

Association By-laws



BROOKWOOD MUSCONETCONG RIVER PROPERTY OWNERS ASSOCIATION

A Non-profit Corporation of the State of New Jersey
Incorporated in 1953

BY- LAWS*

For the management of its property and the regulation
of its affairs, adopted pursuant to R.S. 1927 15:1-4

**Draft copy of revised By-Laws (Revised April, 1984) and approved at a special meeting held on April 25th, 1984 at the Byram Municipal building on Mansfield Drive.*

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BROOKWOOD MUSCONETCONG RIVER PROPERTY OWNERS ASSOCIATION

BY-LAWS OF THE ASSOCIATION

ARTICLE I: NAME, LOCATION

The name of the Association shall be "Brookwood Musconetcong River Property Owners' Association", hereafter referred to as "The Association".

The territory included within the Association's jurisdiction is designated as "West Brookwood" situated in Byram Township, New Jersey and depicted on Maps 98B and 98C titled "Brookwood Musconetcong River Estates", copies of which are on file in the Sussex County Clerk's office.

The mailing address of the Association is P.O. Box 797, Byram Township, Stanhope, New Jersey 07874.

ARTICLE II: PURPOSES

A. To promote social and recreational interests and the general welfare of all Association members.

B. To provide a forum for Association members to exchange ideas and information with outside agencies such as, but not limited to Township Committees and Boards, Police Department, Fire Department, Utility Companies, and Building Contractors.

C. To promote community related projects that will enhance and beautify the properties within the territory described in Article I.

D. To provide the care and maintenance of all property, buildings and appurtenances and to manage the water supply system coming under the control and management of the Association for community purposes; to purchase, lease, arrange for or otherwise acquire, regulate and control recreational and water supply facilities in furtherance of the Association purposes and to spend moneys for said purposes and for placing of equipment and improvements thereon; and to regulate and control all financial matters that pertain to the operation, maintenance, and upkeep of the water supply system.

In addition to the foregoing, the Association has the power to make contracts, guarantees, incur liabilities, borrow money, issue bonds and security interest in its property and/or income from sources, both public and private. To fund activities including the repair, maintenance and replacement of the water system. Additionally, the Association may sell, convey, mortgage create a security interest in, lease, exchange, transfer and otherwise dispose of its property and its assets.

E. To impose water charges and assessments as approved by the appropriate governing Public Authority, deemed necessary and proper for the continued operation of the water supply system.

F. To pay just and reasonable taxes and assessments levied by any governmental authority upon properties and facilities owned by the Association.

G. To achieve the purposes for which the Association exists, Association Dues and Water Charges will be imposed. At no time, however, will the Association operate for profit or gain.

C. The Board of Governors shall:

1. Hold meetings at such times and places as it thinks proper.

2. Appoint committees on particular subjects and include as members of the committees persons who are not members of the Board as long as a Board member is a member of the Committee.

3. Audit bills and disburse the funds of the Association.

4. Devise and carry into execution such other measures as it deems proper and expedient to promote the purposes of the Association.

5. Regulate, manage and control all matters pertaining to the water supply system owned by the Association, until such time that this service can be adequately provided by public authority. Assets of the water system may be sold or transferred only by majority of members voting in a special election.

6. Purchase and/or lease property and equipment for the proper execution of its duties relative to the water supply system. The Board of Governors shall be empowered to acquire property for the Association by purchase, agreement, lease, gift, or otherwise, and title thereafter shall be held in the name of the Association. Acquiring or selling property in the name of the Association may only be accomplished after a majority vote by the Board of Governors. Property may be sold and conveyed in the name of the Association only by an officer of the Board of Governors duly authorized by a resolution voted on by the Board of Governors

D. The annual meeting of the Association shall be held in the month of May of each year. Regular meeting and special meetings shall be held at such times as agreed upon by the Officers of the Board or by a majority vote of members of the Board present at a regular meeting of the Board. The President may, when he deems necessary, or the Secretary shall, at the request of five members of the

Board, issue a call for a special meeting of the Board, and ten (10) days notice shall be given.

A majority of the Board of Governors shall constitute a quorum for the transaction of business. In the absence of the President and Vice-President, the quorum present may choose a Chairman for the meeting. If a quorum is not present, a less number may adjourn the meeting to a later date.

Any action required or permitted to be taken by the Board of Governors or any Committee of the Board thereof may be taken without a meeting of the Board of Governors if all members of the Board or Committee of the Board consent in writing to the adoption of a resolution authorizing such action. The resolution and written consents thereto of the Board or Committee of the Board shall be filed with the Minutes of the next meeting of the Board.

ARTICLE III: MEMBERSHIP, VOTING, PRIVILEGES

A. Membership shall be limited to owners of lands within the territory described in Article I.

B. Membership shall be mandatory pursuant to the Herman Frank Deed recorded in the Sussex County Clerk's office on Feb.1, 1954 in Book 530 page 176 et seq., and any conveyance of any property within the territory described in Article I shall be subject to this provision.

