

## **BY-LAWS OF**

### **THE MONOCACY CEMETERY COMPANY OF BEALLSVILLE, MARYLAND, INC.**

#### **ARTICLE I OFFICES**

**Section 1 Corporation Offices.** The principal office of the Monocacy Cemetery Company of Beallsville, Maryland, Inc., herein "Cemetery", in the State of Maryland is located, as per the articles of incorporation, at 19801 West Hunter Road, Beallsville, MD, 20839-3003. The Cemetery may have such other offices, as the Board of Directors may designate. The registered office of the Cemetery required by the Maryland Non-Profit Corporation Act to be maintained in the State of Maryland may be, but need not be, identical with the principal office in the State of Maryland, and the address of the registered office may be changed from time to time by the Board of Directors.

#### **ARTICLE II MEMBERS**

**Section 1 Members.** Any person holding a burial deed or has the intention of being buried in a family-related lot within the Cemetery. This person has a non-voting status on all aspects of business conducted at the Cemetery.

#### **ARTICLE III BOARD OF DIRECTORS**

**Section 1 General Powers.** The business and affairs of the Cemetery shall be managed by its Board of Directors. The Board of Directors may authorize any officer or officers, agent or agents, to enter into any contract or execute and deliver instrument in the name of and on behalf of the Cemetery, and such authority may be general or confined to specific instances.

**Section 2 Annual Meeting.** The regular annual meeting of the Directors and members of this Cemetery shall be held on the first Wednesday night in November at 7:00 PM, and in each succeeding year, or in the event such day is a legal holiday in Maryland, the first following Wednesday. Notice of the regular annual meeting and location shall be published in the local newspaper, posted on The Monocacy Cemetery website, listed on social media, sent by email or written notice mailed by ordinary mail to each recorded interested person, not less than 10 days prior to the date fixed for such meeting. Except as otherwise required by the Articles of Incorporation or by the laws of the State of Maryland, notice of the regular annual meeting of the Directors need only state the time and place of the annual meeting and need not state the business which may be transacted thereat and any business may be transacted which is within the power of a meeting of the Directors.

**Section 3 Quorum.** A majority of the number of Directors (50% +1) shall constitute a quorum for the transaction of business. Every decision of a majority of the persons duly assembled as a Board of Directors with a quorum present shall be valid as a corporate act and, if less than a quorum be present at any meeting, those present may adjourn from time to time and fix dates until a quorum shall be present. The Directors present at a properly called meeting may continue to transact business until adjournment, notwithstanding the withdrawal of enough Directors to leave less than a quorum.

**Section 4 Election and Term.** The Board of Directors shall consist of at least seven people: the President, Treasurer, Secretary, Registrar, and three Directors-at-Large whose positions shall be selected or continued by the Board at their annual meeting for a non-limited term and until their successors are duly selected and have qualified.

**Section 5 Regular Meetings.** The Monocacy Cemetery Company shall have a minimum of two each year. The Board of Directors may provide, by resolution, the time and place for the holding of additional regular meetings without other notice.

**Section 6 Special Meetings.** Special meetings of the Board of Directors may be called by or at the request of the President or any two Directors. The person or persons authorized to call special meetings of the Board of Directors may fix the place and time for holding any special meeting of the Board of Directors.

**Section 7 Notice.** Notice of any special meeting shall be given at least three days previously thereto by written notice delivered personally, by U.S. Mail or by email to each Director. Any Director may waive notice of any meeting. Neither business to be transacted at, nor the purpose of, any regular or special meeting of the Board of Directors need be specified in the notice.

**Section 8 Manner of Action.** The act of the majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors.

**Section 9 Action without a Meeting.** Any action required or permitted to be taken by the Board of Directors at a meeting may be taken without a meeting if consent in writing or by email, setting forth the action so taken, shall be signed by a quorum of all the Directors by return mail or email.

**Section 10 Vacancies.** Any vacancy occurring in the Board of Directors may be filled by the affirmative vote of a majority of the remaining Directors though less than a quorum of the Board of Directors. A Director elected to fill a vacancy shall be selected for the unlimited term of the predecessor.

