BYLAWS
Towson Communities Alliance (TCA), Inc

Mission Statement:

The mission of the association shall be to serve as a means for member community associations in the Towson area to present a united front on common issues.

Article I NAME

Section 1. The name of this association is Towson Communities Alliance, Inc., hereafter referred to in these bylaws as TCA.

Article II FUNCTION

Section 1. TCA operates as a non-profit, non-partisan and non-sectarian community association of the residential property owners and permanent residents in the greater Towson community, located in Towson, Baltimore County, Maryland, incorporated under the laws of the State of Maryland. TCA is an umbrella group of Towson communities working toward common goals.

Article III OBJECTIVE

Section 1. The objective of TCA is to continuously improve the quality of life for its members by:

A. Improving the welfare and public safety of the greater Towson residents.
B. Fostering social interactions among greater Towson residents as a catalyst to achieve a stronger community.
C. Mentoring efforts to maintain the aesthetic appearance of the greater Towson community as a highly desirable area in which to live and to own residential property.
D. Improving communication and cooperation between the greater Towson communities and other associations and businesses.
E. Having a non-partisan relationship with government officials in an effort to remain abreast of and to seek support for community issues.
F. Participating, as the law allows, in the various development, planning, zoning and other relevant changes that would affect the desired quality of the community.
G. Seeking mass media publicity in support of community programs or conflicts.
H. Educating members to assist in community preservation, stabilization and development.

Article IV BYLAWS

Section 1. The purpose of these bylaws is to:

A. Aid in the implementation of the Association's mission;
B. Provide a democratic governance structure for the Association;
C. Define the rights and responsibilities of the members, officers and directors of the Association;
D. Ensure good stewardship for the Association's finances and assets; and
E. Provide a mechanism to dissolve the Association.

Article V MEMBERSHIP ELIGIBILITY AND RESPONSIBILITIES

Section 1. The Executive Board shall define/redefine the geographical limits of the greater Towson area for the purpose of membership eligibility.

Section 2.. The **voting** membership of TCA shall be limited to residential community associations in the greater Towson area that have paid TCA dues for the given year (including any outstanding past dues).

Section 3. The annual dues for each member association shall be determined by the executive board by December of each year and shall be payable starting on January 31st of each year, unless the number of houses in the association is 50 or fewer, then the dues shall be a lesser amount determined by the executive board.

Section 4. At least two delegates, but not more than three delegates, from each community association will represent one vote per association. A delegate shall be a current member of their association. The lead delegate, being the president or a qualified appointee, will have the authority to vote on behalf of their association. In the absence of the lead delegate an alternate delegate will have the authority to vote.

Section 5. Members may not vote at the Annual Meeting in January, either in person or by proxy, unless the community association that they represent has paid their TCA dues (as well as any outstanding dues, fees, or assessments) for the prior year, and they are 'in good standing' with the Maryland State Department of Taxes and Assessments (SDAT).

Section 6. TCA shall remain politically nonpartisan at all times and shall not endorse or oppose any candidate for public or political office. TCA delegates and/or officers shall not make written or spoken public statements in support of, or in opposition to any candidate for elected office that identifies his/her connection with TCA. They may not allege such statements to be on behalf of, or with the authorization of TCA. This provision shall not be interpreted as precluding a delegate or officer of TCA from belonging to any other organization. This provision asserts the credibility of TCA as a nonpartisan community umbrella organization able to render effective service activities to the general community in fulfilling its general and specific objectives.

Section 7. Any delegate who has a conflict of interest in a matter under discussion during a meeting shall disclose this fact and willingly revoke their voting privilege for that particular action or motion.

Article VI OFFICERS

Section 1. The officers of TCA shall be a president, a first vice-president, a second vice-president, a secretary and a treasurer. These officers shall perform the duties prescribed by these bylaws and its parliamentary authority. Any TCA officer who becomes a declared candidate for or is appointed to an elected public office shall resign the TCA office immediately.

