

THE CHATTERLEIGH ASSOCIATION, INC.

Constitution approved at general meeting of the Association on May 17, 2023

History: The CAI Constitution was originally adopted on 6/13/1963, and subsequently amended on 1/1/1986, 5/20/2003, 5/19/2009, and 9/21/2010

CONSTITUTION

ARTICLE I. Name, address and purpose

Section 1. Name and address:
The Chatterleigh Association, Inc.
Towson, Maryland 21286

Section 2. The Chatterleigh Association, Inc. (herein the “Association”) shall be a non-profit organization. Its purpose shall be to promote the communal good; better individual relationships between neighbors; to actively participate in Civic affairs; to cooperate with neighboring organizations; to act as a source of collective action relative to affairs and events concerning the betterment of the community. The Association is to be non-political and non-sectarian.

ARTICLE II. Board of Governors

Section 1. The Board of Governors shall be the final authority in the interpretation of the provisions of this Constitution and the By-Laws to follow.

Section 2. The Board of Governors shall consist of:

- a. The six (6) officers of the Association.
- b. The six (6) Board members at large elected by the Association.
- c. The immediate Past President of the Association, who shall serve for one year.
- d. All Committee Chairpersons.

Section 3. The following restrictions apply to positions on the Board of Governors:

- a. Officers and Board Members at Large may not share a household with any other Officer or Board Member at Large, nor may any individual hold more than one Officer or Board Member at Large position.
- b. The immediate Past President and all Committee Chairpersons, and members of their households, may hold multiple positions on the Board of Governors, subject to the restriction in §II.3.a.

Section 4. Code of Conduct – All Board Members shall uphold the purposes of the Association. Upon the finding of the Board of Governors that any Board Member has recklessly or flagrantly acted contrary to the purposes of the Association, such Board Member may be dismissed from the Board of Governors upon a 2/3 majority vote of the Board at any meeting in which a quorum is present, provided that all Board members shall be notified of the proposed action seven days in advance of such meeting.

ARTICLE III. Membership

Section 1. Shall be only those owners of the improvements set forth on the properties of lots belonging to Chatterleigh, Brook Meadows, Hunt Club Farms, Hunt Crest Estates and Brookview Farms, listed in Exhibit A (addresses of all Association properties).

Section 2. A membership shall include all persons in a member's immediate family and household, PROVIDED, HOWEVER, that each address of property within the Association is entitled to only one vote; each membership shall be counted as one in ascertaining the existence of a quorum at the annual meeting and any special meetings of the Association.

Section 3. Membership in the Association may be terminated or suspended upon the occurrence of any of the following:

- a. Upon written request of the member.
- b. Upon failure to maintain good standing because of non-payment of dues or assessments within the time designated by the By-Laws.
- c. Upon determination by the Board of Governors that any member has flagrantly or continuously acted contrary to the purposes of the Association or has deliberately violated the By-Laws, Constitution or Rules of this Association.
- d. If he or she ceases to be a property owner in the Chatterleigh Association.
- e. Termination or suspension does not release the property or owner(s) from complying with the restrictive covenants imposed on the property.

ARTICLE IV. Dues

Section 1. Dues shall be on a yearly basis and payable by the Annual Meeting and ending on the date of the subsequent Annual Meeting (an "Annual Membership Period"). Any payment after the Annual Meeting shall confer Membership to the payor household until the date of the next Annual Meeting, unless such payment is specifically designated for the next Annual Membership Period. In the event that an Annual Meeting is not held in the month of May, then dues shall be payable by May 31 with such Membership remaining in force until the earlier of: the next Annual meeting held in the calendar year following the year of the dues payment or May 31 of the following year.

ARTICLE V. Officers and Elections

Section 1. The officers shall consist of a President, Vice President, Treasurer, Recording Secretary, Corresponding Secretary and Sergeant-at-Arms.

Section 2. No officer shall be elected to more than two consecutive terms for the same office, subject however to the provisions set forth in Section 9, except the Treasurer who may be elected for more than two consecutive terms.

