



Lake Pine Colony Club By-laws

Ratification July 28, 2022

These By-laws are subject to and are governed by all Federal, State and Local statutes and regulations, including and not limited to, the NJ Non-Profit Corporate Act and the Planned Real Estate Development Full Disclosure Regulations

Table of Contents

Article I - Name and Address	4
Article II - Purposes and Definitions	4
Section 1: LPCC Corporation	4
Section 2: Definitions	4
Article III – Property	5
Section 1: LPCC Property	5
Section 2: Rules and Regulations	6
Section 3: Rights Granted to Lakefront Property Owners	6
Article IV - Membership	6
Section 1: Membership Definition	6
Section 2: Membership Sub-categories	6
Section 3: Property Certificate	6
Section 4: Member Social Privileges	6
Section 5: Member Not in Good Standing	7
Section 6: Property Certificate Transferable	7
Article V - Fee Structure	7
Section 1: Annual Membership Fees	7
Section 2: Senior Citizens Discount of Annual Membership Fees	8
Section 3: Recreational Use Fee	8
Section 4: Special Assessment Fee(s)	8
Section 5: Active Property Certificate Fees	9
Section 6: Board Member Responsibility for Fee Payment	9
Section 7: Financial Hardship Fee Considerations	9
Section 8: Discounting of Fees	9
Article VI – Voting	9
Section 1: Household Voting	9
Section 2: In-Home Ballot Voting	10
Section 3: Voting Procedures	10
Section 4: Control of Voting	10
Article VII - Meetings	10
Section 1: Annual Election of Officers and Trustees Meeting	10
Section 2: Board Transition Meetings	11
Section 3: Annual Budget Meeting	11
Section 4: General Membership Meetings	11
Section 5: Board of Trustee Meetings	12
Section 6: Executive Sessions	12
Section 7: Special Meetings	12
Section 8: Minutes of Meetings	13

Lake Pine Colony Club By-laws

Section 9: Meeting Locations	13
Section 10: Meeting Participation Requirements	13
Section 11: Use of Electronic Communication to Alert Members	13
Article VIII – Board of Trustees	13
Section 1: Makeup of the Board	13
Section 2: Terms of Office	14
Section 3: Election of Board Members	14
Section 4: Roles and Responsibilities of Officers and Trustees	15
Section 5: Acceptance of Board Member Responsibilities	15
Section 6: Interim Officer and Trustee Vacancies	15
Section 7: Chairperson of the Board	15
Section 8: Absenteeism	15
Section 9: Voluntary Resignations	16
Section 10: Removal from the Board	16
Section 11: Committees	16
Section 12: Succession	16
Article IX – Transaction of LPCC Business	16
Section 1: Annual Budget	16
Section 2: LPCC Property	17
Section 3: Non-Budgeted Expenses	17
Section 4: Movement and Use of Cash	17
Section 5: Receipt of Correspondence	17
Article X – Major Capital Improvements	17
Section 1: Capital Improvement Account	17
Section 2: Proposals for Disbursements	18
Article XI - Dam and Lake Fund	18
Section 1: Dam and Lake Fund Account	18
Section 2: Proposal for Disbursements	18
Article XII - Personal Liability	18
Section 1: No Liabilities of Members	18
Article XIII - Indemnification	19
Article XIV - Conflict of Interest	19
Article XV – Changes to By-laws	19
Article XVI - Dissolution	20
Article XVII – Conduct of Meetings	20
Article XVIII –Alternative Dispute Resolution	20
Article XIX – Prior By-laws	20

Lake Pine Colony Club By-laws

Article I - Name and Address

The Club shall be known as the Lake Pine Colony Club (hereinafter "LPCC"). The office of LPCC shall be located at the LPCC Club House, 2 Chestnut Road, Medford, New Jersey 08055 or at such other location as the Board of Trustees may designate from time to time.

Article II - Purposes and Definitions

Section 1: LPCC Corporation

The purposes of LPCC, a non-profit Social Club 501(c)7 as defined by the IRS and located in the "Pinelands," per the original Incorporation Document of 1939 are to:

- a. Forward and promote the general welfare, good order, and prosperity of the community and the lake, located at or in the neighborhood of Lake Pine, in the Township of Medford, in the County of Burlington, in the state of New Jersey.
- b. Improve, maintain, and conduct Clubhouse, recreational facilities and such other structures as designated by the Board for club members and guests.
- c. Take and hold by lease, gift, purchase, grant, devise, or bequest, and to mortgage, sell and convey, and utilize, any property, real or personal, necessary, or desirable, for carrying out the purposes of this corporation.
- d. Erect, equip, and maintain a social Clubhouse and other appropriate buildings for the use and enjoyment of all the members and guests.

Section 2: Definitions

As used in these By-laws the following terms shall have the definitions provided herein:

- a. "*Board*" shall mean the Board of Trustees consisting of the elected Officers and Trustees serving LPCC, elected in accordance with Article VIII of these By-laws.
- b. "*LPCC*" means the Lake Pine Colony Club, formed for the purposes described above.
- c. "*Club House*" means the building located at 2 Chestnut Road, Medford, New Jersey, 08055
- d. "*Household*" means a residential dwelling unit located in the Lake Pine community that is or can be occupied by an individual or group of people as their permanent residence. A residential dwelling unit is a house, an apartment, condo, townhouse, multi-family unit or temporary housing. The occupants may be a single family, one person living alone, two or more families living together, or any other group of related or unrelated people who share living arrangements.
- e. "*Lake Pine*" is deemed to include only that geographical area between Tuckerton Road and Chestnut Road, including both sides of Chestnut Road on the west side of Lake Pine and the area between Tuckerton Road and the north side of Fairview Road on the east side of Lake Pine. This includes the following streets and courts located within the geographical area described above: Ashley Court, Beech Road, Cedar Avenue, Chestnut Road, East Lake Boulevard, East Lake Circle, Falls Court, Falls Road, Forest Avenue, Fairview Road (north side only between Chestnut Road and Breakneck Avenue), Forest Court, Lakewood Avenue, Laurel Drive, Locust Road, Maple Road, Park Court East, Park Court West, Pine Boulevard, Spruce Road, Taunton Boulevard (between Tuckerton and Chestnut Road), Victoria Court, Walnut Road, West Lake Avenue, Winston Court, Woodland Avenue, and the including area where the Colony Club House and ball field are located.
- f. "*Member Household*" means all Households located within the Lake Pine community as defined in Article II, Section 2e. and 2f. of these By-laws.
- g. "*Trustee*" shall mean a member of the Board of Trustees, other than Officers.
- h. "*Officers*" shall mean the President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer of the Board of Trustees.
- i. "*Member*" means person whose permanent residence is within a "Member Household" located within the Lake Pine community, upon whom the rights of membership in LPCC have

