

## **BYLAWS SUMMIT LAKE COMMUNITY ASSOCIATION**

(Dated July 21, 2023)

### **\*\*ARTICLE I \*\***

#### **PURPOSE**

The purpose of this association shall be to strive for involvement and/or the betterment of the Summit Lake Community as a whole.

### **\*\*ARTICLE II \*\***

#### **MEMBERSHIP**

SECTION 1. Any person or family owning or residing on property on or adjacent to Summit Lake including all areas between or accessed by the two Summit Lake Road entrances off SR 8 shall be eligible for membership, and shall be considered a "member in good standing" with payment of annual dues and adherence to our Code of Conduct (see Article XI). Any person who is the head of the household and/or their spouse shall each have equal membership privileges. Only members in good standing of the association will be eligible to vote on association issues or election of officers.

SECTION 2. Dues shall be on a per calendar year per family basis. Dues for 2019 shall be \$60. For 2020 and beyond, the dues may be adjusted annually. The Board of Directors shall review membership dues prior to the beginning of the year and may make the decision to increase membership fees by up to, but not more than 25% per annum.

### **\*\*ARTICLE III \*\***

#### **OFFICERS**

The Board of Directors of the Association shall consist of four Executive Officers: President, Vice President, Recording Secretary, Treasurer, and five to seven Trustees.

This Board shall be elected at the November meeting as defined in Article VII, and seated at the January meeting.

### **\*\*ARTICLE IV \*\***

#### **DUTIES OF THE BOARD OF DIRECTORS**

##### **SECTION 1. PRESIDENT**

The President shall preside at all meetings of the association, and conduct the business presented in an orderly and concise manner, maintain complete control of the meeting at all times, and appoint and oversee all committees as needed. The President may vote in the election of officers. Otherwise, the President shall be governed by these Bylaws and the Roberts Rules of Order.

The President's term of office shall be one (1) year, with no more than three (3) consecutive years in office.

##### **SECTION 2. VICE PRESIDENT**

The Vice President shall attend all meetings of this association, and in the event that the President is absent, shall chair the meeting and be governed by the rules set forth in SECTION 1 above. The Vice President's term of office shall be one (1) year.

### SECTION 3. RECORDING SECRETARY.

The Recording Secretary shall attend all regular and special-called meetings of this association, shall record brief and concise minutes of business presented and actions taken, and shall present this to the members at the next General meeting and/or in the next SLCA newsletter. The Recording Secretary also will do all correspondence necessary in the operation of this association, and will keep a copy of said correspondence on file. The Recording Secretary or other designated Board Member shall maintain a record of all current members in coordination with the Treasurer.

The Recording Secretary's term of office shall be one (1) year.

### SECTION 4. TREASURER

The Treasurer will be responsible for all receipts and disbursements of the association, and filing of same; for paying the bills and for monitoring the collecting of dues, and for signing all checks and expense vouchers (along with the President or any other member so designated by the President for checks exceeding \$500).

The Treasurer shall present at each association meeting a financial report to the members. Record of all receipts and transactions shall be maintained in the Treasurer's files. He or she shall also assure that authorized signature cards are on file in the bank where business is transacted. All disbursements shall be made by check, credit card, or other properly documented method.

The Treasurer has the authority to pay normal operating expenses, expenses for the Clubhouse repair & improvements, and expenses in support of SLCA activities up to \$500 for each occurrence within a one month period. For such expenses that exceed \$500 but are no more than \$1500, a vote of the SLCA Board is required. For such expenses that exceed \$1500, a vote of the majority of the Association members in attendance at the General Meeting in which they are presented is required.

The Treasurers term of office shall be one (1) year, with no more than three (3) consecutive years in office.

### SECTION 5. TRUSTEES.

There shall be five to seven Trustees elected to the association Board of Directors. Trustees duties shall be to assist the above named officers and to generally oversee and strive for ways and means to advance the overall good and welfare of the association and the community in which it functions. At least two of the Trustees shall assist in the annual audit of the financial records of this association unless an external Certified Public Accountant (CPA) conducts the audit.

Term of office of Trustees shall be two (2) years with two to four Trustees being elected each year (See Article VII).

**\*\*ARTICLE V\*\***  
**MEETINGS**

Annual meeting shall be the third Friday in January of each year and shall include installation of new officers and an annual Treasurers report.

There shall be a minimum of four (4) additional General Association meetings each calendar year. These meetings shall be held on the first Friday of the month, at 7:00 PM, or other time as designated by the President at least two weeks prior to the meeting. While in person attendance is always preferred and encouraged, for those unable to attend in person, General Membership meetings may include an option for remote access. It is understood that technical issues may result in a remote option not being possible or technical issues may result in a reduction in meeting quality (audio / video) for those joining remotely. Additionally, the Board will make every effort to allow voting participation by remote participants, but this may also be limited by technical challenges.

Special meetings may be called by the President, or upon the request in writing of at least ten members. Special meeting notification shall be given to the General Membership at least 48 hours in advance.

The Board of Directors shall meet at least once each month. If there is no business to discuss the Board of Directors may agree via email that no meeting is necessary and that a physical meeting need not occur.

**\*\*ARTICLE VI\*\***  
**QUORUM**

Not less than twenty-one members shall constitute a quorum to carry on official business of the association.

