



Hamilton Hills Neighborhood Association, Inc.
Baltimore, MD 21214
www.hamiltonhillsmd.org

Policy and Procedure Manual

Abstract

The purpose of this manual is to provide all members of the Hamilton Hills Neighborhood Association (HHNA) with a reference manual containing policies and procedures established by the HHNA Elected Board. This information will be used for normal operating circumstances within HHNA. The governing documents for this manual are the association Bylaws as well as the Articles of Incorporation. This manual is subject to change.

2021 Serving HHNA Board

Adopted Sunday, April 11, 2021 at 10:48 AM

1 Adoption of Policy and Procedure

1.1 Policy

The HHNA Board from time to time in accordance with the Association’s governing documents, may Amend, Adopt or Delete, the Rules and Regulations, Policies and Procedures (collectively “Policy”) of the Association with a majority vote from the Board. Should the Board make changes to the above, it shall give all members a copy within 30 days after adopting the change at the HHNA monthly general meeting. Any part of governing documents that do not comply with Federal, State and Local law shall not be enforceable.

The Board shall consider the following in drafting a policy:

1. Whether the governing documents or Maryland law grants the Board the authority to adopt such a policy;
2. The need for such policy based upon the scope and importance of the issue and whether the governing documents adequately address the issue; and
3. The immediate and long-term impact and implications of the policy.

The adoption of every policy shall be listed on the agenda for the Board meeting prior to adoption by the Board and any board member who wishes to comment on the proposed policy shall be afforded such opportunity at the meeting.

Upon adoption of a policy, the policy or notice of such policy (including the effective date) shall be provided to all HHNA members by a reasonable method as determined by the sole discretion of the Board, including but not limited to posting on HHNA’s website.

Policies will be reviewed:

1. When subsequent changes to HHNA bylaws or applicable laws are enacted by the State of Maryland and/or City of Baltimore; or
2. When notified of challenges of enforceability of existing policies; or
3. Every five years by the current HHNA membership board

2 Conduct of Meetings Policy

2.1 Policy

This policy addresses several items regarding the conduct of any meeting held by the Association

Notice of Meetings

In addition to any notice required by the Bylaws, notice of meetings along with an agenda shall be posted on Facebook/Nextdoor. If any member has requested that the Association provide notice via email and has provided the association with an email address, the association shall endeavor to send notice of all general meetings to such members at the email address provided.

Board Meetings

Board meetings can be held either in person or virtually. Board members are required to attend at least three board meetings a year. If a board member fails to meet this obligation their seat on the board will be forfeited.

Conduct at Board Meetings

All Board meetings shall be governed by the following rules of conduct and order:

1. The President of HHNA, or presiding board member, shall chair all Board meetings.
2. All persons who attend a meeting of the Board shall be required to sign in or announce themselves if the board meeting is held virtually for recognition and attendance recording purposes.
3. Only one person may speak at a time.
4. Comments are to be offered in a civil manner and without profanity, personal attacks or shouting. Comments are to be relevant to the purpose of the meeting or issue at hand.
5. No meeting of the Board may be audio, video, or otherwise recorded except by the Board to aid in the preparation of minutes. Minutes of actions taken shall be kept by the Association and prepared by the Secretary.
6. Anyone disrupting the meeting, as determined by the Chair, shall be asked to “come to order.” Anyone who does not come to order shall be requested to immediately leave the meeting.

General or Special Meetings and or Committee Meetings

All members will get notice of General or Special meetings as described in the governing documents for the Association. Members are urged to attend these meetings to protect their interests as members of HHNA and the wellbeing of the Association. Member’s comments are encouraged at General or Special Meetings and will be allowed on each issue prior to a vote of the membership. The President of the Association may, at their discretion, set a time limit on the individual topics. Association Members that wish to have Membership business included on the Agenda, must submit them in writing to the Board President, 30 days prior to the meeting. If items added require a vote of the Membership, the revised Agenda will be re-posted within 10

days of the meeting. Order of Business, unless otherwise provided by the Association Documents the Agenda will be established as follow:

- Call the Meeting to order
- Establish a quorum
- Approve Minutes
- Financials Review
- Committee Reports
- Old Business
- New Business
- Announcements
- Adjournments

The board at its discretion may alter the order of business for any meetings.

General and special meetings will be held in person unless extenuating circumstances make an in person meeting impossible. Extenuating circumstances are defined as but not limited to bad weather, building closures and/or public health crises.