**Section 11 Compensation.** The Directors will receive no compensation but may be reimbursed for out of pocket expenses if approved by a majority of the Directors.

**Section 12 Presumption of Assent.** A Director who is present at a meeting of the Board of Directors at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his dissent shall be entered in the minutes of the meeting or unless he shall file his written dissent to such action with the person acting as the Secretary of the meeting before the adjournment thereof or shall forward such dissent by registered mail to the Secretary immediately after the adjournment of the meeting. Such right to dissent shall not apply to a Director who voted in favor of such action.

#### **ARTICLE IV OFFICERS**

**Section 1 Officers.** The officers of the Board shall be a President, a Secretary, a Registrar and a Treasurer. Such other officers as may be deemed necessary may be selected and appointed by the Board of Directors.

**Section 2 Selection and Term of Office.** The officers of the Board shall be selected by the Board at the annual meeting. If the selection of officers shall not be held at such meeting, such selection shall be

held as soon thereafter as conveniently may be. Each officer shall hold office until his successor shall have been duly selected and shall have qualified or until their death or until they shall resign or shall have been removed in the manner hereinafter provided.

**Section 3 Removal.** Any officer or Board of Directors or members may be removed by the Board of Directors whenever in its judgment the best interests of the Cemetery would be served.

**Section 4 Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification or otherwise, may be filled by the Board of Directors.

**Section 5 President.** The president shall be the principal executive officer of the Board and shall, in general, supervise and control all the business and affairs of the Board in accordance with the Rules, Resolution, and Policies of the Cemetery. He or she shall preside at all meetings of the Board of Directors. He or she may sign, with the Secretary or any other proper officer of the Board authorized by the Board of Directors, any deeds, bonds, contracts, or other instruments which the Board of Directors has authorized to be executed, except in cases where the signing and execution thereof shall be expressly delegated by the Board of Directors or by these Bylaws or by statute to some other officer or agent of the Board; and in general, he or she shall perform all duties incident to the office of President and such other duties as may be prescribed by the Board of Directors from time to time.

**Section 6 Secretary.** The Secretary shall keep the minutes of all meetings of the Board of Directors. He or she shall give and serve all notices to the Directors, except that notice for special meetings of Directors called at the request of two Directors, as provided in Section 5 of Article III of these Bylaws. In general, he or she shall perform all the duties incident to the office.

**Section 7 Treasurer.** If required by the Board of Directors, the Treasurer shall give a bond for the faithful discharge of his duties in such sums and with such surety or sureties as the Board of Directors shall determine. The Treasurer shall have the care and custody of and be responsible for all the funds, securities, evidences of indebtedness and other valuable documents of the Cemetery, and deposit all such funds in the name of the Cemetery in such banks, or trust companies, or other depositories, or in such safe deposit vaults as the Board of Directors may designate. The Treasurer shall sign, make, and endorse in the name of the Monocacy Cemetery Company all checks, notes, drafts, bills of exchange, acceptances, and other instruments for the payment of money, and pay out and dispose of same and receipt therefore, under the direction of the President or the condition of the finances of the Cemetery at each regular meeting of the Board of Directors and at such other times as shall be required of him or her. In general, he or she shall perform all the duties incident to the office.

**Section 8 Registrar.** He or she shall have charge of the Cemetery's records, digital database, monthly reports, issuance of deeds, Website, and correspondences.

**Section 9 At-Large Board Member** He or she shall have full voting privileges and have duties other than the duties of the President, Treasurer, Secretary or Registrar. At-large Board Members will have access to all records belonging to the Cemetery and participate in Board meetings. Duties will include participation in, and leadership of projects and activities approved by the Board of Directors.

**Section 10. Assistants and Acting Officers.** The Board of Directors shall have the power to appoint any person to act as assistant to any officer, or to perform the duties of such officer to act personally, and such assistant or acting officer so appointed by the Board of Directors shall have the power to perform all the duties of the office to which they are so appointed to be assistant, or as to which they

are so appointed to act, except as such power may otherwise defined or restricted by the Board of Directors.

## **ARTICLE V COMMITTEES**

**Section 1 Committees.** The majority of the Board may appoint special purpose committees to carry out activities or projects as deemed necessary. Committee chairs are appointed by the Board.

