

**BROOKWOOD MUSCONETCONG RIVER  
PROPERTY OWNERS' ASSOCIATION**

P.O. Box 797  
Stanhope, New Jersey 07874

Telephone: 973-347-1040

Website: [www.bmrpoa.homestead.com](http://www.bmrpoa.homestead.com)

\*E-mail: [bmrpoa@gmail.com](mailto:bmrpoa@gmail.com)

# ASSOCIATION 2012 BYLAWS

A Non-profit Corporation of the State of New Jersey  
Incorporated in 1953 for the management of its property and the  
regulation of its affairs, adopted pursuant to R.S. 1927 15:1-4

***Revised 1984 Association Bylaws***

*Approved at a special meeting held at 7:00pm on January 30, 2012  
Byram Township Municipal building  
10 Mansfield Drive,  
Stanhope, New Jersey 07874*



\* *Changes: New Email and new Administrator as of May 30, 2014*

**BROOKWOOD MUSCONETCONG RIVER  
PROPERTY OWNERS' ASSOCIATION**

May 2011 - April 2012

**BOARD OF GOVERNORS**

Barbara McLoughlin	President
Laurie A. Joudi	Vice President
Harold Wyckoff, Jr.	Treasurer
Mark S. Hartmann, Jr.	Secretary
Marsha Wyckoff	Governor
Daniel J. McLoughlin	Governor
Shelby Rhodes	Governor

**WATER DEPARTMENT**

Gerald C. Kastner, Jr.	Licensed Operator
John M. De Marco	Field Technician
Laurie A. Joudi	Administrator *

**TABLE OF CONTENTS**

Article I Name & Location	Page ...3
Article II Purposes	Page ...3
Article III Membership	Page ...3 & 4
Article IV Meetings	Page...4
Article V Voting Rights	Page ...4
Article VI Board of Governors,	Page ...5 & 6 & 7
Article VII Financial	Page ...7 & 8
Article VIII Association	Page....8 & 9
Article IX Water Department	Page....9
Article X Bylaws	Page....10

## **ARTICLE I: NAME & LOCATION**

The name of the Association shall be "BROOKWOOD MUSCONETCONG RIVER PROPERTY OWNERS' ASSOCIATION". hereafter referred to as "The Association". **The mailing address of the Association is Brookwood Musconetcong River Property Owners' Association (B.M.R.P.O.A.), P. O. Box 797, Byram Township, Stanhope, New Jersey 07874.** 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.

## **ARTICLE II: PURPOSES**

To provide safe quality drinking water to Association water customers that meets all State and Federal Rules and Regulations. To promote social, recreational and community related projects that enhance and beautify the properties located within the territory described in Article I.

To host a forum for Association members and / or water service customers, but not limited to, Township Committees and Boards, Police Department, Fire Department, Utility Companies, and Contractors, for a free exchange of ideas and information about the Association and its Water Department.

In addition to the foregoing, the Association has the power to make Contracts, Guarantees, incur Liabilities, borrow Money, and 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 Assets.

## **ARTICLE III: MEMBERSHIP**

Membership shall be mandatory pursuant to the Herman Frank Deed as 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. Membership rights shall not be transferable, nor shall members be privileged to resign from the association as long as he/she continues to own property within the territory described in Article I. A copy of the Bylaws is provided to every new member. In addition, all members shall receive any changes made to the Bylaws.

A member in good standing is defined as a property owner who has paid all Association Dues, and if applicable, Water Service Charges, fees, and assessments. Rights and privileges of the Association shall be extended to all members and their immediate family residing in the members' household. Renters and House Guests shall have such privileges as the Board of Governors may approve. Renter's and House Guests privileges are limited to attending the social and recreational activities of the Association. Renters and House Guests shall have no voting rights. Rights and privileges of the Association's owned Water Service may be extended to territory outside the Association's jurisdiction upon the approval by the Board of Governors.

## **ARTICLE IV: MEETINGS**

The Annual Meeting of the Association Membership is held yearly during the month of May. At least 14 calendar days notice of the scheduled Annual Meeting shall be given to membership either by newsletter, telephone, mail, and email or posted on the website. The Annual Meeting shall be held in the evening, the specific date, time, and place as agreed upon by the Board of Governors.

