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11-002.20-038 thru 048
11-002.20-001 thru 308
11-002.30-002 thru 054
11-002.40-001 thru 120
11-002.40-122 thru 154
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11-002.40-161 thru 364
11-002.40-374
11-002.40-377 and 378
11-003.10-001 thru 137
11-003.30-001 thru 042
11-003.30-050
11-006.20-003 thru 024
11-006.29-413

Property Address: Brookside Park
Newark, Delaware 19713

REVISED BY-LAWS OF THE BROOKSIDE COMMUNITY, INC.

THE BROOKSIDE COMMUNITY, INC., a corporation organized and existing under and by virtue of the General Corporation Law of the State of Delaware, having no capital stock,

DOES HEREBY CERTIFY:

FIRST: That at a meeting of the Executive Board and governing body of The Brookside Community, Inc. duly held and convened on May 16, 2006, unanimously approved a proposed revision of the By-Laws of The Brookside Community, Inc. and voted to send the revised By-Laws to Brookside homeowners for their approval.

SECOND: That proposed By-Laws were sent to all persons owning residential property in Brookside Park together with a ballot for voting to accept or reject the proposed revised By-Laws. Over eighty-eight percent of the ballots returned approved the proposed revised By-Laws.

THIRD: That the results of the voting were presented to the Executive Board by the Referendum Committee and the Executive Board unanimously passed a resolution accepting the following revised By-Laws:

REVISED BY-LAWS OF THE BROOKSIDE COMMUNITY, INC.

Article I – Offices and Governing Documents

The registered agent and office is The Brookside Community, Inc. at 900 Marrows Road, Newark, Delaware 19713, hereinafter referred to as the "Association". The governing documents of the Association are the Certificate of Incorporation, the various Declarations of the Association recorded at the New Castle County Office of the Recorder of Deeds, these By-laws, and Delaware General Corporation Law (8 Del. C. §§ 101-398).

Article II – Membership

Section 1. Members. Active members of the Association shall be limited to those persons who, from time to time, are owners of residential lots in the residential subdivision known as Brookside Park, as shown on plot plans entitled Brookside Park, Section C, Section K, Section M, and Section M-2. All active members shall be entitled to two votes per residential unit and voting may be in person, by mail or by proxy as authorized by the Executive Board. Voting and membership privileges are vested in the owners of residential units, but these rights may be delegated in writing to the tenant of

the residential unit at the discretion of the owner. An active member or tenant may act as proxy for not more than one other active member.

Section 2. Right to Vote and Right to Hold Office. An active member's right to vote and right to hold elective office in the Association is contingent upon the payment of all the member's financial obligations to the Association.

Section 3. Commercial Units. Proprietors of commercial units in Brookside Park may become associate members in the Association with voting rights upon payment of annual dues, as set by the Executive Board, but may not hold office.

Article III – Meetings of the Members

Section 1. Annual Meetings. An annual meeting of the members for the transaction of such business as may properly come before the meeting, shall be held on a date to be determined each year by the Executive Board, which date shall be within thirteen (13) months of the last annual meeting of the members.

Section 2. Special Meetings. Special meetings of the members, for any purpose or purposes prescribed in the notice of the meeting, may be called by the Executive Board or at the written request of ten percent (10%) of the Association membership or 100 members, which ever is lesser, which request shall state the purpose of the meeting. Business at such meetings shall be limited to the purpose or purposes stated in the notice.

Section 3. Notice of Meetings. Written notice of the place, date and time of all meetings of the members shall be given not less than ten (10) nor more than sixty (60) days before the date on which the meeting is to be held, to each member entitled to vote at such meeting, except as otherwise provided herein or required by law.

Section 4. Quorum. A quorum at any meeting of the members of the Association shall be ten percent (10%) of the active members or 100 members, which ever is the lesser, in person or by proxy.

Section 5. Proxies and Voting. At any meeting of the members, every member entitled to vote may vote in person or by proxy authorized by a written instrument filed in accordance with the procedure established by the Executive Board. When a quorum is present at any meeting, the vote of the majority of the members present or by proxy shall decide any question brought before such meeting.

