

BERKELEY SHORES CIVIC ASSOCIATION, INC.

AMENDED DECEMBER 2021

ARTICLE 1 NAME

The name of this organization shall be Berkeley Shores Civic Association, Inc. (hereinafter referred to as the Association), a non-profit civic organization, incorporated in the State of New Jersey.

ARTICLE II OBJECTIVES

The purposes and objectives of this organization shall be:

- A. to maintain and perpetuate, as a prime residential community, that area known as Berkeley Shores Estates, Township of Berkeley, County of Ocean, State of New Jersey;
- B. to observe and support all existing regulations, restrictions, laws, or ordinances pertaining to or affecting said community;
- C. to improve the physical aspects and grounds thereof;
- D. to improve and promote the welfare of the community, property owners and residents therein;
- E. to act upon issues deemed appropriate and necessary for the betterment, welfare, protection and advancement of the community, property owners and residents thereof;
- F. to improve and promote community spirit; encourage social interaction and fellowship between the members of the community;
- G. to encourage and promote good government thereof.

ARTICLE III SEAL

The Berkeley Shores Civic Association, Inc. shall have a seal, circular in form, with the name of the Association around the border thereof, and the year of incorporation in the center. The seal, in the form mentioned and an impression of which is contained on the margin of the Bylaws, is hereby adopted as the official seal of this Association.

ARTICLE IV MEMBERSHIP

Membership in the Berkeley Shores Civic Association, Inc. shall be available to any person who has an interest in the general welfare of the area known as "BERKELEY SHORES ESTATES" and is a resident thereof; and who is in sympathy with the purposes and objectives for which this Association has been formed.

SECTION 1 – ELIGIBILITY

All Members of the Berkeley Shores Civic Association, Inc. shall:

- A. be over the age of 21 and;
- B. be either a property owner, a resident, or a person related by blood or marriage to a property owner and;
- C. resides within the boundaries of the area known as ‘BERKELEY SHORES ESTATES’ within the Township of Berkeley, County of Ocean, State of New Jersey.

SECTION 2 – PRIVILEGES OF MEMBERSHIP

The privileges of Membership in the Berkeley Shores Civic Association, Inc. shall include but not be limited to the following:

- A. participate in discussion and debate with regard to the transaction of business of the Association;
- B. approve or disapprove all motions and recommendations, recommended by the Executive Board or by the Membership under Old Business and New Business at any Membership Meeting;
- C. voting;
- D. hold office;

SECTION 3 – GOOD STANDING

A member in good standing is one whose dues, fees and assessments are paid in full to date.

SECTION 4 – SUSPENSION AND TERMINATION

Any member may be suspended or expelled from membership by an affirmative vote of two- third of the members present at any meeting of the members, whether regular, special, or annual, provided however, that notice of such proposed action shall be forwarded to all eligible members with the notice of such meeting.

ARTICLE V DUES AND FEES

SECTION 1 – Dues

The Annual Dues for Membership in the Berkeley Shores Civic Association, Inc shall be:

- A. established by a 2/3 vote of the Executive Board;

B. Shall be payable upon application for membership and on membership renewal on July 1st, and on July 1st of each year thereafter.

SECTION 2 - COLLECTION

All dues shall be collected and turned over to the Treasurer for deposit into the Berkeley Shores Civic Association, Inc. bank accounts and shall be included in the Treasurer's Financial Report to the Executive Board and the Membership of the Association at each meeting.

SECTION 3 - ASSESSMENT

An assessment, not to exceed the amount of the yearly dues, may be levied on all Members upon recommendation of the Executive Board and upon approval of two-thirds (2/3) of the members present and voting at an Annual Meeting or a Special Meeting called for this purpose.

SECTION 4 – NON-PAYMENT

Any member whose dues, fees and/or assessments are unpaid for more than ninety (90) days past the due date shall be dropped from membership and shall be denied all privileges of this organization. Reinstatement shall be granted provided that all dues, fees and or assessments have been paid in full for the current fiscal year.

SECTION 5 - FISCAL YEAR

The fiscal year shall be from July 1st through June 30th.

ARTICLE VI MEMBERSHIP MEETINGS

The Membership of the Berkeley Shores Civic Association, Inc. shall be comprised of the voting members in good standing of the Association.

SECTION 1 – THE ANNUAL MEMBERSHIP MEETING

A. There shall be one (1) Annual Meeting of the Membership held on either the first or second Saturday of June each year.