Meetings shall be held at such times and place as agreed upon by the Officers of the Board. The Board of Governors shall meet regularly, preferably on a monthly basis. The date, time and place shall be determined by the Officers of the Board and 14 calendar days notice shall be given to membership either by newsletter, telephone, mail, and email or posted on the website.

Special Meetings of the Association Membership may be held at the discretion of the Officers of the Board of the Association or when requested by ten (10) percent or more of Association membership in good standing. Membership requests for a meeting of the Association must be in writing, signed by same, and forwarded to the Board of Governors. The date, time and place shall be determined by the Officers of the Board and 14 calendar days notice shall be given to membership either by newsletter, telephone, mail, and email or posted on the website. Items discussed and decisions made shall be reported to the membership by newsletter, telephone, mail, and email or posted on the website within 14 calendar days.

Emergency meetings may be held at the discretion of the Association's Officers: President, Vice President, Secretary and Treasurer and shall be held expeditiously in relation to the magnitude of the emergency. Items discussed and decisions made shall be reported to the membership by newsletter, telephone, mail, and email or posted on the website within 14 calendar days.

The Annual Meeting, Board of Governors Meetings, Special Meetings, or any Emergency Meetings shall be adjourned by a majority vote of the Board Members present.

## **ARTICLE V: VOTING RIGHTS**

Voting by the Membership shall be based on property ownership within the territory as described in Article I and as recorded at Byram Township, NJ Tax Department. Voting shall be limited to Members in good standing and limited to one vote per taxable lot and may be split by multiple owners based on their percentage ownership interest in the property, i.e. if there are three owners, each owner would have a 1/3 vote. Votes are to be cast in person or by proxy and shall be signed and dated.

Voting by Board Members for items discussed at Board Meetings that require a vote, each Board Member present shall have one full vote regardless of the number of properties they own or co-own. Renters shall have no voting rights.

## ARTICLE VI: BOARD OF GOVERNORS

The property, affairs, business and concerns of the Association and the Water Department shall be vested with the Board of Governors, consisting of not less than five or more than nine in number. The Board may appoint a Water Department Administrator as provided for in Article VII of these Bylaws. The members of the Board of Governors shall be members in good standing who own property within the territory described in Article I and as recorded at Byram Township, NJ Tax Department. A majority of the Board of Governors shall constitute a quorum for the transaction of business. If a quorum is not present, a less number may adjourn the meeting to a later date.

The Association's Board of Governors, by majority vote of the Board, shall be empowered in the name of the Association to acquire property: by purchase, lease, gift and/or, make contracts, and/or borrow money from sources both public and private. Only an Officer of the Board of Governors shall be duly authorized by a Board Resolution to finalize the transaction. The Association's Board of Governors shall not sell, convey, mortgage, lease, exchange, transfer or otherwise dispose of Association and / or Water Department assets without written consent of 51% of membership in attendance voting at the Annual Meeting, or Special Meeting called for that purpose.

Only an officer of the Board of Governors shall be duly authorized by a Board Resolution to finalize the transaction. Any action assigned or delegated to a Board Member on behalf of the Board of Governors and requiring approval of the Board may not be completed without notifying the Board of Governors and voted upon at the next meeting of the Board. A resolution of the assigned action and written consent thereto of the Board shall be filed with the Meeting Minutes.

The Board of Governors shall be duly elected by a majority of the members of the Association in good standing who actually vote at the Association's Annual Meeting in person or by proxy ballot prepared by the Nominating Committee, formed for that purpose. Members of the Board of Governors shall serve for a term of two years. At the expiration of any two-year term, a member of the Board of Governors may be re-elected by Membership.

The Officers of the Board of Governors shall be: President, Vice President, Secretary and Treasurer, shall be elected annually by the Board of Governors and shall serve a term of one year. A majority of Board members present shall be necessary to constitute an election of Officers of the Board. The outgoing Board of Governors shall perform their duties until the next meeting of the Board held after the election and their successors are duly qualified. At the expiration of any one-year term as an Officer, the Officer may be re-elected by the Board of Governors.

### **The duties of the Officers of the Board shall be as follows:**

**PRESIDENT** - The President shall preside at all meetings of the Board of Governors and shall be a member of all committees with the 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 the Board of Governors. The President may issue a call for a Special Meeting of the Board, and 14 calendar days notice shall be given to membership either by newsletter, telephone, mail, and email or posted on the website. The President of the Association works closely with the Water Department Administrator, Licensed Operator and Field Technician, and reports all actions and his / her findings to the Board of Governors.