Section 6. Actions Outside of Meetings. Any action or business requiring the vote of the active members such as election of officers and directors, establishment of any change in annual dues, and amendment of these By-laws, etc., may be taken by mailing ballots to all active members. A majority of those ballots returned to the Association within ten days of the closing date specified on the ballot shall decide any question brought by such ballot.

Article IV – Executive Board

Section 1. Composition of the Executive Board. The number of directors who shall constitute the whole Executive Board shall be such number as the Executive Board shall from time to time have designated, except that there shall always be at least three (3) directors in addition to the officers of the Association, who are also directors. The President shall be Chairman of the Board.

Section 2. Election and Term of Office.

(a) Term of Office. Beginning in the year 2006, each member of the Executive Board, including the officers, shall be elected by the active members of the Association for a term of two (2) years, shall take office upon election, and shall serve until his or her successor is elected, except as otherwise required by law.

(b) Election Date. The election of the directors and officers shall be held on the fourth Tuesday of October.

(c) Deadline for Nominations by Committee. By September 15 of each election year, the Nomination and Election Committee shall, via the Association Newsletter or by mail, announce its slate of candidates to include at least one candidate for each office with the exception of the Presidency, for which office two candidates must be submitted.

(d) Deadline for Nominations by Members. If by October 1 of any election year, the Nomination and Election Committee is presented with any nominating petition containing at least thirty (30) signatures of Association members on behalf of an individual seeking a designated office, the name of the individual so qualified must be included on the ballot as a candidate for the designated office. Provided, however, the Association members signing the petition and the individual seeking office must be active members of the Association in good standing. If any individual so qualified for candidacy as indicated above, is also the Nomination and Election Committee's candidate for any office, the individual must withdraw from the candidacy for one of the two offices.

(e) Elections. Elections shall be planned and administered by the Nomination and Election Committee. Ballots listing the Committee's slate of candidates together with any candidates qualified by petition, must be submitted by mail at least ten (10) days before the election. Ballots shall be sent to all Association members who are entitled to vote as set forth in Article II, Section 2 of these By-laws. The Nomination and Election Committee shall supervise all voting for the election and for voting on a referendum. The Committee shall supervise the validation and mailing of the ballots to eligible members; shall receive and hold ballots until the closing date; and shall report to the Executive Board, within ten (10) days after the closing date, outlining the method used to assure proper conduct of the election or referendum and stating the results of the voting.

Section 3. Vacancies. If the office of any director or officer becomes vacant by reason of death, resignation, disqualification, removal or other cause, a majority of the directors remaining in office, although less than a quorum, may select a successor for the unexpired term and until his or her successor is elected and qualified.

Article V – Meetings of the Executive Board

Regular meetings of the Executive Board shall be held at such place or places, on such date or dates, and at such time or times as shall have been established by the Executive Board and publicized among all directors. A written notice of each regular meeting shall not be required.

Section 1. Special Meetings. Special meetings of the Executive Board may be called by one-third (1/3) of the directors then in office (rounded up to the nearest whole number) or by the Chairman of the Board and shall be held at such place, on such date, and at such time as they, he or she shall fix. Notice of the place, date, and time of each special meeting shall be given each director not less than five (5) days before the meeting, or by telegraph, facsimile transmission or by e-mail not less than twenty-four (24) hours before the meeting. Unless otherwise indicated in the notice thereof, any and all business may be transacted at a special meeting.

Section 2. Quorum. At any meeting of the Executive Board, a majority of the whole Board shall constitute a quorum for all purposes. Every act or decision done or made by a majority of the directors present at the duly held meeting at which a quorum is present shall be regarded as the act of the Executive Board.

Section 3. Participation in Meetings by Conference Telephone. Members of the Executive Board, or any committee thereof, may participate in a meeting of the Board or committee by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other and such participation shall constitute presence in person at such meeting.