B. This Annual Meeting shall be in addition to the Regular Membership Meetings.

C. The Election of Officers shall take place at the Annual Meeting in addition to all other business of the Association.

D. The day, time, and location shall be determined by the Executive Board and published not less than thirty (30) days prior to the date of the meeting.

E. 10% of current voting members (currently that would represent approximately Thirty (30) voting members) in good standing shall constitute a quorum at all Annual Membership meetings. If a quorum is not present, the meeting shall be adjourned and rescheduled within thirty (30) days of the

original date. Notice of date, time and location shall be published (Website, E-Mail, United States Postal Service) ten (10) days prior to the new meeting date

F. Only Members of the Berkeley Shores Civic Association, Inc. may attend meetings. Guest speakers may be invited to address the membership on issues concerning the benefit or welfare of the Association or its members with approval of the Executive Board or the Membership.

SECTION 2 - REGULAR MEMBERSHIP MEETINGS

A. A minimum of two (2) additional meetings of the Membership of the Association shall be held periodically throughout the year to conduct the business of the Association.

B. Said meetings shall be scheduled evenly throughout the year or more often if deemed necessary by the majority of the Executive Board.

C. The date, time and place shall be determined by the Executive Board and published not less than thirty (30) days prior to the date of the meeting.

D. Twenty (20) voting members in good standing shall constitute a quorum at all Regular Membership meetings. If a quorum is not present, the meeting shall be adjourned, and all business will be carried over to the next Regular Membership Meeting or to a Special Meeting called by the President and Executive Board. Notice of date, time and location shall be published (Website, E-Mail, United States Postal Service) ten (10) days prior to the new meeting date.

E. Only members and prospective member who are guests of a member of the Berkeley Shores Civic Association, Inc. may attend meetings.

F. Guest speakers may be invited to address the membership on issues concerning the benefit or welfare of the Association or its members with approval of the Executive Board or the Membership.

SECTION 3 – SPECIAL MEETINGS

Special meetings of:

A. The Executive Board may be called at any time deemed necessary, by the President or upon the request of three (3) members of the Executive Board provided that:

a. At least five (5) days' notice of a special meeting shall be sent to all members of the Executive Board.

b. Only the business specified in the notice shall be considered.

c. 50% or more of the existing Executive Board shall constitute a quorum. The current Board in 2021 is 11, making a quorum 6. No business shall be conducted without a quorum.

B. The Membership may be called at any time deemed necessary by the President; or upon the request of the majority of the Members of the Executive Board; or by the request of not less than ten (10) Members, provided that:

- a. At least ten (10) days notice of a special meeting shall be sent to all Members in good standing of the Association.
- b. Only the business specified in the notice, shall be considered.
- c. Twenty (20) voting members in good standing shall constitute a quorum. No business shall be conducted without a quorum.

ARTICLE VII OFFICERS

SECTION I – OFFICERS

The following elected officers of the Berkeley Shores Civic Association, Inc shall be the voting members of the Executive Board:

- A. President;
- B. First Vice-President;
- C. Second Vice-President;
- D. Treasurer;
- E. Secretary;
- F. *Immediate Past President (if applicable – see Term of Service, Article VII Section 3, B)
- G. Five (5) Directors.

SECTION 2 – ELIGIBILITY

Eligibility for election to Office:

- A. Only members of the Association who are in good standing;
- B. To be nominated for office, the member must be present at the meeting called for nomination of officers with two exceptions:
 - 1. If a nominee has been selected by the Nominating Committee as a person they deem worthy to hold office in the Association, has signed an Official Nomination Form signifying that they have accept the nomination and give consent for their name to be placed on the ballot in their absence.

2. If the member in good standing wished to nominate another member in good standing, who, due to unfortunate circumstances, is unable to attend the meeting called for nominations, the approval of the Executive Board by a majority vote would be needed for the name of the nominee to be placed on the ballot.

C. A member of this Association, who shall hold or acquire elective or appointive office in local, county, state or federal government shall be ineligible to hold office and shall resign the office to which he/she may have been elected in this Association.

D. Members of the same immediate family shall not be eligible to serve on the Executive Board concurrently.

SECTION 3 - TERM OF OFFICE

A. All officers shall be elected by majority vote of the membership in attendance at the Annual Meeting.

B. A term of office shall be defined as two ((fiscal) years with the exception of Immediate Past President who will serve at the discretion of the Board for no more than 1 year after a new President is designated (should the previous President be available to take on the Immediate Past President position). The role would take effect after appointment of the new President or the election of the new President whichever comes first. Post end of the office term of service, Immediate Past President can collaborate with the Board at their discretion upon agreement by the Board; in a non-officer capacity.

