

**HOLIDAY POCONO**  
**CIVIC ASSOCIATION, INC.**  
**BY-LAWS**  
**REVISED 2013**

# **Holiday Pocono Civic Association By-Laws Index**

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## **Article I**

### **Name and Address**

- A) The name of this association is HOLIDAY POCONO CIVIC ASSOCIATION, INC.
- B) The official address of the association is P.O. Box 57, ALBRIGHTSVILLE, PA. The zip code is 18210.

## **Article II**

### **Corporate History**

- A)** Holiday Pocono Civic Association, Inc. which is a Pennsylvania Corporation, was originally incorporated on January 10<sup>th</sup>, 1964 under the Pennsylvania Non-Profit Corporate Law of 1933, May 5<sup>th</sup> 1933, PL 289 as amended.
- B)** HOLPOCO Civic Association, Inc., which was a Pennsylvania Corporation, was originally incorporated on April 7<sup>th</sup>, 1967 under Pennsylvania Non-Profit Corporate Law of 1933, PL 289 as amended.
- C)** Holiday Pocono Civic Association, Inc. and HOLPOCO Civic Association, Inc merged in 1974. The merger was approved at a joint meeting of both associations on April 21<sup>st</sup>, 1974. The merger was approved by the Department of State of the Commonwealth of Pennsylvania on September 25<sup>th</sup>, 1974.
- D)** Holiday Pocono Civic Association, Inc. was the surviving corporation of the merger.
- E)** Holiday Pocono Civic Association, Inc. satisfies all the covenants and restrictions contained in the deeds of all property owners of Holiday Pocono Development.

## Article III

### Official Map

- A) The official Map of the area known as **HOLIDAY POCONO DEVELOPMENT** is a composite of the maps as recorded in the Recorder of Deeds Office in the Carbon County Court House and comprise Section A, Section B, Section C, Section D, Hemlock Forest Section and Trail Ridge Section.
- B) A copy of this composite was sent to all known members on December 30<sup>th</sup>, 1975. The original of this composite is on file in the office of Holiday Pocono Civic Association, Inc. Copies of this map are available from the Association, The Fee to be determined at a fair market value.

## Article IV

### Assets of the Association

A) Holiday Pocono Civic Association, Inc owns the following:

- 1) All the roads shown on the OFFICIAL MAP.

Note: The normal Road line extends fifteen feet (15') on both sides from the **center line** of the Road on most roads. There are some exceptions such as Holiday Drive, Trailridge Road, etc. Check with the Association office to be sure.

Cherrywood Lane was vacated by Vote of the Board of Directors on 11/18/88.

Effective August 21,2009, the Board of Directors voted unanimously to rescind the November 18,1988 Vote by the previous Board of Directors to vacate Cherrywood Lane and to amend this as follows: As of August 21, 2009, there are no plans to develop Cherrywood Lane however, Cherrywood Lane may be developed at some point in the future.

- 2) Placid Lake and the surrounding areas.

**Note:** The Association retains a ten-foot (10') right-of-way around the Lake.

The Bathhouse.

The Pavilion.

The Cinder/Storage Shed.

- 3) Holiday Lake and the surrounding areas.

**Note:** The Association retains a ten-foot (10') right-of-way around the Lake.

The Pavilion.

The Outhouses.

- 4) The Club House Building and Lot.

- 5) The Garage Building and Lot.

- 6) The Playground, Pavilion, and Equipment.

- 7) Certain other lots to be shown on the **OFFICIAL MAP** maintained by the Board of Directors in the Club House.
- 8) Certain pieces of equipment, an up-to-date List of this equipment is maintained by the Board Chairman.
- 9) Open spaces project.
- 10) 21A-21-A900A & 21A-21-A900B (Holiday Pocono Office)

## **Article V**

### **Purpose**

- A) The purpose of the Association is to protect the investments of the property owners and their lots by the maintenance and improvement of the **ASSETS (See H.P.C.A. By-Laws Article IV)** of the Association. Additional purposes are to provide social and recreational facilities and activities, and to undertake such other projects that will benefit the members of the Association.



## Article VI

### Membership

A) The owner, or owners, of one or more lots shown on the **OFFICIAL MAP** of the Holiday Pocono Development is, or are, members of the Association.