Section 4. Conduct of Business. At any meeting of the Executive Board, business shall be transacted according to Robert's Rules of Order, or in such order and manner as the Board may from time to time determine by the vote of a majority of the directors present, except as otherwise required by law. Action may be taken by the Executive Board without a meeting if all members thereof consent thereto in writing, and the writing or writings are filed with the minutes of the proceedings of the Executive Board.

Article VI – Powers and Duties of the Executive Board

The Executive Board shall have the power and authority to do all things necessary or appropriate to carry out the duties and obligations of the Association which are imposed upon it by its Certificate of Incorporation, the recorded Declarations of the Association, these By-laws, and Delaware General Corporation Law (limited only by those powers and duties and obligations reserved to the membership by those documents), including, without limiting the generality of the foregoing, the following:

- (a) To adopt an annual budget for the Association, which budget shall provide for the estimated expenses for the performance of the duties, rights and obligations of the Association and for the operation, maintenance of the Association and its assets, including such reserves as the Executive Board shall deem appropriate;
- (b) To collect annual and special assessments to provide monies necessary to implement the budget;
- (c) To maintain 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 statement is requested in writing by one-fourth (1/4) of the Members who are entitled to vote;
- (d) To adopt, from time to time, regulations, not inconsistent with these By-laws, for the management of the Association's business and affairs;
- (e) To employ such persons and entities and enter into such contract for services, including but not limited to, legal counsel, accountants, consultants, and contractors as may be necessary to perform the duties and rights imposed upon the Executive Board;
- (f) To maintain policies of insurance deemed by the Executive Board, as necessary for the protection of the Association, its directors and members, including directors' liability and indemnity insurance, to the extent reasonably obtainable, for errors and omissions;
- (g) To secure the fidelity of the Treasurer, or any other officer, by a bond in such sum, and with such surety or sureties, as the Executive Board may determine;
- (h) To remove any officer or director of the Association with cause, and from time to time to devolve or delegate the powers and duties of any officer or director upon any other person for the time being; and
- (i) To institute all actions at law or in equity as may be necessary or convenient to preserve, protect and benefit the Association and its property, including, but not limited to, the enforcement of payment of all assessments and enforcement of the recorded Declarations or these By-laws.

Article VII – Committees

Section 1. Designation and Appointment of Committees. The Executive Board, by a vote of a majority of the whole Board, may from time to time designate committees of the Board, with such lawfully delegable powers and duties as it thereby confers, to serve at the pleasure of the Board, and may elect a director to serve as a member of such committee and, if it desires, to designate other directors as alternative members who may replace any absent or disqualified member at any meeting of the committee.

Section 2. Conduct of Committee Business. Each committee may determine the procedural rules for its meetings and for the conduct of its business and shall act in accordance therewith, except as required by law or otherwise provided by the Executive Board in designating the committee. Adequate provision shall be made for notice to members of all meetings; one-third (1/3) of the members of the committee shall constitute a quorum unless the committee shall consist of one (1) or two (2) members, in which event one (1) member shall constitute a quorum; and all matters shall be determined by a majority vote of the members present. Action may be taken by any committee without a meeting if all members agree to such action in writing and the writing is filed with the minutes of the proceeding of such committee.

Section 3. Permanent Committees. The Executive Board shall be required to appoint an independent Nomination and Election Committee and an Auditing Committee. No officer or member of the Executive Board shall be appointed as a member of the Nomination and Election Committee.

Article VIII – Officers

The officers of the Association, each of whom shall be an adult person who is a qualified member of the Association, shall consist of a President, a Vice Presidents, a Secretary, and a Treasurer. Each officer shall take office upon election by the members and shall hold office until his or her successor is elected and qualified, or until his or her resignation or removal.

Section 1. President. The President shall be the Chairman of the Executive Board of the Association. Subject to the provisions of these By-laws, he or she shall have the responsibility for the general management and control of the business and affairs of the Association and shall perform all duties and have all powers which are commonly incident to the office of chairman. He or she shall have power to sign all contracts, agreements and other instruments of the Association which are authorized and shall have general supervision and direction of all of the other officers, directors, employees and agents of the Association.

