

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

ARTICLE I. NAME

Section 1.

The name of this Corporation is THE CALVERT COUNTY DAY SCHOOL, INC. T/A THE CALVERTON SCHOOL. It is sometimes referred to herein as the “School” or the “Corporation.”

ARTICLE II. PURPOSE AND MEMBERSHIP

Section 1. Articles of Incorporation

The School is an existing Maryland nonprofit corporation formed pursuant to Articles of Incorporation filed in the Maryland State Department of Assessments and Taxation on December 19, 1966, pursuant to which the Corporation shall have perpetual succession by its corporate name. Any reference herein made to the Corporation’s Articles will be deemed to refer to its Articles of Incorporation, as herein described, and all amendments thereto as are at any given time on file with the Maryland State Department of Assessments and Taxation, together with any and all certificates filed by the Corporation with the Maryland State Department of Assessments and Taxation (or any successor to its functions) pursuant to applicable law. The Articles shall in all respects be considered senior and superior to these By-Laws, with any inconsistency to be resolved in favor of the Articles, and these By-Laws are deemed to be automatically amended from time to time to eliminate any inconsistency which may then exist.

Section 2. Purpose

The purpose of the Corporation shall be (a) to establish and operate an educational institution or institutions, which may include vacation, summer, and weekend periods and during or after regular school hours; and (b) to do any other lawful act or enter into any lawful undertaking appropriate to the purposes set forth in (a) preceding, to the extent consistent with the Articles of Incorporation.

Section 3. Membership

The Trustees of The Calverton School shall be the only members of the Corporation and, when meeting as trustees, may exercise the rights and powers of members.

ARTICLE III. OFFICES AND PLACE OF BUSINESS

Section 1.

The School’s principal place of business shall be at 300 Calverton School Road, Huntingtown, Maryland, 20639, which shall also serve as the School’s mailing address.

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

ARTICLE IV. POWERS AND RESPONSIBILITIES OF TRUSTEES

Section 1. Designation and Powers

The business and affairs of the Corporation shall be managed under the direction of a self-perpetuating Board of Trustees (herein, the “Board”). The Board shall include both elected members, or Trustees, and certain additional members as hereinafter provided. It shall consist of no fewer than thirteen (13) or more than eighteen (18) Trustees, as designated from time to time by resolution of the Trustees, exclusive of any ex-officio members and Trustee Emeriti. While serving as the Head of School (herein, the “Head”), the Head shall be a non-voting ex officio member of the Board and all Committees.

Section 2. Duties

The primary responsibility of the Board shall be to determine and maintain the character of the school, to conduct strategic planning, to assure the financial stability of the school, and to assess continually the school’s effectiveness in manifesting the mission, philosophy, and vision of the corporation. The Board’s powers and responsibilities include, but are not limited to:

- (a) Guiding the strategic direction of the School;
- (b) Reviewing and approving annual operating and capital budgets and approving a long-range financial plan;
- (c) Collecting, receiving and maintaining any fund, or funds by subscription, or otherwise and to apply the income and principal thereof to the promotion of the purposes of the Corporation and to use those funds for the employment of teachers, experts, and others and for such other objects and purposes which from time to time shall be deemed advisable and expedient;
- (d) Acquiring by purchase, lease, exchange, hire, gift, devise or otherwise, lands or any interest therein; to erect and construct buildings of every description on any land of the Corporation, or upon any other land; to rebuild, enlarge, alter, repair and improve existing buildings thereon; to convert, appropriate and dedicate any such land into and for roads, streets, alleys, avenues and other conveniences; to sell, lease, let, mortgage, improve and otherwise dispose of, and manage the lands, buildings, and other property of the Corporation;
- (e) Paying for such property, rights or privileges, in whole or in part, with money, bonds, debentures or other securities of the Corporation, or by the delivery of other property of the Corporation;
- (f) Taking and holding by bequest, devise, gift, purchase or lease, either absolutely or in trust, for any of its purposes, any property real or personal, without limitation

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

as to amount or value, except such limitation, if any, as may be imposed by law; to transfer and convey the same and to invest and reinvest, the principal and income thereof; and, to deal with and expend the principal and income of the Corporation in such manner as in the judgment of the Trustees will best promote its objects;

- (g) Selecting and employing a chief executive officer of the school as Head, establishing the Head's duties and terms of employment, determining the Head's compensation, evaluating the Head on an annual basis, dismissing the Head at its discretion, and ensuring appropriate succession;
- (h) Electing Officers of the Board;
- (i) Actively supporting and promoting the School's mission, vision, strategic goals, and policy positions.