C. Members shall not be privileged to resign from this association so long as he or she continues to own property within the territory described in Article I.

D. A member in good standing is defined as a property owner who has paid all Association Dues assessed to the owner's property.

E. Voting by the membership of the Association shall be on the basis of property ownership. Voting shall be limited to one vote for each property unit. A member in good standing who owns property within the territory described in Article I shall be entitled to vote. The vote of a property unit may be split by the owners of the property unit.

F. Rights and privileges of the Association shall be extended to all members in their immediate family and house guests, subject, however, to such terms and conditions as the Board of Governors may reasonably prescribe with reference to house guest rights. Rights and privileges for the use of the Association facilities shall be extended to non-members after submission in writing and voted upon and approved by the Board of Governors during any regular meeting, annual meeting or special meeting. Non-members rights are for one year and must be renewed annually,

G. Membership rights shall not be transferable to individuals who are not property owners with the territory described in Article I.

H. Participation in the Association may include the following:

1. Attending social, recreational or other functions sponsored by the Board or appointed committees.
2. Attending all public meetings.
3. Voting at annual or special elections.
4. Use of any present or future recreational facilities.
- 5 . Serving on committees.
6. Petitioning the Board for special requests.

I. Property adjoining or adjacent to the territory described in Article I may, at the discretion of the Board and upon a majority vote of the Board of Governors, become subject to the membership requirements, privileges and provisions set forth in these by-laws.

ARTICLE IV: BOARD OF GOVERNORS

A. The property, affairs, business and concerns of the Association shall be vested in a Board of Governors, consisting of not less than five nor more than nine in number. The members of the Board of Governors shall be owners of property within the territory described in Article I and shall be members of the Association in good standing. The members of the Board of Governors shall perform their duties and continue in office until their successors shall be duly elected and qualified.

The Board of Governors shall be duly elected by the members of the Association in good standing voting at an annual election from a ballot prepared by the Nominating Committee, formed for that purpose. Those persons presently serving as members of the Board shall continue in that capacity until the meeting of Board of Governors next held after the election of new Board members. Members of the Board of Governors shall serve for a term of two years. Elections shall be held annually. At the expiration of any term, a member of the Board of Governors may be re-elected.

B. The Officers of the Board of Governors shall be a President, Vice-President, a Secretary and a Treasurer. Officers of the Board shall be elected annually by the members of the Board of Governors for a term of one year. A majority of Board members present shall be necessary to constitute an election for Officers of the Board.

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

The President shall preside at all meeting of the Board of Governors and shall be a member of all committees, ex-officio with right to vote, except the Nominating Committee. He/she shall perform such other duties as are necessarily incident to the office of the President. He/she may also, at regular meetings, special meetings or at the annual meeting of the Association make suggestions as may, in his/her opinion, tend to promote the prosperity and welfare and increase the usefulness of the Association. At the discretion of the Board, the outgoing President shall maintain close liaison with Board of Governors. In the absence of the President, the Vice-President shall perform the duties of the President. It shall be the duty of the Secretary to give notice of and attend all meetings of the Board of Governors and keep minutes thereof and to conduct all correspondence and to carry into execution all order, votes and resolutions of the Board. In the absence or disability of the Secretary, the Officers of the Board may appoint a Secretary, pro tem. The Treasurer shall receive and deposit, in a Bank or Trust Company in the State of New Jersey, all the monies of the Association; keep an accurate account thereof, and report on the finances of the Association annually and whenever requested by the President. At the end of the term, he/she shall deliver to the successor all books monies and other property of the Association

then in his/her possession.

The Officers of the Board may act on behalf of the Association in any matter when the Board of Governors is not in session, reporting to the Board for its ratification on action at the next regular meeting or special meeting called for this purpose. A majority of the Officers of the Board shall constitute a quorum for the transaction of business when the Board of Governors is not in session.

E. Should any member of the Board of Governors be absent from three consecutive meeting of the Board without notifying the President or Secretary stating this reason for absence, his position on the Board may be declared vacant upon a majority vote of the Board of Governors.

F. Whenever any vacancy occurs in the Board of Governors by reason of death, resignation, or otherwise, it shall be filled without undue delay by a majority vote of the members of the Board present at a special meeting called for that purpose or the next regular meeting of the Board.

G. Members of the Board of Governors so elected shall be subject to recall upon request to the Secretary of not less than 10% of the membership of the Association in good standing. The Governor shall then submit to recall and election at a special meeting called by the Secretary to be held not less than ten (10) days nor more than thirty (30) days after the filing of said request with the Secretary. In the event a Governor who is Secretary is to submit to recall and election, the aforementioned request shall be then filed with the President who shall call the meeting.