## **ARTICLE VI CONTRACTS, CHECKS, DEPOSITS, AND FUNDS**

**Section 1 Checks, Drafts, etc.** All checks, drafts, or orders for the payment of money, notes, or other evidences of indebtedness issued in the name of the Cemetery, shall be signed by such officer or officers, agent or agents of the Cemetery and in such manner as shall, from time-to-time, be determined by resolution of the Board of Directors. In the absence of such determination by the Board of Directors, such instruments shall be signed by the Treasurer and countersigned by the President.

**Section 2 Deposits.** All funds of the Cemetery shall be deposited, from time-to-time, to the credit of the Cemetery in such banks, trust companies, or other depositories as the Board of Directors may select.

**Section 3 Gifts.** The Board of Directors may accept on behalf of the Cemetery any contribution, gift, bequest, or devise for the general purposes or for any special purpose of the Cemetery. The Board of Directors may accept donations which restrict their uses and purposes, and which limit the time, manner, amount, or other terms of distribution, provided such restrictions are within the purposes set forth in the Articles of Incorporation.

## **ARTICLE VII FISCAL YEAR**

**Section 1 Fiscal Year.** The fiscal year of the Cemetery shall begin on the first day of May and end on the 30th day of April of the following year.

## **ARTICLE VIII AMENDMENT TO BYLAWS**

**Section 1 Amendment to Bylaws.** These Bylaws may be altered, amended, or repealed or new Bylaws may be adopted at any meeting of the Board of Directors, if at least six days written notice is given of intention to alter, amend, or repeal or to adopt new Bylaws at such meeting. The Bylaws, Rules, and Policies shall be reviewed and updated at least every five years.

# **RULES, REGULATIONS, AND POLICIES**

## **DEFINITION OF TERMS**

The term "Cemetery" shall mean the Monocacy Cemetery Company of Beallsville, Maryland, Inc., as governed by the Monocacy Cemetery Board of Directors.

The term "Board" shall mean the Monocacy Cemetery Board of Directors. The terms "Director" and "Member of the Board" are used synonymously.

The term “interment” shall mean the permanent disposition of the remains of a deceased person by casket burial.

The term “inurnment” shall mean the permanent disposition of the cremains of a deceased person by burial.

The term “cremains” shall mean the cremated remains of a deceased person.

The term “site” shall mean a portion of a lot allocated for the individual or double-depth burial within a vault(s) or the inurnment of cremains.

A “full lot” in the Cemetery is a parcel that will hold twelve (12) standard vaulted sites. A “half lot” is a parcel that will hold six (6) standard vaulted sites. A “third lot” is a parcel that will hold four (4) standard vaulted sites.

The term “memorial” shall include a monument, marker, tablet, or headstone for family or individual use.

## **POLICIES AND RULES**

1. All interments, dis-interments, and removals must be made at the time and manner approved by the Board and follow state laws that pertain to such procedures. Such actions are subject to charges established by the Board.
2. Every earth interment shall be made enclosed in an outer container “vault” or receptacle. Not more than one body, or the remains of more than one body, shall be interred in a single vault.
3. Inurnment shall be in an approved vault or a sealed urn suitable for earth burial.
4. A maximum of two burials per site is permitted. The following are the allowed examples:
  - a. There can be one casket burial with an inurnment per site.
  - b. There can be a double depth burial with two caskets per site.
  - c. There can be two inurnments per site. Proper identification is to be made on one regulation memorial or marker.
5. Family members are prohibited from digging a grave for the disposition of cremains.
6. All grading, landscaping, and improvements of any kind, and all care of grounds shall be done, and all openings and closing of sites, and all interments, dis-interments, inurnments, and removals shall be made only by direction of the Board.
7. Improvements or alterations of individual property in the Cemetery shall be under the direction of and subject to the consent, satisfaction, and approval of the Board and, should they be made without its written consent, the Board shall have the right to remove, alter, or change such improvements or alterations at the expense of the lot/site owner, or, in any event, at any time, if in the judgment of the Board, they become unsightly to the eye. If any trees or shrubs situated

on any lot/site. shall, by means of their roots or branches, become detrimental to the adjacent lots or avenues, or unsightly or inconvenient for visitors, the Board shall have the right to enter the said lot/site and remove said trees or shrubs or such parts thereof as they shall determine to be detrimental, unsightly, or inconvenient.