Section 3. No member shall be eligible for office or membership on the Board of Governors whose dues have not been fully paid according to Article IV, Section 1.

Section 4. In addition, the immediate Past President of the Association shall serve as an Ex-officio member of the Board of Governors; however, the term thereof shall be limited to one (1) year.

- a. There shall be an Executive Committee consisting of the President, Vice President, Treasurer, and one member of the Board of Governors at Large appointed by the President of the Association and confirmed by the Board of Governors. Any three members thereof shall constitute a quorum.
- b. The Executive Committee shall have authority to execute all powers of the Board of Governors between meetings of said Board. No action of the Executive Committee shall become operative unless it has the affirmative vote of at least three members of the Executive Committee. All Executive Committee decisions or recommendations will be reported to the Board of Governors within ten (10) days. Among their duties shall be that of imposing sanctions or removal of any member of the Board of Governors who fails to attend two (2) consecutive meetings without just cause.
- c. Meetings of the Executive Committee may be called at any time by the President or by any two members of the Executive committee.
- d. The Vice President of the Association shall act as secretary of the Executive Committee and shall keep regular minutes of the actions of said Committee and report the same to the Board of Governors, and the Board shall adopt such report as a part of its proceedings.

Section 5. The President of the Association shall be Chairperson of the Board of Governors.

Section 6. Members at large of the Board of Governors shall be limited to two (2) successive terms of two (2) years each, subject to the provisions of Section 9.

Section 7. The term of any Board position shall run from the Annual Meeting to the Annual Meeting in the next calendar year; except for vacancies filled during a Board term, which shall commence on the date of such appointment and shall run until the next

Annual Meeting. Service for a partial year shall not count toward a term limit described in Article V.

Section 8. Officers shall hold office for one (1) year and shall be eligible to be nominated for a second one-year term, subject to the provisions of Section 9.

Section 9. All officer and Board of Governors vacancies during the year shall be filled by appointment by the Board of Governors to serve the balance of an unexpired term.

Section 10. If the term of an officer or member of the Board of Governors has expired and no member is willing to replace him/her, then s/he may be nominated to serve another term.

Section 11. There shall be at least two (2) meetings annually of the Board of Governors, which shall be called by the President of the Association.

Section 12. Election of officers and at large members of the Board of Governors shall take place at the annual meeting of the Association.

Section 13. All members in good standing shall be notified by the Corresponding Secretary of the names of the nominees at least fifteen (15) days in advance of the election meeting. If no nominations come forward by this time, nominations may be accepted from the floor at the annual meeting.

Section 14. Members may submit, by a letter to the President, the names of nominees. No later than 15 days prior to the Annual Meeting, the Executive Committee shall convene to develop a slate of nominees for all Board of Governors positions for the following Board term. Prior to publishing the slate, the Executive Committee shall confirm that each nominee accepts the nomination. In the event that more than one person is nominated for the same position, the Executive Committee shall attempt to reconcile the conflict via communication with the nominating Member(s) and nominee(s). The Executive Committee shall have the discretion to develop a final slate for presentation at the Annual Meeting. Such slate shall be initially proposed for consideration of the Membership at the Annual Meeting and will require a Motion and Second from Members not serving on the Executive Committee to be considered for endorsement. If Members decline to endorse the slate offered by the Executive Committee, then any Member may move an alternate slate.

Section 15. The President, with the consent of a majority of the Executive Committee, shall establish or dissolve committees as deemed useful for advancing the purposes of the Association. Committees may be chaired by any Board member; however, such person shall only be entitled to one vote.

Section 16. Committee Chairpersons shall be nominated by the Executive Committee and approved by a majority of the Board. Committee Chairpersons shall have the same rights and obligations of an at large Board member. However, if the Committee is dissolved then appointment as Chair of said committee will no longer confer Board membership.

ARTICLE VI. Amendments to the Constitution

Section 1. This Constitution may be amended at any meeting of the Association by vote of two-thirds (2/3) of the members present and in good standing.

