

ROCKFIELD MANOR
“A VISION FOR THE FUTURE”
SUMMARY PLAN
2007





This document was developed by the Bel Air Planning and Community Development Department based on its work with the Bel Air Board of Town Commissioners, the Rockfield Manor Foundation, and interested citizens who participated in interviews and a Visioning Session held at Rockfield Manor in March 2007. Findings and recommendations are presented for consideration by the Town and the Rockfield Manor Foundation in determining a long-term action plan for Rockfield Manor.

Town Board of Commissioners

Terence O. Hanley, Chair
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Robert M. Preston
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Rockfield Manor Foundation

Peter Fernandez
James Hamilton, Jr.
Terry Hanley
Cora Harrison
Charles B. Keenan, Jr.
Fred Lane
Jane Pessagno
Judy Sanders
Chris Schlehr
Paul Sierocinski
John Sullivan, III
Jim Welch
Kati Hunt
Jeff Tolley

The following proposed Vision and Mission Statements are offered for Town and Foundation consideration based on discussion and comments developed during the Visioning process.

VISION

Rockfield Manor is a unique community facility offering outstanding meeting, recreational, and cultural opportunities for the Town and County citizens.

MISSION

To develop and operate a multifaceted meeting, recreational, and cultural venue enhancing Bel Air's quality of life and complimenting the Town's park system.



An Oasis in the Middle of Suburbia

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INTRODUCTION

Rockfield Manor consists of the Manor House and the surrounding 5.3 acres. Purchased in 1996 from the Hoza/Craster Estate, the building and surrounding grounds provided a much needed recreational and cultural facility for the Bel Air community centrally located in Rockfield Park. To ready the house for community use the Town worked with the local Chapter of the Cancer Society to use the building as a Decorator's Showcase. The Town, at its sole expense, also took on many projects to assure accessibility, infrastructure improvements, parking adequacy and satisfaction of building code requirements needed to meet standards for community use. The Town coordinated formation of Rockfield Manor Foundation as a civic organization charged with promotion and general operation of the facility. This helped to lessen the burden on government and to develop recreational and cultural uses of the facilities and the grounds, and filed the necessary documents to establish 501.C3 non-profit status, allowing access to donations and certain grant opportunities.

With the building renovated by the Town, the Foundation established its general direction and hired an employee to oversee day-to-day operations, coordinate activities and market the facility. Today Rockfield Manor is home to many annual events, including a Wine Festival, Haunted Barn, Farmers Market, as well as special events including private weddings, community meetings and celebrations, art shows and more.

With all of the very successful activities, the Town and Foundation recognized a need to develop a Plan for the future to assure the facility's continued success, to meet the community's needs, and to assure the facility's maintenance and development needs are adequately addressed.

The following document outlines the property's history and its purchase and development as a community facility. It also describes its current condition, identifies operational issues and recommendations for a long-term Plan for development and management of the facility in the future.

ROCKFIELD MANOR HISTORY

Charles McComas bought the Rockfield Park property in 1920 from the heirs of Frances Fulford for \$5,000. Frances Fulford was the daughter of Thomas Hayes, popularly known as "the father of Bel Air" due to his "leadership and all manner of town improvements". McComas built his house when the Town stood at something of a crossroads. His house certainly reflects this new era, for it is quite unlike anything built in Bel Air up to that time. Indeed, few buildings erected in Town since have equaled it for innovation. First, the house was designed by a trained architect. That alone, makes it a local rarity.

Until then, citizens of Bel Air had employed architects for public buildings such as churches and the courthouse. For houses, they generally relied on self trained builders, such as the respected Jacob Bull (1848 to 1899). Most previous structures could be described as traditional, while attractive, none could be called innovative. Neither their builders nor their occupants seemed interested in the latest architectural thinking. Traditional is not a word that could be applied to Stoneleigh, McComas' name for what is now called Rockfield.