C. All officers shall assume their office immediately following election.

D. All outgoing officers shall turn over all material, documents, and records of said office to their successors within ten (10) days after the Annual Meeting with the exception of the Secretary and Treasurer who shall turn over all materials, documents, and records of their office within thirty (30) days after the Annual Meeting.

E. Should an officer move outside of Berkeley Shores during their appointed – elected term of office they will be allowed to continue in their capacity until the end of said term. The officer must notify the Executive Board of their intent to run again for the board at least six (6) months prior to election. The Executive Board will then consider next steps for that position.

SECTION 4 - VACANCIES IN OFFICE

A. Temporary Vacancies

1. Any officer unable to attend a scheduled meeting shall notify the President, 24 hours prior to the start of said meeting.

2. The First or Second Vice-President in order of rank shall perform the duties of the President in the event of the President's absence or at the specified request of the President.

B. Permanent Vacancies

1. The First Vice-President shall fill a vacancy in the office of President.
2. The Second Vice-President shall fill a vacancy in the office of First Vice-President.
3. The President, with the approval of the Executive Board, shall submit to the membership for a majority vote of approval, the name, or names of members in good standing to fill vacancies. This may be done at any Membership Meeting.

SECTION 5 – DUTIES

The Officers shall perform the duties pertinent to their office and those described in the Bylaws, and the adopted parliamentary authority (Robert's Rule of Order, latest edition.)

A The President shall:

1. uphold the Bylaws and defend the Objectives of the Association;
2. be the Chief Executive Officer and official representative of the Association and its members;
3. be an ex-officio member of all committees except the Nominating Committee;
4. preside at all meetings of the Membership and Executive Board under the guideline set forth within the Bylaws of the Association and Robert's Rules of Order, latest edition;
5. appoint within thirty (30) days of election to office all Standing Committee Chairmen with the approval of the Executive Board;
6. instruct and advise Standing and other Committee Chairman on their duties and responsibilities;
7. communicate to the Executive Board and the Membership all matters pertinent to their betterment and welfare of the Community in general;
8. make such suggestions that will promote the welfare of the Association;
9. co-sign with the Secretary or First Vice-President all written contracts and agreements;. The President, First Vice-President, Secretary and Treasurer shall keep copies of all contracts and agreements;
10. co-sign with the Treasurer or First Vice-President all checks in excess of five hundred (\$500.00) dollars.

11. prepare and publish (Website, E-Mail, United States Postal Service) the agendas for each meeting;
12. oversee the publication and distribution to all members, a minimum of four (4) Newsletters or other mailings, containing appropriate information (Meeting Schedules, Agendas, Events, etc.) concerning the membership of the Association;
13. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
14. perform such duties assigned by the Executive Board or the Membership .

B. The First Vice-President shall:

1. uphold the Bylaws and defend the Objectives of the Association;
2. assume the office of President in the event of a vacancy;
3. preside at all meetings of the Membership and Executive Board in the absence of the President;
4. co-sign with the President or Secretary all written contracts and agreements;. The President, First Vice- President ,Secretary and Treasurer shall keep copies of all contracts and agreements;
5. co-sign with the President or Treasurer all checks in excess of five hundred (\$500.00) dollars.
6. at the direction of the President instruct and advise the Standing and other Committee Chairman on their duties and responsibilities;
7. communicate to the Executive Board and the Membership all matters pertinent to their betterment and welfare or that of the Community in general;
8. make such suggestions that will promote the welfare of the Association;
9. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
10. perform such duties assigned by the President, the Executive Board, or the Membership.

C. The Second Vice-President shall:

1. uphold the Bylaws and defend the Objectives of the Association;
2. assume the office of First Vice-President in the event of vacancy;

3. preside at all meetings of the Membership and Executive Board in the absence of the President and the First Vice-President;
4. at the direction of the President instruct and advise the Standing and other Committee Chairman of their duties;
5. communicate to the Executive Board and the Membership all matters pertinent to their betterment and welfare or that of the Community in general;
6. make such suggestions that will promote the welfare of the Association;
7. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
8. perform such duties assigned by the President, the Executive Board, or the Membership

