

BYLAWS
CORDRY- SWEETWATER LOT OWNERS ASSOCIATION INC.

ARTICLE I
NAME AND TERMS

Section 1. NAME

The name of the organization shall be Cordry Sweetwater Lot Owners Association Incorporated.

Section 2. TERMS

Hereafter, in the context of these bylaws, the Cordry Sweetwater Lot Owners Association, Inc. shall be referred to as CSLOA. Hereafter, in the context of these bylaws, the Cordry Sweetwater Conservancy District shall be referred to as CSCD.

The use of the words “Activity boards” shall mean the outside bulletin boards adjacent to the CSLOA Clubhouse on Nineveh Road, opposite Church of the Lakes on Nineveh Road and the bulletin boards at the corner of Eagle & Sweetwater Drives.

ARTICLE II
MEMBERS

Section 1. MEMBERSHIP

Any person or persons owning or having contracted for the purchase of a lot within the area designated as the CSCD may become a member. Each lot is entitled to one (1) subscribed membership. Each membership is entitled to one (1) vote.

Membership in the CSLOA and all rights, privileges and liabilities thereto shall continue as long as the member meets all requirements set forth in these bylaws.

Section 2. MEMBERSHIP FEE

The membership fee shall be fixed by the Board of Directors at its June meeting; payment of which shall make the member eligible for all rights of membership. The membership is non-refundable and non-transferable. The membership fee shall be due and payable on the first (1st) day of September each year.

Section 3. MEMBERSHIP RIGHTS

The holders of membership have the right to:

- A. Be present at all regular or special meetings called by the Board of Directors.
- B. Be heard on all subjects brought before the Board of Directors.
- C. Vote at the Annual meeting.
- D. Vote on any resolutions and amendments brought before the membership by the Board of Directors.
- E. Be allowed to voice any legitimate complaint or opinion to the CSLOA member serving on the appropriate CSCD Commission and have same stated before that Commission for consideration.

ARTICLE III MEETINGS

Section 1. REGULAR MEETINGS

The regular meetings of the Board of Directors shall be held on the fourth (4th) Thursday of each month at 7:00 P.M. at the Clubhouse with the exception of November and December meetings due to the holidays. The Board of Directors may change the time and place of any regular meeting and will post the meeting at least forty-eight (48) hours in advance on the Activity boards. The Secretary shall notify the person responsible for the Activity boards. The Board of Directors may hold any other meetings they may deem necessary to perform their functions.

Section 2. ANNUAL MEETINGS

The Annual meeting of the members shall be held on the third (3rd) Saturday of August, at a time designated by the Board of Directors, for the purpose of electing directors and the presentation of annual reports. It shall be the duty of the Secretary to notify the editor of the CSLOA newsletter of the date, place and time of the Annual meeting, and that the meeting is for the purpose of electing directors and the presentation of Annual Reports, so the information can be printed in the February CSLOA Newsletter. Members shall not have voting rights unless current dues are paid. Nominations shall not be accepted from the floor at the Annual meeting for the purpose of electing Directors.

Section 3. SPECIAL MEETINGS OF THE MEMBERSHIP

Special meetings of the membership may be called by a majority vote of the Board of Directors, by the President or by not less than fifty-one percent (51%) of the membership filing a written request with the Secretary. Such request shall include the purpose of the meeting and a date, time and place. Upon such notice of such meeting received by the Secretary, the Secretary shall notify the person/s responsible for the Activity boards, so information is posted at least forty-eight (48) hours in advance of said meeting. Only business specified in such notice shall be transacted.

Section 4. SPECIAL MEETINGS

A Special meeting may be called at any time by the President or by a majority vote of the Board. A notice of any special meeting shall be posted at least forty-eight (48) hours in advance.

Section 5. EXECUTIVE MEETINGS

The Board may meet in an executive session, one closed to the public, after giving at least forty-eight (48) hours advanced notice. In keeping with the confidential nature of the executive sessions, no member of the Board shall disclose the content of discussions that take place during such sessions.

Section 6. QUORUM

A majority of the members of the Board of Directors shall constitute a quorum for the transaction of business of any meeting of the Board of Directors. When a quorum is established, a majority vote of the Directors present shall be binding. If at any meeting of the Board of Directors, there is less than a quorum present, discussion may be held, but no official business may be transacted.

