

**Bylaws
of the
Eastern Shore Association of Municipalities**

ARTICLE I. NAME

The name of the organization shall be the Eastern Shore Association of Municipalities.

ARTICLE II. PURPOSE

The purpose of the Association shall be to promote the interest and welfare of the municipalities of Caroline, Kent, Queen Anne's, Talbot, Dorchester, Wicomico, Worcester, and Somerset Counties and their citizens.

This shall be accomplished through the establishment and promulgation of Maryland Municipal League (MML) Policy, strong political action, the rendering of technical assistance, issue oriented research, dissemination of information and counseling to our member municipalities, with a view toward enhancing the self-sufficiency of home rule government.

Additionally, close liaison and working relationships will be cultivated and maintained between municipalities and other levels of government. Finally, the goal of total membership of all municipalities will be vigorously pursued in that the Association will speak with the imposing strengths of truly united cities and towns.

ARTICLE II. MEMBERSHIP

Any municipality (whether city or town) of Caroline, Kent, Queen Anne's, Talbot, Dorchester, Wicomico, Worcester, and Somerset Counties, upon payment of membership dues, may become an active member of the Association. All duly elected municipal officials and administrative employees of active member municipalities shall be entitled to membership in this organization.

Any person who has rendered conspicuous service for the improvement of municipal government may, by vote of the Executive Board, be recommended for Honorary Membership in the Association to the general membership for approval. All Past elected officials of the Association not presently holding elected municipal office shall be Honorary Members. Honorary Members, as such, shall not have a vote in any proceedings of the Association.

ARTICLE IV. OFFICERS AND THEIR DUTIES

The Officers of the Association shall be a President, Vice President, Secretary, and Treasurer, all of whom shall be elected at the Annual Meeting held in April of each year, each of whom shall be a representative of a different municipality, and each of whom shall serve for one year until his/her successor is duly elected and qualified. The start of the terms of office for the newly elected officers of the Chapter shall commence on July 1st. If a vacancy shall occur on the Executive Board, the Board shall elect a new member to fill the unexpired term of the member vacating office.

The Executive Board shall be composed of the above named Officers and the Immediate Past President of the Association, providing the latter is an elected official of a municipality and shall serve Ex Officio, and the Executive Director of the Maryland Municipal League, or his designated representative.

The duties of the Executive Board shall be to direct the President to call and conduct meetings, cooperate with the Maryland Municipal League or other organizations in carrying out the directives of the Association and to perform other functions as the Association may direct.

The President shall preside at membership meetings, and the Executive Meetings, exercise general supervision of the affairs of the Association, and perform such other duties as are prescribed herein or by Resolution of the Association. In case of a vacancy in the Office of President, the Vice President shall succeed.

No person shall be an Officer of the Association or member of the Executive Board, unless that person is an elected municipal official in Caroline, Kent, Queen Anne's, Talbot, Dorchester, Wicomico, Worcester, and Somerset Counties, except ~~one (1) Member-at-Large who shall be a city Administrator,~~ and the Executive Director of the Maryland Municipal League or his representative. Only elected officials of a municipality shall serve as President, Vice President, Secretary or Treasurer.

For purposes of the Eastern Shore Association of Municipalities, "Ex Officio" members shall be non-voting members.

ARTICLE V. STANDING COMMITTEES AND THEIR DUTIES

The Standing Committees shall be appointed by the President of the Association and in consultation with the Executive Board and shall consist of:

- a. Legislative Committee – The President of the Executive Board shall appoint members to the Committee. The Vice President of the Association shall be the Chairman of the Legislative Committee. It shall be the duty of this committee to formulate and coordinate input from each of the eight (8) counties represented in the Association as a Legislative Program and submit it to the membership for

approval and further urge the enactment of such legislation to be embraced by the Maryland Municipal League Legislative Committee.