Section 2. Nominations and term for office

A. The president will appoint a committee of three delegates from different member associations to the nominating committee at the September meeting.
B. Prospective nominees must reveal any conflicts of interest that would jeopardize their integrity while in office.
C. Prospective nominees may be asked to submit a brief resume listing their community work and affiliations.
D. The committee must seek candidates from different member associations as only one from each association can be in office at the same time, unless approved by membership.
E. Term limits of two consecutive one-year terms per office will be honored, but can be extended at the discretion of the executive board.
F. Annual elections will be held in January after any permitted nominations are announced from the floor.

G. Term of office will begin at the close of the January meeting or when a successor is elected. If an officer is unable to serve the full term, the president has the authority to appoint a candidate subject to parliamentary approval of a majority vote.

Section 3. Duties of Officers

A. President

1. Preside over all TCA meetings.
2. Approve expenditures and treasury disbursements in accordance with TCA resolutions and bylaws.
3. Appoint the operational committees and their chairperson and act as an ex-officio member of all standing and special committees, **with the exception of the nominating committee.**
4. Schedule special sessions of TCA when needed.
5. Approve the *Certification of Delegation Credentials* of member associations in accordance with the bylaws.
6. Act as spokesperson for TCA at public hearings and meetings as authorized by annual updated credentials. If unable to fulfill this role, the executive board will authorize the designated alternate spokesperson.
7. Execute additional duties as seen appropriate by TCA membership.

B. First vice-president

1. Assume the president's duties when the situation presents itself.
2. Assist and carry out requests of the president.
3. Chair an annual financial review committee, to review the treasurer's books, to include at least one delegate not on the executive board.

C. Second vice-president

1. Promote awareness of TCA to prospective member associations and market benefits of membership.
2. Coordinate, at the discretion of the executive board, issues pertaining to zoning, planning, relations with Towson institutions, business and development groups, and other issues identified by the executive board.
3. Assist the President and Vice President when requested.

D. Recording Secretary

1. Take, type up, and email official minutes of all TCA meetings.
2. Prepare copies of the agenda for each monthly meeting in cooperation with the President and other officers.
3. Keep on file copies of TCA minutes, bylaws, and amendments to the bylaws.
4. Maintain a copy of all correspondence to and from TCA.
5. Maintain an up-to-date email list.
6. Keep delegates informed of meeting times, dates, locations, and agendas, and of all business conducted at meetings by distributing minutes and agendas.
7. Maintain file of all financial disclosure statements (if any) made by officers of the board.
8. Make accommodations for TCA meetings.

E. Treasurer

1. Establish banking procedures with approval of TCA Board.
2. Submit a final cash flow statement and a proposed operating budget for the next fiscal year at the year's first executive board.
3. Record all approved money transactions received and disbursed.
4. Checks exceeding $500 for any one payee must be endorsed by two of the following officers: president, vice-president, treasurer or recording secretary.
5. Maintain a six-year file of cancelled checks, bills and statements.
6. Prepare a quarterly and annual financial report to the TCA board.
7. Submit account books for yearly financial review followed by a report for approval at the March meeting.
8. Prepare all appropriate tax and information returns.
9. The president will select an independent committee to assist with the yearly financial review.
10. *Certificate of Delegation Credentials* (membership form*)*:
    (a) January 31, send certificate forms to each community association.
    (b) certificate information will remain official for one year.
    (c) maintain a file of the certificate forms
11. January 31 - send *Annual Dues Notice* to member associations.
12. March 31 - send notifications to TCA associations for non-payment of dues.

ARTICLE VII THE EXECUTIVE BOARD

Section 1. The five elected officers of TCA plus up to five "directors-at-large" shall constitute the executive board.

Section 2. Directors at large are appointed by a majority vote of the TCA executive board and serve until the executive board meeting following the annual election of officers at the December meeting. The immediate past president is one of the directors at large for at least one year.

Section 3. The executive board shall have general supervision of the affairs of TCA between its business meetings, fix the date, time and location of meetings, make recommendations to TCA membership, and perform such other duties as are specified in these bylaws. The board shall be subject to the orders of TCA, and none of its acts shall conflict with action taken by TCA.