## Article VII

### Assessments

- A) The annual assessments for each succeeding calendar year shall be at rates established at the General Membership Meeting held in October of each year. In the event the assessments are not changed at a General Membership Meeting prior to January 1<sup>st</sup> of any year, the assessments shall remain as they were in the prior year.
- B) All assessments are due between January 1<sup>st</sup> and the last day of February of each year and are payable in accordance with the following discount and penalty schedule:
- 1) If paid between January 1<sup>st</sup> and January 31<sup>st</sup> a ten percent (10%) discount will be allowed
  - 2) If paid between February 1<sup>st</sup> and the last day of February the assessment shall be paid on a net basis.
  - 3) Any assessment not paid by March 31<sup>st</sup> will make the member delinquent. A delinquent member will **not** be permitted to vote at the General Membership Meeting and will **not** be permitted to act as a Director of the Association. Any assessment not paid by March 31<sup>st</sup> will have a \$50.00 late charge processing fee added to the amount of assessment due **(Effective April 1<sup>st</sup>, 1991)**
  - 4) Any assessments not paid by July 1<sup>st</sup> **(Effective July 1<sup>st</sup>, 1990)** will have a **LIEN** placed against all property under same ownership.
  - 5) Any assessments not paid by March 31<sup>st</sup> (Effective March 31<sup>st</sup>, 1989) will lose their "Additional Lots Under Same Ownership" discount as written in **Article- VII Section- E.**
  - 6) Any assessment not paid by July 1<sup>st</sup> **(Effective July 1<sup>st</sup>, 1990)** will not only be subject to the penalty as stated in **Article- VII Section- B Sub-Sections- 3, 4, 5, & 6**, but will be charged the cost of collecting the unpaid assessment.
- C) Upon recommendation of the Board of Directors and approval by a majority at a General Membership Meeting a special assessment for a specific purpose or project may be enacted. If a special assessment is approved, the method and dates for its collection and use must be clearly specified.

D) Upon recommendation of the Board of Directors and approval by a majority at a General Membership Meeting the annual assessment may be increased or decreased. The Board of Directors shall be compelled to recommend a change in the annual assessment if petitioned to do so by thirty percent (30%) of the non-delinquent members. (Assessments shall be three (3) categories:

- 1) Unimproved Lot
- 2) Lot with a house
- 3) Additional lots under same ownership

(Each legal owner entity (Article XI- Section D) must qualify for Category 1 or 2 herein before qualifying for Category 3)

(Additional lots under same ownership are subject to a twenty percent (20%) discount up to a limit of nine (9) additional lots. Additional lots under same ownership in excess of ten (10) lots will pay full assessment based on Unimproved lot or Lot with home).

## Article VII- Assessments (continued)

- E) **All assessments shall run with the land.** The Board of Directors shall have the right and the responsibility to take legal action against all members who have not paid their assessment by March 31<sup>st</sup> or a special assessment within ninety (90) days of the mailing date of notice of the special assessment. The Board of Directors shall take such legal action as the Board deems appropriate and obtain judgments, liens, etc. and have same recorded at the Carbon County Court House and shall cause property of members who are delinquent to be sold at Sheriff's Sale and shall take any other action necessary to collect assessments. Such actions that are described above shall be taken to protect the rights and interests of members who do comply with the assessment requirements.
- F) Assessment monies may be used for the following purposes:
- 1) The maintenance and improvement of assets of the Association.
  - 2) To defer the cost of operating the Association.
  - 3) For the creation of additional assets that will be beneficial to the members of the Association.
  - 4) To provide social activities, recreational facilities and undertake such other activities that will benefit the members of the Association.
  - 5) **For such other expenditures as are necessary, providing every expenditure is beneficial to all the Association.**
- G) A member (or members) will be assessed for any expense incurred by the Association which benefits only that member and not the Association in general. Example: Opening and closing construction gate.
- H) A member will be assessed for cleanup of debris and to repair damages inflicted to association property by that member, their families and guests.

## Article VIII

### Obligations of Members

- A) Every member shall be required to pay annual and special assessments as provided in **Article VII**.
- B) Every member shall comply with the requirements of these By-Laws and such other **Rules and Regulations** as may be passed by the Board of Directors.
- C) Every member shall at all times conduct themselves so as to be an asset to the community and the Association.
- D) Every member shall be responsible for the acts and conduct of their families and guests.
- E) Every member must notify the Association when they sell their property in the Holiday Pocono Development and give the Association the name and address of the new owner.

