

Revised 2/09/2012

**LAKE MUSCONETCONG COMMUNITY ASSOCIATION, Incorporated
BY-LAWS**

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Article I: NAME

The name of the association will be Lake Musconetcong Community Association, Incorporated (LMCA), incorporated in the State of New Jersey.

Article II: LOCATION

The principal location for conducting business is the Borough of Stanhope, County of Sussex, New Jersey.

Article III: PURPOSE

The Association is organized exclusively for non-profit, charitable, educational, scientific purposes, lessening the burdens of government and combating community deterioration (as defined for organizations that qualify as exempt organizations under section 501(c) (3) of the Internal Revenue Code of 1954, or the corresponding provisions of any future United States Internal Revenue Law).

Article IV: BENEFITS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. "Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation."

Article V: DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VI: DEFINITIONS

MEMBERS: Any individual or organization residing within Roxbury Township, Stanhope Borough or Netcong Borough who has paid annual membership dues in accordance with the guidelines stipulated under Article VII. Members have full voting rights.

ASSOCIATE MEMBERS: Any individual or organization residing outside of Roxbury Township, Stanhope Borough or Netcong Borough who has paid annual membership dues in accordance with the guidelines stipulated under Article VII. Associate members do not have voting rights.

TRUSTEE: A member of the Board of Trustees elected by the membership according to Article VII, Section 1 for a term of three years.

BOARD of TRUSTEES: Trustees of the organization refer to Article VIII, Section 4.

OFFICER: Secretary, Chair, Vice Chair or Treasurer as described in Article IX. As elected to that position by the Board of Trustees.

Article VII: MEMBERSHIP

Section 1: Member: Any individual at least eighteen (18) years of age and residing in Roxbury Township, Stanhope Borough and Netcong Borough may become a voting member of the Lake Musconetcong Community Association.

Section 2: Member: Any organization located in Roxbury Township, Stanhope Borough and Netcong Borough may become a voting member of the LMCA. If the membership is in the name of the organization then said organization shall be considered as a single **voting** member for all purposes.

Section 3: ASSOCIATE MEMBERS: Any individual or organization residing outside of Roxbury Township, Stanhope Borough or Netcong Borough who has paid annual membership dues in accordance with the guidelines stipulated under Article VII. Associate members do not have voting rights.

Section 4: The membership term shall be for one fiscal year as defined by the Trustees and defined at the Annual Meeting. Membership in the LMCA shall require the payment of annual dues of an amount to be set by the Trustees at least 60 days prior to the Annual Meeting. Members who are delinquent in payment of dues shall not have the right to vote during the period of delinquency. Dues must be paid 14 days prior to the Annual Meeting in order to make the list of approved voting membership.

Article VIII: BOARD OF TRUSTEES

Section 1: ELECTED BOARD OF TRUSTEES: The affairs of the Association shall be managed by a Board of Trustees consisting of no less than five (5) and no more than eleven (11) member

trustees, all of whom are elected to a three-year term (or to the completion of a three-year term) by the general membership.

Section 2: TERMS: At the first organizational meeting the initial terms shall be drawn by lottery, 1/3 for each of the first three years. Subsequent terms will be for three full years.

Section 3: COMPENSATION: Trustees of the Association shall receive no compensation for their services but may be reimbursed for actual expenses incurred in the discharge of their authorized duties. The rates and conditions of reimbursement shall be fixed by the Board of Trustees.

Section 4: POWERS AND DUTIES OF THE BOARD: The Board of Trustees shall have the following powers and duties:

- a. The Board shall create the policies and procedures for handling the financial and other aspects of the Association, and shall formulate and keep current written records for the Association, all of which shall be consistent with the purposes stated in the Bylaws of the Association.
- b. The Board shall make provisions for the Annual and/or other Meetings of the members of the Association and such meetings of the Board of Trustees as it may deem advisable.
- c. The Board shall keep the members of the Association currently informed regarding the Association affairs, activities, programs and accomplishments through either newsletters, emails, reports and meetings.
- d. The Board shall have control over the use and disposition of the Association funds and property, subject to the provisions of the Bylaws of the Association.
- e. The Board shall present the annual budget of the Association for approval by the members, authorize the payment of necessary expenses, arrange for an annual audit of the Association's financial affairs by a qualified internal or external person or firm and approve the content of all publications of the Association.
- f. The Board may delegate functions and duties to the Chair or other Trustees of the Association subject to such conditions as it deems proper.
- g. The Board may appoint a Clerk and assign him/her appropriate duties and may remove him/her from office with or without cause.
- h. The Board may create by resolution any necessary committees and define their functions. The members of any such committee need not be members of the Board but shall be members of the Association.

Section 5: VACANCIES: If a Trustee is unable to complete his/her term and, as a result, the number of Trustees falls below the minimum **five (5)** Trustees required under Article VIII, Section 1, then the Trustee vacancy shall be filled as soon as practicable by the Board of Trustees. Such appointments shall be temporary until the next Annual Meeting wherein the position shall be filled pursuant to Article VIII.

Article IX: OFFICERS

Section 1: TERMS OF OFFICE: The Officers of the Association shall be the Chair, Vice Chair, Secretary and Treasurer, who shall be elected by the Trustees of the Association at the Association Annual Meeting. Officers of this Association shall serve for a term of one year or until his/her successor has been elected.

Section 2: POWERS AND DUTIES OF OFFICERS

- a. **CHAIR:** The Chair shall preside at the meetings of the Board of Trustees, the Annual Meeting and any other meetings of the Association. He/She shall be responsible for seeing that the policies of the Association are carried out in accordance with the applicable procedures and requirements. He/She is authorized to perform the functions customarily performed by the Chair of an association or corporation. He/She is authorized to delegate to one or more Trustees the performance of any of his/her functions or responsibilities to supervise the performance of such delegated duties, and to revoke any such delegation at any time. He/She shall perform such further duties as shall be assigned to the Chair by the Board of Trustees or by resolution approved at a meeting of the members of the Association.

The Chair shall designate a presiding officer for any meeting at which he/she nor the Vice Chair will be present.

- b. **VICE-CHAIR:** The Vice-Chair shall, in the absence of the Chair, Assume all of the duties of the Chair. The Vice-Chair shall also perform each of the Duties customarily performed by holders of said office. He/She shall perform such Further duties as shall be assigned to the Vice-Chair, from time to time, by the Chair or Board of Trustees or by resolution approved at a meeting of the members Of the Association.
- c. **SECRETARY:** It shall be the duty of the Secretary to give notice to members of all LMCA meetings, attend said meetings, and keep the minutes of said meetings. The Secretary shall also keep the voting records for LMCA meetings, log in receivables, payables, forward same to the Treasurer and conduct approved correspondence on behalf of the LMCA.
- d. **TREASURER:** The Treasurer shall maintain all of the financial records of the Association. Incoming checks and bills shall be logged in by the Secretary and forwarded to the Treasurer. The Treasurer shall deposit all funds that come into his/her possession in a bank selected by the Board of Trustees, within five (5) working days. In accordance with the approved budget and upon authorization by the Board, the Treasurer shall make disbursements by check for the necessary expenses of the Association. The Treasurer requires a receipt for all purchases of any amount. No reimbursements will be made for any purchase not approved by the Board.

All checks shall be signed by the Treasurer and one other Officer of the Association.

The Treasurer shall submit to the Board at each Annual Meeting statements showing the receipts and disbursements of the Association for the preceding year and its assets and liabilities. The Treasurer will submit a financial report to the Board of Trustees on

a monthly basis. The Association may require a bond conditioned upon the faithful performance of the Treasurer's duties, in such form and in such amount as the Board may prescribe, and the premium for the bond shall be paid out of the funds of the Association.

The Treasurer has the right to demand an accounting from any Committee at any time and said accounting must be provided prior to distribution of funds.

