

# NECO

Northeast Community Organization, Inc.  
P.O. Box 66621, Baltimore, Maryland 21239

## By-Laws of the Northeast Community Organization, Inc.

### Article I

The name of the organization shall be the Northeast Community Organization, hereinafter referred to as NECO. NECO is organized under the laws of the State of Maryland as a non-profit, non-stock 501-c-3 corporation whose corporate address is P. O. Box 66621, Baltimore, MD, 21239.

### Article II Area Boundaries

#### Section 1

NECO comprises the area of Baltimore City bounded on the North by the City Line, the South by 33<sup>rd</sup> Street, the East by Hillen Road and Perring Parkway, and the West by Greenmount Avenue and York Road, provided that where a street is specified as a boundary, both sides of the street shall be included in the boundaries. In the case where a member neighborhood association's area extends beyond these boundaries, all of the neighborhood's area is considered to be part of NECO.

#### Section 2

Organizations in areas adjacent to these boundaries will be eligible for membership in NECO, if they so request.

### Article III Purpose

The purpose of NECO shall be:

To unite the neighborhood associations, community organizations, and institutions within the designated boundaries;

To articulate the needs and concerns of the NECO area regarding community development and economic, commercial, educational, recreational, and environmental issues to city and state government; and

To provide a forum to educate NECO members and the means for public discourse and education;

To support, assist, and serve as a resource to member organizations.

## Article IV Membership

### Section 1

NECO is an umbrella organization of neighborhood associations, community and business organizations, and institutions within the catchment area and other supporting individuals and organizations, and shall have two classes of members. Voting Members shall consist of neighborhood associations, community organizations and institutions within the NECO area boundaries. Voting Members shall be entitled to vote on all matters. Supporting Members shall consist of any organization outside of the NECO area or an individual that supports NECO and its aims. Supporting Members shall not be entitled to vote. The required membership fee amount for both classes of members shall be set by the Board of Directors.

### Section 2

Any organization operating within the NECO area boundaries may submit an application for voting membership in NECO. The organization may be admitted to membership in NECO by the Board of Directors. The Board of Directors may adopt and amend application procedures and qualifications for membership in NECO. An affirmative vote by simple majority at any regularly scheduled meeting of the Board of Directors, where a quorum is present, shall be required for admission of any applicant who meets the membership qualifications then in effect. A member may renew membership by ***paying all required fees and dues and submitting an application for renewal of membership.***

### Section 3

The Board of Directors may set and change the amount of an initiation fee, if any, and the annual dues payable to NECO by members. Dues shall be payable no later than the first day of each fiscal year (***July 1 – June 30***). The dues for a new member's first year shall be prorated from the first day of the month in which the member is admitted to membership through the end of the fiscal year.

### Section 4

The Board of Directors provides for the issuance of certificates evidencing membership in NECO. When an organization has been admitted as a voting member and has paid any required fees and dues, NECO shall issue a certificate of membership to the organization. Membership certificates shall be signed by the president or vice president and by the recording secretary. Membership certificates shall be numbered consecutively. If a certificate is lost, mutilated, or destroyed, a new certificate may be issued.

### Section 5

Each voting member shall be entitled to one vote on each matter submitted to a vote of the members at the NECO Community Congresses. Supporting members are not entitled to vote. Each voting member shall be entitled to send one director and two alternates to the Board of Directors meetings.

## Section 6

The Board of Directors may impose reasonable sanctions on a member, or suspend or expel a member from NECO, for good cause after a hearing. Good cause includes the default of an obligation to NECO to pay fees or dues for a period of *120 days* following delivery of notice of default, or a material and serious violation of NECO's articles of incorporation, by-laws, or rules, or of law. The Board of Directors may delegate powers to a regular or ad hoc committee to conduct a hearing, make recommendations to the Board of Directors, or take action on behalf of the Board of Directors. The Board of Directors or a committee designated by the Board of Directors to handle a matter involving sanctioning, suspension, or expulsion may not take any action against a member without giving the member adequate notice and an opportunity to be heard. To be deemed adequate, notice shall be in writing and delivered at least *30 days* prior to the hearing. However, shorter notice may be deemed adequate if the Board of Directors or a committee designated by the Board of Directors to handle a matter involving sanctioning, suspension, or expulsion determines that the need for a timely hearing outweighs the prejudice caused to the member and if a statement of the need for a timely hearing is included in the notice. If mailed, the notice shall be sent by registered or certified mail, return receipt requested. A member shall have the right to be represented by counsel at and before the hearing. The Board of Directors may impose sanctions, suspend a member, or expel a member by a two-thirds ((2/3) vote of directors present and voting at any meeting where there is a quorum.

