

BY-LAWS OF THE LAKERIDGE WEST COMMUNITY ASSOCIATION

**ARTICLE I  
DEFINITIONS**

**Section 1.** "Association" shall mean and refer to the Lakeridge West Community Association, a non profit corporation organized and existing under the laws of the State of New Jersey.

**Section 2.** "The Properties" shall mean and refer to those lands described in Exhibit A attached to and forming part of a certain Declaration of Covenants, Restrictions, Easements, Charges and Liens, made by Levitt and Sons, Incorporated, on March 30, 1966 and recorded in the Office of the Clerk of Middlesex County in Book 2544 at page 636 of Deeds, hereinafter referred to as the "The Declaration".

**Section 3.** "Common Areas" shall mean and refer to those areas of land described in Exhibit B attached to and forming part of The Declaration including any facilities erected thereon.

**ARTICLE II  
LOCATION**

**Section 1.** The principal office of the Association shall be designated by the Board of Trustees from time to time.

**ARTICLE III  
MEMBERSHIP**

**Section 1.** Membership in the Association shall be governed by Article III, Section 1 of The Declaration, pursuant to which all rights of membership are now and hereafter vested in the owners of The Properties and their families, the Class B membership having been extinguished pursuant to the Declaration.

**Section 2.** The rights of membership are subject to the payment of annual and special assessments levied by the Association, the obligation of which assessments, is imposed against each owner of land and becomes a lien upon the property against which such assessment is made as provided by Article V of the aforesaid Declaration to which the Properties are subject.

**Section 3.** The membership rights of any person whose interest in The Properties is subject to assessment as herein provided, may be suspended by action of the Trustees during the period when such assessment remains unpaid; but, upon payment of such assessment, his rights and privileges shall be automatically restored. If the Trustees have adopted and published rules and regulations governing the use of the Common Areas, and the personal conduct of any person thereon, as provided in Article IX, Section 1 of these By-Laws, they may, in their discretion, suspend the rights of any such person for violation of such rules and regulations for a period not to exceed thirty (30) days.

#### **ARTICLE IV VOTING RIGHTS**

**Section 1.** Voting rights shall be provided in Article III, Section 2 of The Declaration, pursuant to which all voting rights are now and hereafter vested in the owners of The Properties in accord with The Declaration.

#### **ARTICLE V PROPERTY RIGHTS AND RIGHTS OF ENJOYMENT OF COMMON AREAS**

**Section 1.** Each member shall be entitled to the use and enjoyment of the Common Areas as provided by Article IV of The Declaration.

**Section 2.** Membership shall be on a family basis and members shall be deemed to include husband, wife and the children of either of them residing in their home. The Board of Trustees may establish guest fees for others, including other residents in members' homes. Any member may delegate his rights of enjoyment in the Common Areas to any of his tenants who reside upon the properties under a leasehold interest for a term of one (1) year or more. Such member shall notify the Secretary in writing of the name of any such person. The rights and privileges of such person are subject to suspension under Article III, Section 3 hereof, to the same extent as those of the member.

#### **ARTICLE VI ASSOCIATION PURPOSES AND POWERS**

**Section 1.** The Association has been organized for the purposes set forth in Article II of its Certificate of Incorporation.

**Section 2.** The Association may be dissolved only in accordance with Article VI of its Certificate of Incorporation.

**Section 3.** The Association shall have power to mortgage its properties only as and to the extent authorized under The Declaration.

**Section 4.** The Association shall have power to dispose of its real property only as authorized by The Declaration.

**ARTICLE VII  
BOARD OF TRUSTEES**

**Section 1.** The business and conduct of the Association shall be regulated by a Board of Trustees composed of nine (9) members of the Association, all of whom shall be in good standing and who shall hold office until their successors are elected and qualify.

**Section 2.** The Trustees shall be elected for terms of three (3) years.

**Section 3.**

- a. Vacancies in the Board of Trustees may be filled by a majority vote of the remaining Board members, if they deem it to be in the Associations's best interest to do so.
- b. An appointed Trustee shall serve from the date of his appointment until the conclusion of the next annual meeting.
- c. The unexpired portion of the term of a resigned Trustee shall be filled at the next annual meeting by the use of a separate ballot.