8. The planting of trees and shrubs in the Monocacy Cemetery is limited to areas designated and approved by the Board of Directors in order to protect monuments from damage from roots, limbs, sap, and other plant debris.
9. The Board of Directors may establish areas within the Cemetery that would allow plantings as part of memorial gardens. All plantings in these areas will be approved and supervised by an agent of the Board.
10. The Board of Directors will establish two clean-up days during the year, when all decorations, artificial and natural, must be removed from the gravesites in order for the employees to do seasonal trimming, clearing and mowing. The clean-ups will be scheduled for the second Saturday in March and the third Saturday in November. Notifications of these clean-ups will be posted by the entrances to the Cemetery. All items not removed prior to the clean-up days will be removed by cemetery employees or Board members and discarded.
11. The following items will be allowed on individual sites throughout the year, except during the clean-up days: artificial flowers, floral decorations on the monuments, shepherd hooks for floral arrangements (limited to one per site and placed next to the monument), vases that are affixed to the monuments or in-ground vases for fresh flowers. The Cemetery reserves the right, at all times, to move or remove items that interfere with mowing and trimming or are not in keeping with the general plan of beautification of the Cemetery.
12. The grass area between Rows E and F is to be designated as Row E/F or Cedar Lane for the inurnment of cremains in single sites.
  - a. Row E/F (Cedar Lane) will be for the inurnment of cremains only with the following exceptions. The previously sold sites in Row E/F, Lot 3, Sites 1 & 2 and Row E/F, Lot 8, Sites 1-4. These six sites are eligible for full casket burials. The Lot 3, Sites 3 & 4 and the area between Row E/F, Lots, 7 & 8 will be left as areas for future memorial gardens.
  - b. The inurnment sites will be 30" wide by 24" deep. Two sites will be on each side of a 40" wide centered footpath.
  - c. Grave markers in Row E/F will be flat stones that will be 24" wide by 12" deep with a minimum thickness of 4". Flat military markers properly anchored are also acceptable. All flat markers will be installed flush with ground level matching the pitch of the surrounding terrain. Markers will be centered within the site. No above ground markers are allowed with the exception of the Lots 3 & 8 which will adhere to marker requirements in other sections of the cemetery.
  - d. Decorations and floral designs are not permitted on the inurnment sites in Row E/F (Cedar Lane). Flowers and shrubs will be allowed in the two memorial garden areas. All plantings in these areas will follow Cemetery guidelines and must have the permission of the Cemetery.

13. The Board shall have the authority to remove all floral design, flowers, weeds, trees, shrubs, plants, or herbage of any kind, from the cemetery, as soon as, in its collective judgment, they become unsightly, dangerous, detrimental, or diseased, or when they do not conform to the standards commonly maintained by the rest of the cemetery. The Board shall not be liable for floral pieces, baskets, or frames in which or to which such floral pieces are attached, beyond the acceptance of such floral pieces for funeral service held in the cemetery. The Board shall not be liable for lost, misplaced, or broken flower vases. The Board shall not be responsible for frozen plants or herbage of any kind, or for plantings damaged by the elements, thieves, vandals, or by caused beyond its control. The Board reserves the right to prevent the removal of any flowers, floral designs, trees, shrubs, plants, or herbage of any kind from the property of other gravesites unless the Board gives its written consent.
14. The following items are specifically prohibited, and if so placed, the Board reserves the right to remove same: shrubs and plantings on lots with or without monuments, breakable items, ceramic, glass or pottery containers, balloons, landscape rocks, bricks or any hardscape that interferes with mowing and trimming in the cemetery.
15. The throwing of rubbish, fallen branches, or weeds on the drives and paths, or on any part of the grounds, or in the buildings is prohibited.
16. No automobile, vehicle, or animal shall be driven across or upon any grave, lot, or lawn nor parked or left thereon. It is prohibited to park or leave any automobile or vehicle on any road or driveway within the cemetery at such location or in such a position as to prevent any other car or vehicle from passing the same, and if so parked or left, such car or vehicle will be removed.
17. All vehicles are restricted to the paved roads unless otherwise directed to the grass alleys while participating in an interment service. All-terrain vehicles and snowmobiles are prohibited.
18. Solicitations of the sale of any commodity are strictly prohibited within the confines of the cemetery without the expressed written consent of the Board.
19. No firearms shall be permitted within the cemetery except at military funerals or Memorial Day programs or by special written permit from the Board.
20. No signs or notices or advertisements of any kind shall be allowed in the cemetery unless placed by the Board.
21. It is the utmost importance that there should be strict observance of all proprieties of the cemetery, whether embraced in these rules or not, as no improprieties shall be allowed, and the Board shall have power to prevent improper assemblages or actions.
22. The Board is hereby empowered to enforce all Rules and Regulations, and to exclude from the cemetery any person violating the same, and the Board shall have charge of the grounds and buildings, and, at all time, shall have supervision and control of all persons within the cemetery, including the conduct of funerals, traffic and employees. To protect and promote the best interest of the cemetery, the Board is authorized to make temporary additional rules, which are not covered by these Rules and Regulations.