Section 4. The executive board shall be empowered to spend up to $500 per transaction for normal TCA business expenses, without approval of the full membership.

Section 5. Regular meetings of the executive board shall be called by the president as required.

Section 6. Three officers of the executive board shall constitute a quorum at all executive board meetings.

ARTICLE VIII MEETINGS

Section 1. The regular meetings of TCA shall be held on the third Thursday of each month, unless otherwise ordered by TCA or the Executive Board.

Section 2. The January meeting shall be the *Annual Meeting* for the purpose of electing officers, and for any other business that may rightly come before it. The president shall select the January date.

Section 3. At the January meeting, after the proper election of officers, or at the first TCA meeting of the following, in conformity with Baltimore County's Rule 8 regarding a community group's standing before certain boards and other groups, the individuals of the executive board and any one or more other TCA delegate, shall be named as being authorized to represent TCA before the Board of Appeals, the Board of Liquor Commissioners, the County Council and any other such board, group or commission as may be deemed appropriate, but only as authorized by this recorded vote to do so.

Section 4. Annual financial review shall be presented and adopted at the March meeting.

Section 5. *Special meetings* may be called by the president or by three members of the executive board, or upon the request of the chief delegates of any three member associations. The purpose of the meeting shall be stated in the "call" and at least three days' notice shall be given.
The following shall apply to all special meetings:

A. The president and other certified delegates, or any member association directly affected, shall be contacted and entitled to attend the special meeting.
B. Three officers of the executive board shall constitute a quorum at all special meetings.
C. No action shall be taken on behalf of TCA without the approval of a majority of the executive board in attendance at the special meeting.
D. The president shall report to TCA members any actions taken at the special meeting no later than the next regular TCA meeting.

Section 6. One third of the member associations in good standing shall constitute a quorum at general meetings.

Section 7. The voting procedure at all meetings shall be:

A. A motion may be made by any delegate.
B. A second to the motion shall be made by a delegate from a different delegation.
C. Voting on motions shall be one vote per delegation.

Section 8. In the event of inclement weather, TCA will adhere to the Baltimore County Public Schools cancellation policy. TCA will be cancelled if schools are closed for the day or close early on the day of the regularly scheduled TCA meeting or any special meeting. Any action required prior to the next scheduled meeting of the membership shall be conducted by the executive board, in accordance with these bylaws.

Section 9. The primary mode of communication with delegates shall be electronic mail (email) except for those delegates who do not have email, in which case meeting notices, minutes and other communications shall be distributed by U.S. mail.

Section 10. When votes are necessary prior to the next scheduled meeting, voting will be done by email and by telephone with non-email-using delegates. A record of all votes shall be entered into meeting minutes for the next scheduled meeting.

ARTICLE IX POWERS

Section 1. In order to accomplish the objectives, set forth in Article III, the powers of TCA shall be to:

A. Establish or amend bylaws, as needed, for the functioning of an effective TCA in carrying out objectives.
B. Establish committees as are needed to accomplish objectives.
C. Propose issues for TCA consideration.

D. Institute committee projects and request reports.
E. Institute committee projects and request reports
F. Pass resolutions on positions and plans of action.
G. Discuss and provide information to member associations on possible courses of action concerning individual association problems.
G. Seek information from governmental, political and civic associations.
H. Establish liaison with groups and associations that further TCA objectives.
I. Institute special meetings of TCA.
J. Create and circulate petitions through member delegations and their associations in support of TCA actions.
K. Elect officers annually.
L. Appoint representatives to appropriate community, business, and development groups, subject to confirmation by a majority of delegates present at a meeting where their names are proposed. Such representatives shall be expected to attend regularly scheduled meetings of TCA, other applicable groups, and to participate fully in committee assignments. Representatives to other organizations may be proposed by the executive board and confirmed at a general meeting as may be deemed appropriate from time to time.
M. Provide financial and in-kind support for community events, charitable causes, and appropriate professional services determined by a two-thirds delegate vote to be in the best interest of the TCA

Section 2. TCA shall be prohibited from:

A. Passing resolutions, instituting, or publicly endorsing **political candidates**
B. Affiliating itself with a **candidate's** campaign.