Conduct at General and Special Meetings

All general/special meetings shall be governed by the following rules of conduct and order:

1. The President of the Association or presiding board member shall chair all general meetings.
2. All members and persons who attend general meetings will sign in
3. Any person desiring to speak shall sign up on the list provided at check in and indicate if they are for or against an agenda item.
4. Anyone wishing to speak must first be recognized by the Chair.
5. Only one person may speak at a time.
6. Each person who speaks shall first state his or her name.
7. Those addressing the meeting shall be permitted to speak without interruption from anyone as long as these rules are followed.
8. Comments are to be offered in a civilized manner and without profanity, personal attacks or shouting. Comments are to be relevant to the purpose of the meeting.
9. All actions and/or decisions will require a first and second motion.
10. Once a vote has been taken, there will be no further discussion regarding that topic.
11. So as to allow for and encourage full discussion by members, no meeting may be audio, video, or otherwise recorded. Minutes of actions taken shall be kept by the association.
12. Anyone disrupting the meeting, as determined by the Chair, shall be asked to “come to order.” Anyone who does not come to order will be requested to immediately leave the meeting.
13. The Chair may establish such additional rules of order as may be necessary from time to time.

Voting

All votes at meetings shall be taken as follows:

1. Election of board members shall be conducted by secret ballot. Each member entitled to vote pursuant to the Bylaws shall receive a ballot. The ballot shall contain no identifying information concerning the ballot holder.
2. All other votes taken at a meeting of members shall be taken in such a method as determined by the HHNA board including acclamation, by hand, by voice or by ballot. Notwithstanding the above, votes shall be taken by secret ballot at the discretion of the Board or upon the request of 20% of the members who are present at the meeting.
3. Written ballots shall be counted by a neutral third party, excluding the associations' managing agent or legal counsel, or a committee of volunteers who are not Board members, and in the case of a contested election, are not candidates. The committee shall be selected or appointed at an open meeting, in a fair manner, by the President or another person presiding during that portion of the meeting.
4. The individual(s) counting the ballots shall report the results of the vote to the Chair by indicating how many votes were cast for each individual or how many votes were cast in favor and against any issue.

Electronic Voting

If voting is to take place electronically, the votes should be taken as follows:

1. It is the sole discretion of the board to determine which online voting platform will be used if electronic voting is necessary.
2. Election of board members shall be conducted through an online voting platform where anonymous voting can take place. Each member entitled to vote pursuant to the Bylaws shall receive a hyperlink to the ballot. The ballot shall contain no identifying information concerning the ballot holder.
3. A neutral third party will report the results of the vote by indicating how many votes were cast for each individual or how many votes were cast in favor and against any issue.

3 Inspection of Records Policy

3.1 Policy

Members in good standing are welcome to request electronic financial and meeting records. All valid requests will be honored within 7 business days. Meeting minutes are provided via the HHNA website.

The following are the sole Records available for inspection:

- a. Records of receipts and expenditures affecting the operation and administration of the Association;
- b. Minutes of all general meetings;
- c. Minutes of all meetings of Board members
- d. Records of actions taken by members without a meeting;
- e. Records of actions taken by the Board without a meeting, including written communications and e-mails among Board members that are directly related to the action so taken;
- f. Records of actions taken by any committee of the Board without a meeting;
- g. The association's governing documents which are comprised of:
 - h. The bylaws;
 - i. The articles of incorporation;
 - j. Any policies adopted by the board, including the association's responsible governance policies;
 - k. Financial statements for the last three years
 - l. Tax returns for the last seven years, to the extent available;
 - m. The operating budget for the current fiscal year;
 - n. The result of the association's most recent available financial audit or review, if any;
 - o. A list of the association's insurance policies, which shall include the company names, policy limits, policy deductibles, additional named insured, and expiration dates of the policies listed;
 - p. A list of the names, e-mail addresses of the current board members;
 - q. Voting record for the most recent year
 - r. Resolutions adopted by the board;
 - s. All written (e-mail) communications sent to all members generally within the past three years

Records not available for inspection:

- a. Attorney client privileged documents' and records, unless the board votes to remove such privilege
- b. Current or ongoing

Procedure to requests records not available on the website:

For records not available on the HHNA website an e-mail request must be submitted to the President with a carbon copy to the Secretary of the association. A description with reasonable

detail of what records are requested must also be stated. Requested documents shall not be used by any member for commercial purposes.

The membership list may not be used for any of the following purposes:

- a. To solicit money or property unless such money or property will be used solely to solicit the votes of the members in an election held by the association;
- b. For any commercial purpose; or
- c. Sold to or purchased by any person or organization

The request must be submitted to any member of the Board via e-mail.