## **PROTECTION FROM LOSS OR DAMAGE**

23. Monocacy Cemetery Company shall take reasonable precautions to protect site owners, within the cemetery, from loss or damage; but it distinctly disclaims all responsibility for loss or damage from causes beyond its reasonable control, and, especially, from damage caused by the elements, an act of God, common enemy, thieves, vandals, strikers, malicious mischief makers, explosions, unavoidable accidents, invasions, insurrections, riots, or order of any military or civil authority, whether the damage be direct or collateral, other than as herein provided.

## **ADDRESS CHANGE OF PLOT OWNERS**

24. It is requested that the site owners notify the Board of any change in their mailing addresses. Notice sent to the site owners at the last address on file in the office of the cemetery shall be considered sufficient and proper legal notification.

## **PRICE LIST FOR SITES AND SERVICES**

25. The price list for the sites and services provided by the Cemetery will be listed on a separate price list that is not part of the by-laws. The prices listed will be established by a majority vote of a quorum of the Board. Perpetual care funds are collected as part of the sale price of a cemetery site. The portion of the sale price of a site that is designated to the perpetual care funds by the Board will be set in accordance with state law. The Board may at its discretion designate a larger amount or percentage than the minimum required by state law.

## **THE CARE OF PLOTS**

26. The term "perpetual care" used in reference to sites, shall be held to mean the cutting of the grass upon said sites at reasonable intervals, the cleaning of the sites, the pruning of the shrubs and trees that may be placed by the Board; meaning and intending the general preservation of the sites, and the grounds, walks, roadways, boundaries, and structures, to the end that said grounds shall remain and be reasonably cared for as cemetery grounds forever, but in no case does the Monocacy Cemetery Company assume responsibility for work on any particular site involving the expenditure in any one year of an amount greater than would be received if all the funds deposited for the perpetual care of that site were invested at the same rate of interest as that received from all of the invested funds of the Cemetery for that year.
27. The term "perpetual care," unless otherwise provided in the agreement, shall in no case be construed as meaning the maintenance, repair or replacement of any memorial erected upon sites; nor the doing of any special or unusual work in the cemetery, including work caused by impoverishment of the soil; nor does it mean the reconstruction of any stone, bronze, or concrete work on any lot or site, or any portion or portions thereof in the cemetery, necessitated by the elements, an act of God, common enemy, thieves, vandals, strikers, malicious mischief makers, explosions, unavoidable accidents, invasions, insurrections, riots, or order of any military or civil authority, whether the damage be direct or collateral, other than as herein provided.
28. It is understood and agreed between the purchaser and the Board that all of said funds may be deposited with other of like character and intent to the end that the income from such accumulated general fund shall be used in the general improvement and perpetual care as above defined; but in no case shall their deposit be construed as a contract to care for any



individual property or space other than as above defined, except special care agreements duly executed and on file at the cemetery office.