Lake Pine Colony Club By-laws

- been granted subject to and in accordance with these By-laws.
- j. *"Member in good standing"* means a Member Household who qualifies to receive an active Property Certificate, whose Annual Membership Dues and any special assessments are current.
 - k. *"Member not in good standing"* means a Member Household whose Annual Membership Dues and/or any special assessments are not current and/or a change in status determined by a Board vote in accordance with Article IV Section 5 of these bylaws which impacts the member's privileges.
 - l. *"Membership"* means the body of Member Households of the Lake Pine Colony Club and/or describes the attributes and benefits afforded the members.
 - m. *"Property Owner"* means a person or persons owning title to a parcel of land in the Lake Pine Community.
 - n. *"Property Certificate"* is written proof from the Board that the Member Household has paid their Annual Membership Dues and is a household in good standing.
 - o. *"LPCC Membership Year"* is from January 1st through December 31st.
 - p. *"Recreational Use Fee"* is the additional monies a member in good standing, or their tenant(s) are required to pay in order to use the recreational facilities defined in Article V, Section 3 of these By-laws.
 - q. *"Re-activation Fee"* or *"Activation Fee"* refers to a fee charged to property owners who want to become a member in good standing who do not have an active Property Certificate as defined in Article IV, Section 3 of these By-laws.
 - r. *"Tenant"* refers to any non-owner individual(s) residing in a residential unit in Lake Pine.
 - s. *"In writing"* or *"written"* refers to any communication by email, or letter, including the quarterly newsletter the Pine Needle.
 - t. *"Non-member Household"* refers to any household eligible to join LPCC who is not currently a Member Household in good standing.
 - u. *"Fiscal Year"* refers to Lake Pine's annual fiscal calendar from January 1 to December 31.
 - v. *"Absentee Owner"* refers to a property owner who does not reside in Lake Pine as a permanent resident.
 - w. *"Secret Ballot"* is a paper ballot provided to a household for voting where the voter's identity is anonymous.
 - x. *"Initiation Fee"* refers to a fee assessed to a Non-Member Household upon becoming a Member Household.
 - y. *"PREDFDA"* refers to the Planned Real Estate Development Full Disclosure Act.
 - z. *"Rules and Regulations"* refers to a separate document outlining various rules and regulations that apply to Lake Pine property and properties which abut the lakebed.
 - aa. *"Property Management Company"* refers to a third party contracted by LPCC for services determined by the Board.
 - bb. *"Alternative dispute resolution"* (ADR) refers to the different ways people can resolve disputes without litigation. Common ADR processes include mediation, arbitration, and neutral evaluation. These processes are generally confidential, less formal, and less stressful than traditional court proceedings.

Article III – Property

Section 1: LPCC Property

LPCC is the fee simple owner of eleven (11) properties being Block 3204 – Lot 1, Block 3204 – Lot 2 (2 Chestnut Rd.); Block 3204 – Lot 6; Block 3313 – Lot 5; Block 3504 – Lot 5; Block 3603 – Lot 8; Block 3805 – Lot 14; as well as the lakebed of Lake Pine itself, which includes Block 3806 - Lot 1, Block 3712 – Lot 1, Block 3513 – Lot 1 and Block 3408 - Lot 1, totaling approximately 34 acres in the Lake Pine Community.

Section 2: Rules and Regulations

The Board, from time to time, may adopt, amend, and enforce reasonable Rules and Regulations related to the operation, use, maintenance and enjoyment of the common properties, the administration of the community, and any activity by a homeowner that impacts the quality of the lake so long as the Rules and Regulations do not conflict with these by-laws or state statutes. These Rules and Regulations must be approved by the majority of the Board.

Section 3: Rights Granted to Lakefront Property Owners

LPCC may grant to members, whose property borders the LPCC lakebed, permission to construct, repair, and maintain their docks, retaining walls, bulkheads, piers, boat houses, or any other structures or appurtenances that lie on or above the LPCC-owned property or lakebed, conditioned upon the member making written application to and receiving the approval of the Board, as provided in the Rules and Regulations, which may be modified from time to time.

Any new construction or major repairs to docks, retaining walls, bulkheads, piers, boat houses, or any other structure lying on or above the LPCC-owned lakebed must be submitted in writing to the Board, and include such information as requested by the Board, including a plat identifying the location of the proposed structure and materials to be used. The proposed new construction or repairs must be approved by the Board in writing prior to commencement of work.

Minor and Major repairs are defined in the LPCC Rules and Regulations documents.

Property owners who do not have active Property Certificates are not members of LPCC, as specified herein, and shall not be permitted to erect, maintain, or repair docks, retaining walls, bulkheads, piers, boat houses, or any other structure or appurtenances on or above LPCC- owned property adjacent to their residences.

Article IV – Membership

Section 1: Membership Definition

Only residential households within the area commonly known as Lake Pine, as defined in Article II, Section 2e of these By-laws, are considered to be eligible for membership in LPCC.