D. The Secretary shall:

1. record the proceedings of all meetings of the Membership and Executive Board;
2. keep an accurate record of all minutes;
3. read the minutes of the Executive Board at each Executive Board meeting, record any changes and or corrections to the minutes, file a corrected and approved copy of the minutes in a safe place;
4. read the minutes of the Membership to the Membership at each Membership meeting, record any changes and or corrections to the minutes, file a corrected and approved copy of the minutes in a safe place;
5. co-sign all written contracts and agreements with the President or First Vice-President and send to the President, First Vice-President and Treasurer copies of all contracts, agreements, purchases, requisitions, and orders as soon as such obligations are assumed;
6. maintain the permanent files of Association;
7. identify all correspondence received with the date and time it was received and the date and time the communication was responded to;
8. read to the Executive Board and the Membership all correspondence;
9. respond to all communications as directed by the Executive Board or the Membership ;
10. store safely in Correspondence Binder the original correspondence, the reply for future reference and records of subsequent actions taken by the Executive Board or the Membership ;
11. order and maintain a stock of all stationery and supplies;

12. receive from the Membership Chairman a current Roster of all members and jointly with the Membership Chairman insure that,
 - a. a quorum has been reached at all meetings and
 - b. that only members in good standing have voice and vote at all meetings.
13. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
14. perform such duties assigned by the President, the Executive Board, or the Membership.

E. The Treasurer shall:

1. receive all dues, fees and assessments collected and deposit them into Association's Bank Accounts approved by the Executive Board;
2. keep an accurate itemized account of all receipts and disbursements;
3. be the custodian of all funds and pay all approved bills authorized by vouchers;
4. sign all checks in the amount of five hundred (\$500.00) dollars or less and co-sign with the President or First Vice-President all checks in excess of five hundred (\$500.00) dollars.
5. prepare a comprehensive annual financial statement, which shall be reviewed by an Internal Audit Committee appointed by the President and approved by the Executive Board. Copies of the completed review and commentary shall be sent immediately following the filing of the Association's Income Tax Return to Members of the Executive Board and Finance Committee.
6. when funds deposited in the General Account exceed more than an amount necessary for normal operation of the General Account, the excess funds shall be placed in investments as directed and approved by the Executive Board.
 - a. Funds shall be deposited in a commercial insured banking institution.
 - b. A monthly report of each account shall be made to the Executive Board and the Budget Committee.
7. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
8. furnish, at the discretion of the Executive Board a surety bond, paid by the Association in such an amount approved by the Executive Board;
9. perform such duties assigned by the President, the Executive Board, or the Membership.

F. The Immediate Past President:

1. shall contribute his/her knowledge and experience to the Executive Board;
2. communicate to the Executive Board and the Membership all matters pertinent to their betterment and welfare or that of the Community in general;
3. make such suggestions that will promote the welfare of the Association;
4. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
5. perform such duties assigned by the President, the Executive Board, or the Membership .

G. The Directors elected by the Membership at the Annual Meeting shall:

1. be appointed by the President with the approval of the Executive Board to Chair one or more Committees;
2. be assigned as Liaison to various Committees and report back to the Executive Board the activities of said Committees;
3. vote on all issues brought before the Executive Board in accordance with the approved Parliamentary Authority;
4. perform such duties assigned by the President, the Board of Directors, or the Membership

ARTICLE VIII EXECUTIVE BOARD

SECTION 1 - COMPOSITION

Members of the Executive Board shall be:

A. the President, First Vice-President, Second Vice-President, Secretary, Treasurer, the Immediate Past-President and five (5) Directors;

B. All Committee Chairman may be asked by the President to attend in an advisory capacity with voice but no vote;

C. Any Member or Non-Member may be asked by the President (with the approval by a 2/3 affirmative vote of the Board Members) to attend a meeting of the Executive Board as a source of information or as an advisory on specific issues. If said issue is one of debate, the President, in fairness to all must also invite someone in opposition to said issue to speak.

SECTION 2 - DUTIES

The Executive Board shall:

- A. transact all business between meetings of the Membership;
- B. approve or disapprove all changes to the Bylaws;
- C. present all approved changes to the Bylaws to the Membership ;
- D. adopt Rules of Order as needed to carry on the business of Association subject to amendments or repeal by the Membership;
- E. delegate to Officers, Committee Chairman, and Members such authority as deemed necessary;
- F. approve or disapprove budgets as presented by the Budget Committee;
- G. formulate and implement plans for the betterment of the entire membership;
- H. oversee the activities of all Committees;
- I. select sites, facilities, and dates for all planned events;
- J. establish all fees;
- K. advise the Treasurer concerning investment of surplus funds;
- L. approve all appointments made by the President;
- M. secure help from outside professional sources should the need arise for the safety and protection of the Association and its members;
- N. take whatever prudent actions necessary to accomplish the Objectives of the Association;
- O. safeguard the financial and legal welfare and rights of the Association;
- P. 50% or more of the existing of the Executive Board shall constitute a quorum. The current Board in 2021 is 11, making a quorum 6. No business shall be conducted without a quorum.