29. The income from the perpetual care fund shall be expended by the Board in such manner as will, in its judgment, be most advantageous to the property owners as a whole, and in accordance with the purposes and provisions of the laws of the State applicable to the expenditure of such funds. The Board is hereby given the full power and authority to determine upon what property, for what purpose and in what manner the income from said fund shall be expended, and it shall expend said income in such a manner as it in its sole judgment, may deem advisable for the care, reconstruction, repair and maintenance of all or any portion of the cemetery grounds or for any purpose necessary in the execution of its duties.

#### **SPECIAL CASES**

30. The Board may, and it hereby expressly reserves the right, at any time or times, to adopt new rules and regulations, or to amend, alter, or repeal any rule, regulation, or article, section, paragraph, or sentence in these Rules and Regulations. All rules formerly adopted which are contrary to these Rules and Regulations are hereby repealed and declared to be no longer effective.

#### **WORK IN THE CEMETERY**

31. Letter cutters, persons or firms who engage in the business of cleaning monuments, and all other persons or firms; must notify the superintendent of the cemetery before any work in the cemetery is commenced. In order to secure such a permit, it shall be necessary for the person or firm to submit satisfactory evidence of their ability to perform the work for which they have been engaged.
32. Workmen engaged in placing or erecting monuments and other structures, or grinding materials, shall operate as independent contractors must be under the general supervision of the superintendent.
33. Persons engaged in erecting monuments, or other structures are prohibited from attaching ropes to monuments, trees, and shrubs, or from scattering their material over adjoining lots, or from blocking avenues or pathways, or from leaving material on the grounds longer than is absolutely necessary. They must do as little injury to the grass, trees, and shrubs as possible, and must remove all debris and restore the ground and sod to its original condition.
34. Damage done to lots, walks, drives, trees, shrubs, or other property, by dealers or contractors, or their agents may be repaired by the Board and the cost of such repair shall be charged to the dealer or contractor or to his principal.
35. While a funeral or interment is being conducted nearby, all work of any description shall cease.
36. Approaching the bereaved and soliciting memorial business within the cemetery is not permitted.
37. Monument dealers shall abide by all rules of the cemetery.

#### **MONUMENTS AND MARKERS**

38. The maximum size of a memorial is governed by the size and/or width of the site on which it is to be placed.
39. The monument base must be cut level and true and installed in accordance using current industry best practices.

40. While the Cemetery will exercise all possible care to protect the memorial, or other structure on any lot, and the raised lettering, carving or ornaments on such memorial, or other structure, it disclaims responsibility for any damage or injury thereto.
41. No coping, curbing, fencing, hedging, grave mound borders, or enclosures of any kind shall be allowed around any lot; and no walks of brick, cinders, tile, stone, terracotta, sand, cement, gravel or wood shall be allowed on any lot. The Board reserves the right to remove the same if so erected, planted, or placed.
42. The Board reserves the right to stop all work of any nature whenever, in its opinion, proper preparations have not been made, or when tools and machinery are insufficient or defective, or when work is being executed in such a manner as to threaten life or property, or when the monument dealer has been guilty of misrepresentation, or when any work is not being executed according to specifications, or when any person employed on the work violates any rules of the cemetery.
43. The completed work is subject to the approval of the Board, and, if unsatisfactory, it may be removed by the Board at the expense of the lot/site owner.
44. The name of inscription on each monument, vault, or marker, must correspond with the name and record in the office of the Secretary, and no changes shall be made thereon except upon request of the proper parties and by permission of the Board.

We, the undersigned Board of Directors, have voted to approve the amended bylaws by email.

Tad Bodmer, President \_\_\_\_\_

David Butler, Treasurer \_\_\_\_\_

Thomas Conlon, Secretary \_\_\_\_\_

Glenn Wallace, Registrar \_\_\_\_\_

Lynn Bodmer, At-Large \_\_\_\_\_

Jeff Sypeck, At-Large \_\_\_\_\_

Anne Allnutt, At-Large \_\_\_\_\_

Heidi Brenholtz, At-Large \_\_\_\_\_

Mary Conlon, At-Large \_\_\_\_\_

Dated May 12, 2020