Section 2: Membership Sub-categories for Lake Pine Residents

The Board, at its discretion from time to time, may create sub-categories and/or levels of Membership and may further define and/or limit the benefits, criteria, and attributes of Membership. By way of example, and not limitation: (i) the Board may further divide Memberships into those which include full access to all recreational facilities and those which do not include such access; (ii) the Board may offer discounted membership to senior citizens; (iii) the Board may divide Memberships into voting vs. non-voting membership categories.

Section 3: Property Certificate

A certificate of Membership otherwise known as a “Property Certificate” shall be issued annually for each residential household in good standing.

Section 4: Member Social Privileges

Subject to any limitations created as defined above, any individuals living in a member household in good standing shall be entitled to participate in all social privileges of LPCC as defined by the Board.

Section 5: Member Not in Good Standing

- a. Failure to Pay Fees and Assessment: Any household that does not pay fees and assessments as outlined in Article V will automatically be considered a “Member Not in Good Standing”. Payment of any outstanding fees and assessments prior to Dec. 31 annually will immediately reinstate a member to “good standing” and restore all rights and privileges of LPCC membership.
- b. In addition to failure to pay fees and assessments as per Article V of these By-laws, Membership privileges may be suspended for cause including but not limited to failure to adhere to LPCC Rules and Regulations which shall be provided in writing annually and/or posted by the Board on its website.

Motions for Member Household status changes to “not in good standing” as a result of anything other than failure to pay fees and assessments, must be passed by no less than a two-thirds majority vote of the Board at a regular or special meeting of LPCC Board at which a quorum exists; provided, however, that the member’s household has been first given: written notice of at least 10 days, the reason for the intention, time to cure, afforded an opportunity **to be heard with or without council**, and where or when the vote to change status shall take place. In accordance with State statutes and/or regulations regarding privacy concerns, this meeting will be held in Executive Session of the Board, unless said member requests in writing for it to be discussed at a meeting where General Membership is present.

If, as a result of board voting, the member status is changed to “not in good standing”, the board will provide specific information on how the member can return to a status of “good standing”. After a time for a member to comply, the member would then apply for modification of their status with their rationale in writing. The board would then vote on whether to accept the household as a “member in good standing” based on their ability to satisfy the request provided.

Section 6: Property Certificate Transferability

Membership in LPCC is a privilege of the Property Owner and is not transferable outside of the household of the Property Owner, other than to a new owner(s) of the property to which the Property Certificate is attached.

Article V – Fee Structure

All fees levied by LPCC shall be used exclusively for the purposes of LPCC including promoting the recreation, social engagement, health, safety, and welfare of the members of LPCC, as well as for the improvement and maintenance of the areas within the responsibility of LPCC; including, but not limited to, the payment of taxes and insurance, maintenance, repairs, replacement, etc. and for the costs of labor, equipment, materials and supervision thereof.

Section 1. Annual Membership Fee

Every Member Household shall pay an Annual Membership Fee as defined by the Board. Any increase in Annual Membership Fees over the prior year’s annual Membership Fee for members in excess of 10% (ten percent) must be approved by a member vote in accordance with Article VI of these By-laws.

Annual Membership Fees cover the calendar year from Jan 1 to Dec 31 and are to be paid by February 15 of each year. If a household does not pay by Feb 15, all membership privileges, including voting, are suspended until all fees are paid, unless payment arrangements have been agreed to in writing

between the Member Household and the Board.

Section 2: Senior Citizens Discount of Annual Membership Fee

Senior citizens may receive a discounted rate on their Annual Membership Fee. The age of eligibility, required proof, and discount if any, will be determined by the Board on an annual basis. Changes in this fee in excess of 10% over the prior year will be subject to the same approval process as identified in Article V, Section 1 above. No other fees for seniors including the "Recreational Use Fee" and Special Assessments shall be discounted by the Board.

Section 3: Recreational Use Fee

Only members residing in households in good standing can use the lake, recreational facilities, and attend social events of LPCC by paying a "Recreational Use Fee" which is determined by the Board. Said facilities include the lake for swimming, boating, and fishing, the tennis courts, beaches, picnic areas, fields, and such other common facilities as may be available.

Recreational use "Member Tags" will be issued annually upon full payment by the Property Owner of both the Annual Membership Fee, any special assessments, and the Recreational Fee. These tags are required to be in possession of LPCC Members/Guests at all times when using recreational facilities.

The number of tags provided to each Member Household will be determined by the Board on an annual basis based on the number of permanent residents in each household. The Board may develop policies to allow additional purchase of tags for guests as deemed appropriate.

In the case of any residential unit with tenant(s), the landlord and/or tenant(s) of each residential unit must pay the Recreational Use Fee in order for them to use the recreation facilities described above, provided that the basic Annual Membership Fee and any Special Assessment Fees are current.

Section 4: Special Assessment Fee(s)

In addition to the Annual Membership Fee authorized above, the Board may levy a special assessment for the purpose of paying for, in whole or in part, the cost of any construction, repair, maintenance, or replacement of a described capital improvement upon the common areas, including, but not limited to: the lake, spillway, dam, beaches, structures, necessary fixtures, real and personal property related thereto.

Special assessments must be fixed at a uniform rate for all member households, it being the intent hereof that all residences, regardless of the value of the home, location of the home, or improvement thereon, shall pay the same per residence assessment hereunder. Any special assessment must be authorized by majority vote in person or by a Board-authorized mail in-ballot to all members in good standing entitled to vote. Such vote must take place at a General Membership meeting where advance written notice of the special assessment was given, or by a Board authorized mail-in ballot.

Written notice of any such meeting shall be sent to all Member Households in good standing not less than thirty (30) days in advance, and shall set forth the purpose of the meeting. The special assessment collected under such circumstances will be applicable only to the purpose for which it was assessed.

