



## *Mayfield Improvement Association* **Bylaws Amendments & Resolutions**

For consideration on October 17, 2013 Meeting at St. Francis of Assisi Church Hall, 7:15 p.m.

### **ARTICLE II – OBJECT**

The object of this Association shall be to promote, maintain and develop the general welfare of the residents, property and improvements of that section of Baltimore City known as MAYFIELD which encompasses the area from Erdman Avenue and 32nd Street on the south to Chesterfield Avenue and Lake Montebello Terrace on the north, Lake Montebello on the west, and the center of the alley behind the homes on the east side of Crossland Avenue on the east and to include the 2500 block of Chesterfield Avenue.

The Association will seek to have the zoning and other laws of the City of Baltimore strictly complied with, so that MAYFIELD will forever remain primarily a residential development. The Association will actively strive to stimulate civic pride and community interest in all matters pertaining to the general health and welfare of the residents of MAYFIELD in particular and of the City of Baltimore in general.

Board approved by unanimous vote amended language added to above section.

*NEW: Mayfield Improvement Association is a non-profit corporation and shall be operated exclusively for educational and charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future Federal tax code. Mayfield Improvement Association's purpose is to address, inform and coordinate community initiatives and projects that aim to preserve and improve the quality of life in Mayfield by addressing the community needs, such as social, environment, housing conditions, advocating city code enforcement, parks and recreation and the overall needs of the neighborhood, as well as the historic designation of the neighborhood for the benefit of Mayfield residents.*

Board Approved Amendment new article re: Dissolution Distribution of property and assets.

### **Article IX – DISTRIBUTION UPON DISSOLUTION \***

*Upon termination or dissolution of the Mayfield Improvement Association, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the 1986 Internal Revenue Code (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.*

\*There is no Article IX and there is no similar language covering this question in the bylaws now.

**Two Resolutions approved by the MIA Board of Directors to support the non-profit status as a 501-c-3 organization:**

1. Resolution assuring that MIA and its board act in accordance with IRS code, articles of incorporation and bylaws; and that no one is paid over the limits set forth in the IRS Code.

**Board approved Resolution**

*Be it resolved that*

*Mayfield Improvement Association affirms to strict rules of 501-c-3 and Section 170( c) 2.*

*Notwithstanding any other provision of these Bylaws, no director, officer, employee, member, or representative of this corporation shall take any action or carry on any activity by or on behalf of the corporation not permitted to be taken or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code as it now exists or may be amended, or by any organization contributions to which are deductible under Section 170(c)(2) of such Code and Regulations as it now exists or may be amended.*

*No part of the net earnings of the corporation shall inure to the benefit or be distributable to any director, officer, member, or other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the Articles of Incorporation and these Bylaws*

2. Resolution assuring that Mayfield Improvement Association will comply with restrictions on partisan political participation and current regulations on lobbying limitations by both State of Maryland and the IRS regulations.

**Board approved resolution of lobbying and political activity**

*To comply with Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code and related Maryland statutes governing incorporated non-profit corporations, **Be it resolved** that no substantial part of the activities of the Mayfield Improvement Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office."*

*And it is further resolved that Mayfield Improvement Association will comply with limitation of 501-c-3, not engage in significant lobbying, and will file Form 5768 to elect the expenditure test provided under Section 501 (h) setting strict limits on expenditures for lobbying.*