H. No member of the Board of Governors shall receive a salary or remuneration. At the Direction of the Board of Governors and with the approval of a majority of the Board, the Board may engage contractors to perform services including but not limited to Accounting, Engineering, Construction and Maintenance. The person(s) performing the aforementioned services shall not be a member of the Board of Governors. Said contractor may receive an amount of remuneration agreed to by the contractor and the Board of Governors and approved by a majority vote of the Board of Governors

I. The Association shall indemnify and hold harmless members of the Board of Governors from any and all claims brought against any director with respect his/her official capacity as director or acts taken pursuant to said position, whether such claims or actions be rightfully or wrongfully brought, and against all costs incurred by said director in defending said action. The Association may obtain a policy of insurance for the aforesaid indemnification.

ARTICLE V: ASSOCIATION DUES, WATER CHARGES, FINANCES

A. Members shall pay dues to the Association on an annual basis, on or before May 1st, in the amount of \$25.00 per property unit. In the event that full payment of Association dues is not made and if an outstanding amount continues for thirty (30) days, all members of the property unit shall relinquish voting privileges and membership privileges for as long as the delinquency continues.

At the direction of the Board of Governors and with the approval of the majority of the Board, the Board may take any and all necessary steps for the collection of outstanding Association dues, including, but not limited to, instituting suit and placing a lien on the deed of the delinquent member's property.

Association Dues may be, from time to time, increased or decreased upon the recommendation of the Board of Governors.

B. Members of the Association, and other establishments receiving water from the water supply system that is under the regulation of the Board of Governors, shall pay Water Charges as approved by the Governing Public Authority.

In the event that full payment of Water Charges is not made and if an outstanding amount continues for thirty (30) days, the Board of Governors may take any and all necessary steps for the collection of outstanding Water Charges or the termination of water supply services. The steps taken by the Board will be a method an/or procedure for the collection of outstanding Water Charges or termination of water supply services that has the approval of the governing public authority.

C. Funds shall be payable to the Association in its name, hereinbefore provided, and said funds shall be immediately deposited in an account of the Association

designated to be maintained in any Bank or Trust Company within the State of New Jersey.

Upon approval of a majority of the Board of Governors at a regular meeting of the Board or at an annual meeting or special meeting, the Board may disburse Association revenues. Revenues disbursed by the Association shall be by check of the Association and shall be signed by no less than two Officers of the Board.

Revenues to be expended by the Board in excess of \$2,000.00 excluding revenues to be expended for emergency repairs to the water supply system and its buildings and appurtenances, shall require the approval of the majority of the members of the Association voting at an annual meeting or special meeting.

For the purpose of protecting the interests of the Association, the Board will pay any and all just and reasonable taxes and assessments that may be levied by any governmental authority on property and/or facilities upon said property that is under the management and regulation of the Board of Governors.

Monies collected through Association Dues shall not be spent to maintain or operate the Water System. Monies collected from Water charges shall only be used to maintain and operate the Water System.

D. The fiscal year shall be as determined by the Board of Governors. At the close of each fiscal year, the Board of Governors shall have a Certified Public Accountant prepare and

audit an annual report of the finances of the Association. The report will be made available to the members of the Association at an annual meeting or at a special meeting.

ARTICLE VI: MEETINGS, COMMITTEES, AMENDMENTS.

A. The Board of Governors shall meet regularly, preferable on a monthly basis. The date, time and place of the regular meetings shall be determined by the Officers of the Board.

B. The annual meeting or any special meeting of the Association shall be held at a location within Byram Township designated by the Board of Governors. The annual meeting shall be held in the evening time during the month of May; the specific date, time and place is to be selected by the Board of Governors.

C. Special meetings may be held at the discretion of the Board of Governors and shall also be held when requested by ten (10) percent or more of the members of the Association in good standing. Request for a special meeting by the members

of the Association must be in writing, signed by same, and forwarded to the Board of Governors.

D. At least ten (10) days prior notice shall be given to members of the Association for the annual meeting and any special meeting of the Association. Notice of the annual meeting and any special meeting shall be given to all members by first class mail.

E. The annual meeting or any special meeting shall be adjourned by a majority vote of the members present. Votes at the annual meeting or special meetings shall be cast in person or by proxy in writing.

F. The Board of Governors from time to time may appoint from among the Association membership such committees as may be deemed necessary or desirable for administering Association activities. A member of the Board of Governors shall be an ad hoc member of any such committee. Such committees may consist of but not be limited to the following:

1. Nominating Committee
2. Social Committee
3. Recreation Committee
4. Finance Committee
5. Property Inspection Committee
6. By-Laws Committee

The guidelines under which the committee is to function, and the funds to be expended by the committee is to be approved by the Board of Governors. No action is to be taken by the Committee without prior approval of the Board of Governors.

G. These by-laws may be amended upon recommendation of the Board of Governors at any annual meeting or special meeting called for that purpose by majority vote of the Association members in good standing. All of said covenants and conditions shall run with the land and be in force and effect until such time as a general intention by property owners to abandon the plan or community scheme herein provided is evidenced and said covenants and restrictions declared unenforceable by a court of competent jurisdiction; or the owners of record of two-thirds or more lots in number included within the territory described in Article I executed and acknowledge a declaration to the effect that said covenants and restrictions shall thenceforth be abandoned.