Section 2. Vice President The Vice President shall have such powers and duties as may be delegated to him or her by the President and shall perform the duties and exercise the powers of the President in the event of the President's absence or disability.

Section 3. Secretary. The Secretary shall issue all authorized notices for, and shall keep minutes of, all meetings of the members and of the Executive Board. He or she shall have charge of the corporate books and shall perform such other duties as the Executive Board may from time to time prescribe.

Section 4. Treasurer. The Treasurer shall have the responsibility for maintaining the financial records of the Association and shall have custody of all monies and securities of the Association and shall make such disbursements of the funds of the Association as are authorized and shall render from time to time an account of all such transactions and of the financial condition of the Association. The Treasurer shall also perform such duties as the Executive Board may from time to time prescribe.

Section 5. Delegation of Authority. The President, with the consent of the Executive Board, may from time to time delegate the powers or duties of any officer to any other officers or agents, notwithstanding any provision hereof.

Article IX – Removal of Officers and Directors from Office

Section 1. By the Membership. Upon receipt of a petition signed by ten percent (10%) or one hundred (100) members in good standing of the Association, whichever is lesser, stating specific charges against any elected officer or director, a mail ballot calling for a vote for recall of the so charged officer or director must be presented to the Association membership. Recall will be effective if approved by a majority of those ballots returned within ten (10) days after the closing date specified on the ballots.

Section 2. By the Executive Board. Upon a majority vote of the members of the whole Executive Board; provided there is sufficient cause to remove the officer or director, including, but not limited to, fraud, theft, repeated disruption of Executive Board meetings, repeated absences from meetings, or failure to pay all of their financial obligations to the Association.

Section 3. By Resignation. Any officer or director may resign at any time by giving written notice to the Executive Board, the President or Secretary. Such resignation shall take effect on the date of receipt of such notice or at any later time specified in the resignation. The acceptance of the resignation shall not be necessary to make it effective.

Article X – Compensation of Directors

Directors, including officers, shall not receive any compensation for their services as directors or their services as members of committees of the directors. Directors may be reimbursed by the Association for their expenses incurred in the performance of their duties. Except for willful and malicious acts by directors, all directors shall be indemnified for all acts done or performed in the furtherance of their duties.

Article XI – Finances

Section 1. Fiscal Year. The fiscal year of the Association shall run from May 1 through April 30 of the next succeeding year.

Section 2. Preparation of the Annual Budget. An annual budget and rate of assessment may be preliminarily drafted and proposed by the Budget and Finance Committee for submission to the Executive Board and thereafter shall be edited, revised and accepted by the Executive Board with the advice and assistance of the Budget and Finance Committee.

Section 3. Approval of the Annual Budget. The annual budget and rate of assessment prepared and accepted by the Executive Board shall be submitted by mail to the members of the Association entitled to vote for referendum vote thereon before April 1 of each year. In the event the Executive Board does not intend to increase the rate of assessment, it will not be necessary to mail the budget to the membership for approval. However, the budget will be publicized to the membership.

Section 4. Adoption of the Annual Budget. The annual budget shall be adopted and the rate of assessment shall become binding when approved by a majority of those members of the Association who cast ballots in the mail referendum within ten (10) days of the closing date specified on the ballots. In the event the proposed annual budget and rate of assessment submitted to the membership of the Association is not approved by April 15, the rate of assessment for the next fiscal year shall remain at the same rate in force for the previous year.

Section 5. Due Date for Payment of Annual Assessment. The annual assessment shall become due and payable on the first day of the fiscal year, namely May 1st. If not paid within thirty (30) days of that date, a late fee and interest in an amount determined by the Executive Board, and all costs (including attorney fees) incurred by the Board in attempting to collect such assessments, will be charged to the delinquent member.