Note: TCA may publicize the record of public officials' support and/or opposition of community issues in their relations to TCA and its member associations.

ARTICLE X AMENDMENTS AND RATIFICATION OF BYLAWS

Section 1. These bylaws may be amended or revised at any regular meeting of TCA by a two-thirds vote of the member association in good standing present at roll call, which constitutes a proper quorum, provided that the amendment has been submitted in writing to its member associations within three months prior to the approving meeting.

ARTICLE XI ETHICS AND DISCLOSURES

Section 1. All officers will demonstrate **ethical behavior and sound business practices** in their work as officers of TCA.

Section 2. If TCA contracts to purchase or lease goods, services or property from an officer, or from one of their immediate household members, immediate family members or business associates, in excess of one hundred dollars ($100) in any fiscal year, then the officer must disclose that fact in writing to the executive board, (and this disclosure held on file by the recording secretary).

Section 3. If an officer receives a gift or gratuity in excess of one hundred dollars ($100) from any person, entity or business that does or seeks to do business with TCA in any fiscal year, then the officer must disclose that fact in writing to the executive board, (and this disclosure held on file by the recording secretary).

Section 4. If an officer receives any preferential treatment by TCA having a market value of more than one hundred dollars ($100), then the officer must disclose that fact in writing to the executive board, (and this disclosure held on file by the recording secretary).

Section 5. If an officer knows of a conflict of financial interest between TCA and either himself/herself, his/her immediate household members, immediate family members or business associates, then the officer must disclose that fact in writing to the executive board. (and this disclosure held on file by the recording secretary).

Section 6. Failure to comply with these rules in a timely manner may result in removal of the noncompliant officer from the executive board. The recording secretary will maintain a file of all financial disclosure statements filed by officers.

ARTICLE XII NON-DISCRIMINATION POLICY

Towson Communities Alliance, Inc. does not tolerate discrimination or harassment on the basis of race, religion, color, national origin, disability, age, sex, sexual orientation, pregnancy, military status, genetic information, marital status, veteran's status, or any other legally protected status.

We strive to continue this tradition by committing ourselves to being a diverse and inclusive organization.

ARTICLE XIII DISSOLUTION OF THE ASSOCIATION

Section 1. TCA was created to be a permanent, self-sustaining association.

Section 2. A written petition to dissolve the TCA must be signed by at least 20% of the member associations and delivered to the president or any officer. Within thirty days of the delivery of a petition of dissolution, TCA will vote on the petition. A two-thirds vote in favor of the petition of dissolution will be required for the petition to be presented to the membership for a final vote.

Section 3. Within thirty days of the approval of the petition of dissolution, a special meeting will be held to vote on the dissolution of TCA and the disposal of its assets. A two-thirds majority of the member associations present at the special meeting will be required to dissolve TCA and to approve the disposal of its assets. A quorum of 30% of the member associations in TCA will be required at a special meeting in which the dissolution of TCA and the disposal of its assets are voted upon.

Section 4. If the number of member associations in TCA falls below five for a continuous period of at least ninety days, then TCA may be dissolved by a two-thirds majority of the member associations at a special meeting without the prior approval of the executive board.

Section 5 In the event of dissolution, the TCA's financial assets will be returned to the remaining member community associations.

Section 6. In the event of dissolution, TCA's records are to be offered to the Baltimore County Historical Society, to the Maryland Historical Society or to the Baltimore County Library.

Constitution and Bylaws created and ratified November, 1973: Amended, November, 1978:
Constitution and Bylaws combined and ratified into amended Bylaws, June 1990: Revised, April 17 1997
Revised, December 13 2007
Revised, February 2009 (re-typed 5/07, etk)
Revised April 2019 approved May 2019(jm)
Revised and approved July 2022
Revised and approved October 2023
Revised and approved October 2025

Towson Communities Alliance legally operated as the 'Greater Towson Council of Community Associations' until 2019, and then as 'Greater Towson Council of Community Associations DBA Towson Communities Alliance' until 2023.