For special assessments, the due date for payment shall be fixed in the resolution authorizing the special assessment. If a special assessment is not paid by the due date, the Board may charge interest and penalties. If the Member Household does not pay within 15 days of the due date, their Property Certificate for the upcoming year and thereafter will not be issued by the Board until the special

Lake Pine Colony Club By-laws

assessment is paid or special arrangements have been established with the Board.

Section 5. Active Property Certificate Fees

Any household without an active Property Certificate will not be entitled to use the facilities of LPCC or vote on any LPCC matters. An active Property Certificate is transferable to any individual or entity acquiring title to a residence with an active certificate. Property Certificates are identified by the physical residence and cannot be transferred to another residence in the community.

- a. Purchases of a Household without a Property Certificate.
- b. A purchaser of a residence without an active Property Certificate who wishes to join LPCC will be required to pay a one-time activation fee of \$1,500. The \$1,500 activation fee will be discounted to \$500 for new homeowners if they become members within one year of the closing of their property. After the initial calendar year from the closing date of their property, the full \$1,500 activation fee will be assessed by LPCC, and no discount granted
- c. Additionally, that new resident will be required to pay a prorated Annual Membership Fee and Special Assessment (if any). This will qualify the new member household to participate as full members of LPCC.
- d. Reinstatement of Inactive Property Certificate
- e. Annual Membership Fees, special assessments and interest not paid by December 31st of any year shall render the Property Certificate of that member's residence "inactive." Once inactive, a household must reinstate the Property Certificate for a one-time payment of \$1,500.00 along with payment of the current year's full Annual Membership Fee, and any owed Special Assessments, regardless of the year assessed, to become a household in good standing.

Section 6. Board Member Responsibility for Fee Payment

In addition to the suspension of membership privileges, as defined in Article IV Section 3, any Officers or Trustees of the Board who have not paid their Annual Dues by Feb 15, or within 15 days of the due date of a special assessment are also suspended from the Board, until all fees are paid or payment arrangements due to financial hardship have been made in accordance with Section 7 below.

Section 7: Financial Hardship Fee Considerations

If a household is experiencing financial hardship, payment plans or extensions for the value of the total fees will be considered and approved by the Board on a case-by-case basis. Requests for such relief can be made in writing to the LPCC Board or any currently contracted Property Management Company.

Section 8. Discounting of Fees

Any action taken by the Board regarding any deviation from the value of the Annual Dues or reactivation fee must be approved by a majority vote of Member Households in good standing at the meeting in which the matter is voted on. Recreational Use Fees and Special Assessments are not eligible for discount.

Article VI Voting

Section 1: Household Voting

Any Member Household in good standing shall be entitled to vote at all LPCC meetings on issues brought before the Members. Each Member Household who is a member in good standing shall be entitled to one vote per property owned, provided each property is current in all fees (irrespective of the number of dwelling units and residents in the case of multiple dwelling units). Where a property is owned in joint or in several names, the joint owners are still limited to one vote.

Lake Pine Colony Club By-laws

Annually, an absentee owner of the property can choose to delegate their right to vote to a tenant (or permanent resident of the household). The household owner must inform the Board in writing by Feb 15 of each year, along with their Annual Membership Fee payment, should they choose to have someone permanently living in the residence be eligible to vote on behalf of the household. All other stipulations for voting must be in order.

Section 2: In-Home Ballot Voting

The Board, at its discretion, may send Board-authorized ballots by mail; or electronically to all Member Households in good standing. The Board will designate how ballots must be returned to make the vote official (i.e., by mail, in person, and/or electronically.) Any votes obtained in this manner are binding.

Ballots will be counted in public at a noticed time and place. The counting of these ballots will be done in an open manner where the counting may be witnessed and reviewed by anyone in attendance, so long as they are members in good standing.

Section 3: Voting Procedures

All voting shall take place by voice vote, show of hands, individual polling of Member Households in good standing in person, or through electronic/digital communication and/or Board authorized mail-in ballot. However, upon request by a vote of the majority of the Board, or as the result of a motion passed by a majority of the members in good standing in attendance at a meeting at which a quorum exists, voting may take place by secret ballot.

Electronic voting will require a visual interface so that the person voting can be identified and verified as a voting member of the household during the time the vote is taken. Voice/Audio-only votes will not be accepted.

Section 4: Control of Voting

Subject to the provision in Article VI, Section 3 of these By-laws, excluding secret ballot, the President shall control the method of voting as identified in Section 3. If the President is not present, the Vice President or any other officer shall assume such duties.

The Presiding Officer, two (2) additional members of the Board, and one general member in good standing shall oversee the counting of the votes by ballot at any meeting. In addition, candidates, or proponents for or against issues may also observe the counting.

If a secret ballot is called for during the meeting, only those in person will be able to cast a vote. All those who choose electronic communication will forfeit their right to vote on that issue unless or until a method to facilitate secret ballot voting is available electronically.

The Presiding Officer, two (2) additional members of the Board, and one general member in good standing shall act as inspectors at the membership meeting where voting occurs. Inspectors will be appointed by the Board and will perform their duties per NJ Non-Profit State Statute.

Article VII – Meetings

Section 1: Annual Election of Officers and Trustees Meeting

The Election of Officers and Trustees shall take place in person on the third Thursday in October of each year and be subject to the process outlined in Article VIII of these bylaws.

Lake Pine Colony Club By-laws

Other general business may also be conducted at this meeting.

Section 2: Board Transition Meetings

The President of the Board will determine the date for and conduct at least one transition meeting between current and outgoing Board members and Board members elect to discuss pertinent issues, exchange information, and plan for budget considerations, contractors/vendors/community items, etc. Participants will be given a minimum notice of ten (10) business days in advance of the meeting, and the first meeting will take place during the month of November.

No other general business may be conducted at this meeting.

The newly elected Board's term begins January 1-10 of the following year per Annual Meeting schedule.