Section 3. Indebtedness

The Board shall have the sole power to make or to direct the making of obligations of indebtedness or the payment of money on behalf of the Corporation, and its notes or instruments of indebtedness shall be valid only when signed by the President or Treasurer, or such other person as the Board may designate.

The outstanding principal of the capital loan commencing September 1, 2022 cannot be increased without unanimous vote of the Board, nor can any other loan be taken on other than on a short-term basis for the purpose of repairs and not to exceed a threshold of \$100,000. This bylaw cannot be modified or changed without the unanimous vote of the Board.

Section 4. Cash Management

Only the Director of Finance, Head, and Board President shall have the authority to sign checks drawn on the Corporation's accounts, or otherwise make withdrawals from the Corporation's accounts. Checks or other withdrawals or transfers in amounts up to \$5,000.00 from any of its accounts shall bear the signature of at least one of these authorized parties. Checks or other withdrawals or transfers in amounts of more than \$5,000.00 shall bear the signature of at least two of these authorized parties.

Section 5. Banking

The Board shall select the bank or banks in which the funds of the Corporation shall be deposited.

Section 6. Voting Power

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Except as otherwise provided in these By-Laws, the Board shall have the sole voting power on all matters relating to the Corporation. Any matter submitted to a meeting of the Board shall be resolved by a majority of all votes cast thereon except as specifically provided otherwise herein.

ARTICLE V. SELECTION AND SERVICE OF TRUSTEES

Section 1. Eligibility

A person must be age eighteen (18) or older and not a current student of the School to be eligible to be elected as a Trustee. Any person who has served three (3) full consecutive terms as Trustee, as described in Section 4 of this Article shall be ineligible for re-election to the Board for a period of one (1) year.

Section 2. Nomination

Trustees shall be nominated by the Committee on Trustees, which shall develop and present to the Board the names of possible candidates to serve as Trustees. The Committee on Trustees shall accept nominations for Trustees from the Board or from others, as appropriate. Only the Committee on Trustees may present nominations to the Board for Trustees.

Section 3. Election of Trustees

The Board shall vote on the Trustee candidates presented by the Committee on Trustees. A nomination shall require the approval of a majority of the total voting membership of the Board to be elected.

Section 4. Term

Election shall be for a three (3) year term beginning on July 1<sup>st</sup> following the Trustee's election and ending on June 30<sup>th</sup> of the third (3<sup>rd</sup>) year of service. A Trustee may not serve more than three (3) consecutive terms without first having a one (1) year break in service, unless elected for another term by a three quarter ( $\frac{3}{4}$ ) majority vote, or as provided by Section 3 of this Article.

Section 5. Review of Allegations Involving Trustees

The Committee on Trustees is responsible for the review of allegations made against individual Trustees. Trustees with reasonable belief that a fellow Trustee has acted in a manner which would serve as the basis for removal may file a complaint with the Committee on Trustees. The Committee on Trustees shall conduct a careful and complete investigation of the complaint. Should the Committee on Trustees determine that a violation took place; the Committee on Trustees shall report the findings and basis for those findings to the Board and recommend appropriate action and the individual shall be given a fair opportunity to respond to those allegations.