**ARTICLE VIII  
ELECTION OF TRUSTEES: NOMINATION**

**Section 1.** Election to the Board of Trustee shall be by written ballot as hereinafter provided. At such election, the members or their proxies may cast in respect of each vacancy as many votes as they are entitled to exercise under the provisions of The Declaration applicable to The Properties. The persons receiving the largest number of votes shall be elected.

**Section 2.**

- a. As provided for by Article XIII, Section 3 hereof, the Secretary of the Association shall give notice to the members of the number of vacancies to be filled in the office of Trustee at the annual meeting and the duration of the term to be filled.
- b. If at the time of the annual meeting, there is to be an election to fill an unexpired portion of the term of a Trustee, that fact shall be separately stated in the notice.

**Section 3.**

- a. On or before the 15th day of November of each year, the President, with the approval of the Board of Trustees, shall appoint a nominating committee which shall have three (3) members, one (1) whom shall be a Trustee, and two (2) of whom shall be members at-large in good standing. The President shall appoint a chairman of the committee.
- b. The nominating committee shall, on or before November 30th of each year, secure not more than three (3) nominees for each seat to be filled at the Board. A member of the committee may be nominated.
- c. The nominating committee shall be entitled to receive all assistance required from the officers of the Board to discharge its function including the printing and distribution of any of its announcements.
- d. The committee shall deliver to the Secretary of The Association the names of its nominees, which the Secretary shall forward to the Community with the announcement of the annual meeting as set forth in Article XIII of these By-laws.
- e. Any member of The Association wishing to run for Trustee and who is not nominated by the nominating committee, may seek the office of Trustee by filing with the Secretary of The association a petition signed by seven (7) members of The Association who state that the petitioner is their candidate for the office of Trustee.
- f. All persons who accept the nomination to the office of Trustee must indicate that they will accept the office if elected by the membership.

- g. At the annual meeting, no nominations shall be accepted from the floor. The general ballot to fill vacancies on the Board shall precede a separate ballot (if any) necessary to fill the unexpired portion of the term of a trustee(s). The name of every nominee on the general ballot who is not elected on said ballot, shall automatically be placed on a separate ballot. (if any).

**Section 4.** Each member entitled to vote shall receive as many ballots as he has votes. Notwithstanding the fact that a member may be entitled to several votes, he shall exercise on any one (1) ballot only one (1) vote for each vacancy shown thereon.

**ARTICLE IX  
POWER AND DUTIES OF THE BOARD OF TRUSTEE**

**Section 1.** The Board of Trustees shall have power:

- a. To appoint and remove all officers, agents and employees of The Association, prescribe their duties, fix their compensation, and require of them such security or fidelity bonds as it may deem expedient.
- b. To establish, levy and assess, and collect the assessments or charges referred to in Article III, Section 2 of these By-laws.
- c. To adopt and publish rules and regulations as to the use of the Common Areas by the members and their guests, and governing the personal conduct of the members and guests thereon.
- d. To exercise for The Association all powers, duties and authority vested in or delegated to this Association, except those reserved to the members by The Declaration.
- e. As provided for in Article X of the Certificate of Incorporation, no member or resident relative of member of the Association may be employed by The Association in a managerial capacity.

**Section 2.** It shall be the duty of the Board of Trustees:

- a. To cause to be kept a complete record of all its acts and corporate affairs and to present a statement thereof to the members at the annual meeting of the members or at any special meeting when such is requested in writing by one-third (1/3) of the voting membership, as provided in Article XIII, Section 2 of these By-laws.
- b. To supervise all officers, agents and employees of this Association, and to see that their duties are properly performed.
- c. As more fully provided in Article V of The Declaration applicable to The Properties:
  - (1) To fix the amount of the assessment against each Lot for each assessment period.
  - (2) To prepare a roster of their properties and assessments applicable thereto which shall be available for inspection by any member.
  - (3) To send written notice of each assessment to every owner subject thereto.
  - (4) To issue, or cause an appropriate officer to issue, upon demand of any person, a certificate setting forth whether any assessment has been paid. Such assessment shall be conclusive evidence of any assessment therein stated to have been paid.
- d. To fix a fiscal year and change same from time to time.
- e. To fix the time for the first meeting of the Board after the annual meeting.

