

**BYLAWS  
of the  
NORTH SHORE BEACH PROPERTY OWNERS' ASSOCIATION, INC.**

**ARTICLE I            Membership**

Section 1 Qualifications - Membership, in the Corporation, shall be limited to those persons possessing the qualifications set forth in Article III, Section 1 of the Constitution of the Corporation. .

Section 2 Application for Membership - Due proof of eligibility to those memberships shall be submitted by an applicant upon demand by the Board of Directors of the Corporation. The Board of Directors shall prepare suitable application blanks for membership which shall be duly filled out and signed by each applicant and shall contain such proper information as the Board of Directors may deem reasonably required. Each application submitted shall be accompanied by the annual dues, in advance. Applications for membership may be admitted by a majority vote of the Board of Directors; such application shall be presented to the Corporation, at its next regular meeting, with the reasons for disapproval, for action by the Corporation at such meeting.

Section 3 Privileges - Members of this Corporation shall have all privileges provided in Article III, Section 2, of the Constitution of this Corporation, subject, however, to these Bylaws and such reasonable Rules and Regulations of this Corporation as the Board of Directors may from time to time make and post in the Clubhouse of this Corporation.

Section 4 Privileges of Non-Members - Members of the immediate family and household and invited guests of a member in good standing shall be entitled to the privileges accorded to the member of this Corporation, subject, however, to these Bylaws, and the Constitution and the Rules and Regulations of this Corporation, upon furnishing such proofs and/or credentials as the circumstances and the Rules and Regulations of this Corporation may require.

Section 5 Special Membership - The General Public (business and/or non-property owners) shall be eligible to apply for special membership types as determined by the Board of Directors, entitling these members to attend and participate in all programs for the benefit or improvement of the community at large, subject, however, to these Bylaws, and the Constitution and the Rules and Regulations of this Corporation. Special Members cannot hold office or vote on any matter which directly governs or affects the actions or property of the North Shore Beach Property Owners' Association, Inc.

Section 6 Honorary Life Membership - The Board of Directors may recommend for Honorary Life Membership, a member who through the out-standing services rendered, merits such recognition. Such membership shall be granted to the individual or surviving spouse and is not transferable.

Section 7 Special Guest Passes - The Board of Directors may make responsible rules and regulations governing the issuance and control of special guest passes and the charges to be paid therefore.

Section 8 Credentials of Membership - All proprietary and special membership credentials furnished by this Corporation to its members, shall remain in the property of this Corporation. This Corporation reserves the right through its authorized representatives to refuse the use of the Beach, Parks, and other Corporate property, and to recover such credentials as shall be found in the possession of any person not, or deemed not, rightfully entitled to the use or display thereof. No member shall give, loan, sell or offer any credentials of Membership to any person, but such credentials shall remain this Corporation's property and shall be used only to identify the person and property of a member in good standing and persons entitled to any privileges of this Corporation through such membership. Violation of this section shall subject the member to suspension, for such period as the Board of Directors may determine, or to expulsion.

Section 9 Suspension and Expulsion from Membership - The expulsion of a member shall be conducted at a Regular Meeting of the membership.

(A) In General - The Board of Directors may, by a majority vote after opportunity to be heard and upon at least one week's notice, at either a regular or special meeting thereof, suspend or expel a member for any act or conduct deemed detrimental to the best interest of the Corporation, or for any violation of the Constitution, these By-Laws, or the Rules and Regulations of this Corporation. This notice shall be in writing and sent by registered mail, addressed to the member as he appears on the records of the Association, and shall specify the act, acts or conduct charges against such member.

(B) For Nonpayment of Dues - A member shall be subject to a penalty if dues, assessments or other charges are not paid by June 1st. If not paid by June 15th, notice containing the names of persons who are delinquent in the payment of dues shall be posted on the Bulletin Board at the Corporations' Clubhouse, North Shore Beach, prior to the opening of the May meeting of each year.

## **ARTICLE II Corporate Meetings**

Section 1 In General - The meetings of this Corporation shall be held at the times and places and upon such notice and in such manner as are provided in Article VIII of the Constitution of this Corporation, and the provisions therein relative to a quorum and majority vote shall control.

Section 2 Order and Decorum - The members of this Corporation must be courteous to each other and respectful to the presiding officer and must avoid all harsh language. No member shall have the privilege of the floor for more than three (3) times on anyone subject, unless with the consent of the presiding officer; members must strictly obey the call of the presiding officer at all times. Any member who disregards the call of the presiding officer or who speaks disrespectfully to or about any officer or member or the Corporation at any meeting or commits any act deemed detrimental to the interest or welfare of the Corporation, may be placed on charges and, if found guilty, shall be placed under suspension for such period of time or be dismissed from the Corporation as the members may determine.