## Section 7

Any member may resign from NECO by submitting a written resignation to the recording secretary. The resignation need not be accepted by NECO to be effective. A member's resignation shall not relieve the member of any obligations to pay any dues, assessments, or other charges that had accrued and were unpaid prior to the effective date of the resignation.

## Section 8

A former member may submit a written request for reinstatement of membership. The Board of Directors may reinstate membership on any reasonable terms that the Board of Directors deems appropriate.

## Section 9

Membership in NECO is not transferable or assignable. Membership terminates on the dissolution of NECO or the dissolution of the member organization.

## Section 10

All real and organizational property, including all improvements located on the property, acquired by NECO shall be owned by NECO. A member shall have no interest in specific property of NECO. Each member hereby expressly waives the right to require partition of all or part of NECO's property.

## Article V Officers

### Section 1

The officers of NECO shall consist of a President, Vice President, Recording Secretary, Treasurer, Assistant Treasurer, Communications Coordinator and Community Liaison.

a) The President shall be the principal executive officer of NECO. The duties of the President shall be to convene the Community Congress and to preside and preserve order at all Board meetings. The President shall prepare the agenda for, preside at, and conduct all meetings of NECO and of the Board; ensure written records are made of all meetings; sign all contracts and agreements in the name of NECO after they have been approved by the Board. The President shall be an *ex officio* member of all committees, except the Nominating Committee. The President shall appoint all chairpersons of Standing Committees and Special Committees, subject to approval of the Board. The President shall also be the Chair of the Board of Directors.

b) The Vice-President shall perform the duties of the President if the President is unable to do so or is absent; shall succeed to that office in the event of a vacancy; perform other such tasks as may be assigned by the Board; and, at the request of the President, assist in the performance of the duties of the President. The Vice President shall also be Vice Chair of the Board of Directors.

c) The Recording Secretary shall receive and keep records of minutes for NECO public meetings, forums and the Community Congress, and create all official correspondence as directed by the Board. The Recording Secretary shall make available copies of the minutes from previous Board meetings and distribute them in advance of each meeting. Also, provide all notices of meetings to Directors, and maintain a current listing, with phone numbers, addresses, and email addresses of the Directors of the organization.

d) The Treasurer shall have charge and custody of all funds, securities, books and financial records of NECO; shall receive and give receipts for monies received by NECO from any source, and have deposited all such monies in the name of NECO in such banks, trust companies, or other depositories as shall be selected by the Board, and record and monitor receipts and disbursements from such account or accounts. The Treasurer shall maintain proper ledgers and records, prepare an up-to-date financial accounting for each Board meeting, and for the Annual Community Congress, and prepare an end-of-the-year accounting and file federal and state tax reports. A copy of the Annual Report of the Treasurer and any financial review that may have been performed shall be made available for public inspection. The Treasurer shall be one of the authorized signers for NECO.

e) The Assistant Treasurer shall perform the duties of the Treasurer in his/her absence, unavailability or disability. The Assistant Treasurer may perform specific duties of the Treasurer under the supervision of the Treasurer.

f) The Communications Coordinator shall be responsible for all social media correspondence and website maintenance as directed by the Board. The Communications Coordinator will promote meetings, events and information on social media and post reminders at least 5 days before the event. He/she will also assist with technical support with all meetings, as directed.

g) The Community Liaison shall assist the organization with building and maintaining viable community partnerships within the NECO catchment area. The Community Liaison shall also assist with engagement efforts to increase membership within the organization.