## Article IX

### Rights and Privileges of Members

- A) Every member shall be entitled to use the facilities and assets of the Association in common with other members as provided for in the **Covenants and Restrictions** contained in his/hers deed and in accordance with the **RULES AND REGULATIONS ARTICLE X** adopted by the Board of Directors.
- B) Every member shall have the right to enjoy their property and to use it for the purpose for which they originally purchased it providing:
- 1) (Member does) not violate any restrictions imposed by their deed, this Association, Kidder Township, Carbon County, The Commonwealth of Pennsylvania, or the United States Government.
  - 2) Member does not perform **any** unauthorized work on Association property; oiling surface, grading roadways, blocking off Association roadways, relocating existing roads and drainage systems, etc...)
- C) Every member shall have the right to make suggestions to the Board of Directors for betterment of the Association. Such suggestions should be in writing and addressed to the Board of Directors, Holiday Pocono Civic Association, Inc. P.O. Box 57, Albrightsville, PA. 18210

## **Article X**

### **Rules and Regulations**

- A) The Board of Directors shall make Rules and Regulations for good of the Association and the members of the Association.
- B) The Rules and Regulations shall provide for the safety of the public and of the members and shall regulate the use of the assets of the Association.
- C) A current copy of the Rules and Regulations shall be made available without charge to any member on written request to the Association's Secretary or the Administrative Secretary.

## **Article XI**

### **Voting Rights**

- A) All members who are **not** delinquent shall be entitled to one vote at any General Membership Meeting.
1. (Members may vote in person at any General Membership Meeting or by executing a proxy form enclosed with the annual membership meeting notice). Proxy votes cannot be sold for any monetary consideration.



**S A M P L E**

**Proxy For The Annual Membership Meeting**

**Of Holiday Pocono Civic Association**

I/WE CERTIFY that I/We are the owner/s of lot number \_\_\_\_\_ and that all assessments are paid to date and I/We hereby appoint and constitute

- a.) The Chairman of The Board in consultation with Members of The Board
- b.) Name: \_\_\_\_\_

as my proxy with full power of substitution and revocation, to attend and represent at the annual meeting of the [shareholders of the Corporation] to be held on October 13, 2007 and to vote on any question, proposition or resolution or any other matter which may come before the meeting or any adjournment thereof upon which I would be entitled to vote if personally present.

This proxy shall be void if I personally attend the said meeting.

IN WITNESS WHEREOF, I have executed this proxy on the \_\_\_\_\_ day of \_\_\_\_\_, 2012.

\_\_\_\_\_  
Signature of Voting Member

State of \_\_\_\_\_ County of \_\_\_\_\_

Now on this the \_\_\_\_\_ day of \_\_\_\_\_

Before me, the undersigned personally appeared.

\_\_\_\_\_, known to me or satisfactorily proven to be the

person(s) whose name(s) \_\_\_\_\_

Subscribed to the within proxy and acknowledged that \_\_\_\_\_ executed the same for the purposes herein contained.

And witnessed whereof I here unto set my hand and official seal. \_\_\_\_\_  
My commission expires: \_\_\_\_\_

**ALL PROXIES MUST BE SUBMITTED TO THE OFFICE NO LATER THAN 4:00 PM ON THE FRIDAY BEFORE THE GENERAL MEMBERSHIP MEETING TO BE VALID FOR THIS ELECTION.**

## **Article XI- Voting Rights (continued)**

2) Members can execute and deliver the proxy vote in two (2) ways at least twenty-four (24) hours prior to the meeting:

- a) Deliver to the Association Office in person.
- b) Mail notarized proxy to the Association Office.

3) Proxy votes can only name a non-delinquent member by name, or a valid officer of the Association.

**“Example; Chairman, Secretary, Treasurer, etc...”**

4) Proxies not meeting all of the above shall be declared invalid for any membership business.

B) Where a lot, or lots, is owned jointly by husband and wife, or by a partnership, or by a corporation, such ownership is entitled to one (1) vote (at all General Membership Meetings).