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Section 6. Resignation and Removal of Trustees

- (a) Any Trustee may resign effective immediately upon written notice delivered to the President of the Board, its presiding officer, or the Corporation. Such resignation is effective when the notice is delivered unless the notice specifies a later effective date or event. If notice is made effective at a later date, the Board may fill the pending vacancy if the Board provides that the successor does not take office until the effective date.
- (b) A Trustee may be removed from the Board for cause, by an affirmative vote of a two-thirds (2/3) majority of the current voting membership of the Board. The vote for removal shall take place in Executive Session.
- (c) A Trustee who removes his/her child/children from the school, absent extraordinary circumstances or good cause, as determined by the Board, shall resign from the Board immediately. If a Trustee shall fail to resign, this failure could be determined to be “for cause” and could result in the Trustee’s removal.
- (d) For the purposes of this section, “for cause” shall mean any of the following: (1) absences from Trustee meetings two (2) or more times within a twelve (12) month period; (2) breach of the Trustee’s fiduciary duty to the School; (3) repeated failure to carry out assigned responsibilities from the Board or a Committee of the Board; (4) conduct which is determined by the Committee on Trustees to be: i) detrimental to the reputation, mission, or operation of the School; ii) detrimental to the Board; iii) in violation of the obligation to maintain the confidences of the Board; iv) in violation of the Board’s Conflict of Interests policy; or, v) contrary to a Trustee’s obligation to adhere to his/her duty of loyalty, obedience and care.

Section 7. Reimbursement for Expenses

Trustee shall receive no payment for services rendered as a Trustee but may be reimbursed for authorized travel and other expenses incurred in serving as a Trustee.

Section 8. Vacancies

Any vacancy in the designated number of Trustees may be filled at any time by a vote of the majority of the remaining Trustees. The resolution electing the new Trustee shall specify the term for which he or she is elected. A Trustee elected to fill a vacancy serves until the next Annual Meeting and until his successor is elected and qualified, except in the case of a vacancy resulting from the removal of a Trustee, in which case the successor shall serve for the balance of the term of the removed Trustee. A partial-term served by a Trustee elected to fill a vacancy shall be excluded from the Trustee’s service for the purpose of term limits.

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Section 9. Trustee Emeritus

The Board may recognize exceptional service by a past Trustee by electing him or her as Trustee Emeritus. Such elections shall be in accordance with Article V, Section 3. Emeritus Trustees shall be entitled to attend Board meetings, but will not be counted for a quorum and shall not have a vote.

ARTICE VI. MEETINGS OF THE BOARD

Section 1. Notice

Notice of Board meetings (including meetings held by means of conference telephone or computer) and all adjourned meetings of the Board shall be given in writing to each Trustee, a minimum of ten (10) days before the time fixed for the meeting, and such notice shall advise each Trustee as to the time and place of the meeting, and may be delivered personally or by facsimile, electronic mail, overnight delivery by a nationally recognized courier, or mailed postage prepaid a reasonable time prior to the meeting to each Trustee at his or her last post office address as it appears on the books of the Corporation. Notice of special meetings shall state the purpose of the meeting.

Section 2. Waiver of Notice

Whenever the Board or the Executive Committee meets, such meetings shall be valid for all purposes without notice, if a waiver of notice is signed either in advance or after the meeting by all the Trustees or members of the Executive Committee not in attendance. A Trustee may waive notice before or within forty-eight (48) hours after the date and time stated in the notice. Upon written notice to all Trustees, the Executive Committee may extend the time period in which Trustees may waive notice for any meeting. The waiver shall be in writing and signed by the Trustee entitled to notice, or by electronic mail and filed with the minutes or corporate records. A waiver may be signed using an electronic signature. A Trustee's attendance at or participation in a meeting waives any required notice to the Trustee of the meeting unless the Trustee at the beginning of the meeting or promptly at the Trustee's arrival at the meeting objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

Section 3. Regular Meetings

Regular meetings of the Board shall occur at least five (5) times a year, with one (1) meeting to be held each year during the month of May, with this May meeting referred to herein as the "Annual Meeting".

Section 4. Special Meetings

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Special meetings of the Board may be held at the call of the President or any two (2) voting members. In the event of an emergency, a special meeting may be held without meeting the requirements of Section 1 of this Article, with twenty-four (24) hours written notice to each Trustee, and with two thirds (2/3) of the total voting membership being required for a quorum.

Section 5. Quorum

A simple majority of the current Trustees shall constitute a quorum for the transaction of any business, except as otherwise provided herein.