**VICE PRESIDENT** - In the absence of the President, the Vice-President shall perform the duties of the President as described above. The Vice President shall also communicate with the Administrator of the Water Department on a weekly basis for updates and status of the Water Department and its customers.

**SECRETARY** - It shall be the duty of the Secretary to attend all meetings, to schedule meeting dates, prepare the agenda, prepare final meeting minutes, and provide copies of the final minutes to the Board of Governors and the Administrator for the office files within 7 calendar days of the meeting date. The Secretary shall conduct all correspondence and carry into execution all orders, 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. At the end of his / her term, the Secretary shall deliver to the successor all records in his/her possession. The Secretary shall, at the request of a majority of the Board, issue a call for a Special Meeting of the Board, and 14 calendar days notice shall be given to membership either by newsletter, telephone, mail, and email or posted on the website. The Secretary shall, at the request of a majority of the Board, issue a call for an Emergency Meeting of the Board; notice shall be given in relation to the magnitude of the Emergency.

**TREASURER** - The Treasurer works closely with the Water Department's Administrator to prepare the yearly Association and Water Department Budget. The Budget shall be approved by the Board prior to the commencement of the next fiscal year in order to maintain efficient Association and Water Department Operations. The Treasurer reports the finances of the Association and the Water Department whenever requested by the President and / or during Board Meetings. The Treasurer shall deliver the Association's and Water Department's Financial Reports to the Board Members at least one (1) day prior to the monthly scheduled Board Meeting. At the end of his / her term, he / she shall deliver to their successor all records in his / her possession.

Should any member of the Board of Governors be absent from three (3) consecutive meetings of the Board without notifying the President or Secretary stating the reason for the absence, his / her position on the Board may be declared vacant upon a majority vote of the Board of Governors. Whenever any vacancy occurs on the Board of Governors by reason of death, resignation, or otherwise, the vacancy shall be filled without undue delay.

The Officers of the Board of Governors shall select a Nominating Committee to solicit members of the Association in good standing to fill the vacancies on the Board of Governors. The nominees to fill these vacancies shall become a member of the Board by a majority vote of the existing members of the Board present at a special meeting called for that purpose or at the next regular meeting of the Board. Members of the Board of Governors so elected shall be subject to recall upon request to the Secretary of a vote of not less than 10% of the membership of the Association in good standing. The Secretary shall then submit to recall and election at a Special Meeting called by the Secretary to be held not less than fourteen (14) days or more than thirty (30) days after the filing of said request with the Secretary. In the event a Board Member who is Secretary is subject to recall, the aforementioned request shall be then filed with the President who shall call the meeting.

The Association shall indemnify and hold harmless members of the Board of Governors from any and all claims brought against any Board Member with respect to his / her official capacity as Board Member or acts taken pursuant to said position, whether such claims or actions be rightfully or wrongfully brought, and against all costs incurred by said Board Member in defending said action. The Association shall obtain a policy of insurance for the aforesaid indemnification. 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 vote of the Board, the Board shall hire an Attorney, Accountant, Engineer and Water Department Personnel. The persons performing the aforementioned services shall not be a member of the Board of Governors.

#### **ARTICLE VII: FINANCIAL**

The Board of Governors may hire or appoint a Water Department Administrator by a majority vote of the entire sitting Board of Governors. The terms and conditions of employment for the Water Department Administrator (sometimes referred to as "Administrator) shall be determined by the Board of Governors. The Administrator shall be considered an "at will" employee.

The Association's fiscal year shall be from May 1 to April 30<sup>th</sup>. At the close of each fiscal year, the Water Department's Administrator and the Board appointed independent Certified Public Accountant shall review all bank transactions, meeting minutes, vendor invoices, account transfers, deposits, and cancelled checks in order to prepare an annual report of the finances of the Association and Water Department, and any required State and / or Federal filings. A copy of these reports will be available in July, following the close of the Fiscal year, and these reports shall be kept on file at the office of the Water Department's Administrator for membership review, and a copy of these reports shall also be given to each Board Member for review.

By means of a yearly Association and Water Department Budget prepared by the Association's Treasurer and Water Department's Administrator and approved by a majority vote of the Board of Governors at the Membership Annual Meeting, funds will be made available to the Association's Administrator to pay for Association activities and the daily operational costs of the Water Department.