C) Joint ventures, syndicates, joint tenancy, tenancy in common are, for purposes of this section of the **By-Laws**, to be considered informal partnerships.

D) Each **legal owner entity** is entitled to one (1) membership vote in accordance with “A” herein.

## **Article XII**

### **Leasing Rights**

- (A) Any member in good standing, who wants to lease their property, agrees not to lease their premises except to persons first approved for membership in Holiday Pocono Civic Assn.
- (B) The residential tenant must be registered with Holiday Pocono by the member or his/ her representative (with written confirmation of said representation provided to Holiday Pocono Civic Association) and the terms of the lease must be for a duration of not less than twelve (12) months and a copy of the lease is to be supplied to Holiday Pocono prior to the tenant's move-in date.
- (C) Unregistered tenants will subject the member to penalties and possible criminal trespassing charges to the tenant.
- (D) The member shall provide his tenant with copies of the By-laws and Rules and Regulations prior to the tenant moving in. The tenant must comply with the same By-Laws and Rules and Regulations as the member.
- (E) The member is responsible for the residential tenant receiving the tenant badges for the use of amenities. Tenants may not use the amenities without the proper badges.
- (F) The tenant badges are valid for one year and must be renewed. Member's badges may not be used by the tenant. If the tenant uses the member's badges, the member's amenity badges shall be revoked and the member will be fined.
- (G) The member who leases his/her property accepts responsibility and liability for the action and conduct of his/her residential tenant.
- (H) No member has the right to sell amenity badges or the use of our amenities.
- (I) The Association reserves the right to revoke the residential tenant's badges and revoke the member's leasing privileges if the tenant violates the terms of the lease, Deed Covenants, By-laws and Rules and/or Regulations.
- (J) Tenants are not permitted to sub-lease the premises.

## **Article XIII**

### **Termination of Membership**

- A) When a property is sold by a member, their membership shall terminate on the date that the new owner of the property records the Deed in the Carbon County Court House.
- B) The sale of property does not relieve a member of (delinquencies) in assessments unless the new owner of the property pays these (delinquencies)
- C) The death of a member transfers the membership to the estate of the deceased or to whomever inherits the property that originally created the membership.

## Article XIV

### Board of Directors

- A) The Board of Directors shall consist of nine (9) members who are **not** delinquent in the payment of their assessments.
- B) Three (3) Directors shall be elected at each Annual General Membership Meeting and shall serve for three (3) years.
- C) The Board of Directors shall meet the third (3<sup>rd</sup>) Friday of each month; in the event the third (3<sup>rd</sup>) Friday is a holiday, the meeting shall be held on the fourth (4<sup>th</sup>) Friday. Six (6) members of the Board shall constitute a quorum. A majority of the Directors present at a meeting, provided a quorum is present, can make binding rules and decisions for the Association.
- D) At the writing of these revised By-Laws, there are nine (9), Directors. The schedule for elections of Directors for (1984) and subsequent years shall be as follows:
- 1) At each subsequent Annual General Membership Meeting, beginning October 1985, three (3) Directors shall be elected for a three (3) year term.
- E) Immediately after the Annual General Membership Meeting, a Special Meeting of the Board of Directors shall be held for the purpose of electing officers and to conduct such other business as the Board deems essential. The following Officers shall be elected and their duties are as follows:

## **Article XIV- Board of Directors (continued)**

- 1) **The Chairman of the Board-** shall preside at all meetings of the Board and all meetings of the General Membership; shall appoint all Committee Chairman; shall appoint Directors subject to the Board's approval when vacancies exist in accordance with **Article XVII-J**; shall be a member of every Committee; and shall perform other duties normally performed by this office. May appoint another person to conduct a specific meeting if approved by the balance of the Board.
  
- 2) **The Vice Chairman-** shall perform all of the duties of the Chairman of the Board in his/her absence; shall succeed the Chairman of the Board in the event there is a vacancy in this position; and shall perform such other duties as are assigned by the Chairman of the Board.
  
- 3) **The Secretary-** shall keep minutes at all meetings of the Board of Directors and at General Membership Meetings; shall keep an accurate record of the valuable papers of the Association, recording the location of and a brief summary of these papers in his/her minutes book; shall preside at meetings of the Board of Directors and the General Membership Meeting in the event both the Chairman and Vice Chairman are absent; and shall perform such other duties as are generally assigned to the Secretary.
  
