as chairperson of the budget committee.

Section 4.3 **Terms of Office, Vacancies, and Removal of Officer**

Terms of Office. Officers shall be elected by the membership for a two-year term at the annual membership meeting. No Officer shall serve more than two consecutive terms in the same office. A member may be a candidate for the same office after a two-year break in service.

Vacancies. If an office becomes vacant in the first year, a special election shall be held to fill the vacancy. If the office becomes vacant in the second year, the president shall appoint a new officer to fill the unexpired term.

Removal of Officer. An officer shall be removed from the board by 2/3 vote of the board. The cause of removal shall be neglect of duties, abuse of authority, misuse of funds or other misconducts that calls into question an officer's fitness for office. An accused officer shall be notified by the board of the intent of removal and given 30 days to respond or submit a resignation.

Section 4.4 **Parliamentarian**

The parliamentarian is an appointed board member to advise the president on meeting procedures based on Robert's Rules of Order (RRO). When necessary, clarifies RRO to meeting attendees. With the agreement of the board, the president may ask the parliamentarian to chair a by-laws committee charged with reviewing the current by-laws for clarity and completeness. The parliamentarian presents proposed revisions of the by-laws with rationales to the membership 30 days before a vote for changes.

Section 4.5 **Nominations and Election**

Nominations and election of officers for the board shall be conducted every two years. The nominations and election committee consisting of five members shall be elected

by the membership at the January membership meeting. The chairperson of the committee shall be selected by the committee members. Any committee member who becomes a candidate for office shall resign from the committee.

No officer of the board shall be a member of the committee. The committee shall provide a report to the board and membership at the end of the election. Where concerns are raised about the nominations and election, the board shall address the specific concerns.

Eligibility of Candidates. Any person who has completed one year as a member of the organization and has paid dues for the current fiscal year is eligible to be nominated as a candidate for office. No officer shall serve more than two consecutive terms in the same office. A member may be a candidate for the same office after a two-year break in service.

Slate of Candidates, Voting, Election and Installation of Officers. The committee shall present a contested or uncontested slate of candidates to the membership in April. For a contested slate, candidates shall be offered the opportunity to address the membership at the general membership meeting in May. The committee chairperson shall call for nominations from the floor at the general membership meeting in May.

Voting shall be held at the annual membership meeting in June. The form of voting shall be made by secret ballot. The slate of candidates, ballot, and voting instructions shall be mailed to all members and provisions shall be made for mail-in ballots.

The results of the election shall be announced by the committee chairperson at the annual membership meeting.

The installation of officers shall be administered at the annual membership meeting by the parliamentarian or a person selected by the president-elect. The term of office for the elected officers shall begin immediately after the installation ceremony.

In the event of unforeseen circumstances that prevent adherence to the established rules, the board shall determine the manner of conduct for the nominations and election.

Article 5.

Board of Directors (board) and Executive Committee

Section 5.1 Composition of the board

The board shall consist of the elected officers, chairpersons of standing committees, immediate past president, and a parliamentarian.

Section 5.2 Duties and Powers

The board supervises and directs the affairs of the organization and approves all proposed funding and expenditures. All board members are entitled to vote. The president shall authorize substitute chairpersons to vote. A board member may serve on any committee, except for the nominations and election committee.

Section 5.3 Board Meetings

The board shall meet a minimum of four times each year with one meeting in January. Board meetings shall be announced and opened to the membership, except for the executive committee meetings. The board may consider input from the membership during open forum at meetings. Actions taken at the board meetings shall be reported at the general membership meeting.

5.4 Executive Committee

The executive committee shall consist of elected officers and a parliamentarian. At the discretion of the president and before a scheduled board and general membership meeting, the executive committee shall meet in closed session to handle any crucial matter. Upon approval of the president, individuals associated with the matter may be invited to the meeting. Actions taken in the executive committee meetings shall be reported at the board and general membership meetings.

Article 6.

Meetings

There shall be a minimum of three meetings during each fiscal year. Monthly general membership meetings shall be determined by the board.

Section 6.1 Annual Membership Meeting

The annual membership meeting shall be held in June of each year with specific date and time established by the board. Annual reports shall be presented by the president, treasurer, and chairpersons of standing committees. Reports from the chairpersons of special committees shall be determined by the board. The election and installation of officers for the next term shall be conducted during the meeting.

Section 6.2 **Fall Membership Meeting**

A membership meeting shall be held in October of each year with specific date, time, and program established by the board. The program established by the board shall be carried out by the programs committee and shall include the membership committee

Section 6.3 **January Membership Meeting**

The January membership meeting shall be held to elect the nominations and election committee.

Section 6.4 **Quorum**

A total of 10 percent of members at membership meetings and 50 percent of board members at board and executive committee meetings shall constitute a quorum.

Section 6.5 **Order of Business**

The Order of Business for the organization shall follow the current edition of "Robert's Rules of Order."

Article 7.