McComas, a Bel Air native, had strong ties to Baltimore. He was an attorney with Fidelity Deposit Company, the country's, possibly the world's, largest bonding company. McComas lived in Baltimore with his family, active in community affairs, he sang in the choir of Mt. Vernon Place Methodist Episcopal Church. There he met architect Alfred Cookman Leach. Leach gained his training in the fine arts at MD Institute College of Art. He began his architectural career in 1901 in partnership with William Hansen Hodges. One of their first projects was the MD Line Monument at Mount Royal Avenue near Cathedral Street. Leach originally sketched out a frame house for McComas, which the client apparently accepted. Work began. When starting to excavate the basement, workmen discovered that the site consisted of a hill of solid igneous rock, about 100' in diameter. "A turtle back knoll" recalled McComas' son. The rock, evidently unique in the area, proved exceptionally hard and had to be blasted. During the blasting, Leach is said to have told McComas we are not going to build a frame house, "we are thinking now, that we have this stone, we are going to build a house." Clearly implying that emboldened by this novel material he felt the need to create something out of the ordinary. Its final cost, \$42,000, was decidedly higher than any other house in the Town at that time. For comparison, houses in Fulford Park laid out in 1920 sold for \$1,500 to \$2,500. Mary Dallam's property "Tulip Hill" a 30 acre estate with a rambling 12 room house cost \$12,000 in 1921. The original design was scrapped and a new design that would be the first building in Harford County to display influences of Frank Lloyd Wright and the Prairie School of Architecture was built. Wright's philosophy centered around the idea that "a building should appear to grow easily from its site and be shaped to harmonize with its surroundings."

Once McComas built Stoneleigh others in Bel Air began to experiment "albeit hesitantly" with "foreign" styles. "Bel Air's architecture became more varied than it had been before", wrote Marilyn Larew, "and more people built in national styles." In 1950, John

and Jenovefa Hoza purchased the property from the McComas family. The Hoza's had moved to the United States from Czechoslovakia. Mr. Hoza was part of the management team at Bata Shoe Company.

In 1991, Harford County purchased 46 acres of the 51 acre tract belonging to the Hoza family. In 1993, the County deeded the land to the Town of Bel Air for use as a community park. Using Program Open Space funds, the Town and County worked cooperatively to develop a Master Plan for the park area and to initiate the current day Rockfield Park, with its gardens, trails, nature areas, playground and recreational fields.

In 1996, the Town purchased the remaining 5.3 acres from the Hoza estate, including the house and outbuildings and creating the 9 member Rockfield Foundation to oversee the use of the house and the surrounding property now known as Rockfield Manor.

*EXCERPT FROM "A HISTORICAL AND ARCHITECTURAL REPORT
PREPARED BY CHRISTOPHER WEEKS
OCTOBER 1997*

PURPOSE AND ROLE OF THE PLAN

Rockfield Manor offers a unique opportunity to serve Bel Air's citizens by providing a convenient, attractive, centrally located facility that is conducive to both the recreational and cultural needs of the community. Assuring optimal use of the facility, while addressing long-term management, maintenance and development needs requires planning and consensus. This Plan is intended to provide a brief overview of the facility's current status and to identify issues that should be considered in planning for the future. Finally, the document offers a Plan for consideration by the Town and the Foundation based on input received during the Visioning process.

VISION FOR THE FUTURE

With all of the successes realized over the past nine years, it is obvious that Rockfield Manor provides a valuable service and is a tremendous asset to the community. This past experience also helps to identify needs for the future if the building and grounds are to continue to meet community needs and expectations. The Manor House, while attractive and comfortable for small gatherings, does not provide enough space for meetings or gatherings of larger groups of 75 or more. Also, since this property was designed as a residence, rooms are not open enough for larger gatherings.

One of the charms of the property is its woodland, hillside setting. This is also, unfortunately, one of its detractions. Access is limited for pedestrians, vehicles, parking and those serving at events. The grounds and outbuildings also enhance the property's value, but need improvements and a maintenance program to better satisfy the community's needs. Identification of these issues and experiences helps to develop a clear vision of Rockfield Manor's future development needs.

The historic importance and aesthetic uniqueness of the property must be considered in all potential plans for its future. Given these parameters, Rockfield Manor needs to be expanded to meet demand for a larger, more open meeting facility while assuring design that is sympathetic to the style and setting of the historic structure. A full service commercial kitchen is needed that is more readily accessible for caterers. Additional handicap accessible bathrooms are needed to meet the expansion needs and interim improvements in the existing building are needed to protect and enhance the existing building.