Inspection/Copying Association Records

A member is entitled to inspect and copy of the books and records of the Association, as listed above, subject to the exclusions set forth above, upon submission of an e-mail request to the association describing with reasonable particularity the records sought. The association shall provide access to the requested records by:

- a. E-mailing the requested records to the member within 10 days of the association's receipt of such e-mail request, if so requested by the member.
- b. The association is under no obligation to create records that do not exist or compile records in any particular order.

4 Conflict of Interest Policy

4.1 Policy

It is the policy of the association to identify, disclose and mitigate conflicts of interest in the conduct of association business.

1. Each member, officer, and committee member in a position to influence or vote on policies or expenditures for HHNA shall exercise good faith in all transactions relating to HHNA and shall not use his or her position or knowledge gained therefrom, directly or indirectly, to permit an actual or potential conflict to arise between HHNA's interests and
 - a. such Key Individual's personal interests
 - b. the personal interests of a spouse or other family member of the Key Individual (the "Family Member") or
 - c. the interests of any corporation, partnership, proprietorship, firm, association or other entity in which a Key Individual or Family Member is a director, trustee, or officer, or is an employee with significant administrative responsibilities or in which such person has any financial interest (or if a publicly traded company, an ownership interest of at least 5%) as a shareholder, partner, owner or otherwise (collectively, "Related Entities")
2. All acts of Key Individuals shall be undertaken for the benefit of HHNA with respect to transactions, activities, or dealings related to HHNA. All acts of Key Individuals must refrain from any private or professional activity, or from having any direct or indirect financial interest, that would place such individual in a position where there is a conflict between them and their legal or moral responsibilities to HHNA. HHNA expects Key Individuals to use common sense and reasonable judgment in determining if a potential conflict of interest exists. If a Key Individual has any questions concerning this policy, or wishes to determine whether an activity is or would be in violation of this policy, HHNA encourages the individual to contact the president of HHNA, or if the conflict concerns the president, the president should discuss the issue with the remainder of the Board.
3. With respect to any proposed contract or other transaction between HHNA and one or more Key Individuals, Family Members, or Related Entities, which is considered by the Board or any committee of HHNA for authorizations, approval, or ratification, the following rules shall apply:
 - a. Full disclosure, in writing, of the relationship or interest shall be made by the Key Individual to the president of the Board (or, if it is the president, to the entire Board) and that information shall be shared by the president with the entire Board prior to discussion or action on such contract or transaction.
 - b. The contract or transaction shall be considered properly authorized, approved, or ratified only if there is a favorable vote of a majority of HHNA Board or committee members (whichever group is acting on the contract or transaction) present and voting at such a meeting. The person having a conflict shall vacate the room in which the matter is being voted upon and shall not participate in the final deliberation or decision regarding the matter, other than to be available to present factual information or respond to questions;

- c. The Key Individual who has such a relationship or interest shall not be counted in determining the existence of a quorum for the purpose of voting upon the contract or transaction; and
- d. The minutes of the meeting shall reflect that the conflict disclosure was made, the substance of the conflict, the vote taken, and where applicable, the abstention from voting and participation of the Key Individual.
- e. No Key Individual or Family Member may directly or indirectly accept expensive gifts, extravagant entertainment or travel, cash, monies, kickbacks, stock, security, or loans from current or prospective vendors, related business parties or contractors of HHNA. This policy is intended to exclude insignificant gifts that are within the range of accepted business courtesies, or normal hospitality or gifts that have express written approval. Nor shall any Key Individual or Family Member accept compensation from a third party who is dealing with HHNA, without express written prior approval.
- f. Each Key Individual must disclose, in writing, to the president (or, if it is the president, to the entire Board), any family or business relationship with another Key Individual

5 Squatters and Nuisance Property Policy

5.1 Policy

Occasionally squatters or nuisance property issues arise in the neighborhood that require HHNA board members liaison with city officials on behalf of the neighborhood to remedy the situation.

Squatters are defined as a person or persons who unlawfully occupy an uninhabited home. A nuisance occurs when a landowner/renter engages in an activity that significantly interferes with use or enjoyment of another's property, or affects the health, safety, welfare or comfort of the public at large.