Section 7.1 **Standing Committees**

The standing committees are membership, budget, programs, public relations, amenities, and community services. The chairpersons of standing committees are appointed by the president and serve as board members. Each committee shall consist of three or more members.

Section 7.2 **Duties of Standing Committees**

Membership Committee. The membership committee shall enroll members, maintain the membership roster and database, and provide membership rosters to the board on a timely basis. The committee shall produce and distribute membership materials. The committee shall participate in the fall membership meeting and partner with Leisure World for selected community events.

The committee shall adhere to the guidelines in the manual, "Policies and Procedures for Standing Committees," adopted by the board. The committee shall submit an

estimated annual budget to the budget committee and submit all funding requirements for each proposed activity to the budget for recommendation to the board.

Budget Committee. The budget committee shall be comprised of the treasurer as chairperson, financial secretary, and three members appointed by the president.

The committee shall adhere to the guidelines the manual, "Policies and Procedures for Standing Committees" adopted by the board. The committee shall allocate funds on an annual basis to support the activities of the organization. The committee shall set aside funds for subsidizing activities.

Programs Committee. The programs committee shall initiate, plan and implement all recreational and social, educational, and arts and entertainment activities. The committee shall participate in the fall membership meeting and partner with Leisure World for selected community events.

The committee shall adhere to the guidelines in the manual, "Policies and Procedures for Standing Committees," adopted by the board. The committee shall submit an estimated annual budget to the budget committee and submit all funding requirements for each proposed activity to the budget for recommendation to the board.

Public Relations Committee. The public relations committee shall prepare and submit articles for publishing in the Leisure World of Maryland News, prepare and distribute the newsletter, "The Drumbeat," and maintain organizational displays in the Leisure World showcase. The committee shall provide for the official logo and colors and a website. The committee shall partner with Leisure World for selected community events.

The committee shall adhere to the guidelines in the manual, "Policies and Procedures for Standing Committees" adopted by the board. The committee shall submit an estimated annual budget to the budget committee and submit all funding requirements for each proposed activity to the budget for recommendation to the board.

Amenities Committee. The amenities committee shall respond, in the event of illness, disability, death or any other situation where support is appropriate, with the affected person, the immediate family, and the membership. For the purpose of this by-laws, the immediate family consists of a spouse or partner, children, grandchildren, siblings, and parents.

The committee shall adhere to the guidelines in the manual, "Policies and Procedures for Standing Committees" adopted by the board. The committee shall submit an estimated annual budget to the budget committee and submit all funding requirements for each proposed activity to the budget committee for recommendation to the board.

Community Services Committee. The community services committee shall initiate, plan and implement projects and activities to support the identified community needs within Montgomery County. The committee may partner with Leisure World groups and Montgomery County to advance the goals of the organization. The committee shall have a minimum of two projects or activities per year.

The committee shall adhere to the guidelines in the manual, "Policies and Procedures for Standing Committees" adopted by the board. The committee shall submit an estimated annual budget to the budget committee and submit all funding requirements for each proposed activity to the budget for recommendation to the board.

Section 7.3 **Special Committees**

Special committees, which include ad hoc committees, may be established with a chairperson appointed by the president with consent of the board.

Chairpersons of special committees are not members of the board. A special committee shall not be appointed to perform a task that falls with the assigned function of a standing committee.

Special committees shall submit all funding requirements for each proposed activity to the budget committee for recommendations to the board.

Section 7.4 **Archives Collection**

The archives collection shall be organized, preserved, and safeguarded by a historian appointed by the president as a non-board member. The archives collection shall be managed by the historian with one person to assist with the duties. The historian shall obtain significant and historical material of the organization from the correspondence secretary, elected officers, committee chairpersons, and the general membership.

The historian shall submit an estimated annual budget to the budget committee and submit all funding requirements for any proposed needs to the budget committee for recommendation to the board.

Article 8.

Section 8.1 **Endorsements**

The organization shall be non-political and shall not endorse or promote any

state, or local candidate or party affiliation.

The organization shall not permit individuals, vendors, or organizations to announce, promote, or sell services or products at board or membership meetings.

Article 9.


Section 9.1 Amendments

The by-laws may be amended by two thirds vote of the membership present at any meeting. Notice of any amendment shall be provided to the membership 30 days before the meeting. A signed copy of amendments shall be provided to the Education and Recreation Department of Leisure World of Maryland Corporation.

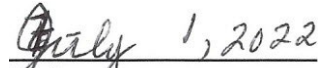
Article 10.

Section 10.1 Dissolution

On dissolution of the organization, the distribution of assets shall be determined by the board.



Juanita Sealy-Williams
President



Date



Shirley Mallory
Recording Secretary



July 1, 2022

By-laws adopted: July 8, 1994.

Amended: June 29, 2000; June 26, 2004; September 22, 2005, October 22, 2008; June 13, 2012; June 26, 2013; June 25, 2014; April 3, 2019; February 5, 2020; and July 1, 2022.