**ARTICLE X  
TRUSTEES' MEETING**

**Section 1.** The annual meeting of their Board of Trustees of the Association shall be held at its first meeting after the annual membership meeting.

**Section 2.** At the annual meeting of the Board, it shall fix a day in each month for its regular monthly meeting. The date may be changed from time to time but there shall be a regular meeting held each month.

**Section 3.** Any meeting of the Board of Trustees other than its annual meeting, or its regular stated meeting, shall be a special meeting of the Board.

**Section 4.** A special meeting may be called by any member of the Board on two (2) days notice, the day of the meeting itself being excluded, by notifying every member of the Board in person or in writing of the meeting.

**Section 5.** The transaction of any business at the meeting of the Board of Trustees, however called and noticed, or wherever held, shall be as valid as though made at a meeting held after regular call and notice if a quorum is present and if either before or after the meeting, each of the Trustees not present at such meeting signs a written waiver of notice, or a consent to the holding of such meeting, or an approval of the minutes thereof. All such waiver, consents, or approvals shall be filed with the corporate records and made part of the minutes of the meeting.

**Section 6.** Whenever Trustees are required or permitted to take any action by vote, such action may be without a meeting on written consent, setting forth the action so taken, signed by all of the Trustees. Written consent thus given by all of the Trustees shall have the same effect as a unanimous vote of the Trustees.

**Section 7.** Any Trustee who shall miss three (3) consecutive regular and or special meetings of the Board of Trustees or shall miss five (5) regular and or special meetings in a calendar year, shall be deemed to have resigned from the Board, and said seat shall be vacated. Prior to the third consecutive meeting or prior to the fifth meeting, whichever shall apply, the Secretary shall notify the member that another absence shall be deemed his resignation.

**Section 8.** At any meeting of the Board of Trustees, a quorum shall be composed of the majority of its members.

#### **ARTICLE XI OFFICERS**

**Section 1.** The officers shall be: President, Vice President, Corresponding, Recording Secretary and Treasurer, and also, if and when they may be appointed by the Board of Trustees, additional Vice Presidents, an Assistant Secretary and an Assistant Treasurer. One person may hold two offices, except the offices of President and Secretary.

**Section 2.** The officers shall be appointed by the Board of Trustees. All officers shall be Trustees of The Association.

**Section 3.** Each officer shall hold office for a period of one (1) year or until a successor is appointed, provided: that nothing contained in this Section or the preceding Section shall cause an office to be vacated by the failure of an officer to run for re-election as a Trustee, or having run for re-election, fail in that attempt; provided further: that an office shall be deemed vacant at the end of the first meeting of the Board of Trustees held after the annual meeting, whether or not a successor in office is appointed, except that any officer appointed to fill a vacancy occurring during the pendency of a terms shall hold office only for the unexpired portion of such term. Any officer may be removed by the Board of Trustees for cause.

**Section 4.** The President shall preside at all meetings of the Board of Trustees and shall see that orders and resolutions of the Board are carried out.

**Section 5.** The Vice President shall perform the duties of the President in his absence.

**Section 6.** The Secretary shall be ex officio the Secretary of the Board of Trustees. He shall sign all certificates of membership. He shall keep the names of all the members of the Association, together with their addresses, as registered by such members. He shall assume the responsibility of all Association correspondence as directed by the Board. He is the assigned agent for the Certificate of Incorporation.

**Section 6 (A).** The Assistant Secretary shall record all minutes at annual meetings, regular monthly meetings and any special meetings of the Association. He shall keep the records of the Association.

**Section 7.** The Treasurer shall receive and deposit in appropriate bank accounts all monies of the Association and shall disburse such funds as directed by resolution of the Board of Trustees.

**Section 8.** The Treasurer shall keep proper books of account and cause an annual audit of the Association's books to be made by a committee of three (3) auditors, each of whom may be members of the Association but not members of the Board of Trustees at the completion of each fiscal year. The auditors so designated shall prepare a statement as to the condition of the fiscal affairs to be presented at the annual meeting.