- 4) **The Treasurer-** shall be responsible for all of the funds of the Association from the time they are deposited into the Association's Accounts; pay all proper expenses of the Association after such expenses are approved by the Financial Secretary and the Board of Directors within ten (10) days of the Board of Director's monthly meeting; maintain proper records and report the cash position of the Association at each monthly meeting of the Board of Directors and the Annual General Membership Meeting; and perform such other duties as are normally assigned to the Treasurer. **The Treasurer shall have the right to pay invoices without waiting for approval at the next monthly meeting for certain obligations of the Association such as utilities, contractual obligations, invoices with discount, and such other invoices as directed by the Board of Directors.** All such invoices shall be reported on at the next monthly meeting of the Board.

## **Article XIV- Board of Directors (continued)**

- 5) **The Financial Secretary**- shall check and approve all invoices before they are presented to the Board of Directors for approval and payment; shall be responsible for the safe-keeping of all corporate documents and seal; shall prepare or have prepared a balance sheet showing the financial condition of the Association and report on the balance sheet at the Annual General Membership Meeting; shall be responsible for the compliance of the Association with all rules and regulations of the Internal Revenue Service; shall investigate all proposed expenditures of the Association to determine if they are in the best interest of the Association and are being undertaken in the most economical way; and shall perform other functions normally assigned to the comptroller.
- F) All of the officers listed above shall serve without compensation for their functions as officers.
- G) Any director who fails to attend two (2) regular scheduled monthly meetings in a year without prior notification to the Chairman of the Board, shall be automatically removed from office. A replacement director must be appointed by the Chairman of the Board at the next regular scheduled Board Meeting. The person appointed to replace such a director shall serve the unexpired term of the removed director. **(Amended 10/8/94)**
- H) Any director who becomes delinquent in the payment of assessments shall automatically be removed from office and a replacement must be appointed by the Chairman of the Board and approved by the Board at the meeting at which the Administrative Secretary reports the delinquency.
- I) In the event a director resigns, retires, or for some other reason there is a vacancy in the position of director, the Chairman of the Board shall appoint a replacement at the next regular meeting of the Board.
- J) Replacement directors shall be (nominated) by the Chairman of the Board (and submitted to the Board for approval).

Approval is valid even if the replacement period follows the serving of two (2) elected consecutive terms.

## **Article XIV – Board of Directors (continued)**

- K) The Board of Directors has the authority to conduct all of the business of the Association including every function that can be legally undertaken by any individual or corporation. The Board, however, cannot make expenditures more than fifteen percent (15%) in excess of the amount established in the annual budget unless such excess spending is approved by six (6) member of the Board. This control on expenditures shall be on an item by item basis and each item of the budget must be treated individually.
- 1) The Board may approve short-term borrowing to permit completion of budgeted items.
  - 2) The Board must submit specifications and advertise for bids for any tangible single item (not services) purchased in excess of thirty-five-hundred dollars (\$3,500.00). Bids must be kept with association records for future reference. (Amended 1984 and again in 1989)
  - 3) The Board may sell or lease assets of the Association, providing they do not conflict with legal limitations in original acquisition of said asset, (after approval of the General Membership).
  - 4) The Board may vacate unnecessary roadways and offer land area for sale and/or lease to highest bidder acceptable to the membership.
  - 5) The Board may apply to Carbon County for consolidation of contiguous lots owned by the Association for playgrounds and open space projects, if such is in the Associations best interest.
- L) Special meetings of the Board of Directors may be called by the Chairman, or any other officer when requested by a total of three (3) Directors. When a special meeting is called, all Directors must be notified at least twenty-four hours (24) in advance as to the time, place, and purpose of the special meeting by any acceptable means of communication.
- A special meeting cannot make binding decisions unless at least six (6) members of the Board are present and at least five (5) votes in favor of the proposal.



## **Article XIV- Board of Directors (continued)**

M) If all the Directors consent in writing to any action to be taken by the Board of Directors, such action shall be by the Board of Directors as though it had been taken at a Board meeting; provided; however, that the action so taken has thereafter been filed with the secretary of the Association.