These improvements will address the identified need for a central place for congregation and allow the existing building to be used for smaller venues more appropriate to its original intent. The grounds and outbuildings also provide opportunities for greater access and use. This Plan will outline options and improvement/expansion needs more fully later, along with the need for a Business Plan and Feasibility analysis.

FACILITY AND PROGRAM STATUS

Rockfield Foundation provides oversight of the Manor facilities and day-to-day activities. The Foundation has one full-time employee responsible for scheduling, use of the Manor property and buildings, advertising of events and general program management and facility coordination. The Town of Bel Air, as the property owner, is responsible for repairs and general upkeep as well as capital costs. A description of Town investment and general maintenance program is included in Appendix A.

Presently, the primary use of the Manor House is as a rental facility for weddings. Other events are held, such as community meetings, art shows, and dinners; but these additional uses are limited. The barn is used occasionally for events, such as the Halloween Haunted Barn and the Pottery Show. Use is limited due to a lack of available water and some structural deficiencies. The grounds are home to several major events throughout the year, including, but not limited to, the Friday Night Farmers Market and Wine Festival.

While these events help to support the Foundation's staff, current income is insufficient to address routine maintenance needs or to address long-term repair and expansion programs.

As part of the Visioning process, participants outlined a clear direction for the future. The following Plan outlines identified needs and recommended actions in three categories: Management, Maintenance and Development, and Program Development.

PLAN DEVELOPMENT

MANAGEMENT INITIATIVES

In essence, Rockfield Manor is not only a community asset, it is a business. As such, it is extremely important that the Foundation have a viable business plan that includes an economic model to lead the organization forward. This action should coincide with adoption of a Vision and Mission Statement that can be used in various planning and fund-raising initiatives. Foundation members should consider speaking whenever possible to local groups who should be aware of Rockfield Manor's mission and needs.

Rockfield Manor already has 501.C.3 status which helps substantially in fund-raising and grant options. The Foundation needs to capitalize on this status. Initially, Foundation and staff members should visit similar facilities to learn about funding alternatives, management options, citizen involvement, corporate opportunities, and activities and programs; learn how donations are solicited and used; which fund-raising initiatives worked and which did not; how is the facility marketed; which activities or programs were successful, which were not and why. Experience is an invaluable teacher and should be used to the greatest extent possible.

Some short-term options to consider include purchase of a "donation box" to be located at the front entrance, development of partnerships with local corporations and organizations, research on both government and private grant opportunities, and development of a separate fund-raising committee. Many additional management and financial alternatives are available. These should be evaluated and appropriate measures incorporated in the long-term plan for facility management. Such efforts should be coupled with development of a more comprehensive Volunteer program. As citizens adopt the facility as their own, they are more inclined to give of time and money and more willing to help with management and fund-raising efforts.

For the long-term facility development, the Town and Foundation need to develop a detailed strategic plan. This should include a formal Business Plan; adoption of Vision and Mission Statement; a Facilities Management Plan; development of an annual Events Schedule; and adoption of a Marketing Plan. These actions will address current operations needs for the Rockfield Manor and assure an efficient and effective organization. The next step would be initiation of a Feasibility Study to determine long-term needs of the facility itself. This Study should look at expansion needs and alternatives; funding opportunities; and management/staffing requirements for the proposed development of Rockfield Manor house and grounds.

FACILITY MAINTENANCE AND DEVELOPMENT

As noted earlier, the Town should continue to provide property maintenance and should work with the Foundation to develop a Facility Management Plan for the building and the grounds. This will help to identify responsibilities and assure long-term building and property maintenance. The Plan should include a security element that addresses the

alarm system, entry systems, routine building security checks, lighting and fire inspection requirements. Building improvement needs should be enumerated and a schedule developed to address major issues, e.g. ceiling repair, roof repair, etc. A similar plan should be developed for the grounds and outbuildings. By identifying and scheduling specific improvements and maintenance requirements, program development will be more viable. For example, a larger tent would allow more flexibility in uses. A comfort station at the Barn would open opportunities for alternative uses and help with activities throughout the Park.