The following procedures will be used by neighbors and HHNA board members when handling squatter and/or nuisance property requests:

1. Neighbor identifies property and or address as a nuisance property. Board members should request a service request number (if not already obtained by the neighbor) to start the internal HHNA process. (This might require visual verification or additional documented communication on behalf of the board to understand the complaint.)
2. Assigned board member(s) will verify ownership using SDAT (<https://sdat.dat.maryland.gov/RealProperty/Pages/default.aspx>) or <https://mdlandrec.net/>
3. Assigned board member(s) will use Code Map to view any violations, citations or permits issued to the address: <https://cels.baltimorehousing.org/codemapy2ext/>
4. Assigned Board member(s) will call or email the listed owner or representative and inform them of the concern. Identity yourself as a board member and make sure to copy the secretary and president in any written correspondence.
5. If necessary contact any other agency or representative to assist with the request. This could be an elected official, council representative, law enforcement, code enforcement etc.
6. Continue to follow up on any outstanding issues updating the Association Log and appropriate board contacts. This could result in a formal letter from the association and the involvement of legal intervention if the concern is not abated.
7. Neighbors will be kept up to date with progress HHNA has made in remediating the nuisance/squatter property issues.
8. The board/committee member responsible for the request will update the request accordingly and be sure to close out the request in the log when completed.

6 Traffic Calming Request Policy

6.1 Policy

Baltimore City traffic calming requests can assist residents concerned by traffic speed and safety on neighborhood roads. Options could include traffic circles, speed humps, pedestrian refuge islands, or narrowing driving lanes with curb extensions to discourage speeders while allowing for safer pedestrian crossings. Neighbors seeking traffic calming are encouraged to fill out the Hamilton Hills Traffic Calming Request form on the HHNA website.

HHNA board members and residents requesting traffic calming measures will adhere to the following procedures, to the best of their ability, when handling a traffic calming request:

1. The initiator of the request will be made aware of the current criteria used by the Department of Transportation (DOT) to determine whether traffic calming is warranted. This notification will be made by the President, or a designated board member/committee lead.
2. The initiator will be asked if there are any specific or extenuating circumstances such as property damage, moving vehicle collisions, pedestrian or cyclist occurrences.
3. The initiator will be asked if they feel that a study is warranted. If so, they should provide a time frame of when the majority of speeding is taking place so DOT can observe the situation at its worst. This information will be included in the letter to DOT, from HHNA, sanctioning the request. The traffic calming request letter template can be found in the HHNA Google Drive.
4. The HHNA board and or committee member will enter the traffic calming request into the DOT Traffic Calming Requests log as well as appropriate board contacts.
5. The board/committee member responsible for the request will update the request accordingly and be sure to close out the request in the log when completed.

Below are the current DOT guidelines for traffic calming requests¹:

Speed sentry are installed for a period of (7) seven days

Recorded speed for the (7) day period must indicate that drivers on that roadway are driving at least 10 miles over the posted speed limit

Percentage that is required is a 85% percentile of drivers driving 10 or more miles over the speed limit

Situations that eliminate a location for evaluation of speed humps:

Road classification such as Principle, Minor Arterial and Collector

Roadway Geometric such as streets with a steep grade and curves

Main roadway used by emergency vehicles and buses

¹ Guidelines provided per DOT representative on 10/11/2020

7 Business Entities Within the Boundaries of Greater Hamilton Hills Area (Hamilton Business District, Hamilton-Lauraville Mainstreet, Northern Parkway)

7.1 Policy

Hamilton Hills' boundaries encompass and border multiple business districts. The neighborhood's close proximity to many businesses along Harford Road and Northern Parkway requires HHNA be aware of any possible impacts to the community that current or new businesses could bring to the area. To ensure the business community thrives and there are no nuisance issues that negatively affect neighbors the following policy/procedures will be followed:

1. Memorandum of Understanding (MOU) with HHNA is required for all new businesses (seeking a liquor license) within the boundaries of Hamilton Hills
2. When HHNA is made aware of a new business a HHNA Welcome Packet will be provided to the new business owners. This packet will include but is not limited to:
 - a. A one to two page printed document that explains HHNA
 - b. Information regarding a free advertisement in one issue of the newsletter to include social media coverage
 - c. And/or any additional material deemed important for new businesses by HHNA

8 Administrative Actions Policy

8.1 Policy

Official HHNA Email addresses will be issued to board members for the sole purpose of conducting official HHNA business. The following policy outlines the procedures to be followed in issuing, conducting business and maintaining/terminating HHNA email access.

Official HHNA email addresses issued to board members will adhere to the following guidelines:

- A. Annual dues must be paid and up to date to maintain and use any official HHNA email address. If annual dues are not paid within 30 days of notification the corresponding HHNA email account will be suspended
- B. HHNA email addresses can only be used for official organization business. Using your assigned HHNA email address to conduct personal business without consulting the executive board is deemed a violation and revocation of email address will be determined by the executive board.
- C. Secretary and President must be CC'd on all correspondence with city officials (including council members, etc.) and/or any other entities contacted regarding HHNA business
- D. Email addresses will be assigned and revoked at the discretion of the executive board.