SECTION 3 - MEETINGS

A. Regularly scheduled meetings of the Executive Board shall be held throughout the fiscal year. The President with the approval of the Executive Board shall determine the number of scheduled meetings. Members of the Executive Board must receive notice of date, time, and place of regular meetings not less than 30 days prior to the called meeting.

B. Special meetings of the Executive Board may be called at any time deemed necessary by the President, or upon the request of three (3) members of the Executive Board.

1. At least five (5) days' notice of a special meeting shall be sent to all members of the Executive Board.

2. Only the business specified in the notice shall be considered.

C. 50% or more of the existing of the Executive Board shall constitute a quorum. The current Board in 2021 is 11, making a quorum 6. No business shall be conducted without a quorum.

ARTICLE IX COMMITTEES

The President shall form such Standing or other Committees and appoint the Chairmen of said Committees, as may be required by the Bylaws or as he/she deem necessary, with the approval of the Executive Board.

SECTION 1 – STANDING COMMITTEES

Standing Committees shall include but not be limited to:

Audit Committee Budget Committee Bylaws Committee

Environmental Committee Legislative Committee Membership Committee

Nominating Committee Scholarship Committee Social Program Committee

ARTICLE X NOMINATIONS AND ELECTIONS

SECTION I - COMPOSITION

The President with the approval of the Executive Board shall appoint the Chairman and members of the

Nomination Committee. The Nomination Committee shall have not less than three (3) nor more than five (5) members.

SECTION 2 – DUTIES

A. The Nomination Committee Chairman shall call a meeting of the committee not less than four months prior to the Annual Meeting of the Membership at which Elections are to be held.

B. The Nomination Committee shall consider the qualifications of all members eligible for office prior to contacting any member as to his willingness to be nominated for said office.

1. The Committee shall nominate at least one or more candidates for each office to be filled.

2. No names may be placed in nomination without the consent of the nominee.

3. Two (2) committee members shall join to personally contact each candidate they are considering for the slate.

4. The Nomination Committee Chairman shall prepare the list of candidates to be presented to the Executive Board not less than forty-five (45) days prior to scheduled Membership Meeting preceding the Annual Membership Meeting at which elections shall be held.

5. The Executive Board shall publish (Website, E-Mail, United States Postal Service) a list of nominations to each member in good standing not less than thirty (30) days prior to scheduled Membership Meeting preceding the Annual Membership Meeting at which elections shall be held.

6. During the meeting at which the Nomination Committee Chairman makes the report, the list of candidates shall be posted on a board in clear view of all members. At this time any voting member, providing the consent of the nominee has been secured, may place additional names of qualified members in good standing in nominations from the floor.

SECTION 3 - ELECTIONS

A. All Officers (voting Members of the Executive Board) with the exception of the Immediate Past President shall be elected at the Annual Meeting.

B. A majority vote shall be necessary for the election of all Officers with the exception of the Immediate Past President.

ARTICLE XI AMENDMENTS

Changes to the Bylaws shall be made in the following manner:

SECTION 1 – BYLAW AMENDMENT

These Bylaws may be amended at any meeting of the Membership by a two-thirds (2/3) vote of the members present and voting, provided that the proposed amendments have been:

A. submitted with rationale to the Bylaws Committee Chairman and signed by not less than five (5) members in good standing;

B. published with rational and signors names in a communication mailed to all members;

C. submitted in writing to the Executive Board for presentation to the Membership.

SECTION 2 – BYLAWS COMMITTEE

The Bylaws Committee shall arrange the proposed amendments to Bylaws in proper form and give the rationale to support the changes and the names of signors. This report must be sent to the Secretary thirty (30) day prior to the consideration and voting of the Membership.

ARTICLE XII DISSOLUTION

The Berkeley Shores Civic Association shall use its funds only to accomplish the objectives and purposes specified in the Bylaws, and no part of said funds shall inure or be distributed to the members of the association. Upon dissolution of the Association, any funds remaining shall be distributed to one or more non-profit organizations to be selected by the Executive Board, who will be guided by the rules of 501 © (6) of the Internal Revenue Service code and any of its amendments.

ARTICLE XIII PARLIAMENTARY AUTHORITY

Robert's Rules of Order, Newly Revised, shall be the parliamentary authority for this organization in all cases in which it is not inconsistent with these Bylaws.