

# BY-LAWS OF CRANDON LAKES ASSOCIATION FOR PROPERTY OWNERS, INC.

## ARTICLE I

### MEMBERSHIP

All property owners on roads owned by Crandon Lakes Association for Property Owners herein are automatic members of the Crandon Lakes Association for Property owners, hereafter referred to as "CLAPO".

Effective July 1, 1998, new members of CLAPO will be required to pay a non-refundable initiation fee when they close on their property. This amount of this fee will be determined annually by the Board of Director's meeting and announced at the membership meeting. This fee will be placed in the Capital Fund in order to provide road improvements, purchase of equipment, and related expenditures due to unforeseen events. Thereafter an annual assessment will be payable by November 1 st of any year. Lots noncontiguous from each other will be considered separate lots and require additional payments.

All members are responsible for the conduct of household guest and/ or tenants and their guests in the use of the roads.

Assessments may be changed from time to time as determined by CLAPO to reflect the reasonable costs of providing maintenance and snow removal on all private roads. Increase in assessments (dues) requires the approval of the Board and an affirmative vote of a majority of members in good standing at any special or regular CLAPO meeting. Increases so voted shall be effective on Nov. 1 st of any given year.

Emergency Assessments may be made by the Board of Directors when it is determined by the Board that a hazardous condition or situation exists and that had not been contemplated and provided for in the current Budget. This would include Act of God and Nature, any unforeseen or sudden events that would cause an unsafe condition and the time to set to reduce or remove the UNSAFE condition is very limited. Examples would include, but not be limited to, greater than normal snow and ice during a winter season, sudden and severe water damage and fallen trees blocking roadways.

Failure to pay within thirty days will be subject to late payment charges, legal fees, collection costs, etc. as well as any collection procedures deemed necessary.

CLAPO members shall furnish to the Secretary an address to which all notices and documents prescribed by the Bylaws may be sent and same shall be held to have been duly sent to or served upon a member when mailed to or otherwise delivered to that address.

## ARTICLE II

### BOARD OF DIRECTORS

Management of CLAPO's affairs is entrusted to the Officers as directed by the Board.

It shall be the Board's duty to oversee the performance and responsibilities of the Officers and Committees in accordance with the purposes of CLAPO, as set forth in its Articles of Incorporation, Constitution, By-Laws and Rules & Regulations, all within budgetary limitations.

The Board shall consist of:

A. The five (5) nominees receiving the highest number of votes for Directors.

B. Three (3) of these nominees will be elected by the Board as officers. They shall be the President, Vice President and Treasurer.

In the event a Director will not or cannot serve the positions of Secretary or Treasurer, for whatever reason, the Board shall elect this Director position from any member in good standing of CLAPO, by vote of a plurality of the members of the Board for a term of one (1) year. Board members must be members in good standing of CLAPO.

Board members shall be elected for one (1) term of three (3) years. At the annual meeting the membership shall elect necessary directors for a regular term (2-3). Vacancies shall be filled by the President with the approval of the Board of Directors.

A nominating Committee shall consist of three (3) members, in good standing, selected by the President, shall propose Board candidates for election. The slate of candidates is to be included in the notice of the Membership Meeting to be held. Nominations are permitted from the floor of such meeting. (Permission of individual is necessary before his/her name can be placed in nomination). Voting for Board of Director candidates shall be by secret ballot cast in person or by absentee ballot signed by Members in good standing only and received in a timely fashion for election purposes.

No more than one (1) family member of the same household can serve as a Director at the same time.

The President shall preside at all Board meetings. When presiding, his status is non-voting, except in the case of a tie.

Quorum shall be established at three (3) for the transaction of CLAPO business.

The Board shall, subject to the provisions of the Constitution and By-Laws, have the duty and responsibility to govern CLAPO and to conduct and control all business affairs, enforce By-Laws and Rules and Regulations, oversee collection and disbursement of all monies, and in general adhere to all aspects of good and proper management.

