

Article I

NAME AND INCORPORATION

SECTION 1.

The name of this Association shall be the Shawnee Country Open Space Association, Incorporated.

Section 2.

The Association is incorporated as a non-profit corporation under the laws of the State of New Jersey

Article II

PURPOSE

The purpose of this Association is as follows: To safeguard the character of our community and maintain our rights as property owners; to preserve the natural terrain, trees, foliage and other ecological characteristics of the land; to promote the welfare of the members of the Association on the problems of housing, transportation, sanitation, taxation, building restrictions, streets, schools, and all other matters of public interest; and generally to promote and advance welfare of the membership.

Article III

MEMBERSHIP

Section 1.

Each homeowner shall be a member, with one vote per lot, as defined by “Shawnee Country Declaration of Covenants, Restrictions, Easements, Charges and Liens”.

Section 2.

An “active member in good standing” of the Association shall be defined as a member who is not in arrears in his/her dues.

Article IV

DUES

Section 1.

This Association shall be financed by dues of \$239.00 per year. Dues are payable to the Treasurer no later than March 31 of the fiscal year. Dues 30 days in arrears will be assessed a late fee of \$10.00, dues greater than 60 days in arrears will be assessed a late fee of \$20.00. All outstanding dues and late fees in arrears greater than 12 months will receive an annual charge of 12%.

Section 2.

Any member whose dues are in arrears shall lose their right to vote and hold office.

Article V

GOVERNMENT

Section 1.

The government of this Association shall be vested in a Board of Trustees consisting of seven (7) members.

Section 2.

The Board of Trustees shall have control and management of the property and finances of the Association

Section 3.

Funds of the Association shall be withdrawn from the banks or bank with which they are deposited by check signed by the Treasurer and countersigned by either the President, Vice President or Secretary.

Section 4.

No Officer, Trustee, or other member of this Association shall have authority to make an agreement or contract, or commit the Association to a course of action with any other person or organization except by expressed prior authority of the Board of Trustees, and in no event shall any agreement or contract be made binding this Association for longer than three (3) years. All agreements or contracts agreed upon by the Board shall be signed by the President and countersigned by the Secretary at a properly called meeting of the Board of Trustees.

Section 5.

No member of this Association shall have a vested interest in the assets of the Association.

Article VI

NOMINATION AND ELECTION OF THE BOARD OF TRUSTEES

Section 1.

Not less than thirty (30) days prior to the date of the General Election Meeting (as established in Article VII, Section 4.), the President shall appoint, subject to the approval of the majority of the Board of Trustees, a Nominating/Election Committee of three (3) members. It shall be the duty and the responsibility of the Nominating/Election Committee to make and submit to both the Board of Trustees and the Association members a list of candidates for the Board of Trustees. Submission of the candidates' names to the Board of Trustees shall be made at the regular meeting of the Trustees immediately preceding the General Election Meeting. The names of not less than the total number of candidates required to bring the Board to full membership shall be submitted to the voting membership.

Section 2.

Within five (5) days after the Nominating/Election Committee has submitted its list of candidates for election to the Board of Trustees at the Board of Trustees meeting, any group of two (2) or more active members in good standing may submit in writing to the

Nominating/Election Committee the name, or names, of additional members in good standing whom they desire to nominate as candidates for election to the Board of Trustees. If submitted in writing to the Nominating/Election Committee such name, or names, shall be added to the list of candidates prepared by the Committee.

Section 3.

Additional nominations may be made from the floor but voting need not be limited to the nominees.

Section 4.

The duties and responsibilities of the Nominating/Election Committee are:

- (a) Prepare and cause the names of all candidates on the list of candidates prepared by the Nominating/Election Committee, pursuant to Section 1 and 2 of this Article, to be printed alphabetically upon a ballot. Such ballots shall indicate only the name and address of each candidate and shall be the official ballots used at the General Election Meeting for the purpose of electing the members of the Board of Trustees.
- (b) Make all necessary arrangements for, and responsible for, the orderly conduct of the election of the Board of Trustees which will be held at the General Election Meeting in accordance with the by-laws of this Association.

Section 5.

Only members of the Association who are members in good standing shall be eligible for election, signing of petitions, voting, or nominating. Voting shall be in person or by proxy.

Section 6.

The number of Trustees elected will alternate each year with the four (4) nominees with the greatest number of votes being elected, and the consecutive year with the three (3) nominees with the greatest number of votes being elected. Each term will be for two (2) consecutive years.

Section 7.

- (a) No member of the Board shall serve more than two (2) consecutive terms.

BY-LAWS

(b) The Trustees elected at the General Election Meeting shall take office at the January meeting of the Board following their election and shall have no responsibilities or power as Trustees (except as provided by Article VIII, Section 1.) until said January meeting.