The Budget shall be approved by the Board of Governors prior to the commencement of the next fiscal year in order to maintain efficient Association and Water Department Operations. If, for some reason, the Budget is not approved prior to the commencement of the next fiscal year, the previous year's Budget will serve as the next fiscal year's budget until such time that the new fiscal year Budget is approved by the Board of Governors.

Provided the Board of Governors has approved the yearly Association and Water Department Budget, the Administrator is authorized to: (1) prepare and file State, Federal and all other required agency reports and forms, (2) subject to any limit on the amount that can be expended by the Board of Governors or these Bylaws, engage vendors, contractors and services for the maintenance and repair of the Association and Water Department Facilities and Properties, (3) subject to any limit on the amount that can be expended by the Board of Governors or these Bylaws, purchase Association and Water Department supplies, equipment and materials, (4) transfer money between various BMRPOA, Inc. business accounts, and (5) pay all reasonable State, Federal and Local taxes, fees, assessments and all other accounts payable either by use of a Bank Debit Card, electronically and / or as a second signer on the Association's Business Checking Account. The Administrator shall provide a monthly report to the Board of Governors outlining all actions taken on behalf of the Association during that month.

The report shall include details for any expenditure made on behalf of the Association. Funds shall be made payable to the Association in its name, hereinbefore provided, and said funds shall be deposited by the Administrator in an account of the Association designated to be maintained in any Bank or Trust Company within the State of New Jersey. BMRPOA, Inc. Business Checks require 2 signatures: either by two Executive Board Members or one Executive Board Member and the Water Department's Administrator. Monies collected through Association billings or by donation shall only be spent to fund Association activities and expenses. Monies collected through Water Department billings shall only be spent to fund the daily operational costs of the Water Department and related expenses.

#### **ARTICLE VIII: ASSOCIATION**

Members shall pay dues to the Association on an annual basis in the amount of \$25.00 per taxable lot. Association Dues will be imposed by majority vote of the Board of Governors as deemed necessary and proper for the continued operation of the Association. Association Dues may be, from time to time, increased or decreased upon majority vote of the Board of Governors. At no time, however, will the Association operate for profit or gain.

In the event that full payment of a member's Association Account is not made, and the outstanding amount continues thirty (30) days past the payment due date, members of the property unit shall relinquish voting and membership privileges and if applicable, are subject to termination of water service for as long as the delinquency continues.



Association revenues to be expended by the Board of Governors in excess of \$3,000.00 excluding revenues to be expending for emergency repairs to the water supply system and its building and appurtenances, shall require the approval by a majority of the members of the Association voting at an annual meeting or a special meeting.

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 execution of Association activities.

A member of the Board of Governors shall be an ad hoc member of any such committee. The President may be a member of all committees with the exception of the Nominating Committee.

Such committees may consist of but not be limited to the following: Finance, Nominating, Social, Recreational, Property Inspection and the Bylaws Committee. The guidelines under which the committee is to function and funds to be expended are to be approved by the Board of Governors. No action shall be taken by the Committee or individual Committee members without the President's approval and reported to the Board of Governors at the next scheduled meeting of the Board.

## **ARTICLE IX: WATER DEPARTMENT**

Members of the Association who receive water from the Association's Water System must be paid members of the Association in good standing and shall pay Water Charges and Fees as approved by a majority vote of the Board of Governors. Water Department charges, fees and assessments may be, from time to time, increased or decreased upon a majority vote of the Board of Governors. In the event that full payment of members Water Service Account is not made and the delinquency continues thirty (30) days past the payment due date, said delinquent account are subject to termination of service with additional fees. 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 and / or procedure for the collection of outstanding Water Charges or termination of water supply services that have the approval of the governing authority. Water Department Revenues to be expended by the Water Department Administrator for emergencies or planned improvements to the water system shall be taken from money on deposit in the Water Department's Money Market Account created for such purpose and documented for Board review at the next meeting of the Association.

## **ARTICLE X: BYLAWS**

These Bylaws may be amended upon recommendation of the Board of Governors at any Annual Meeting or Special Meeting called for that purpose by a majority vote of the Association members in attendance that are 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 a 51% of property owners, vote to sell the Water Department, and / or dissolve the Association at a meeting called for that purpose, or said covenants and restrictions are declared unenforceable by a court of competent jurisdiction.