Budgetary limitations are to be strictly adhered to. However, expenditures considered of emergency nature may be authorized by the President without regard to budget limitations, provided CLAPO funds are available for that particular emergency. Such expenditures are to be reported at the next official meeting of the Board following the date of action.

Pending the adoption of the annual budget, the Directors are authorized to expend necessary funds based on the prior year's budget, providing funds are available for such purposes.

In keeping with the foregoing, the Directors shall issue and enforce Rules and Regulations consistent with its power of management of CLAPO.

Each Director is expected to serve on one CLAPO Committee during their term of office. Directors absent from three (3) consecutive meetings without good cause shall be automatically terminated. Minutes of Board of Director meetings shall be made available at all membership meetings.

### ARTICLE III

#### OFFICERS

The Officers of CLAPO shall be:

**A. President****B. Vice President****C. Treasurer****D. Secretary**

Officers shall be elected by a vote of plurality of the Board of Directors for a term of two (2) years. The President may not succeed himself/herself in office for more than two (2) successive terms, i.e., may not hold the same office for more than four (4) years. All (officers) Directors are to serve without compensation except in special instances approved by the Board of Directors. Vacancies may be filled by the Board on the recommendation of the President.

**A. The President shall:**

1. Preside at all regular and special meetings of the Board of Directors and CLAPO.
2. Subject to Board of Directors approval, carry out all requisite management duties and appoint all committees. The President shall be an ex officio member of all Committees.
3. Be one of three (3) authorized signatures. The other signatures shall be the Secretary and Treasurer. On transactions of Five Hundred Dollars (\$500.00) or more, two signatures shall be required on non-budgetary items; otherwise one (1) is sufficient. All funds not needed for current operation could be invested in liquid instruments with the approval of the Finance Committee.
5. Together with the Secretary, is authorized to sign all formal papers and documents executed in the name of CLAPO that are non-debt incurring or otherwise financial in nature.
6. Hire counsel or outside auditor to serve at the pleasure of the Board of Directors at compensation approved by the Board.
7. Appoint assistants to the Board of Directors as required.

**B. Secretary shall:**

1. Have custody and control of all CLAPO records pertaining to incoming or outgoing correspondence, maintain membership lists and keep updated files.
2. Notify membership, in writing or in person of all regular or special CLAPO meetings including an anticipated agenda.
3. Attend all general and special meetings of CLAPO and the Board of Directors and keep minutes of all meetings.
4. See to it that bills for assessments or other fees to the membership are mailed to it on a timely basis, and accounts of individual members of monies collected and due CLAPO are maintained, which may include interest from the date of delinquency, legal and any other costs that CLAPO may have incurred with respect to collection procedures.

**C. Treasurer shall**

1. Transact CLAPO's financial business at the direction of the Chairman of Directors President.
2. Receive and disburse all CLAPO monies in accordance with generally accepted accounting procedures.
3. Accurate registers are to be maintained for the receipts and disbursements of CLAPO's bank account, such accounts to be open for inspection by the Board of Directors or its designees at all times.
4. Is one of three (3) authorized signatures to any checks or withdrawals on CLAPO accounts as required by Board of Directors.

Eligible members present at meetings can continue to discuss business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum. Voting eligibility at any meeting shall be the same as provided for election purposes.

The order of business at CLAPO, Committee and Membership Meetings shall generally adhere to the following format:

- A. Call to order
- B. Roll Call
- C. Secretary's report of minutes of the previous Meeting
- D. Treasurer's report
- E. Chairman of the Board of Director's report
- F. Committee Reports
- G. Unfinished business
- H. New Business
- I. Election of Board Members and/Or officers
- J. Adjournment

Robert's Rules of Order shall govern the conduct of all meetings where not inconsistent with CLAPO's By-Laws.

## ARTICLE VI

### ELECTIONS

Notice of forthcoming election (to be held annually at the Membership Meeting) shall include a proposed slate of Board of Directors members. Such notices shall be sent to all members in good standing as of Nov. 1 of the current year. Notice to be sent at least ten (10) days prior to the meeting, absentee ballot to be provided.

