

Bylaws of the Lincroft Village Green Association

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Article I - Name

The name of this Association shall be the LINCROFT VILLAGE GREEN ASSOCIATION. LINCROFT as used in the name of this association shall be understood to be that area bounded as follows:

BEGINNING at the Garden State Parkway (northern boundary line) at the intersection of Crawfords Corner Everett Road; thence running

1. Along the western boundary line of Crawfords Corner Everett Road, South to where it intersects with the Monmouth Reservoir and Swimming River; thence
1. Along the southern boundary line of Monmouth Reservoir and Swimming River, East to West Front Street; thence
1. Along West Front Street, West to Alexa Place and continuing North along Alexa Place to Page Drive (including all of Page Drive); thence
1. Along Page Drive to the intersection of West Front Street; and thence
1. West along West Front Street to the Garden State Parkway and continuing along the Garden State Parkway (northern boundary line) to the point and place of **BEGINNING**.

Article II - Seal

The Association shall have a corporate seal with the name incised thereon.

Article III - Purposes

The purposes of the Association shall be to develop and preserve the historic character and the aesthetic values of the LINCROFT Community, to promote friendship, neighborly feeling and social contacts among its members, to promote the general interests of the residents and homeowners in the LINCROFT Community, to assist in making the LINCROFT Community a pleasant place in which to live, represent LINCROFT Community interests before regulatory and administrative boards and to advance the general welfare and betterment of the State of New Jersey. To these ends, the Association will act on matters which affect the LINCROFT Community and Monmouth County, including the maintenance of the LINCROFT Community as an in-town area of homes, gardens and parks. The Association will assist the County of Monmouth, the State of New Jersey and the officials and appropriate Federal and State agencies in the fulfillment of their duties and will gather, preserve and impart information of value to the members of the Association.

Article IV - Membership

Section 1. Any individual who is at least eighteen years of age and a resident and/or homeowner in the LINCROFT Community, as described in ARTICLE I, shall be eligible for membership in this Association. Membership in this Association shall be available without regard to race, color, creed or national origin (with the above residency restriction) to any individual who subscribes to the Purposes in Article III of this Association.

Section 2. Any person, including any individual, firm or association, who wishes to further the purposes of this association, but does not qualify as a resident and/or homeowner in the LINCROFT Community, shall be eligible for associate, (non-voting) membership in the Association upon nomination by an active member and upon acceptance of the purposes of the Association stated in ARTICLE III and upon payment of the required dues.

Section 3. Members in good standing of this Association are those who abide by the current Bylaws, subscribe to the Purposes of this Association, and have paid current dues. By affirmative vote of the majority of the Board of Directors, a member may be suspended or expelled for cause or terminate the membership of any member who becomes ineligible for membership. Any such member shall be accorded the opportunity of an appropriate hearing by the Board of Directors prior to final action with respect to his or her membership.

Section 4. The privilege of holding office and voting in an election shall be limited to members who have been members in good standing at least 60 days.

Article V - Dues

The annual membership dues in this Association shall be fixed by the Board of Directors and approved by the Association from time to time, payable by each individual applicant when accepted and annually thereafter.

Article VI - Meetings

Section 1. Board of Directors meetings shall be held at a convenient time and place in the LINCROFT Community to be designated by the Board of Directors. There shall be a minimum of six Board of Directors meetings and at least one General Membership meeting each calendar year. Unless otherwise specified by the Board of Directors, the Annual meeting of this Association shall be in the Fall, and shall be for the purpose of presenting a financial report and the election of officers and directors.

Section 2. Special meetings may be called by the President and shall be so called upon the written request of the Board of Directors or any ten members of the Association. Such request shall state the reason of the meeting and the business to be transacted thereat. Notice of a special meeting shall be provided to each member at least five days in advance of the meeting. No business other than that specified in the Notice of the Special Meeting shall be transacted.

Section 3. Ten shall constitute a quorum for the transaction of business by the Association and of any committee a majority shall constitute a quorum.

Section 4. Each regular member of the Association shall be entitled to one vote to be cast in person. There shall be no votes by proxy or mail.

Article VII - Officers

Only those individuals who have been a member in good standing for 60 days shall be eligible for nomination, either by committee or from the floor.

The officers of the LINCROFT VILLAGE GREEN ASSOCIATION shall be President, Vice President, Treasurer, Secretary, all of whom shall be elected by ballot (if unopposed a voice vote may be substituted) by a majority of the members present and voting at the Annual meeting. They shall serve for a term of one year or until their successors have been elected. In certain instances, two people may share an office (such as co-president) with the prior approval of the Board of Directors. Only members residing in the LINCROFT Community may serve as officers of the Association. The office of President shall not be held by the same individual for more than three (3) years consecutively.

