

## Harford Park Community Association, Inc.

### Descriptions of Board of Director Positions and Duties

**Role/Duties/Requirements:** The management of the Corporation shall be vested in a Board of Directors (hereinafter, "Board"). The Board shall have general charge of the affairs, property, and assets of the Corporation. It shall be the duty of the Board to carry out the mission and purposes of the Corporation. Each Director shall regularly attend Board and Membership meetings and major functions of the Corporation and serve on one or more Committees. Directors must be Members of the Corporation.

**Election/Vacancies:** The Officers of this Corporation shall consist of President, Vice-President, Secretary, Treasurer, immediate Past President (ex officio; does not require election), and any other Officer position duly created by the Board. The Officers shall be elected annually by the Members at the Annual Meeting. The Board shall fill any vacancy occurring in any office from the current Directors and any Officer so elected shall fulfill the term of his/her predecessor. Officers must be Members of the Corporation.

**Term:** Officers shall serve a term of one year or until their successors are elected, or until they resign or are removed. There shall be no term limits.

**Removal:** An Officer may be removed, without cause, as determined by a two thirds vote of the Directors present at any Board Meeting at which there is a quorum.

**Number/Composition:** The Board shall be composed of no more than fifteen (15) persons and no less than five (5) persons. Authority and Duties: The Officers shall have the authority and responsibility delegated by the Board and as follows:

(1) The **President** shall preside at and conduct all meetings of the Members and Board of Directors. The President may sign all contracts and agreements in the name of the Corporation after the Board has approved them, and serve as the representative of the Corporation in meetings and discussions with other organizations and agencies.

(2) The **Vice-President** shall perform the duties of the President if the President is unable to do so or is absent; perform such other 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. In the event that the office of the President becomes vacant, the Vice President shall automatically become President.

(3) The **Secretary** shall keep accurate records and minutes of all meetings of the Corporation; make available copies of the minutes of the previous meeting and distribute them in advance of each meeting, cause to be delivered all notices of meetings to those persons entitled to vote at such meetings; and maintain the minutes book of the Corporation.

(4) The **Treasurer** shall oversee the deposit of funds of the Corporation into the proper accounts of the Corporation; the recordation of all receipts and disbursements from such account or accounts; the preparation of the books and records of the finances of the Corporation; the preparation of financial reports of the accounts for each Board meeting; and the preparation and filing of all year-end financial reports and federal and state tax reports. The

Treasurer shall also maintain a current listing, with phone numbers and addresses (including mail and email), of the Directors and Members at the Principal Office of the Corporation; and make the current membership roster available at all meetings where votes may be taken.

(5) **Committees:** The Board may create such committees with such powers as it deems wise to have. The President shall appoint persons to chair and serve on committees; the Chairperson of any committee must be a Director but other persons serving on the committee need not be Directors. The committees shall perform work specifically tasked by the Board and overseen by the Chairperson, and provide written reports to the Board on at least a quarterly basis. Minutes shall be kept of each meeting of any committee, which shall be filed with the corporate records.