(c) Any member of the Board of Trustees who shall miss two (2) or more regular meetings of the Board may, at the discretion of the Board, and by a majority vote of the Trustees present at a regular or special meeting, provided a quorum is present, be removed from office.

Section 8.

Openings on the Board as a result of resignation or removal from officer shall be filled by vote of the remaining members of the Board and the person appointed shall serve until the next General Election and be governed by the Article VI, Section. When the vacancy is for a two-year term, a special ballot will be included at the next General Election to fill the remainder of the term.

Article VII

MEETINGS AND QUORUMS

Section 1.

General Membership Meetings of the Association shall be held on the third Wednesday in the months of February and November. The General Election will be held at the November meeting and the presentation and approval of the budget will be handled at the February meeting.

Section 2.

Special meetings of the Association may be called at the President's discretion. Also, the President shall call a Special Meeting of the Association upon the request of three (3) members of the Board of Trustees or upon receipt of a petition, filed with the Secretary and signed by at least ten percent (10%) of the active members in good standing, requesting such a meeting. The President shall set the place and time of all Special Meetings, but shall honor, as far as possible, specific requests included in the petition.

Section 3.

Special membership meetings shall state the place, time and purpose of such meetings and shall be made only by written notice to each active member in good standing at least five (5) days in advance of the time of the meeting.

Section 4.

A quorum shall consist of those active members in good standing who are present plus a majority of the Board of Trustees. This quorum shall transact the business at any membership meeting and a majority vote of the quorum shall rules, except as provided by Article X, Section 1 of these By-Laws.

Section 5.

The Board of Trustees shall establish regular monthly meeting dates of the Board and these meetings shall be open to the membership of the Association. Special Board meetings may be called by the President as become necessary. The Secretary shall give notice of such meeting to each Trustee at least one day before such meetings personally or by mail, messenger, telephone, or telegraph and shall, in case of such meetings, state the purpose of such meetings. A majority of the active members of the Board of Trustees shall constitute a quorum to transact any business pertaining to the Association.

Article VIII

OFFICERS AND THEIR DUTIES

Section 1.

The new Board of Trustees shall elect by ballot in December of each year a President, a Vice-President, a Treasurer, and a Secretary. These officers shall take office at the following January meeting and hold office for one year or until their successors are elected. No member shall hold more than one elected office at any one time.

Section 2.

The officers of the Association shall, in general, perform the duties prescribed for them in Robert's Rules of Order, revised.

Section 3.

The President, following this election, shall appoint a parliamentarian from the Board whose shall interpret parliamentary procedure and the By-Laws of this Association.

Section 4.

The Treasurer of the Association shall be bonded by the Association for \$6,000.00 or such amount as may be deemed proper by the Board. He shall be responsible for the receipt of membership fees, dues; and all other monies owed the Association. He shall be responsible for keeping the Board of Trustees informed of the members in good standing of the Association. He shall be responsible for all disbursements of Association monies, which shall be governed by the adoption of an Annual Budget. He shall be responsible for the preparation and presentation of the Budget at the February General Membership Meeting. He shall maintain adequate financial records in accordance with acceptable accounting practices.

Article IX

COMMITTEES

Section 1.

Standing committees shall be appointed by the Board of Trustees from their number to serve through the year and shall be four (4) in number unless the Board deems a larger number desirable. The Standing Committees shall be:

1. Election/Membership and Social Committee: coordinate nominations and elections of Board Members; promote organization, fellowship and neighborliness among members of the Association.
2. Maintenance: responsible for general appearance and cleaning of open space.
3. Restrictions and Zoning: note the non-observance of ordinances of the Township of Medford, “Shawnee Country Declaration of Covenants, Restrictions, Easements, Charges and Liens”, laws of the State of New Jersey, and make recommendations to the Board regarding same.

4. Improvements and Projects: establish and coordinate Open Space improvements.

Section 2.

An auditing committee of two (2) members of the Board of Trustees shall be appointed by the President at the first Board meeting of newly elected officers to audit the Treasurer's accounts and to report at the General Membership meetings. Audits shall be performed as follows: (a) as of the month ending prior to a General Membership meeting and (b) prior to a change of persons holding the office of Treasurer.

Section 3.

The Officers of the Association, with the approval of the Board of Trustees, may appoint any temporary committees needed to carry on the work of the Association.

Article X

AMENDMENTS OF BY-LAWS

Section 1.

These By-Laws, or any of them, may be altered, amended, or replaced by a majority vote of those members in good standing attending any regular membership meeting plus a majority of the Board of Trustees provided that such proposed amendment has been submitted in writing at the previous regular membership meeting.

Article XI

PARLIAMENTARY AUTHORITY

Robert's Rules of Order, revised, shall govern the proceedings of all meetings except where otherwise provided in these By-Laws.