**\*\*ARTICLE VII\*\***  
**ELECTION OF OFFICERS**

**SECTION 1. ELECTIONS**

Election of Board of Directors shall be conducted on an annual basis at the regular November meeting of the association. All nominations shall be made at the September and November meetings. Nominees must be members in good standing of the association. To be valid, the nominee must accept nominations. No member absent at the election may be elected to office without a written statement of acceptance of nomination. No person may hold more than one office concurrently.

To be elected as an Executive Officer, the candidate must receive a majority of votes cast. In the event that no candidate receives more than 50% of the votes, a runoff election shall be conducted between the two candidates with the most votes. In the event that only one candidate is nominated, the candidate must receive affirmative votes by a majority of members present.

In the event that there is no accepted nomination for the position of President at the time of the November election, with a 2/3 majority vote of the membership at the November meeting (or next General meeting with Vice President presiding), the expired term of the current President may be extended beyond the term limit as President Pro Tem until a suitable nominee is found and elected in a special election at a General Meeting of the SLCA, or until the following annual election.

Trustees shall be elected to two-year terms with alternating election years. Odd numbered term start years (January date) shall have three or four Trustees elected; even numbered term start years shall have two or three Trustees elected. For Trustee elections, all nominees will be grouped and voted on as a

slate. If the number of nominees is equal to (or less than) the open positions, a voice vote will be conducted to approve the slate of nominees. If there are more nominees than positions available, a paper ballot will be used. The X nominees receiving the most votes (where X is the number of open positions) will be the successful candidates. In the event there are unexpired terms due to a resignation or Trustee moving to another position, the same process will be followed but conducted via an additional ballot.

## SECTION 2. FILLING OF VACANCIES IN THE BOARD OF DIRECTORS

A vacancy of an office may be declared if an officer is absent more than two consecutive meetings (unless excused), if an officer submits in writing the desire to resign his/her positions, or if an officer is removed by the Article XII process. Should this be the President, the Vice President shall fill the unexpired term of the outgoing President, and the Vice President's duties filled by a Trustee selected by the Board of Directors. Any other office shall be filled on a temporary basis by the Board of Directors, with subsequent nomination and election to complete the term of office at the SLCA General meeting following that in which the vacancy occurs.

### **\*\*ARTICLE VIII\*\*** **COMMITTEES**

The need for committees may vary from time to time, and shall be appointed along with a committee chairperson by the President.

### **\*\*ARTICLE IX\*\*** **CHANGES OR AMENDMENTS TO THESE BYLAWS**

These Bylaws may be changed or amended after said changes or amendments are put on the floor for discussion for two consecutive meetings at which a quorum is present (Article VI), and a vote of the members attending the second meeting is taken. A 60% majority is required for passage of changes or amendments.

### **\*\*ARTICLE X\*\*** **CONDUCT OF BUSINESS**

Unless otherwise stated herein, the majority of the vote of the members attending the meeting in which said action or business was proposed shall govern all actions or business conducted by this association, providing a quorum exists. All meetings shall be conducted in accordance with Roberts Rules of Order, which shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with the Bylaws of the Summit Lake Community Association.

### **\*\*ARTICLE XI\*\*** **CODE OF CONDUCT**

The SLCA Board of Directors has a responsibility to create and maintain a clearly defined Code of Conduct which members of the Association are expected to follow to remain members in good standing. This Code of Conduct shall be maintained in a separate document, updated as necessary and circulated

amongst the general membership before the annual meeting in January and / or whenever updates are made.

**\*\*ARTICLE XII\*\***  
**REMOVAL OF OFFICERS**

**SECTION 1. REMOVAL PROCEDURE**

An officer may be removed from office only after all of the following are completed:

1. A written statement of offense committed by the officer against the association is signed by at least five (5) members and presented to the Board of Directors.
2. A review committee has been appointed by the President (or Vice President in the case of an alleged offense by the President).
3. The review committee and Board of Directors have found facts presented to be true and warrant action.
4. Facts have been presented to the association membership at a regular meeting with discussion and a vote for removal taken. A quorum and a 60% majority of the members voting is required for removal.

**SECTION 2. STATUS OF OFFICER**

After Step 3 of the Section 1 procedure has been completed, the accused officer shall be required to relinquish their position until the process is completed, vote is taken, and the officer is removed or reinstated. The procedure of Section 1 shall take no longer than six (6) weeks

**\*\*ARTICLE XIII\*\***  
**DISCIPLINING MEMBERS**

There are three levels of unacceptable behavior which will govern how member discipline is managed.

1. For minor and persistent violations of our code of conduct, the chairperson may choose to have an individual removed from a meeting to allow the agenda to continue. This would be followed up with a written explanation of the violation for documentation.
2. If these Code of Conduct violations continue in subsequent meetings, the Board of Directors has the option to vote to suspend an individual's membership for a period of up to 1 year. The Board may also vote to suspend membership for more egregious violations of our code of conduct. While an incomplete and non-exhaustive list, this could include things such as physical intimidation, damage to Summit Lake Community Association property or continued harassment of other members.
3. If, after reinstatement, violations of the Code of Conduct continue, the Board of Directors may choose to recommend permanent suspension of a member. The Board may also choose to bring forward a permanent suspension recommendation for much stronger violations of our Code of Conduct without going through #1 and #2 above. While an incomplete and non-exhaustive list, this could include physical assault, criminal violations against SLCA members or property or engaging in

acts that are considered threatening to the good reputation of the SLCA. A review committee would be appointed by the President. This committee would investigate and report back to the Board of Directors their findings. The Board would hold a vote with a 60% majority required to invoke permanent suspension.