N) The Board of Directors, individually and collectively, shall not be personally liable for the debts, liabilities, or obligations of the Association. The Board of Directors, individually or collectively, shall be held harmless for any actions taken on behalf of the Association.

(The Association shall intervene on behalf of officers and/or Directors, including all cost of defense and payment of damages, if any; unless said officer and/or Director is convicted of exceeding his/her authority under these By-Laws, or is found guilty of an act punishable by criminal law.)

O) A Director can be removed from office for conduct detrimental to the Association if seven (7) members of the Board vote in favor of his/her removal. Any Director so removed shall be notified of the Board's action by the secretary.

(Any Director so removed shall have the right to call a Special General Membership Meeting at his/her expense, to present his/her position to the general membership for final determination). If the general membership reverses the action of the Board of Directors, all expenses incurred including the appealing director's Legal fees, shall be borne by the Association.

P) Beginning with the (October 1990) elections, any elected Director may only serve a maximum of two (2) consecutive terms of office or six (6) years. However, if there are insufficient candidates for any given election, a Director who previously served two (2) consecutive terms may choose to run again.

## Article XV

### Employees

A) The Board of Directors may hire employees to perform certain functions which are necessary to the operation of the Association. These employees may be paid on a fee or commission basis. Such employees can be considered as independent agents. The Association shall protect these employees with necessary insurance and shall accept liability for their actions.

Employees of the Association may be members of the Association and may be directors of the Association; however, being a member is not a prerequisite for employment. No Member of the Association can be hired unless they are a member in good standing as prescribed in Article VII- 4 – Assessments.

B) Employees shall include an Administrative Assistant.

**The Administrative Assistant** shall report to the HPCA Chairman of the Board. The following is a list of duties to be performed by said employee: act as assessment/collecting agent in all matters relating to records, billings, receipt, actions of collection which include contact and utilization of a collection service; handling of phone calls from Real Estate Agents, Lawyers, Association Members, Town Officers, and others; create reports utilizing personal computer word processing and other software for the Chairman, Financial Secretary, Treasurer, and others as directed by the Chairman; picking up and distribution of mail to Board members where required, filing and care of Official Association Records; act as Recording Secretary at all Board of Director meetings and prepare and distribute Minutes from these meetings; work with various official Board Committees coordinating appointments with members, contractors, inspectors or others to the benefit of the Association; handle the verification, distribution and records for the Security Access Cards; schedule truck/construction gate openings and handle the billing for same; any other related duties as assigned by the Chairman of the Board of Directors.

This employee will be paid an hourly rate to be approved by the Board of Directors and work those hours as approved by the Board of Directors. This employee will be provided a working area in the Association Office and will be provided supplies as needed.

## Article XVI

### General Membership Meetings

A) The Annual General Membership Meeting shall be held (effective October 14<sup>th</sup>, 1989) on the second (2<sup>nd</sup>) Saturday in October of each year. The meeting shall be held at (1:00 P.M.) At such meetings, the members shall elect directors in accordance with Article XVIII; be given reports as outlined in other sections of these By-Laws; and transact business as (designated in the meeting notice).

B) A written notice shall be mailed to every member (at least twenty-one (21) days prior to any regular and/or special General Membership Meeting). This notice shall state the time, date, location of the meeting, notice and the nature of (all) business to be transacted.

C) At the General Membership Meeting, only members who are not delinquent may vote. All members must present their membership cards for the current year to obtain a ballot.

(The Secretary shall report to the General Membership Meeting, prior to elections, the total number of ballots issued to members present and a total number of proxy ballots issued for business to be conducted.)

D) A special General Membership Meeting may be called by the Board of Directors providing twenty-one (21) days written notice stating the time, place, and date of the meeting and stating the purpose of the special meeting is sent to all members.

E) Special General Membership Meetings may be requested by the members if ten (10) percent of the non-delinquent members request the meeting by signed petition addressed to the Board of Directors.

F) In order for a General Membership Meeting to be official, at least twenty-five (25) non-delinquent members and five (5) members of the Board of Directors must be present (either in person and/or by valid proxy ballots). If this quorum is not present, no business shall be transacted and the meeting shall be rescheduled **fourteen** (14) days later.