Section 3. Annual Budget Meeting

The Annual Budget Meeting will be held within the first ten days of January of each year.

The meeting will require a quorum of twenty-five (25) Member Households. A meeting agenda as well as a draft of the budget including the proposed profit and loss statement summary and the capital accounts plans, along with the prior year's actual profit and loss statement and capital spending, will be sent to the entire membership at least 5 days in advance of the meeting.

Other general business may also be conducted at this meeting.

Notification of the annual schedule of known General Membership and Board meetings will be published within ten (10) days of the Annual Budget Meeting.

Section 4. General Membership Meetings

The President shall determine which months General Membership meetings shall be held. They will be held on non-consecutive months and will be announced at the Annual Budget Meeting. There will be a minimum of three General Membership meetings in addition to the Annual Election and Budget meetings held each year.

Reminders about these upcoming meetings will be published at least ten (10) business days in advance of the meeting by written notice to all member households in good standing.

By majority vote of the Board, the President shall have the authority to cancel or re-schedule meetings, provided that notice of the date of the alternative meeting or the cancellation of the meeting is first made in writing at least ten (10) business days before the meeting or proposed cancellation of the meeting, except in the case of emergency.

a. Quorum

A quorum at all General Membership meetings for the transaction of business shall consist of at least nineteen (19) Member Households in good standing, unless otherwise stated in these By-laws. In counting households present for a quorum, Board members shall be included.

b. Order of Business

At General Membership meetings, the order of business shall be as follows:

- Minutes of the preceding meeting presented
- Receipt of communications, bills, etc.

Lake Pine Colony Club By-laws

- Treasurer's Report
- Report of Standing Committees
- Report of Special Committees
- Unfinished Business
- New Business
- Closed Executive Session
- Adjournment

At the discretion of the President or presiding officer at any meeting at which a quorum exists, the order of business, except for the position of the Closed Executive Session as 'last,' may be set aside or modified.

Section 5: Board of Trustees Meetings

The President shall have the authority to schedule a monthly meeting of the Board on a date in which no other LPCC meetings are scheduled. The President shall also have the authority to cancel or re-schedule meetings. There will be a minimum of six (6) Board of Trustees meetings each year. Board members will have at least seven (7) days advance notice for meetings and a minimum of 24 hours for emergency meetings.

For purposes of conducting business at a meeting of the Board, all Board Members need to have been invited to participate in advance, and a quorum of at least five (5) Board members must be present. In the event that there are fewer than five (5) installed Trustees/Officers of the Board, all applicable state rules and regulations apply for the conduct of business.

Meetings of the Board where a binding vote is to be taken must be open to all members. Conference or work sessions at which no binding vote is to be taken do not need to be open to members. A quorum of the Board must be present for a binding vote to be taken. The Board shall provide a brief explanation of the basis for, and cost associated with each vote, which shall be included in the minutes. A policy regarding member comments at the open meeting may be adopted by the Board.

Notice of the open meetings of the Board shall be posted within ten (10) days of the January Meeting at the place where notices are posted, and must also be posted at a place accessible to all members at all times, and on the LPCC website or newsletter, or personally provided by mail or electronically to each member. The Notice shall include the date, time and place of the Board and membership meetings, and agenda items, to the extent known.

Emergency meetings may be held to deal with matters of such urgency and importance that seven days notice would result in substantial harm. Meeting cancellations shall be posted at the meeting site before the meeting was scheduled to begin, and posted in other places meetings are noticed, including the website, stating the reason for the cancellation and the re-scheduled date, if any.

Section 6: Executive Sessions

The President may elect to hold a closed Executive Session as part of any LPCC meeting. For Executive Session, meetings may be closed and members excluded for: (1) discussion of issues, the disclosure of which would constitute an unwarranted invasion of personal property; (2) pending or anticipated litigation or contract negotiations; (3) employment, promotion, discipline or dismissal of an employee or Board member or; (4) matters falling within the attorney client privilege, to the extent confidentiality is required in order for the attorney to exercise his/her ethical duties as a lawyer.

Section 7: Special Meetings

Lake Pine Colony Club By-laws

A special meeting may be called by the President, or must be called when requested in writing, with purpose included, by at least twenty-five (25) Member Households in good standing. The purpose must be in alignment with the petitioner's request.

At least ten (10) days' notice in writing of the upcoming meeting shall be given to all Member Households in good standing, and a minimum of three (3) days for emergency matters. When requested by the membership, the President must call the special meeting within thirty (30) days of receiving a written request for such a meeting.

Section 8: Minutes of Meetings

Draft minutes from each General Membership Meeting will be distributed, and/or posted, in writing, to the membership within 30 days from said meeting. Minutes from all other meetings will be available at the member's request.

Section 9: Meeting Locations

Meetings of LPCC shall be held at the Clubhouse, or in such manner as shall be designated by the President.

Section 10: Meeting Participation Requirements

Members who are not in good standing, or those who are eligible to join LPCC and are not currently members, are allowed to attend the General Meetings, Budget Meeting and/or Special Meetings of LPCC. Individuals not in good standing are prohibited from voting in any form.

a. Meeting Participation through Digital Interface

These meetings will be hosted in person and/or through a digital interface which allows faces to be seen. Only members eligible to participate in each meeting are to be present on the digital interface.

Voting shall follow guidelines described in Article VI, Section 3 of these By-laws. Should there be unforeseen technical difficulties during the meeting, the Board may elect to continue the in-person meeting if a quorum is physically present.

Section 11: Use of Electronic Communication to Alert Members

At least two methods of communication, as designated by the Board, will be used to alert members to upcoming meetings.

Each household is responsible for advising LPCC of their current contact information for meeting notifications by providing a mailing address, email, mobile number and/or any other method needed by the Board.

Each member of LPCC must "opt in" to receiving official notice through electronic communications. If LPCC does not have this authorization on file, they must provide written communication to the household.