Section 2. Proposed amendments shall be submitted in writing by any member in good standing to the Board of Governors. After approval by a majority of the Board members, the proposed amendment will be considered for adoption at the next annual meeting of the Association.

ARTICLE VII. Amendments to the By-Laws

Section 1. Amendments to the By-Laws shall require a simple majority of votes to be cast by members present and in good standing at an annual meeting of the Association.

ARTICLE VIII. Fiscal Year

Section 1. The fiscal year of the Association shall commence on June 1st of each year.

Exhibit A

Addresses of All Association Properties

3 Alcan Court	1201 Brookview Road	1114 Chatterleigh Circle
4 Alcan Court	1202 Brookview Road	1115 Chatterleigh Circle
1207 Brook Hollow Road	1203 Brookview Road	1116 Chatterleigh Circle
1209 Brook Hollow Road	1204 Brookview Road	1117 Chatterleigh Circle
1211 Brook Hollow Road	1205 Brookview Road	1118 Chatterleigh Circle
1213 Brook Hollow Road	1206 Brookview Road	1120 Chatterleigh Circle
1214 Brook Hollow Road	1207 Brookview Road	1122 Chatterleigh Circle
1215 Brook Hollow Road	1208 Brookview Road	1124 Chatterleigh Circle
1216 Brook Hollow Road	1209 Brookview Road	1000 Concordia Drive
1217 Brook Hollow Road	1210 Brookview Road	1001 Concordia Drive
1218 Brook Hollow Road	1211 Brookview Road	1002 Concordia Drive
1219 Brook Hollow Road	1212 Brookview Road	1003 Concordia Drive
1221 Brook Hollow Road	1213 Brookview Road	1004 Concordia Drive
1222 Brook Hollow Road	1214 Brookview Road	1005 Concordia Drive
1224 Brook Hollow Road	1215 Brookview Road	1006 Concordia Drive
1225 Brook Hollow Road	1216 Brookview Road	1007 Concordia Drive
1227 Brook Hollow Road	1217 Brookview Road	1008 Concordia Drive
1200 Brook Meadow Drive	1218 Brookview Road	1009 Concordia Drive
1201 Brook Meadow Drive	1219 Brookview Road	1010 Concordia Drive
1202 Brook Meadow Drive	1220 Brookview Road	1011 Concordia Drive
1203 Brook Meadow Drive	1221 Brookview Road	1012 Concordia Drive
1205 Brook Meadow Drive	1222 Brookview Road	1013 Concordia Drive
1206 Brook Meadow Drive	1223 Brookview Road	1015 Concordia Drive
1207 Brook Meadow Drive	1224 Brookview Road	1017 Concordia Drive
1208 Brook Meadow Drive	1225 Brookview Road	1019 Concordia Drive
1210 Brook Meadow Drive	1 Buckley Court	1101 Concordia Drive
1211 Brook Meadow Drive	2 Buckley Court	1102 Concordia Drive
1212 Brook Meadow Drive	3 Buckley Court	1103 Concordia Drive
1213 Brook Meadow Drive	4 Buckley Court	1104 Concordia Drive
1214 Brook Meadow Drive	5 Buckley Court	1105 Concordia Drive
1215 Brook Meadow Drive	6 Buckley Court	1106 Concordia Drive
1216 Brook Meadow Drive	1100 Cawdor Court	1107 Concordia Drive
1217 Brook Meadow Drive	1101 Cawdor Court	1108 Concordia Drive
1218 Brook Meadow Drive	1102 Cawdor Court	1109 Concordia Drive
1301 Brook Meadow Drive	1103 Cawdor Court	1110 Concordia Drive
1302 Brook Meadow Drive	1103 Chatterleigh Circle	1111 Concordia Drive
1303 Brook Meadow Drive	1105 Chatterleigh Circle	1112 Concordia Drive
1304 Brook Meadow Drive	1106 Chatterleigh Circle	1113 Concordia Drive
1305 Brook Meadow Drive	1107 Chatterleigh Circle	1114 Concordia Drive
1306 Brook Meadow Drive	1108 Chatterleigh Circle	1115 Concordia Drive
1307 Brook Meadow Drive	1109 Chatterleigh Circle	1116 Concordia Drive
1309 Brook Meadow Drive	1110 Chatterleigh Circle	1117 Concordia Drive
1311 Brook Meadow Drive	1111 Chatterleigh Circle	1118 Concordia Drive
1200 Brookview Road	1113 Chatterleigh Circle	1119 Concordia Drive