## Section 2

The officers shall function as the Executive Committee of the Board of Directors of NECO, and shall be vested with all the rights and duties conferred on such a Committee of NECO by the laws of the United States and the State of Maryland, and shall faithfully transact the business of NECO in accordance with the Articles of Incorporation and the program and policies adopted by the Community Congress and the Board of Directors.

# **Article VI** **Board of Directors**

## Section 1

The affairs of NECO shall be managed by the Board of Directors.

## Section 2

The Board of Directors shall consist of the elected officers and directors selected by voting member organizations. The number of Directors shall be equal to the number of voting member organizations. Directors shall serve two-year terms.

## Section 3

Supporting members may have a non-voting representative on the Board of Directors.

## Section 4

The selection of a Director should occur 30 days before the Annual Community Congress by the voting member organization and confirmed to NECO with a letter from that organization. The letter should name the Director and a 1<sup>st</sup> and 2<sup>nd</sup> Alternate. Alternates may attend the Board of Directors meetings as observers; the Alternate may only vote in the absence of the Director. The Recording Secretary shall maintain the list of member organizations, of Directors and Alternates, and of the Directors' terms of office.

## Section 5

Each individual voting member organization (in good standing) shall determine its own criteria for selecting a Director. The NECO Board of Directors shall receive each duly selected Director as equal with all other Directors. The list of Directors shall be ratified at the Annual Community Congress. A Director may be reelected as per the individual member's organizations policies and procedures.

## Section 6

If a director misses three consecutive Board of Directors meetings, without valid reasons, it is just cause for removal. The individual organization shall be notified of the absences, and asked to replace the removed director with one of the alternates or another director duly selected by the member organization.

## Section 7

Any vacancy occurring on the Board of Directors shall be filled, as soon as possible, by the individual member organization wherein the vacancy exists.

## Section 8

The Board of Directors may provide for regular meetings by resolution stating the time and place of such meetings. No notice of regular meetings of the Board is required other than a resolution of the Board of Directors stating the time and place of the meetings. The regular meetings may be held in-person and/or via video conference.

## Section 9

Special meetings of the Board of Directors may be called by or at the request of the president or any three directors. A person or persons authorized to call special meetings of the Board of Directors must identify the time and place for holding a special meeting. The person or persons calling a special meeting shall notify the recording secretary of the information required to be included in the notice of the meeting. The recording secretary shall give notice to the directors as required in the By-laws. The special meetings may be held in-person and/or via video conference.

## Section 10

Written or printed notice of any special meeting of the Board of Directors shall be delivered to each director not less than three (3) days before the date of the meeting. The notice shall state the place, day, and time of the meeting, who called the meeting, and the purpose or purposes for which the meeting is called. Notice may be delivered via email and/or regular mail.

## Section 11

A majority of the number of directors in office shall constitute a quorum for the transaction of business at any meeting of the Board of Directors. The directors present at a duly held or called meeting at which a quorum is present may continue to transact business even if enough directors leave the meeting so that less than a quorum remains. However, no action may be approved without the vote of at least a majority of the number of directors required to constitute a quorum. If a quorum is present at no time during a meeting, a majority of the directors present may adjourn and reconvene the meeting – the reconvened meeting shall be treated as a specially called meeting.

## Section 12

Each Director shall have one vote. A designated Alternate may vote in the case of a Director's absence.

### Section 13

Directors may not receive payment for their services.

### Section 14

The Board of Directors may vote to remove a director at any time, only for good cause. Good cause for removal of a director shall include, but not be limited to, the unexcused failure to attend three consecutive meetings of the Board of Directors, any illegal activity, or behavior unbecoming a NECO Director. A meeting to consider the removal of a director may be called and notice given following the procedures provided in the By-laws. The notice of the meeting shall state that the issue of possible removal of the director will be on the agenda. The director shall have the right to present evidence at the meeting as to why he or she should not be removed, and the director shall have the right to be represented by an attorney at and before the meeting. However, the attorney may not raise any objections, interfere with and/or disrupt the meeting. At the meeting, NECO shall consider possible arrangements for resolving the problems that are in the mutual interest of NECO and the director. A director may be removed by an affirmative two-thirds (2/3) vote of the Board of Directors. (Once a director is removed, see Article VI, Section 5.)