**Section 9.** The Treasurer shall annually prepare an income and expense statement, and a balance sheet setting forth the assets and liabilities of the Association, which forms shall be approved by the auditors. The report shall be made available to the membership at the annual meeting.

**Section 10.** The Board of Trustees may authorize any officer or officers or agent or agents of the Association to enter into any contract or execute and deliver any instrument in the name of and on behalf of the Association, and such authority may be general or confirmed to specific instances and, unless so authorized by the Board of Trustees, no officer, agent, or employee shall have any power or authority to bind the Association by any contract or engagement or to pledge its credit or to render it liable pecuniarily for any purpose or to any amount.

## **ARTICLE XII COMMITTEES**

**Section 1.** The Board of Trustees may, from time to time, appoint such committees as it deems desirable to advise the Board and to perform such other functions as the Board, in its discretion, determines.

## **ARTICLE XIII MEETING OF MEMBERS**

**Section 1.** The annual meeting of the members shall be held at least once every calendar year, at a time and place designated by the Board of Trustees. The annual meeting shall be held not later than the first week in February of each year.

**Section 2.** Special meetings of the members for any purpose may be called at any time by the President, or by any three (3) or more Trustees, or upon written request of the members who have a right to vote at least one-third (1/3) of all the votes of the entire membership.

**Section 3.** Written notice of any meeting shall be given by the Secretary to all persons, who have been members of the Association (as defined in The Declaration) for at least five (5) days as of the date on which such notice is given, and whose membership is then in effect. Notice may be given to the member either personally or by depositing a copy of the notice in the United States Mail Box or Post Office, postage thereon fully paid, addressed to such member's address as it shall appear on the records of the Association. Notice of any meeting shall be given or mailed at least seven (7) but not more than fifteen (15) days in advance of the meeting and shall set forth in general the nature of the business to be transacted, provided, however: that if the business of any meeting shall involve an election governed by Article VIII of these By-laws, the notice specified herein shall be given or mailed at least twenty (20) but not more than thirty (30) days in advance of the meeting, and provided further: that if the business of any such meeting, shall involve any action governed by the Certificate of Incorporation, or by The Declaration, notice of such meeting shall be given as therein provided.

**Section 4.** The presence at the meeting of members entitled to cast, or of proxies entitled to cast, one-tenth (1/10) of the votes of the membership, shall constitute a quorum for any action governed by these By-laws. Any action governed by the Certificate of Incorporation or by The Declaration shall require a quorum as therein provided.

#### **ARTICLE XIV PROXIES**

**Section 1.** At all corporate meetings of members, each member may vote in person or by proxy.

**Section 2.** All proxies shall be in writing and must be filed with the Secretary of the Association not later than twenty-four (24) hours prior to the time of the meeting for which they are to be used. No proxy shall extend beyond the date of the meeting for which it is given, unless such meeting is adjourned to a subsequent date, but any proxy shall automatically cease upon sale by the member of his home or other interest in The Properties.

#### **ARTICLE XV AMENDMENTS**

**Section 1.** These By-laws may be amended by the Board of Trustees, provided, that no amendment shall conflict with the Certificate of Incorporation of The Declaration.

**Section 2.** A proposed amendment to the By-laws may be introduced only at the annual meeting of the Board, or at a regular monthly meeting.

**Section 3.** The proposed amendment shall be laid on the table, and shall become the first order of business, after the reading of minutes, at the next regular meeting of the Board.

**Section 4.** A proposed amendment to the By-laws may not be amended.

**Section 5.** A vote of a majority of all members of the Board shall be required to adopt an amendment to the By-laws.

**Section 6.** Any amendment to the By-laws shall become effective at the close of the meeting wherein it is adopted, unless a later date is set forth in the amendment itself.

#### **ARTICLE XVI CONSTRUCTION**

**Section 1.** In the case of any conflict between the Certificate of Incorporation and these By-laws, the Certificate shall control; and in case of any conflict between The Declaration and these By-laws, The Declaration shall control.

**Section 2.** Roberts Rules of Order Revised shall govern all deliberations of the Association and its Board of Trustees, except as otherwise provided in these By-laws, in the Certificate of Incorporation or in The Declaration.