## Article XVII

### Committees

- A) The Chairman of the Board shall appoint a member of the Board of Directors to be chairman of each committee.
- B) The committee chairman shall select two (2) or more non-delinquent members to assist him/her in the work of the committee.
- C) Committees shall generally include, but not be limited to, the following:
1. **Nominating Committee** which shall nominate members, who are not delinquent, and who are willing to serve, to be elected as directors at the Annual General Membership Meeting. **The list of nominees shall be given to the Secretary at least **thirty** (30) days in advance of the General Membership Meeting. The nominating committee must have consent of the members before his/her name may be placed on the ballot.**
  2. **Budget Committee** which shall prepare a budget of anticipated revenues and expenditures in detail for the following calendar year. This budget **(must)** be presented to the Board of Directors for approval at the **December** monthly meeting. Copies of the approved budget shall be made available to members on request, and an abridged, or summary form should be included for all members with the next general mailing to the membership. This budget shall be binding on the Board of Directors' expenditures as provided for in **ARTICLE XIV- K**. When adjustments to the budget are necessary because unforeseen events cause an unexpected expenditure, it shall be the responsibility of the Budget Committee to make these adjustments and submit them to the Board of Directors for approval. The **Treasurer** and **Financial Secretary** must be members of this committee.
  3. **Security Committee** which shall be responsible for policing the community; hiring outside guard service; hiring lifeguards for the lakes; recommending adoption of new rules or changing existing rules for the good of the community; and enforcing all **RULES AND REGULATIONS** of the Association.

## **Article XVII- Committees (continued)**

4. **Auditing Committee** which shall make or cause to be made and audit of all the books and records of the Association pertaining to finances; take a physical inventory of the assets of the Association including those assets listed under **ARTICLE IV** plus all other assets such as trucks, tractors, tools, etc., plus all supplies, etc. The audit shall be made in January of each year and shall be based on actual conditions as they existed on December 31<sup>st</sup> of the previous year. The Auditing Committee shall submit a written report to the Board of Directors at the **February** meeting and this report shall be printed and sent to the (General Membership). The **Financial Secretary** must be a member of this committee.
  
5. **Road and Equipment Committee** shall determine which roads will be worked on each year. This committee shall determine where road drainage work is necessary. This committee shall recommend the sequence and extent of the work to be performed. This committee shall (recommend maintenance programs for) all Vehicles. Tools, and Equipment.
  
6. **Buildings and Grounds Committee** (shall make recommendations) for maintenance and improvements of Lakes and surrounding areas, the Playgrounds, the lots at the Clubhouse and Garage. The committee is charged with the responsibility of increasing the beauty of the Development through landscaping and gardening. This committee shall (recommend maintenance programs for) all storage areas and buildings owned by the Association.
  
7. **Election Committee** the Secretary, with the assistance of the Nominating Committee, shall verify the eligibility of each member entering the voting chamber. Only paid-up members and proxy certificates of members in good standing will be permitted (into) the General membership Meeting. Only **one** (1) ballot shall be given to an ownership as defined in **Article XI Section- B**. The person receiving the ballot shall sign for it. The number of eligible ballots shall be announced to the General Membership.

## Article XVIII

### Election of Directors

- A) The Directors of Holiday Pocono Civic Association, Inc. shall be elected at the Annual General Membership Meeting held in **(October)** of each year.
- B) In addition to the nominees slated by the Nominating Committee, other nominees may be named by any non-delinquent members from the floor at the Annual General Membership Meeting and his/her name added to the ballot, if such nominee is non-delinquent, is present at the meeting, and states that he/she is willing to serve.
- C) Elections shall be by means of a written ballot and only those members who are not delinquent may vote. The Chairman of the Board shall appoint **three (3)** members to supervise the election and to count the votes.

## Article XIX

### Amending the By-Laws

- A) Changes in the By-Laws must be approved by a majority of the non-delinquent members at the General Membership Meeting. The members must be advised of the nature of the changes to be made at least **twenty-one** (21) days prior to the meeting. Before the changes in the By-Laws can be submitted to the members, they must be submitted to the Board of Directors for review and recommendations.
  
- B) The Board of Directors shall be compelled to submit a proposed change in the By-Laws to the General Membership for a vote if petitioned to do so by **ten** (10%) percent of the non-delinquent members.

