

BYLAWS OF THE MARYLAND 250 COMMISSION

These Bylaws of the Maryland 250 Commission, hereinafter referred to as the "Commission", are subject to the provisions of Executive Order 01.01.2023.10 by which the Commission was created (the "Executive Order"), as may be amended.

ARTICLE I - Purpose

The purpose of the Commission is to develop, encourage, and execute an inclusive observance of the 250th anniversary of the founding of the nation that recognizes all Marylanders' struggle for life, liberty, and the pursuit of happiness before, during, and after the Revolution. The Commission shall terminate on December 31, 2027.

ARTICLE II - Membership

Section 1. Appointment; Term. The Commission's membership of up to 33 Members is established by Executive Order. A Member shall continue to serve until the termination of the Commission, or until such time as the Governor appoints a successor for the Member.

A. Members of the Commission shall consist of the following:

1. The Lieutenant Governor;
2. The Secretary of Budget and Management, or the Secretary's designee;
3. The Secretary of Commerce, or the Secretary's designee;
4. The Secretary of General Services, or the Secretary's designee;
5. The Secretary of Natural Resources, or the Secretary's designee;
6. The Secretary of Planning, or the Secretary's designee;
7. The Secretary of Service and Civic Innovation, or the Secretary's designee;
8. The Secretary of State, or the Secretary's designee;
9. The Secretary of Veterans Affairs, or the Secretary's designee;
10. The State Superintendent of Schools, or the Superintendent's designee;
11. The State Archivist, or the Archivist's designee;
12. The State Historic Preservation Officer, or the Officer's designee;
13. The Executive Director of the Governor's Office of Community Initiatives, or the Executive Director's designee;
14. The Executive Director of the Maryland State Arts Council, or the Executive Director's designee;
15. The Administrative Director of the Maryland Commission on Indian Affairs, or the Administrative Director's designee;
16. The Executive Director of the Maryland Commission on African American History and Culture, or the Executive Director's designee;
17. The Director of the Maryland Commission for Women, or the Director's designee; and
18. Up to five (5) members of the general public appointed by the Governor.

B. The following are invited to be, and shall be upon acceptance, members of the Commission:

1. Two (2) members appointed by the President of the Maryland Senate;

2. Two (2) members appointed by the Speaker of the Maryland House of Delegates;
3. The Executive Director of the Maryland Association of Counties, or the Executive Director's designee;
4. The Executive Director of the Maryland Municipal League, or the Executive Director's designee;
5. Up to three (3) members from the nonprofit community, selected from the Maryland Center for History and Culture, the Maryland Humanities Council, Preservation Maryland, or other similar organizations.

C. The Governor shall appoint the Chair and Vice Chair of the Commission.

D. Members appointed by the Governor shall serve at the pleasure of the Governor.

Section 2. Non-Voting Members. If the Members appointed by the President of the Senate and the Speaker of the House of Delegates concurrently serve in the Senate or the House, and on the Commission, those Members shall then serve as non-voting members on the Commission (the "Non-Voting Members").

Section 3. Vacancies. Any vacancy occurring in the membership of the Commission shall be filled in the same manner as the original appointment.

Section 4. Attendance; Removal. If a Member fails to attend at least 50 percent of the meetings of the Commission during any twelve (12) consecutive months, the Member shall be considered to have resigned and the Chair shall so notify the Member, the Commission and the organization the Member represents at or before the next succeeding regular meeting following such nonattendance. If the Member has been unable to attend the required number of meetings, the Member may request that the Chair waive the Member's resignation for reasons made public and deemed satisfactory by the Chair. The Governor may remove a Member, other than an ex officio Member, for incompetence, misconduct, or failure to perform the Member's duties. The Commission may recommend to the Governor the removal of a Member for any of these reasons.

Section 5. Duties of Commission; Staff. The duties of the Commission are established in Sections V and VI of the Executive Order. The Maryland Department of Planning shall provide the Commission with resources and staff as feasible and necessary for administering and facilitating the work of the Commission.

Section 6. Conflict of Interest.

- A. Members of the Commission and any non-Commission members serving on committees shall comply with the Maryland Public Ethics Law contained in Title 5, General Provisions Article of the Annotated Code of Maryland.
- B. A Member shall not concurrently (i) serve on the Commission, and (ii) be employed by, serve as a member of the board of directors of, or serve on any other governing or oversight body of, an entity doing business with the Commission.

ARTICLE III - Meetings

Section 1. Time and Place. The Commission shall meet at least semi-annually at a time and place determined by the Chair. Meetings may be conducted in person, through telephone

conference calls, or online video conference platforms, provided that each participant can communicate in real time with all other participants.

Section 2. Open Meetings. All meetings of the Commission shall be conducted in accordance with the Open Meetings Act.

Section 3. Notice; Waiver. Notice of all meetings of the Commission, stating the time, date, and place, shall be provided to each Member by email not less than seven (7) days prior to the holding thereof, except that meetings may be held on shorter notice if a simple majority of the Members shall agree and that reasonable notice of a committee meeting shall be given prior to the meeting. Any Member may waive notice for any meeting by attending the meeting or by filing with the Chair a written waiver of the meeting notice either before or after the meeting.

Section 4. Public Notice. Notice of all meetings of the Commission, stating the time, date, and place, shall be provided to the public by posting on the Commission website. Meeting agendas will be posted in this same location when the meeting notice is posted or not less than 24 hours before the meeting.