Article VIII – Board of Trustees

Section 1: Makeup of the Board

The Board is comprised of representatives from Member Households who are in good standing. Those who own property in Lake Pine and are not permanent residents are not eligible to hold office. One representative from a Member Household may serve on the Board at a time.

The Board shall consist of five officers (President, Vice-President, Recording Secretary, Corresponding

Lake Pine Colony Club By-laws

Secretary, and Treasurer) and four (4) Trustees.

In order to qualify for the Presidency, the candidate must have served a minimum of one year on the Board, presently or in the past. If no one with the necessary Board experience is willing to be a candidate for President, the candidate can then be selected from the general membership without that experience.

Section 2: Terms of Office

a. Length of Terms

Officers and Trustees who are elected at the Annual Election of Officers and Trustees Meeting will begin their term on January 1st of the following year and serve a 2-(two) year term.

The terms for all Officers and Trustees start on January 1st of each year and expire on December 31st per the length of term for the position.

Positions will be staggered as follows: the President, Recording Secretary, and two (2) Trustees will begin terms on January 1 on odd years (i.e., 2023); and the Vice President, Treasurer, Corresponding Secretary, and two (2) Trustees will begin terms on January 1 on even years (i.e., 2024).

b. Number of Consecutive Terms

Officers and Trustees of the Board may only serve up to six (6) consecutive years on the Board in any combination of positions. They then must wait 12 months prior to starting another term. At the end of six (6) years, the Board member may complete the term in which they are currently serving if the position is a two-year Officer or Trustee term, which may bring them to a full seven (7) years.

In the event there is no candidate running for one or more positions, the incumbent may run again for an open office prior to the 12-month waiting period. The Board will give the incumbent at least 1 month notice if there is no candidate for a position, and the incumbent will advise of their intention to run for one of the open positions within 5 days of notification.

If then elected, the consecutive 6-year term limit begins again.

Section 3: Election of Board Members

A call for nominations to the Board will be sent to all members between 30 and 60 days of the annual election, with a deadline for nominations no less than 14 days after the notice.

Members will be provided with a ballot in writing at least 14 days in advance of the election. The ballot will list candidates alphabetically, a write-in area for each position, and a yes or no vote option for each candidate running unopposed.

A quorum at the Election Meeting for the election of Board Members, by secret ballot, shall consist of at least twenty-five (25) Member Households. In counting Member Households present for a quorum, Board members shall be included.

Election Committee

Annually, the LPCC will establish an Election Committee to be chaired by a non-Board Member (with no household Board Members currently serving or running for election) for the purpose of administering the annual election, and ensuring efficiency and objectivity, in

Lake Pine Colony Club By-laws

accordance with the Board established Election process.

The Election Committee would require no less than 2 participants. If there are less than two (2) non-Board Members willing or able to volunteer for the Election Committee, the Board will assume the responsibility to administer the election.

Section 4: Roles and Responsibilities of Officers and Trustees

The officers of LPCC shall be President, Vice-President, Recording Secretary, Corresponding Secretary, and Treasurer, each of whom shall be of a Member Household in good standing, and shall serve to represent the needs of the LPCC General Membership. There are four (4) Trustees who serve two (2) year terms each, whom shall also be members in good standing, and shall serve to represent the needs of the LPCC General Membership.

In addition to following local and state statutes and regulations, Trustees and Officers shall be provided suggested responsibility guideline documents as developed and modified by the Board from time to time.

Section 5. Acceptance of Board Member Responsibilities

All elected Board Members are obligated to follow current policy agreements, which may include items such as a confidentiality policy, fiduciary responsibility and conflict of interest form.

Section 6: Interim Officer and Trustee Vacancies

When a Board vacancy exists due to resignation, removal from office, or other reason, said vacancy will be filled by a majority vote of the General Membership in good standing in attendance at a meeting where a vote will be held. Notice of vacancies on the Board will be communicated in writing, and nominations to fill vacancies will be accepted for 14 days.

The vacancy will be voted on within 30 days of the announcement of new candidate(s) by the General Membership in accordance with the same process as stated in Article VI. If the vacancy becomes available within 6 months of the end date of any Trustee or Officer term, the Board will have the option to vote to fill the position without General Membership voting. In either instance, the newly elected Officer or Trustee will hold this position only until the next annual election.

Section 7: Chairperson of the Board

The President shall be Chairperson of the Board.

Section 8: Absenteeism

Any Officer or Trustee who shall be absent from three consecutive meetings (including the Board of Trustees, general membership, annual, transitional, budget, and special meetings) or misses 50% of all meetings held over 6 or more months which are not consecutive, unless he or she shall be present at the next meeting and excuse for his or her absence(s) deemed satisfactory to the Board, shall be removed as a member of the Board and cease to be a member thereof.

The Board will provide notice to the Officer or Trustee of the issue and provide an opportunity for said absentee to address the Board within 30 days of correspondence.

A majority of the Board must vote to confirm this removal. The Board will notify the absentee Board member of its decision to remove the person from the Board and will request all proprietary documents be immediately returned.

Section 9: Voluntary Resignations

Voluntary resignations must be submitted in writing to the Board by the Officer or Trustee who is resigning. The resignation shall be effective immediately or within the terms stated in the resignation letter so long as the date stated is within the Board Member's official elected term.

Section 10: Removal from the Board

Trustees and Officers may be removed by the Board for good cause directly impacting the member's ability to serve.

Trustees and Officers elected by the General Membership may also be removed from office by a vote of General Membership in good standing, at a meeting where said vote shall be brought forth. The Board has the authority to recommend to the General Membership the removal of a Trustee or Officer from the Board, with or without cause. Said removal requires a two-thirds (2/3) majority vote.