Section 6. Unanimous Consent

Any action required or permitted to be taken at a meeting of the Board or of a Committee of the Board may be taken without a meeting provided the action is provided to all members of the Board, in writing, and with a reasonable amount of time for response.

Section 7. Special Actions

An affirmative vote of two-thirds (2/3rds) of the current membership of the Board shall be required for the following actions: the appointment, reappointment and dismissal of the Head; the removal of any Trustee; and the amendment of the By-Laws, unless otherwise specified; and the acquisition, sale, leasing, or encumbering of real estate in excess of \$49,000. For all other business, a majority vote of the Trustees present at a meeting at which a quorum is present shall be sufficient for the taking of action. The vote for election of Trustees and Officers and on matters relating to the employment of the Head shall occur in Executive Session, with the Head being excused from an Executive Session for the discussion and vote on matters relating to the employment of the Head.

Section 8. Presumption of Assent

A Trustee who is present at a meeting of the Board or of any Committee at which action is taken on any matter shall be presumed to have assented to the action taken unless he or she: (1) objects at the beginning of the meeting or promptly on his or her arrival to holding the meeting or transacting business at it; (2) enters his or her dissent or abstention from the action in the minutes of the meeting; (3) delivers written notice of his or her dissent or abstention to the presiding officer or the meeting before its adjournment or to the Secretary of the Corporation before 5:00 PM on the next business day after the adjournment of the meeting. A right to dissent shall not be available to a Trustee who voted in favor of an action.

Section 10. Executive Session

An Executive Session is defined for the purposes of these By-Laws as a meeting which may be attended only by the elected Trustees and the Head. An Executive Session may be called by the

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

President, with or without suggestion from the floor. The Head may be excused from an Executive Session for which the subject of the meeting is the employment of the Head.

ARTICLE VII. OFFICERS

Section 1. Officers

The officers of the Board shall consist of a President, a Vice President, a Past President, a Secretary, and a Treasurer who shall serve in the same positions as Officers of the Corporation. These Officers shall constitute an Executive Committee, which is empowered to carry on the business of the Corporation between meetings of the Board.

Section 2. Eligibility

Candidates for President, Vice President, Secretary, and Treasurer must be serving on the Board at the time of nomination.

Section 3. Other Positions

The President, with approval of the Executive Committee, may select persons to serve at the pleasure of the Board in the following capacity: as a member of any standing Committee except the Committee on Trustees. Individuals need not be current or former Trustees to be eligible for these positions, but must be age eighteen (18) or older, and not be current students of the School.

Section 4. Nomination

The Committee on Trustees develops a slate of candidates to serve as Officers for presentation to the Board. The Committee on Trustees accepts nominations for Officers from the Board. The Board shall vote on the entire slate of Officer candidates presented by the Committee on Trustees. Should the slate not receive the required votes necessary, the Committee on Trustees, after review, shall present a new slate of nominations.

Section 5. Election

The Board shall vote on the entire slate of Officer candidates presented by the Committee on Trustees. Vote for election of Officers shall occur in Executive Session at the February Meeting, terms shall be for 1 year, and shall begin April 1. The slate shall require the approval of a majority of the total voting membership of the Board to be elected. Should the slate not receive the required votes necessary, the Committee on Trustees, after review, shall present a new slate of nominations. Only candidates presented by the Committee on Trustees to the Board may be considered for election as Trustee.

Section 6. Term



BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Terms for all officers shall be for 1 year, and officers can serve for up to 3 consecutive years.

Section 7. Vacancies

In the event of a vacancy prior to the expiration of an Officer's term for any office other than President, the vacancy shall be filled by nomination by the Committee on Trustees and election by a majority of the current membership of the Board. In the event of the resignation or removal of the President, the Committee on Trustees shall, in consultation with the Executive Committee, appoint a member of the Executive Committee to assume the office of President for the remainder of the unexpired term. An Officer elected as a replacement shall continue for the remainder of the unexpired term.