Section 3 Order of Business - Business of this Corporation shall be taken up at its meetings in the following order:

1. Role Call of Officers, noting those present and those absent.
2. Reading of the minutes of the previous meeting.
3. Reports of Officers.
4. Report of Special or other Committees.
5. Reading of communications and bills.
6. Unfinished business.
7. New business.
8. Good and welfare of the Corporation.
9. Motion to adjourn.

Section 4 Parliamentary Procedure - All meetings of the North Shore Beach Property Owners' Association, including meetings of the Board of Directors, shall be conducted in accordance with "Roberts Rules of Order, Revised," except as otherwise provided in the Constitution and By-Laws.

### **ARTICLE III Nominations and Elections of Officers and Directors**

Section 1 In General - The Officers and Directors of this Corporation shall be those specified in Article V of the Constitution of this Corporation and the terms of said officers shall be as specified in Article V.

#### Section 2 Nomination

(A) Nominating Committee - There shall be a nominating committee consisting of five members selected at the regular meeting in June, of each year; two members thereof shall be appointed by the President and three members thereof shall be elected by the members present at such meeting. The nominating committee shall select one member thereof who is not a member of the Board of Directors to be its chairman; the members of this committee who are appointed by the President shall be members of the Board of Directors.

(B) Nomination of Candidates - The nominating committee shall receive and suggest nominations for the respective offices and submit its slate of nominees at the regular meeting of the Corporation held at the Clubhouse at North Shore Beach in July of each year, at which time any further nominations may be made from the floor, after which the nominations shall be closed.

#### Section 3 Election

(A) Time and Place - Elections shall take place at the Annual Meeting of the Corporation in August. Polls shall be open for voting between the hours of 10:30 A.M. and 1 :00 P.M.

(B) Election of Officers and Directors - The presiding officer shall appoint three tellers and one clerk to act as inspectors of election who shall supervise and have charge of the. voting, canvass and tabulate the vote and report to the presiding officer the result of such canvass in writing. A duplicate of such report shall be posted forthwith on the Bulletin Board at the Clubhouse. No candidates **for, or member of the Board of Directors shall be appointed clerk or teller.**

(C) Who may hold Office - Except for Special Members, those persons who subsequently decline, and those who have not been paid up members in good standing during at least the current year and the year preceding, or those who are otherwise disqualified, all names submitted by the nominating committee, and those nominated from the floor at the July meeting, shall be printed upon an official ballot.

(D) Balloting - No write-in names at the polls shall be counted. A vote shall consist of an X mark in pencil or pen before the name of the candidate for office. The rules for voting and counting votes at public elections in this State by Ballot shall control except as to the "write-in" votes.

(E) Tied Elections - Elections with tied results for any office will be settled by an immediate drawing conducted by the clerk and tellers. Candidates concerned must be present or represented by proxy.

(F) Who May Vote - Each proprietary member in good standing shall be entitled to one vote for each office, but special members shall have no vote nor shall guests on special guest passes.

(G) Vacancies - Should any Officer or Director die, resign or be removed from office, or cease to be a member of this Corporation or be suspended there from, the Board of Directors shall elect a successor who shall hold office until the next Annual Meeting of the Corporation. All vacancies shall be filled within 30 days.

Section 4 Removal from Office - Officers and Directors may be censured suspended or removed from office, for incompetence, for inattention to the duties of their office, for conduct unbecoming their office in the Corporation or deemed detrimental thereto, or for absence from two successive meetings of the Board of Directors unless excused. Action under this section may be taken by the Board of Directors or by the Corporation at a Corporation meeting.

Section 5 Installation - Installation shall take place as soon after election as may be practical.

#### **ARTICLE IV Duties of Officers**

Section 1 President - The President shall be the executive officer of the Corporation. He/She shall be a member of and chairman of the Board of Directors. He/She shall sign all contracts or other legal documents, along with the Secretary of the Corporation, at the direction of the Board of Directors. It shall be his/her duty to preside at all meetings of the Corporation, if present, and to enforce the Constitution; decide all questions of order; and act as judge at and declare the result of all elections. Immediately after each Annual Meeting he/she shall appoint the Standing Committees. He/She shall have the power to appoint such additional committees as he/she may deem necessary. All appointments to all committees shall be approved by a majority of the Board of Directors before they shall be valid. He/She shall sign all orders on the Treasurer for money ordered paid by the Corporation; call all special meetings and verify the annual report of the Directors presented by the Board of Directors at the Annual Meeting. He/She shall be exofficio member of all committees. He/She shall perform all duties and have all the powers, except as herein or in the Constitution limited, usually performed or had by a president of a membership Corporation and he/she shall have all of the powers and perform such other duties as may be required of his /her office.

Section 2 Vice President - It shall be the duty of the Vice President to assist the President in every way possible in the proper discharge of his/her office. In the absence of the President or upon his/her withdrawal from the chair for the purpose of participating in the proceedings of the meeting, the Vice President shall have all of the rights and powers of the President.