Article VIII - The President

The President shall preside at all meetings of the Association at which he or she is present, unless the Association shall direct otherwise, shall appoint all committees, standing and special, except the nominating committee, and shall be, ex-officio, a member of each committee.

All officers shall make reports to the President when requested, and their reports shall be by the President submitted to the Association. The President shall be required to take all necessary measures for maintaining order and efficiency in the management of all affairs and all its departments.

In the case of the death of an officer, removal from office, resignation, or absence of any of the officers, the President shall appoint one of the members to fill the vacancy temporarily, until the return of the absentee or until a successor may have been elected.

Article IX - The Vice President

The Vice President shall discharge the duties assigned to the President in case of the President's absence or disability, or a vacancy in the office, or as the Association shall so direct.

Article X - Treasurer

The Treasurer shall be the custodian of all the funds of the Association and shall deposit or invest said funds as the Association may direct. The Treasurer shall keep all necessary accounts and vouchers, subject at all times to such inspection and audit as the Association may direct, and shall make a report to the Association at each regular meeting, wherein the Treasurer shall show the amount of money on hand and the receipts and disbursements since the preceding meeting.

Article XI - Secretary

The Secretary shall keep a correct record of all minutes of the meetings of the Association and the Board of Directors and shall perform other such duties as may from time to time, be assigned by the Association or the Board of Directors.

Article XII - Board of Directors

The Board of Directors shall consist of not less than three, nor more than eighteen, members in good standing of the Association, including the President, who shall be ex-officio Chairperson of the Board, the Vice President, the Treasurer, the Secretary, the two immediate Past Presidents, and at least two other members to be elected by the membership at the Annual meeting.

The duties of the Board of Directors shall be to transact all necessary and urgent business during the intervals between any and all Association meetings, to approve all work of committees, to approve bills within the limits of the Association's finances, and to perform such special duties as may be assigned it by the Association. The Board of Directors shall meet at the call of the President upon not less than two days' notice by dissemination at each Director's residence (if disseminated to each Director's residence, the notice shall be delivered in time to allow two days' notice in advance of meeting). The President shall also call a meeting of the Board of Directors when so requested by a majority of the incumbent Directors and the requisite two day's notice shall be given.

The Board of Directors shall appoint a nominating committee at a Directors meeting in the Spring, composed of at least three Directors, to establish a slate of eligible candidates for all Officers and open Director positions to be voted on at the Annual meeting. Only persons who have signified their consent in writing or via email shall be eligible to be nominated to any

position, either by this committee or from the floor. At the Annual Meeting nominations may be made from the floor.

The nominating process shall consist of:

- a) Identifying likely candidates for open positions and obtaining a letter of consent from each.
- b) A meeting between each candidate and the President and one member of the nominating committee to discuss the Purposes and philosophy of the LVGA.
- c) The nominating committee shall then prepare and present a slate of Officers/Directors to the Board. Upon acceptance, this slate will be transferred to the election ballot to be used at the Annual meeting for the election of Officers/Directors.

Vacancies: In the event of the death or resignation of a member of the Board of Directors (including Officers), the remaining Board of Directors shall by majority vote appoint a member in good standing from the general membership (in the case of the President this position should be filled from among those serving or who have served on the Board of Directors) to fill the unexpired term (less than one year) of that Director/Officer. Because a Director is elected to a three year term, if his/her unexpired term is for more than one year a replacement shall be appointed in the aforementioned manner to serve until the next Annual meeting. The Nominating Committee shall be responsible for finding an eligible candidate to go on the Election Ballot to fill the remaining one or two year term of that Director.

Article XIII - Committees

The President shall assign the work of the Association to committees and shall decide any questions of jurisdiction over matters of common interest which may arise between committees.

Article XIV - Disbursements

Section 1. Budget: An annual, calendar year budget shall be prepared and approved by the Board of Directors. Disbursements are to be made in accordance with that budget. Moneys of the Association shall be paid out by check of the Treasurer.

Section 2. Non-Budget Disbursement: The President is authorized to commit Moneys of the Association for amounts not to exceed \$1000.00. The Board of Directors is authorized to commit funds for amounts not to exceed existing Association finances.

Article XV - Parliamentary Procedures

The rules of Parliamentary Procedure contained in Robert's "Rules of Order Newly Revised", shall be the authority governing all meetings of the Association, subject to laws of the State of New Jersey and these by-laws.

Article XVI - Amendments

These by-laws may be amended by a two-thirds vote of those present at any regular general membership meeting, provided that notice of the proposed amendment shall have been made available by mail, email, or the LVGA website to each member of the Association at least twenty days in advance of the meeting.

ADOPTED May 2 , 2001

Revised at the General Membership meetings in May, 2003 and October, 2008