Section 8. Duties and Powers

The duties and powers of the Officers of the Board shall be as follows:

- (a) President - The President shall preside at meetings of the Board and Executive Committee and shall be ex officio non-voting member of all Committees. The President shall appoint the members of all Committees and shall ensure that each Committee chair submits an annual agenda and performs assigned duties. The President shall supervise and direct the Officers and Committee chairs to ensure that the Board's policies, orders and directives are carried into effect.
- (b) Vice President - The Vice President shall, in absence or disability of the President, preside at Board meetings. The Vice President shall carry out such other duties and responsibilities as are assigned by the President.
- (c) Secretary - The Secretary shall be the general custodian of records of The Calverton School and shall be responsible for ensuring that minutes of Board meetings are kept and that policies of the Board are duly recorded. The Secretary is also responsible for seeing to it that Committee records are kept and may perform such other duties as are, from time to time, assigned by the President.
- (d) Treasurer - The Treasurer shall be custodian of the funds and securities of The Calverton School and shall generally monitor the financial records of the School. The Treasurer shall make regular reports to the Board as to the financial condition of the School, shall oversee an annual audit of the school, and shall perform such other duties as are delegated or assigned by the President.
- (e) Past President - The Past President shall participate in Board Meetings and Executive Committee Meetings. He/she will be a voting member of the Executive Committee in the event of a tie, and a voting member of the Full Board and will serve in an advisory capacity to the President.

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Section 9. Resignation and Removal

Election or appointment of an Officer or agent shall not of itself create any rights, contractual or otherwise, to that position. Upon a vote of a two thirds (2/3rds) majority of the Trustees, the Board may remove any Officer or agent of the Corporation or temporarily delegate his powers and duties to any other Officer or to any Trustee whenever, in its judgment, the best interests of the Corporation will be served thereby. An Officer may resign from office at any time with or without notice or cause. An Officer who resigns from his position as Trustee shall be deemed to also resign from his position as an Officer. Resignation as an officer does not require resignation as a Trustee; however, remaining a Trustee requires a vote of confidence from the Board.

ARTICLE VIII. COMMITTEES

Section 1. Standing Committees

There shall be the following standing Committees: Audit and Finance Committee; Executive Committee; and Committee on Trustees and such other standing or temporary Committees as the Board may create from time to time.

Section 2. Selection

The President of the Board shall select the Chair of each Committee and, in consultation with the Chair, shall assign individuals (which may include non-Trustees) to serve on each standing Committee. The members of any Standing Committee who are not Trustees shall be entitled to vote on Committee business. Notwithstanding the foregoing, no non-Trustee member of the Committee on Trustees shall be entitled to vote.

Section 3. Term

The terms of all members of such Committees shall expire in accordance with the provisions of the Board resolution of election or appointment by the President and no later than the earlier of (1) the close of the next Annual Meeting or (2) the termination or expiration of membership on the Board.

Section 4. President as Committee Member

The President shall be an ex-officio member of all Committees without a vote, except that the President shall be chair of and shall be entitled to vote as a member of the Executive Committee, and shall not be a member of the Committee on Trustees. Upon election by a majority of the Trustees then serving, the President may be elected to serve as a voting member of any other Committee.

Section 5. Duties

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Each standing or temporary Committee shall have such duties as these By-Laws or Board resolutions may provide. All Committees shall cooperate with the Head and shall coordinate their activities through the President or the Executive Committee. They shall report their activities to the Executive Committee or to the Board and shall make recommendations on matters referred to them or within the fields of interest assigned to them. The Committees shall keep regular minutes of their proceedings and report the same to the Board.

Section 6. Rules

Each Committee may adopt rules for its own government not inconsistent with these By-Laws or with the rules adopted by the Board. A majority of the members of the Executive Committee shall constitute a quorum for the transaction of business by that Committee. A quorum for the transaction of business by any of the other standing Committees shall consist of one-third (1/3) of the number of Trustees serving as members of such Committee, but in no event less than two (2) Trustees. A majority of such quorum present at the time and place of any meeting of the Committee shall be sufficient to act upon any proposition that may come before it, and any number of Committee members less than a quorum may adjourn a meeting from time to time without further notice until a quorum attends.