1120 Concordia Drive	7 Drake Court	1121 Green Acre Road
1121 Concordia Drive	8 Drake Court	1122 Green Acre Road
1122 Concordia Drive	1000 Dunblane Road	1123 Green Acre Road
1123 Concordia Drive	1001 Dunblane Road	1124 Green Acre Road
1124 Concordia Drive	1002 Dunblane Road	1125 Green Acre Road
1125 Concordia Drive	1003 Dunblane Road	1126 Green Acre Road
1126 Concordia Drive	1004 Dunblane Road	1127 Green Acre Road
1127 Concordia Drive	1005 Dunblane Road	1128 Green Acre Road
1128 Concordia Drive	1 Glenluce Court	1129 Green Acre Road
1130 Concordia Drive	2 Glenluce Court	1131 Green Acre Road
1132 Concordia Drive	3 Glenluce Court	1133 Green Acre Road
1134 Concordia Drive	5 Glenluce Court	1135 Green Acre Road
1136 Concordia Drive	1000 Green Acre Road	1136 Green Acre Road
1138 Concordia Drive	1002 Green Acre Road	1137 Green Acre Road
1146 Concordia Drive	1004 Green Acre Road	1138 Green Acre Road
1022 Cowpens Avenue	1006 Green Acre Road	1140 Green Acre Road
1024 Cowpens Avenue	1007 Green Acre Road	1 Harts Run Court
1026 Cowpens Avenue	1008 Green Acre Road	3 Harts Run Court
1028 Cowpens Avenue	1010 Green Acre Road	4 Harts Run Court
1030 Cowpens Avenue	1011 Green Acre Road	5 Harts Run Court
1032 Cowpens Avenue	1012 Green Acre Road	6 Harts Run Court
1034 Cowpens Avenue	1013 Green Acre Road	7 Harts Run Court
1102 Cowpens Avenue	1015 Green Acre Road	8 Harts Run Court
1104 Cowpens Avenue	1018 Green Acre Road	9 Harts Run Court
1106 Cowpens Avenue	1020 Green Acre Road	1 Helm Court
1108 Cowpens Avenue	1021 Green Acre Road	2 Helm Court
1110 Cowpens Avenue	1022 Green Acre Road	3 Helm Court
1115 Cowpens Avenue	1023 Green Acre Road	4 Helm Court
1116 Cowpens Avenue	1024 Green Acre Road	5 Helm Court
1117 Cowpens Avenue	1025 Green Acre Road	6 Helm Court
1118 Cowpens Avenue	1026 Green Acre Road	7 Helm Court
1119 Cowpens Avenue	1100 Green Acre Road	1001 Kirkcolm Road
1120 Cowpens Avenue	1101 Green Acre Road	1002 Kirkcolm Road
1121 Cowpens Avenue	1102 Green Acre Road	1003 Kirkcolm Road
1122 Cowpens Avenue	1103 Green Acre Road	1004 Kirkcolm Road
1123 Cowpens Avenue	1104 Green Acre Road	3 Linlow Court
1124 Cowpens Avenue	1105 Green Acre Road	4 Linlow Court
1125 Cowpens Avenue	1107 Green Acre Road	5 Linlow Court
1126 Cowpens Avenue	1109 Green Acre Road	6 Linlow Court
1127 Cowpens Avenue	1111 Green Acre Road	7 Linlow Court
1128 Cowpens Avenue	1113 Green Acre Road	8 Linlow Court
1130 Cowpens Avenue	1114 Green Acre Road	9 Linlow Court
1132 Cowpens Avenue	1115 Green Acre Road	10 Linlow Court
1200 Cowpens Avenue	1116 Green Acre Road	11 Linlow Court
3 Drake Court	1117 Green Acre Road	12 Linlow Court
4 Drake Court	1118 Green Acre Road	13 Linlow Court
5 Drake Court	1119 Green Acre Road	1202 Meadowlark Drive
6 Drake Court	1120 Green Acre Road	1203 Meadowlark Drive