In developing the proposed Feasibility Study, the current facility's issues need to be addressed, as well as the potential expansion needs. The most frequent complaints are room size and access. Any improvement or expansion proposal must carefully evaluate pedestrian access both in terms of convenience and safety. Currently, most parking is located some distance from the building and is difficult to negotiate because of the terrain and pedestrian, vehicular conflicts. Caterers routinely complain that kitchen access is a serious issue. These and other issues, such as limited storage, noise intrusion, and lighting were identified by Visioning participants. The proposed Feasibility Study should outline expansion needs, opportunities and constraints that must be considered before any final decision is made regarding Rockfield Manor's future. Since this is a historic property, any proposed expansion must take into consideration preservation of the integrity of the building and the setting. Potential uses and program development opportunities that may be available to fund the facility operations should also be considered. For example, providing a gift shop, a leasable kitchen area, access for daily activities and a viable business management area should be considered in any expansion program. The Feasibility Study must identify actual need, financial requirements, program opportunities in addition to an analysis of the viability of expanding the property for large gatherings.

PROGRAM DEVELOPMENT

Rockfield Manor is primarily used on weekends for private events. The business office is limited due to outdated equipment. Additional funding is needed to provide for staff and operational improvement needs. Essentially, the facility is not being used to full potential. An annual plan is needed that schedules the grounds and facilities to more accurately reflect the community's needs and the facility's potential.

To assure financial security, the Foundation should develop two or more annual events using a sponsorship model that guarantees minimum income needs of the organization. This would reduce the stress on the organization and help to assure the future of Rockfield Manor. Once these major events are scheduled, the goal of developing complimentary events to be held simultaneously on the grounds and in the building during the week, as well as on weekends, needs to be addressed. A list of possible uses and events is included in Appendix B. This event coordination is multifaceted. Town events should compliment Rockfield's activities. Therefore, close coordination on scheduling and marketing is necessary. A mix of cultural and recreational activities will further enhance these efforts.

To assure optimal use of the facility, a more comprehensive marketing and advertising program is necessary. This needs to include many different venues including the website, printed materials and cooperative advertising. The program should identify a target audience, develop a "brand" for Rockfield Manor and establish when, where and how the marketing program will be implemented.

SUMMARY

Rockfield Manor is first and foremost a community facility. It is a tremendous asset to Bel Air, providing a unique and highly valuable community service. Based on community input at the Visioning Session and individual interviews, a series of recommendations were developed to assure the long-term viability of the facility.

The following work products are recommended in order of priority. These plans and studies would form the basis for a long-term Strategic Plan for Rockfield Manor:

- Develop and Implement a Business Plan
- Adopt a Vision and Mission Statement
- Develop and Implement Facility Management Plan
- Develop an Annual Grounds/Facility Public Events Schedule
- Develop and Implement a Marketing Plan
- Initiate a Feasibility Study for future facility expansion

Specific tasks associated with these proposals are included in Appendix C.

Implementation of these proposals should insure the long-term viability of the Manor property and provide services to enhance the lives of area citizens long into the future. As with any Plan, tasks may be modified over time. This flexibility will strengthen the overall Plan. The Plan should, however, provide a strong guide for the future in terms of facility management and development, as well as uses. It is essential that the Town and Foundation work together to fulfill the promise and original intent of creating a community asset. This will require work, imagination and creativity. However, with the proper management, the potential is tremendous. Rockfield Manor and its surrounding ground can and should provide programs to area citizens seven days a week. The property is the focal point of the Town's park system, offering the Town its central meeting place and enhancing its citizens' quality of life.