## Article XX

### Parliamentary Procedures

- A) All meetings of the Board and the General Membership shall be conducted in accordance with **Roberts Rules of Order**.
- B) The Board of Directors is (**Effective January 18<sup>th</sup>, 1991**) to conduct voting as follows:
- 1) Monthly Board of Directors meetings, on all **issues** requiring a vote, will be by “ROLL CALL VOTE”. The Roll Call Vote will be handled by the Recording Secretary or the Association Secretary. The results of these votes by issue will be included in the Minutes of the meeting.
  - 2) Annual General Membership Meetings, on all **issues** requiring a vote by the General Membership, will be “SHOW OF HANDS” for the **(FOR)** and **(AGAINST)**. The exception to the Show of Hands Vote is the Election of Board Members which is conducted by **BALLOT VOTE**. **The results of these votes by issue will be included in the Minutes of the meeting and published in the next issue if the Association Newsletter.**



## **Article XXI**

### **Order of Business**

A) The order of business at meetings of the Board of Directors:

- 1) Chairman calls meeting to order.
- 2) Roll Call or Quorum count.
- 3) Minutes of Previous Meeting
- 4) Reports of:
  - Treasurer
  - Financial Secretary
  - Chairman
- 5) Correspondence
- 6) Reports of Committee Chairman
- 7) Unfinished (Old) Business
- 8) New Business
- 9) Adjournment

## Article XXII

### Trading Lots

A) The Board of Directors may consider trading a lot owned by the Association for a lot owned by a **non-delinquent** member under the following conditions:

- 1) Only property in Hemlock Forest Section, Block “I”, “V”, or “U” will be considered.
- 2) Any property and/or lot acquired by the Association must serve and/or benefit the Association as a whole considering such factors as:
  - a) Said property may border on a lake and/or other property already owned by the Association.
  - b) Said property should not interfere and/or impede ingress or egress on existing Association roads.
  - c) Association member’s property adjoining Association property, so that member cannot utilize because of problems with percolation, survey, distances, etc.
- 3) A list of properties owned by the Association that are available for trading, at the discretion of the Board, will be kept and maintained by the Association’s Secretary, along with the Deed restrictions for those properties.

B) Cost related to trading lots:

- 1) The Association will split the cost of Deed preparation.
- 2) The Association members will be responsible for:
  - a. Survey, if necessary.
  - b. Percolation test.
  - c. Real Estate transfer taxes.
  - d. Any other cost related to the trading of properties.

C) Any member proposing a trade and/or transfer of properties must submit said proposal in writing to the Board of Directors, at least fourteen (14) days prior to the next scheduled meeting of the Board of Directors, to be considered by the Board at said meeting.

## Article XXIII

### Contingency/Emergency Fund

A) The Board of Directors is to establish and maintain a Contingency/ Emergency Fund to be used only as follows:

- 1) In the case of a disaster to the Association's **Assets**.
- 2) To replace any major piece of Equipment.

B) Maintenance of the Contingency/Emergency Fund:

- 1) All monies assigned to this fund and not spent will be a carry-over in the Budget from Year-to-Year.
- 2) The Contingency/Emergency Fund will be maintained in an account separate for all other existing Association accounts and will be reported on separately at both Monthly Board of Directors Meetings and the Annual General Membership Meeting
- 3) The Board of Directors shall add to this fund, from the Assessments collected, a minimum of \$5,000.00 dollars per year beginning with the Budget of (**January 1<sup>st</sup>, 1992**). The addition to this Fund must be transferred into the account no later that July 1<sup>st</sup> of each year.
- 4) The Board of Directors can sell off Lots Owned by the Association as long as a minimum of Fifty (50) lots are maintained for the Association's Open Space Project.
- 5) The Board of Directors can accept lots as payment of Assessments owed.
- 6) Lots accepted for Assessments owed are for maintenance of this Fund. If sold, all proceeds must be placed into this fund.

C) Approval for the spending of Contingency/Emergency Funds:

- 1) Approval must be from eight (8) of the nine (9) member Board.
- 2) Approval must be a **Roll Call Vote**.
- 3) The Vote, approved or disapproved, must be published in the Board Meeting Minutes and the next issue of the Holiday Pocono Civic Association, Inc. Newsletter.