1204 Meadowlark Drive	1030 Metfield Road	1110 Ryegate Road
1205 Meadowlark Drive	1031 Metfield Road	1111 Ryegate Road
1206 Meadowlark Drive	1100 Metfield Road	1112 Ryegate Road
1207 Meadowlark Drive	1101 Metfield Road	1113 Ryegate Road
1208 Meadowlark Drive	1102 Metfield Road	1114 Ryegate Road
1209 Meadowlark Drive	1103 Metfield Road	1115 Ryegate Road
1210 Meadowlark Drive	1104 Metfield Road	1116 Ryegate Road
1212 Meadowlark Drive	1106 Metfield Road	1117 Ryegate Road
1214 Meadowlark Drive	1108 Metfield Road	1118 Ryegate Road
1215 Meadowlark Drive	1 Minebank Court	1119 Ryegate Road
1216 Meadowlark Drive	2 Minebank Court	1120 Ryegate Road
1217 Meadowlark Drive	3 Minebank Court	1121 Ryegate Road
1218 Meadowlark Drive	4 Minebank Court	1102 Temfield Road
1219 Meadowlark Drive	5 Minebank Court	1103 Temfield Road
1220 Meadowlark Drive	6 Minebank Court	1104 Temfield Road
1221 Meadowlark Drive	7 Minebank Court	1105 Temfield Road
1222 Meadowlark Drive	8 Minebank Court	1106 Temfield Road
1224 Meadowlark Drive	10 Minebank Court	1107 Temfield Road
1226 Meadowlark Drive	1 New Forest Court	1108 Temfield Road
900 Metfield Road	2 New Forest Court	1200 Temfield Road
901 Metfield Road	3 New Forest Court	1201 Temfield Road
903 Metfield Road	4 New Forest Court	1202 Temfield Road
905 Metfield Road	5 New Forest Court	1203 Temfield Road
906 Metfield Road	6 New Forest Court	1204 Temfield Road
907 Metfield Road	7 New Forest Court	1206 Temfield Road
908 Metfield Road	8 New Forest Court	1207 Temfield Road
909 Metfield Road	1 Ruffed Grouse Court	1208 Temfield Road
910 Metfield Road	3 Ruffed Grouse Court	1209 Temfield Road
911 Metfield Road	4 Ruffed Grouse Court	1210 Temfield Road
912 Metfield Road	5 Ruffed Grouse Court	1211 Temfield Road
913 Metfield Road	6 Ruffed Grouse Court	1212 Temfield Road
915 Metfield Road	7 Ruffed Grouse Court	1213 Temfield Road
916 Metfield Road	8 Ruffed Grouse Court	1214 Temfield Road
917 Metfield Road	9 Ruffed Grouse Court	1215 Temfield Road
919 Metfield Road	10 Ruffed Grouse Court	1216 Temfield Road
921 Metfield Road	11 Ruffed Grouse Court	1217 Temfield Road
923 Metfield Road	12 Ruffed Grouse Court	1218 Temfield Road
925 Metfield Road	13 Ruffed Grouse Court	1220 Temfield Road
927 Metfield Road	1100 Ryegate Road	3 Waller Court
929 Metfield Road	1101 Ryegate Road	4 Waller Court
931 Metfield Road	1102 Ryegate Road	5 Waller Court
933 Metfield Road	1103 Ryegate Road	6 Waller Court
935 Metfield Road	1104 Ryegate Road	
937 Metfield Road	1105 Ryegate Road	
1026 Metfield Road	1106 Ryegate Road	
1027 Metfield Road	1107 Ryegate Road	
1028 Metfield Road	1108 Ryegate Road	
1029 Metfield Road	1109 Ryegate Road	