"Cause" will include such infractions as embezzlement, intentional violation of By-laws, intentionally harming LPCC's or its membership's reputation, a pattern of unprofessional behavior at meetings, disruptions intended to make it impossible to conduct business, etc. "Without Cause" will include infractions of the law not pertaining to LPCC and other concerns regarding integrity of the Trustee or Officer, as well as any other infractions identified in local or state statutes and legislation.

Section 11: Committees

Standing and Special Committees with specified duties shall be created by the President, in consultation with the Board. The President shall designate each committee's purpose and duties, The committee chair shall be appointed by the President and the chair shall report to the Board.

Additionally, the President may choose to appoint a Nominating Committee to seek candidates for officer and trustee positions. The committee's role is to seek as many candidates as possible to give the General Membership a wide choice of possible candidates for election. The Nominating committee will not limit the member's ability to nominate themselves or any other member in good standing.

Section 12: Succession

In the absence of the President, the Vice-President shall perform his or her duties. In the event of death or disability of the President, the Vice-President shall act until the Board shall fill the office. Should neither be present at any meeting, the Corresponding Secretary shall preside, but should the Corresponding Secretary also be absent, the Treasurer shall preside.

Article IX – Transaction of LPCC Business

The Board shall have the full power to transact any business of LPCC in alignment with these By-laws and applicable law. This includes, but is not limited to, the receipt and expense of funds and/or setting of policies, procedures, and activities to conduct business, and to set and adhere to accounting, financial, legislative, and other business practices.

Section 1: Annual Budget

The Annual Budget will be prepared and voted upon by the Board in advance of the Annual Meeting. The general membership will have a review period and will vote for acceptance per the schedule in Article VII, Section 3 of these By-laws. All budgetary documents will include prior year actuals, projections for current year profit and loss, and current assets and cash on hand for all accounts.

Section 2: LPCC Property

The Board shall have full control of LPCC's property and shall have the power and authority to make all rules and regulations governing such property and its uses, as specified in these By-laws. The Board shall maintain proper general liability insurance which covers all LPCC property.

The Board shall have the power to encumber or mortgage LPCC real property in an amount not to exceed \$250,000.00, only if such a proposed action has been approved by 55% (fifty five percent) of the total Member Households.

The Board shall not have the power to dispose of real property or to mortgage or encumber it for more than \$250,000.00 unless the proposed action shall have been passed by 66.67% (two-thirds) of the total Member Households.

Notwithstanding the foregoing, the Board shall have the authority to make conveyances of real property owned by LPCC, to adjust boundary lines and avoid title defects caused by encroachments.

Section 3: Non-Budgeted Expenses

Between General Membership meetings, the Board will not commit LPCC to any non-budgeted amounts in excess of \$1,000 above the budgeted spending operating account category (Or \$10,000 in an emergency). A budget category is a group of line items identified in the budget with the general category of the expense. This spending activity will be reported to General Membership at the next regular meeting.

Section 4: Movement and Use of Cash

The movement of funds outside of the approved budget from one account to another must be approved by majority vote of the Board. These accounts include but are not limited to the Operating Account, Lake and Dam Fund, and/or the Capital Improvement Fund.

Any cash investment strategy must be approved by majority vote of the Board. Investments include but are not limited to Certificates of Deposits, Annuities, the Stock Market. Strategies must be presented with expected risk profile and anticipated return for the Board's consideration.

Any non-cash investment strategies of more than \$10,000 also requires membership approval at a General Membership meeting at which a quorum is present.

Section 5: Receipt of Correspondence

Correspondence sent to LPCC regarding matters of importance, especially those that create a potential risk to the organization, will be revealed to the entire Board upon receipt.

Article X - Major Capital Improvements

Section 1: Capital Improvement Account

LPCC will maintain, separate from other accounts, a major Capital Improvement Fund in such depository, and in such amount, as shall be designated by the Board from time to time. The use of proceeds from Capital Improvement Fund shall be limited to Lake Pine capital improvement projects; major repairs or major necessary improvements to existing LPCC facilities and grounds; acquisition of real property; and such other purposes as may be deemed appropriate by a majority vote of members in good standing present at a general member meeting at which a quorum exists.

Lake Pine Colony Club By-laws

Section 2: Proposals for Disbursements

Proposals for disbursements from the Fund may be made by any member in good standing. A majority of the Board must first endorse the proposal. Once endorsed by the Board, the proposal will be presented to the membership at a general membership meeting for a vote as outlined in Article VI Section 3 of these By-laws.

Periodic deposits into the Capital Improvement Fund shall be made as authorized by motion or resolution adopted by the Board.

Article XI - Dam and Lake Fund

Section 1: Dam and Lake Fund Account

LPCC will maintain, separate from other accounts, a Dam and Lake Fund in such depository, and in such amount, as shall be designated by the Board from time to time. The Dam and Lake Fund is specifically intended to be used for the following purposes:

- a. Dredging of lakebeds when undertaken as a capital project under the direction of an engineering consultant and/or lake hydrologist.
- b. Major repair or replacement of any dam, spillway, culvert, pipe, or ditch that conveys water into or out of any body of water impounded by or flowing through, or above lakebed or streambed of Lake Pine, including pro-rata costs. Costs may be shared with other entities, such as the Township of Medford, the county of Burlington, the State of New Jersey, or any and/or adjoining property owners.
- c. Any repair deemed necessary by direction of the New Jersey Department of Environmental Protection/Dam Safety Bureau.
- d. Installation of permanent equipment such as aerators, fountains, oxygenators, bubblers, etc., that is intended to create long-term improvements in the quality of water in the lake or lake chain.
- e. Installation or repair of wells, pumps, piping, and other equipment that is required to move water within Lake Pine, separate from the intent of improving the water quality or flow in the lake or lake chain.
- f. Engineering fees, permit fees, inspection fees, etc., that are related to capital projects described above.
- g. Legal fees necessary to facilitate capital projects described above.
- h. If applicable, future repayment of loan principal and interest for any loans which were taken out to cover costs associated with capital projects described above.
- i. Fees for preparation of emergency action plan for dams and spillways.
- j. The funds in this account are not intended to be used for regular cleaning and maintenance of any LPCC properties, water testing, weed control, any and all projects or constructions meant for recreational use, annual inspections or permits, or insurance premiums.