Section 5. Quorum. The majority of the Members then serving on the Commission, not including the Non-Voting Members, constitutes a quorum at any meeting for the conduct of the business of the Commission. A Member who attends a meeting by conference call, online video conference platform, or other means by which the Member can communicate in real time with all other participants, shall be counted towards a quorum.

Section 6. Voting at a Meeting. A proposed action of the Commission shall be made by resolution. The Non-Voting Members shall have no right to vote on any matter brought before the Commission, and shall serve in an advisory capacity only. All other Members present and counted towards a quorum at a meeting of the Commission shall be entitled to one vote on a resolution. There shall be no voting by proxy. Voting may be conducted via telephone conference calls or online video conference platforms as provided in Section 1 above. The minutes of Commission meetings shall record the vote of each Member on each action.

Section 7. Voting by Electronic Mail Without a Meeting. Any action required or permitted to be taken at any meeting may be taken without a meeting. The Commission will appoint from staff a liaison to administer votes taken by email without a meeting (the "Director"). The Director shall deliver a resolution setting forth the action to be taken by the Commission by an email addressed to the full Commission. The Members shall each vote on the resolution by email response addressed to the Director. The Director shall tally the email votes, and forward the tally, along with all the email votes, to the Vice Chair. The Vice Chair shall confirm the tally, and report the result of the vote to the Chair. The Chair shall report the tally to the Commission no later than one day following the email voting deadline stated in the Director's email. A resolution made by email vote will pass only upon the affirmative vote of a majority of the Members then serving on the Commission, not including the Non-Voting Members. The resolution, the result of the email vote, and the deadline for the email vote shall be recorded in the minutes of the meeting of the Commission that follows an email vote.

Section 8. Duties of the Chair. The Chair shall preside at all meetings of the Commission and shall have other duties as may from time to time be assigned by the Commission or as otherwise prescribed by law or these Bylaws.

Section 9. Duties of the Vice Chair. The Vice Chair shall have such duties as delegated by the Chair. At the request, absence, or disability of the Chair, the Vice Chair shall perform all the duties, and when so acting shall have all the powers of the Chair.

Section 10. Conduct of Meetings. Meetings of the Commission shall be conducted in accordance with Robert's Rules of Order in all cases to which they are applicable and in which they are not inconsistent with these Bylaws, or any rules which the Members may adopt.

Section 11. Books and Records. The Commission shall keep at its principal office correct and complete books and records of account, activities, and transactions of the Commission, minutes of the proceedings of the Members and any committee of the Commission, and a current list of the Members and their business addresses. Any of the books, records, and minutes of the Commission may be in written form or in any other form capable of being converted into written form within a reasonable time.

ARTICLE IV - Committees, Advisory Groups, or Working Groups

Section 1. General. The Chair may create committees, advisory groups, or working groups, hereinafter referred to as "Committees", as needed to support its work. Committees shall meet at times as is deemed necessary by the Chair or the majority of the Commission. The Commission shall have an Executive Committee.

Section 2. Executive Committee. The Executive Committee shall have at least three (3) members consisting of the Chair, the Vice Chair, and one or more members to be appointed by the Chair. The terms of the Executive Committee members shall be concurrent with the term of the Chair. The Chair shall act as chair of the Executive Committee. The Executive Committee shall have such duties and perform such functions as may be authorized by the Commission in the administration of the affairs of the Commission. It shall have the express authority to act on behalf of the Commission when such action is required prior to the next scheduled meeting of the Commission, or when a quorum of the Commission cannot be formed. The Executive Committee shall maintain a record, or minutes, of its proceedings and shall report regularly to the Commission.

Section 3. Appointment. Committee members shall be appointed by the Chair, and are not required to be members of the Commission in order to serve on a committee, with the exception of the Executive Committee.

Section 4. Quorum; Voting. A majority of the members of a committee shall constitute a quorum for the transaction of committee business. The act of a majority of those present at a committee meeting at which a quorum is present shall be the act of the committee. The members of a committee may conduct any meeting and vote via telephone conference call or an online video conference platform in accordance with the provisions of these Bylaws.

Section 5. Committee Minutes. Each committee shall keep minutes of its meetings, may establish rules of procedure for its business, and shall present a report at the next scheduled meeting of the Commission. Copies of all committee correspondence and records shall be filed with the Chair and Director for inclusion in the Commission's records.

ARTICLE V – Finances

Section 1. Fiscal Year. The fiscal year of the Commission shall begin on July 1 and end on June 30 of the year following.

Section 2. Gifts. The Commission may solicit, accept, use, and dispose of donations, funds, and gifts in conformance with the Public Ethics Law, to support the goals and purposes of the Commission.

Section 3. Members Compensation. Members of the Commission may not receive any compensation for their services, but may be reimbursed for their reasonable expenses incurred in the performance of duties in accordance with the State Standard Travel Regulations and as provided in the State budget.

ARTICLE VI - Amendments of Bylaws

Section 1. Amendments. These Bylaws may be amended by a two-thirds majority of the Commission. Proposed amendments must be submitted in advance and sent out with the regular Commission meeting announcement.

Section 2. Limitation. These Bylaws shall not be amended in a way that would make the Bylaws in any way inconsistent with the Executive Order. Any such amendment so adopted shall have no force or affect.