Absentee ballots must be received by the Secretary at least two (2) days prior to the date of election. Ballots received thereafter shall be considered invalid.

Voting is by secret ballot. The highest number of votes cast for candidates determine the election.

The President shall appoint tellers to tally ballots of all members voting. Upon closing the polls, the tellers shall report the results to the presiding officer. No candidate for Board membership shall be appointed as a teller. Voting is limited to one vote for lot and 3 for home ownership. Candidates are limited to those persons selected by the Nominating Committee and approved by the Board, by absentee ballot or from the floor at the meeting at which the election is held. In the nominating process, the Board may furnish to the membership its recommendations for election. Election of Board Members shall be held in October every year. Voting shall be by secret ballot when more than one candidate is nominated.

Successful candidates assume their duties on the ensuing November 1 st.

Voting eligibility shall be limited to members in good standing of CLAPO as confirmed by the Treasurer. Such eligibility requirements also apply to candidacy for any office.

5. Submit detailed reports at all regular and special financial activities at all meetings as required by the Board of Directors.
6. Maintain "Petty Cash" and bank accounts or financial investments as designated by the Board of Directors, The Petty Cash Fund is set at \$200.00. Itemized reports of disbursements from Petty Cash with supporting vouchers must be submitted to the President or Vice-President for approval before replenishment from general funds.
7. All books of account are subject to audit to be presented annually to the membership.
8. May be bonded in an amount not less than CLAPO's anticipated annual gross income on November of any given year.

## ARTICLE IV

### COMMITTEES

There shall be the following Standing. Committees and such other special Committees as the President, with Board approval, deems necessary.

- A. Roads including Snow Plowing, Maintenance and Repairs
- B. Bylaws
- C. Finance

Committee Members shall be appointed by the President subject to the approval of the Board. When necessary, minutes of all Committee meetings shall be kept and copies of such minutes furnished to the President. Committee chairpersons are responsible for notifying the President or their designee of the time, place and agenda of all Committee meetings.

Committees shall, when requested, submit reports of activities to the Board and, where appropriate, general membership meetings. A budget setting forth the operational needs of CLAPO for each fiscal year shall be presented at the annual Membership Meeting. Committee chairpersons are accountable for funds approved for their use and shall report accordingly to the Board.

## ARTICLE V

### Meetings

There shall be one (1) general membership meeting annually; the date to be determined by the Board of Directors.

The annual meeting shall include the presentation and approval of the next fiscal year's budget and elections when necessary. CLAPO's fiscal year commences on November 1 st and continues through the ensuing October 31 st.

Written notice of date, time, place and, where feasible, proposed business of special interest, shall be mailed ten days before meeting to Members in good standing at date of Meeting. When authorized by the Board of Directors, special meetings shall be called by the President.

Majority vote of members in good standing present at the meetings and those eligible by virtue of absentee ballot shall be deemed the act of CLAPO.

## ARTICLE VII

### INDEMNIFICATION

All members of the Board of Directors and all officers thereof shall be indemnified to the fullest extent now or hereafter by law in connection with any actual or threatened action or proceeding arising out of their service to CLAPO. Employees or agents thereof acting within the scope of their employment shall be similarly indemnified in respect of such service. The provisions of this section shall be applicable to actions or proceedings commenced after the adoption here of whether arising from acts or omissions occurring before or after the adoption hereof, and also to persons who have ceased to be Board members, Officers or employees, and shall endure to the benefit of their heirs, executors and administrators.

## ARTICLE VIII

### ROADS

- 1 Homeowners shall be aware that they will be held responsible for any damage to CLAPO roads by hired contractors/employees.
2. Any new home constructed on CLAPO roads will be assessed \$2000.00 to be deposited into the Capital Funds.
3. Problems regarding "paper" and unused roads will be discussed on a case by case basis.

## ARTICLE IX

### GENERAL

No real property shall be sold, mortgaged or otherwise encumbered, except by a majority vote of the membership.

Everyone using private roads must adhere to all Rules and Regulations of CLAPO and N.J. Division of Motor Vehicle.