EXHIBIT A

ROCKFIELD MANOR WORK 1997 -2006

Funded By Town

DESCRIPTION OF WORK		COST	FISCAL YR BUDGET
*	Install sewage pump station, connect to Town system & deactivate septic system	\$ 9,200	2006
*	Construct connecting road from rear parking lot to upper ballfield parking lot [contractor: Frank J. Goettner]	\$ 23,448	2006
*	Provide lighting to Rockfield sign	\$ 3,700	2006
*	Repair/resurface entrance road [contractor: Frank J. Goettner]	\$ 5,060	2006
*	Construct stairway from rear of Barn	\$ 2,450	2006
*	Replace furnace in Manor House [contractor: Blue Dot]	\$ 8,653	2005
*	Remove planter on rear stone patio & replace with stone patio	\$ 3,200	2002
*	Relocate light poles for construction of Accel/Decel lane on Rt. 22	\$ 10,000	2002
*	Deactivate well & connect to MD American Water System	\$ 4,200	2001
*	Replace rain gutters on Manor House	\$ 1,500	2001
*	Upgrade electrical wiring in Barn and install flood lights	\$ 2,300	2000
*	Install ceiling light fixtures/fans in Manor house	\$ 1,500	1999
*	Install A/C in Manor House	\$ 35,000	1998
*	Construct asphalt 5 foot wide path & concrete steps from upper ballfield to Manor House	\$ 8,600	1998
*	Upgrade electrical service to Manor House [contractor: David Streeter]	\$ 2,586	1997
*	Purchase & install Rockfield Sign [contractor: Gardenville Signs]	\$ 6,500	1997
*	Seed/fertilize rear patio grass area	\$ 3,000	1997
*	Install three (3) lamp post/lights along path from upper ballfield to Manor House	-	1999
*	Remove load bearing wall between dining room & bedroom, demolish 1st floor bathroom & construct H/C bathroom, construct stone H/C walkway to front entrance, construct rear steps to 2nd floor rear, construct 40-space rear parking lot, construct two H/C parking spaces, modify upstairs bedrooms, purchase furniture, rugs, modify/certify kitchen (purchase appliances)	\$ 115,000	1997-1998
*	Security/Caretaker \$7,100/year	\$ 63,900	1997 - 2005
*	Mow grass, trim bushes inside tree canopy - Caretaker	\$ 44,280	1997-2006
*	Maintenance carpentry, plumbing, painting, electrical, heating, A/C, P/U leaves, brush, grass, and trash @ \$12,000/year	\$ 120,000	1997 - 2006
*	Contract grass mowing outside tree canopy	\$ 93,600	1997 - 2006
*	Remove snow	\$ 2,500	1997 - 2006

TOTAL COSTS \$ 570,177

APPENDIX B

PROPOSED USES AND EVENTS

MANOR HOUSE

- Retail shows, i.e. fashion shows, trade shows
- Theatrical productions
- Small concerts, i.e. chamber music
- Homeowner associations meetings
- Community policing meetings
- Travelogues
- Holiday balls, i.e. Halloween, Christmas, New Year's
- Festival of miniatures
- Antiques show
- Cooking classes and demonstrations
- Book clubs
- Card clubs
- Private parties
- Weddings
- Service organizations' activities
- Charity fund-raising activities
- Cultural arts programs
- Murder mystery events
- Educational programs
- Speakers series

BARN AND GROUNDS EVENTS

- Antique car show
- Shakespeare festival
- Science day festival
- Jazz festival
- Art festival
- Flower mart
- Performing arts contest
- Summer dancing and concert program similar to Boordy Vineyard
- Music festival weekend
- Crab feast in the park, which would include use of the barn
- Balloon rides, fireworks and general entertainment
- Native American festivals
- Ethnic festivals

APPENDIX C

WORK PLAN TASKS

- Work with consultants to develop a professional business plan, including an economic model to guide future of Rockfield Manor
- Develop and consistently use a Vision and Mission statement and all marketing materials for speaking engagements, fund-raising initiatives
- Investigate public and private grant opportunities
- Visit similar facilities to learn about their operations management, uses, fund-raising, etc.
- Develop a fund-raising subcommittee to define an overall strategy and to solicit corporate and private donations and sponsors
- Place a donations box at the front of the Manor House that is available at all functions
- Provide marketing materials in multiple locations
- Encourage weekday uses of the facility
- Coordinate compatible multiple uses of the grounds and the buildings
- Emphasize the adjoining park as an amenity to facility users
- Establish signature events to provide funding for the annual budget. This should limit reliance on private events
- Develop a volunteer program to assist with all facets of management operations
- Identify major property maintenance needs and schedule over time
- Evaluate security issues and develop improvements on identified concerns
- Develop a checklist of daily and weekly housekeeping requirements and schedule accordingly
- Evaluate and define facility expansion needs and constraints to include, but not be limited to, the existing buildings, furnishings, grounds, storage facilities, parking and walkways, tent and similar accoutrements, landscaping and general access and operational issues