- b. Nominating Committee - The President of the Executive Board shall appoint members to the Committee which shall consist of a representative from each of the eight (8) counties in the Association. The group shall select a Chair from among its members. It shall be the duty of this committee to present a slate of nominees for office for the ensuing year.
- c. Audit Committee - The President of the Executive Board shall appoint members to the Committee which shall consist of no less than three (3) members and not more than five (5) members. The group shall select a Chair from among its members. A report shall be submitted to the Executive Board for reading at the Annual Meeting.
- d. The President may establish a Scholarship Committee annually comprised of the Executive Board and additional members as required to determine for what purpose, the amount of the scholarship, and the eligibility of the potential recipient(s). The recommendation of the scholar will be presented at the April meeting and voted upon by the Chapter membership for approval.
- e. The President of the Executive Board shall appoint such other Standing Committees, comprised of a representative from each of the eight (8) counties in the Association as he/she may from time to time deem necessary for the conduct of the affairs of the Association with the approval of the Executive Board.

A majority of each committee shall constitute a quorum thereof, and any questions may be decided by a majority vote of those in attendance and voting. No proxies shall be allowed. Vacancies on a committee shall be filled by the President of the Association. The Committee Chair shall direct the recordation and approval of meeting minutes and forward approved minutes to the Executive Board. The Executive Board Secretary shall maintain and make available all minutes for a period of not less than three (3) years.

Members of the Association who are not elected municipal officials may serve on all committees.

ARTICLE VI. MEETINGS

The regular meetings will be held on the third Tuesday's of September, December, April, and the Monday during the Annual Convention, unless it falls on a legal holiday or if the regular meeting date is in conflict with another meeting that has significant interest to the municipalities; the general membership shall vote on an alternate date.

The meetings shall be held at such place as may be determined by the President of the Association. Special meetings and other General Membership Meetings may be held at such time and place as may be determined by the President of the Association or upon request of ten (10) active member municipalities of the Association to the Secretary-Treasurer.

ARTICLE VII. REPRESENTATION

In electing officers, and voting on amendments to the Association Bylaws, one individual from each active municipality represented at the General Membership meeting shall be entitled to one vote from each active municipality represented at the General Membership meeting shall be entitled to one vote.

On all other matters, each individual member present and voting, from each active municipality shall be entitled to vote. A majority vote shall govern in all cases. Those present constitute a quorum.

ARTICLE VIII. FINANCES

The dues of the Association shall be fixed by resolution adopted at a General Membership meeting.

ARTICLE IX. AUDIT

There shall be an annual audit of the accounts of the Association by an Audit Committee appointed by the President of the Association and a report shall be submitted to the Executive Board for reading at the Annual Meeting. An audit shall be performed upon change of Treasurer.

ARTICLE X. EX OFFICIO

The Executive Director of the Maryland Municipal League, or his representative, and the Immediate Past President of the Association, provided he/she is an elected official of an active member municipality, shall be Ex Officio members of the Executive Board and Legislative Committee. The President of the Association shall be an Ex Officio member of all committees, except the Nominating and Audit Committees.

For purposes of the Eastern Shore Association of Municipalities, "Ex Officio" members shall be non-voting members.

ARTICLE XI. ORDER OF BUSINESS

The Chapter business at each meeting shall consist of the following:

1. Call to Order
2. Roll Call of attending members
3. Guest Speaker or Program
4. Approval of Minutes of Previous Meeting (General and Executive)
5. Treasurer's Report (and Audit Report as required)
6. Correspondence and/or essential issues noted by MML
7. Report of Committees
8. Old Business
9. New Business
10. Adjournment

ARTICLE XII. AMENDMENTS

Amendments to the Bylaws may be made at the Annual meeting, or at any General Membership meeting, by two-thirds vote of active member municipalities present and voting on the same, provided that written notice of such amendments have been distributed to the membership thirty (30) days prior to the date of that meeting. For the purpose of voting on amendments to the Bylaws, each active member municipality shall have one vote.

First Adopted 11/18/75

Amended this date by the Chapter 10/21/97 Approved by the MML Board of Directors on 1/31/98

Amended this date by the Chapter 4/15/14 Approved by the MML Board of Directors on _____