ARTICLE IX. HEAD OF SCHOOL

Section 1. Duties Generally

The Head shall be the chief executive officer of the School and shall exercise the general superintendence over the affairs of The Calverton School. The Head shall be charged with the operation, supervision, and direction of the educational programs of the School. The Head shall prescribe the course of study and the discipline to be observed therein, employ faculty and other personnel as required, sign and execute contracts with them, and define their duties. The Head shall be a general adviser to the Board and its Executive Committee and shall keep the Board and its Executive Committee informed about matters as needed to fulfill its responsibilities. The Head shall have the power, on behalf of the Board, to sign any and all contracts for which funds have been allocated and authorized by the Board in the approved operating budget or in any capital budget or emergency expenditure authorized and approved by the Board, and shall submit an annual budget to the Board.

Section 2. Appointment and Terms of Office

The Board shall by majority vote at a duly constituted meeting appoint the Head, pursuant to a written employment contract, subject to earlier death, incapacity, or removal in accordance with that contract and these By-Laws.

Section 3. Removal

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

The Head may be removed by a vote of a two thirds (2/3rds) majority of the Trustees then in office.

ARTICLE X. CONFLICT OF INTEREST

Section 1. Conflict of Interest

The Board affirms that the trustees, officers, administrators, faculty and other employees of the School have an obligation to exercise their authority and to carry out the duties of their respective positions for the sole benefit of the School. They should avoid placing themselves in positions in which their personal interests are, may be, or may appear to be, in conflict with the interests of the School. Where a potential conflict of interest exists, it shall be the responsibility of the person involved or any other person with knowledge to notify the Board of the circumstances resulting in the potential conflict so that the Board can provide such guidance and take such action as it shall deem appropriate. Each Trustee shall review and acknowledge on at least an annual basis the Board's "Conflict of Interest Policy," and to abide by all requirements of that policy.

ARTICLE XI. NON-DISCRIMINATION

Section 1.

The employment or educational policies and practices of The Calverton School shall not discriminate on the basis of race, religious creed, ancestry, sex, national origin, disability, or other protected status in violation of applicable local, state, or federal law or regulation.

ARTICLE XII. INDEMNIFICATION

Section 1. General: Indemnification of Trustees and Officers

The Corporation shall, to the fullest extent to which it is empowered to do so by any applicable laws as may from time to time be in effect, and subject to the requirements and restrictions of such laws, indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation), by reason of the fact that such person is or was a Trustee or Officer of the Corporation, against all judgments, fines, reasonable expenses (including attorneys' fees) and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding.

ARTICLE XIII. MISCELLANEOUS

Section 1. Amendment of the By-Laws

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

The Board shall have the power from time to time by resolution to adopt, alter, amend or repeal the By-Laws then in existence, provided that such resolution is passed by at least a two thirds (2/3rds) majority vote, unless otherwise specified. If any duly approved resolution of the Board is deemed to conflict with any provision in these By-Laws, such resolution shall nevertheless be valid and binding itself, and the contrary provision(s) in these By-Laws shall be deemed to have been waived, but only for that particular resolution and only unless prohibited by applicable law. Action to adopt or amend a bylaw that changes the quorum or voting requirement for the Board shall meet the same quorum requirement and shall be adopted by the same vote required to take action under the quorum and voting requirement then in effect or proposed to be adopted, whichever is greater.

Section 2. Gender and Number

As used herein, pronouns and adjectives shall be masculine or feminine, singular or plural, as may be applicable in the particular situation.

Section 3. Repeal of Previous By-Laws

All previous By-Laws are hereby repealed.

**The foregoing By-Laws were duly adopted by the Board of The Calverton School on the \*\*<sup>th</sup> of September, 2022.**

\_\_\_\_\_  
Danielle Lico, President  
The Calverton School  
Board of Trustees

Date: \_\_\_\_\_

ATTEST:

\_\_\_\_\_  
Kerri Maloney, Vice President and Secretary  
The Calverton School  
Board of Trustees

BY-LAWS OF  
THE CALVERT COUNTY DAY SCHOOL, INC.  
T/A THE CALVERTON SCHOOL

Date: \_\_\_\_\_