- Define historic preservation issues impacting future expansion and furnishing of the property
- Display photographs and frame documents depicting previous owners and the history of the facility
- Evaluate development of a gift shop, commercial kitchen and similar business options as potential fund-raising sources
- Publicize annual ground and facility event schedule in state, county and town publications and websites, as well as area papers, including those outside of Harford County
- Expand weekday uses
- Update office equipment
- Coordinate marketing and scheduling of events with the Town and other appropriate organizations
- Limit financial dependence on private market users
- Emphasize use for business meetings and corporate rentals, capitalizing on weekday availability
- Market as a retreat facility
- Develop partnerships with Harford Artists, the Center for Visual and Performing Arts, etc. to co-sponsor programs and events
- Optimize community use of the facility
- Provide a comfort station near the barn to meet needs of outdoor events and ball field users

Note: The proposed tasks were identified by participants in the Visioning process. They are not listed in any specific order of importance and some may duplicate or closely resemble other recommendations. They are presented as collected and should help with overall Plan development and analysis.

APPENDIX D

VISIONING PROCESS CITIZEN PARTICIPANTS

The following individuals participated in the March 28, 2007 Visioning Session. The group was divided into four work groups. Each work group was given the same series of four discussion topics. These were:

1. Where are we now?
2. Where are we going?
3. Where do we want to be?
4. How do we get there?

Following these discussions, the entire group reconvened to share responses. Participants were as follows:

Peter Fernandez
Jane Pessagno
Paul Sierocinski
Jim Welch
Judy Sanders
Jane Pruitt
Dave Wolff
Augie Ceresi
Mr. & Mrs. Bob Glock
Jim Decker
Clarence Fry
Marion McCarron
Keith Powell
Phil Raub
Barbara Love
Kevin Small
Steve Burdette
Payson Getz
Martin Barry
Mr. & Mrs. Richard Woodward
Roy Milan
Peg Young
Bob Grafton
Karyn Hood
Barbara Kirchner
Jack Diggin

Jim Hamilton, Jr.
Kati Hunt
Mark Welsh
Beth Incorvati
Terry Hanley
Rob Preston
Rob Reier
Joan Morrissey Ward
Dave Carey
Joyce Oliver
Randy Robertson
Carol Deibel
Bob Syphard
Trish Heidenreich
Bob Fisher
Sandy Saunders
Fran Johnson

Additionally, the following individuals provided comments prior to the meeting:

Chris Schlehr
Leo Matrangola
Carole Milan
Cora Harrison
Lisa Moody

Note: We apologize for any names inadvertently missed. Unfortunately, no sign-in sheet was included at the Visioning Session.

APPENDIX E

ROCKFIELD FOUNDATION, INCORPORATED

ARTICLES OF INCORPORATION

FIRST: The undersigned, Charles B. Keenan, Jr., whose post office address is 30 Office Street, Bel Air, Maryland 21014, being at least twenty-one (21) years of age, does hereby form a non-stock corporation under the General Laws of the State of Maryland.

SECOND: The name of the Corporation (which is hereinafter called the "Corporation") is:

ROCKFIELD FOUNDATION, INCORPORATED

THIRD: The purposes for which the Corporation is formed are:

(a) The Corporation is organized for charitable purposes which include, but are not limited to, lessening the burden of government by maintaining and erecting public buildings and developing and conducting recreational and cultural uses on a 5.3 acre parcel to be purchased from the Estate of Jarmilla Hoza Craster for public use by residents of the Town of Bel Air and Harford County, Maryland. Included among the charitable purposes for which the Corporation is organized shall be the conduct of recreational and cultural uses, programs and activities, on the property consisting of 5.3 acres (now known as 501 Churchville Road) to be purchased from the Estate of Jarmilla Hoza Craster in conjunction with the Town of Bel Air and/or Harford County, Maryland, all for the benefit of the general public located primarily in the Town of Bel Air and Harford County, Maryland.