## **Article VII** **Elections**

### Section 1

Nominating Committee: The Board of Directors shall choose a nominating committee of five members at least 2 months prior to the Annual Community Congress. The Nominating Committee shall select the chair of the committee.

### Section 2

Nominating Procedure for Officers: The Nominating Committee shall prepare a ballot which shall be presented to all NECO member organizations at least two weeks prior to the Annual Community Congress and filed with the Chair of the Nominating Committee prior to the election. The Nominating Committee shall be, and is hereby empowered to establish a deadline of at least one week prior to the Annual Community Congress, after which time no candidate's name will be newly listed on the ballot, but may be voted for on a write-in basis only.

### Section 3

Eligibility for Office: All residents of the NECO area who shall have agreed to serve, if elected, shall be eligible for election for all offices. No holder of, and no announced candidate for, elected legislative or executive public office shall be eligible for election to any office in NECO. Moreover, an officer who files for public office, or who is elected to public office, shall not be eligible to serve out the remainder of said term. Only residents of the NECO area shall be eligible to hold any office in this organization provided, however, that an officer who abandons residence in the NECO area shall not be eligible to serve out the remainder of the said term.

Section 4

The officers shall be elected by the Community Congress at its annual meeting.

Section 5

All voting shall be by secret ballot. A plurality of votes cast shall elect.

Section 6

The officers elected at the Annual Community Congress shall hold office for a term of two years, or until a successor is elected and installed. An officer shall not hold the same office for more than two consecutive terms. Officers who have served two consecutive terms in the same office may be eligible to serve in a different office the following term.

Section 7

Elections shall be supervised by the Credentials Committee.

Section 8

Oath of Office. Prior to the assumption of the duties of their offices, all newly elected officers shall take the following oath:

I . . . . do hereby solemnly swear (or affirm) to uphold the Constitution of the Northeast Community Organization, to perform all of my duties as required by the Constitution of the Northeast Community Organization and by the mandates of the Community Congress, to hand over to my successor or successors all books, money, or other property belonging to the Northeast Community Organization and that I will do everything in my power to forward the purpose of the Northeast Community Organization insofar as that it does not conflict with the laws of the Local, State, and Federal Governments.

Section 9

Upon resignation, removal for cause, or death of any officer, the President shall have the power to appoint a successor, subject to the approval of the Board of Directors. If the office of the President becomes vacant, the Vice President shall automatically assume the office of President for the unexpired portion of the term.

**Article VIII**  
**Impeachment of Officers**

Section 1

Any officer of NECO may be impeached for dishonesty, corruption in office, any illegal activity, behavior unbecoming an officer of NECO, or for violation of the Articles of Incorporation and the corporate By-laws or established policies of NECO.



## Section 2

All charges against an officer, which may constitute grounds for impeachment, must be presented in writing to the Board of Directors. If two-thirds (2/3) of the Board of Directors are of the opinion that the charges are valid, the charged officer is then notified to stand trial on the charges. Said notice shall be in writing, and shall set forth specifically the offense, or offenses charged. At that time, said officer is to be relieved of all duties until a final decision is made by the Community Congress.

## Section 3

The impeachment proceedings shall be held before a Trial Committee, which shall be elected by the Board of Directors.

## Section 4

The Trial Committee shall promptly hold a hearing on said charges. The accused shall be entitled to ten (10) days notice of the time and place of said hearing, to be represented by counsel, and to present evidence on his/her behalf at said hearing.

## Section 5

A recommendation of the Trial Committee shall not be final until ratified by a two-thirds (2/3) vote of the delegates of the Community Congress.

# **Article IX** **Community Congress**

## Section 1

The NECO Community Congress shall meet at least once a year, and at such other times as called by a two-thirds (2/3) vote of the Board of Directors.