Section 2: Proposals for Disbursements

Proposals for disbursements from the Fund will be handled in the same manner as that of the Capital Improvement Account as outlined in Article X Section 2. Periodic deposits into the Dam and Lake Fund shall be made as authorized by motion or resolution adopted by the Board.

Article XII - Personal Liability

Section 1: No Liabilities of Members

In accordance with applicable state statutes, the members of LPCC shall not be personally liable for the debts, liabilities, or obligations of LPCC. A member shall be liable to the corporation only to the extent

Lake Pine Colony Club By-laws

of any unpaid portion of membership dues or assessments which the corporation may have lawfully imposed, or for any other indebtedness owed by the member to the corporation.

Article XIII – Indemnification

The Board of Trustees has the authority to act in all circumstances on behalf of LPCC. Individual Officers and Trustees shall only act on behalf of LPCC as properly and explicitly authorized by the Board, and consistent with the terms of the authorization, as reflected in the Board minutes or resolution.

LPCC shall indemnify, in the manner and to the full extent permitted by the New Jersey Nonprofit Corporations Act, any Trustee or Officer of LPCC, “if the agent acted in good faith and in a manner which the agent reasonably believed to be in or not opposed to the best interests of the corporation” or is a party to, or is threatened to be made a party to, or who appears as a witness in, any “proceeding” (as such term is defined in Section 15A:3-4 of the Act), by reason of the fact that such person is or was a Trustee or Officer of LPCC.

LPCC will follow all other guidance pursuant to the Act. LPCC shall additionally cover all Trustees and Officers through the annual purchase of Directors and Officers (D&O) insurance.

Article XIV - Conflict of Interest

If a Trustee, Officer, committee member, or General Member has a financial or personal interest conflicting with the interest of LPCC in any matter (such as whether to enter into a contract with another organization with which such individual is associated), then the individual must bring the conflict to the attention of his or her fellow Trustees, officers, committee members and/or members and refrain from participating or voting in any decision with respect to the matter.

LPCC shall follow any internal written policies as well as guidance from Statute 15A:6-8 should any conflict of interest matters arise. The person with the conflict must recuse themselves from voting on any matter that is considered a conflict and follow any measures outlined in any existing conflict of interest policies.

Article XV – Changes to By-laws

These By-laws can be amended, altered, or repealed by members in good standing at a properly called general or special meeting by the following methods:

- a. Proposed amendments must be submitted in writing to and approved by a majority of the Board before presentation to members in good standing to be voted on.
- b. Proposed amendments to these By-laws must be presented in writing at a general membership or special meeting and read or distributed by the Recording Secretary or designated Board Member. The matter shall then be left on the table until the following scheduled meeting or a special meeting called for the purpose of ratifying said amendments, which must take place at least thirty (30) days after the initial distribution of proposed amendments.

Prior to the second meeting, notice of proposed changes to the By-laws should be published in writing or by special mailing. At the next meeting the Recording Secretary shall again read or distribute the proposed amendment(s) and a vote as per Article VI of these By-laws on the amendment(s) may be taken. Voting may be done seriatim (by paragraph) if deemed appropriate.

The Board may, at its discretion, send mail-in ballots to all member households eligible to vote in lieu of

Lake Pine Colony Club By-laws

an in-person vote. Procedures for voting as outlined in Article VI of these By-laws will be followed.

A minimum of twenty-five (25) Member Households in good standing must approve the amendment(s) by vote in order for the amended By-laws to be accepted.

The By-laws and amendments thereto shall be recorded in the Burlington County Clerk's Office.

Article XVI – Dissolution

Upon dissolution or liquidation of the Club, the net assets of the Club after any outstanding liabilities have been paid, if any, shall be assigned as subject to any existing deeds or other legal documents which supersede the provisions of this Article. The procedure for dissolution and liquidation shall be as follows:

The President shall cause to be published in The Pine Needle in two successive issues a full-page notification of intent to dissolve and liquidate, the reasons for the proposed dissolution and liquidation, and the date when Members may vote upon said dissolution and liquidation and the distribution of LPCC assets. A plan of dissolution shall be prepared and presented to the membership. A two-thirds majority of those Members in attendance at the scheduled meeting at which a quorum exists to vote on dissolution, liquidation, and distribution of assets shall be required to give effect to said dissolution, liquidation, and distribution of assets.

Article XVII – Conduct of Meetings

The resolution of all disputes as to the conduct and procedure at meetings, other than those specifically addressed in these By-laws, shall be determined by Robert's Rules of Order.

Article XVIII - Alternative Dispute Resolution

LPCC shall have an alternative dispute resolution policy for disputes between members, or between a member and LPCC, which shall be readily available as an alternative to litigation.

Article XIX - Prior By-laws

All By-laws heretofore adopted are repealed as of the date these new By-laws are enacted

Signature and Date of Board Members

Brian Schkeeper, President	_____	Date: ____ / ____ 2022
Lara Benedetto, Vice President	_____	Date: ____ / ____ 2022
Martha Curren Kin, Treasurer	_____	Date: ____ / ____ 2022
Scott Farrell, Trustee	_____	Date: ____ / ____ 2022
Sean Malady, Trustee	_____	Date: ____ / ____ 2022
Gordon Michaelis, Trustee	_____	Date: ____ / ____ 2022
June Windmuller, Trustee	_____	Date: ____ / ____ 2022
Deb Armus, Trustee	_____	Date: ____ / ____ 2022

Lake Pine Colony Club By-laws

These By-laws will be subsequently filed at the Burlington County Records Office in Mount Holly NJ