Section 3: COMMITTEES RESPONSIBILITIES TO THE TREASURER: If a committee requires funding to carry out its purpose or objectives, said funding must be requested from the Board. Funding **must** be approved by a majority vote of the Board of Trustees, which shall request estimates, proposals, or other documentation prior to approving funding **for** specific items and **amounts**. Committee members must keep records of all funds disbursed in connection with the conduct of its business and must present same to the Secretary, who will log in the bills and pass approved bills on to the Treasurer on a schedule and with such frequency as designated by the Board of Trustees for said Committee. No items will be reimbursed unless the purchase of that item has been pre-approved by the Board of Trustees.

Section 4: REMOVAL OF OFFICERS: An officer may be removed from his/her position upon a majority vote of the Trustees. An officer can be removed from office if he/she has been derelict in his/her duties, or has conducted him/herself in such a manner inconsistent with the goals and/or mission statement of the LMCA, or has engaged in misconduct of his/her duties, or has been convicted of a crime. All nominations for removal must be ratified by all Members at the next meeting. An officer who has not attended a meeting within a calendar year shall be construed as having resigned.

Article X: MEETINGS:

Section 1: ANNUAL MEETINGS: There shall be an Annual Meeting of the LMCA during each membership year. There shall be two (2) meetings of the full membership held each fiscal year, preferably in the spring and fall. The need for additional meetings along with the date(s) of said meetings will be at the discretion of the Trustees.

Section 2: BOARD OF TRUSTEES: There shall be a minimum of four (4) Board meetings during the year.

Section 3: SPECIAL MEETINGS: Special meetings of the LMCA may be called from time to time as deemed necessary. Said meetings may be called by the Chair, a majority of the Board of Trustees or 25 % of the membership by petition submitted to the Secretary. Special meetings shall be called to consider specific subjects and/or issues. No business other than that specified in the notification for the special meeting shall be discussed and/or transacted at said special meeting. Notification of the date, location, time and agenda of the special meeting shall be given in the same manner as the Annual Meeting. See Notification of Meetings, Article X, Section 2.

Section 4: NOTIFICATION OF MEETINGS: Notification of the date, location, time and agenda of the meetings shall be sent to all members in the LMCA membership by email.

Section 5: MEETINGS/AGENDA: The meetings shall be conducted according to the New Jersey Open Public Meetings Act, N.J.S.A. 10: 4-6. (Sunshine Laws)

- a. Flag Salute
- b. Call to Order
- c. Roll Call of Trustees
- d. Approval of Minutes
- e. Treasurer’s Report
- f. Communications
- g. Modifications to Agenda
- h. Report of Committees
- i. Unfinished Business
- j. New Business
- k. Open to the public
- l. Adjourn

Section 6: QUORUM/ANNUAL MEMBERS MEETING: A quorum shall consist of twelve (12) members of the LMCA comprised of five (5) Trustee members plus seven (7) members.

QUORUM/BOARD OF TRUSTEES MEETING: A quorum shall consist of five (5) trustees.

The Annual Meeting and any other meeting shall require a quorum for the meeting to be called to order and for business to be transacted.

Section 7: VOTING: Each Member of the LMCA in good standing is entitled to one vote.

Section 8: PROXIES: Each member of the LMCA in good standing may vote by proxy. The proxy must be in writing, signed and received by the Secretary or Board Chair five days prior to the start of the meeting.

Article XI: AMENDMENTS

AMENDMENTS OF BYLAWS: These Bylaws may be amended at the Annual Meeting or any special meeting of the members of the Association by the affirmative vote of two-thirds of the members present and voting. No proposed amendment shall be voted upon at any meeting of the members, unless it has been submitted in writing to the Board of Trustees, reviewed by the Board and submitted to the members of the Association with an explanation and implications, at least 30 days prior to the meeting of the members at which it is to be voted upon.

In witness whereof, we have hereunto subscribed our names this 9th day of February 2012.

Chairman: Jetur Riggs

Date

Vice Chair: Douglas Zellman

Date

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| Treasurer: Yolanda Guyer | Date |
| Meredith Riggs | Date |
| Wendy Van Wye | Date |
| Kim Kelly | Date |
| Ann Codd | Date |

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