The annual meeting of NECO shall be called the Annual Community Congress and shall be held on a day in June duly designated by the Board of Directors. All Voting Member organizations shall be entitled to send delegates to the Annual Community Congress. Authorized delegations (and delegates) shall be certified by the Credentials Committee at least one (1) week before the date of the Congress. The Credentials Committee will be appointed by the Board of Directors. Each delegation is entitled to one (1) vote at the Congress

- A. Written notice of a Community Congress shall be given to all members of NECO and to all other eligible organizations within its boundaries, at least four (4) weeks preceding the Community Congress.
- B. At least one-third (1/3) of the delegations shall be present to constitute a quorum. Delegations shall be comprised of the Voting Member, called the Delegate, and 1<sup>st</sup> and 2<sup>nd</sup> Alternates.
- C. A delegate shall continue in office unless replaced by his/her organization by written notice to the Credentials Committee. The official list of delegates shall be kept by the Recording Secretary.

- D. Supporting Member organizations may also send three-member delegations. These delegations are not entitled to vote.

## Section 2

The Community Congress shall have the power to

- A. Ratify, by majority vote, established policies adopted by the Board of Directors;
- B. Authorize programs to be undertaken by the organization;
- C. Adopt the operating budget of NECO;
- D. Elect all officers of NECO;
- E. Vote on the impeachment of officers, said impeachment becoming effective upon the favorable vote of at least two-thirds (2/3) of the delegations of the Congress (see Article VIII);
- F. Receive, amend, approve, or reject reports essential to the proper conduct of its affairs;
- G. Act upon all other business of NECO properly brought before it.

## **Article X** **Forums**

### Section 1

There shall be a Forum from time to time, as determined by the Board of Directors, on issues specific to a defined neighborhood or to the entire area of NECO.

### Section 2

All Forums shall be open to all persons interested in the issue being presented.

### Section 3

Only the President may authorize public policy statements in the name of NECO. The Board of Directors is responsible for approving official positions and policy that represents NECO or its Standing Committees.

## **Article XI** **Committees**

### **Section 1**

Standing Committees of NECO are the Nominations Committee, Credentials Committee, Resolutions Committee, and Finance Committee. All members of NECO Organizations or residents of the NECO area are eligible to serve on such Committees. Other Committees of NECO shall be those mandated from year to year by the Annual Community Congress.

### **Section 2**

Special Committees of the Board of Directors necessary and proper to the functioning of the organization shall be created and discharged from time to time by the Board of Directors. Criteria for membership on special committees shall be as specified by the Board of Directors at the time of their creation.

### **Section 3**

The Board of Directors shall establish annually Congress Committees for the purpose of convening and holding a Community Congress. The President shall appoint and the Board of Directors shall confirm the Chairpersons and Vice Chairpersons for each of the said committees. Congress Committees shall report as often as feasible to the Board of Directors. A quorum of a Congress Committee shall consist of one-third (1/3) of the members of the said Committee, or ten (10) of the said Committee, whichever shall be fewer.

## **Article XII** **Fiscal Policies**

### **Section 1**

The fiscal year shall be from July 1 to June 30.

### **Section 2**

Funds raised to further the purpose of NECO shall be handled by the Treasurer.

### **Section 3**

The Board of Directors may request that an external financial review take place at the end of the fiscal year and as required by the laws of Maryland.

**Article XIII**  
**Established Policies**

**Section 1**

The by-laws of NECO may be amended by a majority vote of the Board of Directors, subsequent to advance written or email notice of four (4) weeks, together with a full copy of the proposed amendment, to the members of the Board of Directors.

**Section 2**

Amended by-laws become effective at the close of the meeting at which they are adopted.

ADOPTED	April 26, 1970
AMENDED	May 2, 1971
	May 13, 1971
	May 12, 1973
	November 1, 1975
	October 16, 1976
	April 22, 1978
	September 6, 1983
	May 1, 1984
	May 13, 2006
	June 8, 2019
	June 17, 2023

**Article XIV**

Robert's Rules of Order are binding upon the Board of Directors in all cases where they are not inconsistent with the Articles of Incorporation or the By-laws, or any special Rules of Order of the body, or any provision of Local, State, or Federal Law applying to this organization.