Section 6. Additional Funding. Whenever additional funds are required after the budget has been accepted, the request must be approved by a majority of the Executive Board and then approved by a majority of those members of the Association who cast ballots in the mail referendum within ten (10) days of the closing date specified on the ballot.

Section 7. Expenditures. Each project involving an expenditure of the Association funds and each individual expenditure in excess of one hundred dollars (\$100.00) shall require the approval of the President of the Association. If possible, at least two (2) bids shall be solicited for all proposed expenditures of the Association in excess of five hundred dollars (\$500.00).

Section 8. Signing of Checks. All checks payable by the Association must have the signatures of two (2) officers of the Association.

Section 9. Borrowing Money. The Executive Board shall not be authorized to borrow money on behalf of the Association without the approval by a majority of those members of the Association who cast ballots in the mail referendum within ten (10) days of the closing date specified on the ballot.

Section 10. Auditing of the Accounts. An Auditing Committee appointed by the Executive Board shall periodically audit the books of the Treasurer of the Association. Audits shall be made within thirty (30) days following the close of the fiscal year and within ten (10) days following the appointment of a new Treasurer.

Section 11. No funds of the Association shall be used for political or subversive activities.

Article XII - Miscellaneous

Section 1. Maintenance of Books and Records. The books, records and papers of the Association shall at all times, during reasonable business hours, be subject to inspection by any Member of the Association in good standing.

Section 2. Corporate Seal. The Executive Board may provide a suitable seal containing the name of the Association. The Secretary shall be in charge of the seal.


Section 3. Reliance upon Books, Reports and Records. Each director, each member of any committee designated by the Executive Board and each officer of the Association shall, in the performance of his or her duties, be fully protected in relying in good faith upon the accounts or other records of the Association, including reports made to the Association by any of its officers, employees, or committees of the Executive Board so designated, or by an independent certified public accountant or appraiser selected with reasonable care.

Section 4. Time Periods. In applying any provision of these By-laws which requires that an act be done or not be done a specified number of days prior to an event or that an act be done during a period of a specified number of days prior to an event, calendar days shall be used. The day of the doing of the act shall be excluded, and the day of the event shall be included.

Section 5. Amendments to By-laws. Proposals to repeal, alter or amend these By-laws may be submitted by the Executive Board to the Association membership by mail ballot. Such proposals must also be submitted to the membership in the same fashion if a petition signed by ten percent (10%) or by 100 members in good standing, whichever is lesser, making such proposals is presented to the Executive Board. Adoption of such proposals shall require approval by a majority of those ballots returned within ten (10) days of the closing date specified on the ballot.

IN WITNESS WHEREOF, The Brookside Community, Inc. has caused its corporate seal to be hereunto affixed and these foregoing Revised By-Laws to be signed by Linda Seltzer, its President, and Valerie Hafeken, its Secretary, this 6th day of September, 2006.

THE BROOKSIDE COMMUNITY, INC.

By: 
Linda Seltzer, President

Attest: 
Valerie Hafeken, Secretary

STATE OF DELAWARE)
 : ss.
NEW CASTLE COUNTY)

BE IT REMEMBERED that on this 6th day of September, 2006, personally came before me, a Notary Public in and for the County and State aforesaid, Linda Seltzer, President of The Brookside Community, Inc., a corporation of the State of Delaware, the corporation described in and which executed the foregoing, known to me personally to be such, and she, the said Linda Seltzer as President, duly executed said instrument before me and acknowledged that said instrument to be her act and deed and the act and deed of said corporation; that the signatures of said President and Secretary of said corporation to said foregoing revised By-Laws are in the handwriting of said President and Secretary of said corporation respectively, and that the seal affixed to said instrument is the common or corporate seal of said corporation, and her act of sealing, executing, acknowledging and delivering the said instrument was duly authorized according to law.

IN WITNESS WHEREOF, I have hereunto set my hand seal of office the day and year aforesaid.


Notary Public

My commission expires:

CECELIA A. ROSS
Notary Public - State of Delaware
My Comm. Expires Jan. 5, 2009