Section 3 Acting President - Should the President be prevented by illness or otherwise from performing the duties of his/her office for an extended length of time the Vice President may be designated "Acting President" by a majority vote of the Directors of the Corporation, and he/she shall have all of the rights, duties and powers of the President while so acting. In the absence or inability of the Vice President to serve as "Acting President" the Board of Directors shall designate an "Acting President".

Section 4 Secretary - It shall be the duty of the Secretary to keep an accurate record of the proceedings of the meetings of this Corporation, read all communications, reports, petitions, etc., to conduct all official correspondence of the Corporation; to record all applications for membership, dismissals, suspensions or expulsions. He/She shall keep a roster of all members, their names and addresses. He/She shall forward a copy of the Constitution and By-Laws, Rules and Regulations of this Corporation to every member, who requests such, upon becoming a member. He/She shall forward without delay to the Board of Directors all bills and claims against the Corporation and also all other matters requiring its' action. He/She shall submit his/her books for inspection and audit whenever requested to do so by the President or Board of Directors. In case of his/her inability to attend any meeting of the Board of Directors or the Corporation, he/she shall deliver or cause to be delivered the Minute Book, which shall contain an official copy of the Constitution, Bylaws, Rules and Regulations of the Corporation, and any matters to be taken up or read at the meeting. He/She shall serve and give all notices of the meetings. of the Corporation and Board of Directors, except as otherwise provided. He/She shall have custody of the seal of the Corporation and shall affix the same whenever required. He/She shall have the custody of all records of the Corporation except such as are specifically assigned to others. He/She shall make a full report to the Corporation at the Annual Meeting and perform such other duties as the President or Board of Directors may prescribe. At the expiration of his /her term of office he/she shall turn over to his/her successor all monies, books, papers or other properties of the Corporation, that he/she has in his/her possession or that may have been delivered to his/her care.

Section 5 Treasurer - The Treasurer shall have the care and custody of funds of this Corporation, which must be deposited in separate accounts in a reliable bank or banks or other secured institution of deposit, approved by the Board of Directors. Said funds shall be deposited in accounts maintained in the name of the Corporation. The Treasurer shall have the power to sign checks and vouchers for the payment of money together with the President or Acting President, and the signature of the President or Acting President shall be required with that of the Treasurer on each voucher and check. He/She shall keep correct books of the financial affairs of the Corporation and report the condition of such financial affairs to the Board of Directors at every meeting of said Board and at such other times as the President or Board of Directors may direct. He/She shall at all times keep his/her books open for inspection by said Board of Directors or any duly constituted auditing committee which the President or Board of Directors may designate. He/She shall pay by check all bills and claims against the Corporation which have been ordered paid by the Board of Directors. He/She shall receive all dues and other monies collected in the name of the Corporation, giving a proper receipt therefore, and the same shall be promptly

deposited in the proper account or fund. He/She shall prepare the full financial report for the Board of Directors to present at the Annual Meeting and he/she shall verify the same and read it at such meeting. He/She shall, at the meeting held in July of each year and whenever directed by the President or Board of Directors, read the financial report of the Corporation. At the expiration of his/her term of office, he/she shall deliver over to his/her successor all monies, papers, books, or other properties of the Corporation, that he/she has in his/her possession or that may have been delivered to his/her care.

## **ARTICLE V Board of Directors**

### Section 1 Powers

(A) The government and management of this Association is entrusted to the Board of Directors. The Board of Directors shall exercise all executive and administration powers of the Association, and shall control all Standing and Special committees, except as this Constitution and Bylaws shall expressly provide to the contrary.

(B) They shall order an audit of the books of the Corporation by a Certified Public Accountant. The results of such audit shall be published in the Official Bulletin.

Section 2 Meetings - Meetings of the Board of Directors shall be held once a month at such times as may be mutually agreeable to the majority of the members of the Board and the President.

Section 3 Meeting Notice - Notice of meetings of the Board of Directors shall be mailed to each member of the Board of Directors at least seven (7) days prior to the meeting.

Section 4 Quorum - A quorum shall exist when at least seven (7) members of the Board of Directors are present and shall be necessary to transact business. In the absence of a quorum, the President shall adjourn the meeting until such time and place as the members of the Board of Directors present may determine.

Section 5 Custody of Corporate Assets - The Board of Directors shall be the sole custodian of all properties of the North Shore Beach Property Owners' Association, Inc.

Section 6 Duties Upon Vacating Office - Every Officer, Director and all members of Committees shall deliver to their successors, all books and properties in their possession belonging to the Association when they cease to be an Officer, Director or Committee member.

Section 7 End of Year Obligation - At the end of each year, the President shall secure all papers concerning the Association from his/her Secretary and Committees and turn his/her and these papers to over the Historian for filing with the corporate papers of the North Shore Beach Property Owners Association Inc.

## **ARTICLE VI Amendments**

Section 1 Process of Amendment - These By-Laws may be amended in the same manner as provided in the Constitution of the North Shore Beach Property Owners Association Inc., for the amendment thereof.

*Revised 1994*