



Learning Disabilities Association of Montgomery County

Articles of Incorporation

501(c)(3) non-profit organization

ARTICLE I – Name

Section #1: The name of this Organization shall be the Learning Disabilities Association of Montgomery County, Inc. [LDAMC]

Article II – Purpose

Section #1: LDAMC's mission is to provide strategies, opportunities of growth and inclusion, for children and adults with learning disabilities, so that they can maximize their full potential as members of a family, work, school and community

Article III – Policies

Section #1: LDAMC shall be non-partisan and free from discrimination because of race, creed, sexual orientation, color or national origin, nor shall it foster any activity, cause or facility which does discriminate in any way.

Section #2: LDAMC shall seek funds from the general public, private and public foundations, governmental agencies and any and all sources acceptable to it.

Section #3: LDAMC shall devote such funds as it may acquire to promote its purposes.

Section #4: LDAMC may, by ratification of a quorum of members in good standing, enter into an affiliation with such state, national and international associations with similar objectives as shall be approved by a majority vote of the Board of Directors.

Section #5: LDAMC shall not be dissolved nor absorbed into any other organization without the consent of a unanimous vote from the Board of Directors AND a quorum of members in good standing. The members shall each be notified in writing at least thirty days prior to the vote.

Section #6: In the event of disbandment, all of the organization's assets will be contributed to the LDA of Maryland if not disbanded, otherwise to LDA of America.

Article IV – Membership, Dues and Quorum

Section #1: Any person interested in promoting LDAMC’s objectives is eligible to become a member by joining LDA National

Section #2: As LDAMC is an affiliate association of LDA Maryland [LDAMD] annual membership dues shall be determined by LDAMD in concert with LDA National Headquarters [National]. For the fiscal year 2022 annual dues are \$55 payable to National. As a member courtesy, LDAMC allows credit card payment of dues via the LDAMC website. These proceeds are then forwarded to National

Section #3: Any exceptions, corporate or student memberships will be dictated by National

Section #4: A quorum shall consist of a majority of the then present members in good standing, whether for the Annual Meeting or a Board of Directors meeting.

Article V – Board Members/Officers

The duties for the Board of Directors is outlined in the By-Laws, Article V. Officers, Section # 13

Article VI – Nominations

Section #1: The Nominating Committee shall be comprised of the Executive Committee and others member as appointed by the President. Nominations for officers shall be submitted by this Committee to the general association membership at the Annual Meeting

Article VII – General Meetings

Section #1: A regular General meeting of this Association shall be held from time to time at the discretion of the Executive Committee, except there will be one Annual Meeting scheduled before years end. The place of the meetings shall be determined by the Executive Committee. At least 30 days’ notice will be given to Members in good standing via e-mail for the Annual Meeting.

Section #2: Special meetings may be called by the President or by a majority vote of the Executive Committee

Article VIII – Board of Directors/Executive Committee

Section #1: The term of office shall be consistent with the fiscal term - January 1st through December 31st

Section #2: The Executive Committee shall consist of the President, Treasurer and Secretary and other Board members as appointed by the President. These three positions are also defined as "Officers"

Section #3: Board of Directors shall consist of the Executive Committee + Program Chairperson + President's Ad Hoc nominations and the LDAMC Past President

Section #4: An Executive Committee meeting may be called by the President at any time giving one week's notice [e-mail is permissible] to Board Members

Section #5: For purposes of conducting business, a quorum shall consist of 3 Executive Committee members. A simple majority shall constitute an approval or disapproval vote.

Article IX – Amendments

Section #1: These Articles and the By-Laws may be amended at any LDAMC general meeting by a two-thirds vote of the voting body present [members in good standing] and voting providing at least 13 days notice of each proposed amendment has been given each member.

Article X – Rules of Order

Section #1: Robert's Rules of Order, revised shall govern the Association in all cases in which they are applicable and in which they have not been superseded by these By-Laws.