The Corporation is not organized for profit. The Corporation is organized for charitable purposes within the meaning of Section

501.(c)(3) of the Internal Revenue Code, including, for such purposes making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law), and more specifically, to receive and administer funds for such charitable and civic purposes, all for the public welfare, and for no other purposes, and to that end to take and hold, by bequest, devise, gift, purchase or lease, either absolutely or in trust for such objects and purposes of any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey and dispose of any such property and to invest and reinvest the principal thereof, and to manage and expend the income therefrom for any of the aforementioned purposes without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real personal or mixed, in trust, under the terms of any will, deed of trust or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received and accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any person or

organization other than a "charitable organization" or for other than "charitable purposes", within the meaning of such terms as defined in the Internal Revenue Code, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Section 501(c)(3) of the Internal Revenue Code, as now in force or afterwards amended; to receive, take title to, hold and use the proceeds and income of stocks, bonds, obligations or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Annotated Code of Maryland for scientific, educational and charitable purposes, all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in the furtherance of exempt purposes.

(b) The Corporation is organized as a civic organization operated for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code.

(c) In addition, the Corporation may engage in any lawful activities which are in furtherance of the purposes of the Corporation as restricted herein.

FOURTH: The post office address of the principal office of the Corporation in the State of Maryland is 39 Hickory Avenue, Bel Air, Maryland 21014.

FIFTH: The name and post office address of the Resident Agent of the Corporation in the State of Maryland is Charles B. Keenan, Jr., 30 Office Street, Bel Air, Maryland 21014.

SIXTH: The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock. The number and qualifications for and other matters relating to its members shall be as set forth in the By-Laws of the Corporation.

SEVENTH: The Corporation shall have a Board of three (3) Directors unless the number is changed in accordance with the By-Laws of the Corporation. The number of Directors may be increased or decreased in accordance with the By-laws of the Corporation, but shall never be less than the number required by Maryland General Corporation Law. The names of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified, are: Richard Morris, Stephen C. Burdette, and Philip J. Raub.

EIGHT: To the maximum extent that Maryland law in effect from time to time permits limitation of the liability of Directors and Officers, no Director or Officer of the Corporation shall be liable to the Corporation or its members for money damages. Neither the amendment nor repeal of this Article, nor the adoption or amendment of any other provision of the Charter or By-Laws inconsistent with this Article, shall apply to or affect in any respect the applicability of the preceding sentence with respect to any act or

failure to act which occurred prior to such amendment, repeal or adoption.

NINTH: Notwithstanding any other provision of these Articles:

(a) No part of the net earnings of the Corporation shall inure to the benefit of any member, Director or Officer of the Corporation, or other private person, except that reasonable compensation may be paid for services rendered to or for the Corporation. No member, Director or Officer of the Corporation, or any private person, shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation.

(b) Except as provided and permitted under Sections 501(h) and 4911 of the Internal Revenue Code, no part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

(c) The Corporation shall have no power directly or indirectly to engage in any activity which would invalidate its status as a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code or as a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

TENTH: Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision of the payment of

all of the liabilities of the Corporation, distribute all assets of the Corporation, pursuant to a plan of distribution adopted by the Directors, to any organization or organizations, of this or any other State, exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code and described in Section 509(a)(1), (2) or (3) of the Internal Revenue Code, or to the federal government, or to a state or local government (collectively as "Exempt Organization") for purposes similar or analogous to the purposes described in Article THIRD hereof. Any assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation is located, exclusively for the purposes specified in such plan of distribution or if there is no plan of distribution, for purposes similar or analogous to the purposes described in Article THIRD hereof, or to an Exempt Organization or organizations, as determined by the Court, which are organized and operated for such purposes.

ELEVENTH: The Corporation reserves the right to make, from time to time, any amendments to these Articles which may now or hereafter be authorized by law.

IN WITNESS WHEREOF, I have signed these Articles of Incorporation this ____ day of _____, 1996, and I acknowledge the same to be my act and deed.

Charles B. Keenan, Jr.