Section 7. PARLIAMENTARY PROCEDURE

The parliamentary authority governing the Board shall be the most recent edition of Roberts Rules of Order.

Section 8. PRESIDING OFFICER

The President, or in the absence of, the Vice-President, or in their absence, any member of the Board of Directors chosen by the Board members present, shall call the meeting to order and shall act as chairperson of the meeting.

Section 9. ORDER OF BUSINESS

The order of business at all regular meetings of the Board of Directors, insofar as is practical or desirable, shall be as follows: A) Establish a quorum, B) Read minutes of previous meeting, C) Treasurer's report, D) Commission and Clubhouse reports, E) Committee reports, F) Unfinished business, G) New business, H) Adjournment.

ARTICLE IV ELECTION PROCEDURES

Section 1. BOARD OF DIRECTORS

The President shall appoint a three-member Nomination/Election Committee and announce such committee at the May meeting of the Board of Directors. At least one (1) of the committee members shall be a member of the Board of Directors. The committee shall select its chairperson. All committee members shall be qualified members of the CSLOA. The committee chairperson shall announce the candidates and conduct the election at the Annual meeting. Nominations shall not be accepted from the floor at the Annual meeting for the purpose of electing Directors. The Election Chairperson shall put an article in the August CSLOA newsletter announcing all the candidates' names for the Board of Directors and shall also announce them at the August regular meeting of the Board of Directors.

Section 2. ELIGIBILITY

All candidates for the position of Board members must be a member of the CSLOA.

Section 3. ABSENTEE VOTING

Any member of the CSLOA may vote for Board candidates by absentee ballot. The procedure for such voting shall be established by the Nominations/Election Committee and included in the August CSLOA Newsletter.

ARTICLE V BOARD OF DIRECTORS

Section 1. NUMBER AND TENURE

The Board of Directors shall consist of seven (7) members elected by the membership to serve three (3) year terms. Terms are to be staggered so that on more than three (3) board members are elected each year. Board terms commence on September first (1st) and terminate on August thirty-first (31st).

Section 2. MEMBERSHIP IN OTHER ORGANIZATIONS

No member of the Board of Directors may be an officer or director of any organization which governs, manages or otherwise guide or directs the activities or functions of the CSCD.

Section 3. AUTHORIZATION

The Board of Directors shall have the authority to make, adopt and enforce rules and regulations, not inconsistent with the law, the Articles of Incorporation or these bylaws, as it may deem advisable for the

management, administration and regulation of the business and affairs of the CSLOA. In case of the absence, or the inability to act, of any Director of the CSLOA, the Board of Directors may temporarily delegate the duties of such Director.

Section 4. REMOVAL

A member of the Board of Directors may be removed from their position on the Board at any time for: 1) cause; 2) missing four (4) regular meetings in any fiscal year by a majority vote of the remaining Directors (at a special meeting of the Board of Directors called for such purpose).

Section 5. REPLACEMENT

In the event of a vacancy on the Board of Directors through death, resignation, removal or other cause, the remaining Directors, by majority vote, shall name a replacement to fulfill the unexpired term as soon as possible.

Section 6. RELATIVES

A maximum of two (2) members of the Board of Directors may be from the same family. Family is defined as parent-child, brother-sister, husband-wife or in-laws.

Section 7. OFFICERS AND DUTIES

The Board shall elect from its members a President, Vice-President, Secretary and Treasurer immediately following the election of Board members at the Annual meeting. Duties of the officers are as follows:

- A. **PRESIDENT** – The President shall preside at all meetings of the membership and the Board of Directors, and shall perform all duties usual and incidental to the office of President. The President shall be an ex-officio member of all committees of the CSLOA. The President shall have the authority to make the following appointments: Newsletter Editor, Ox Roast Chairperson, Representative to CSCD commissions, Audit committee, and Nomination/Election committee and other Committees and appointed positions. The President shall be authorized to sign checks in the absence of the Treasurer and shall be bonded as is the Treasurer.
- B. **VICE-PRESIDENT** – The Vice-President shall assist the President and assume the duties and responsibilities of the President whenever the President is absent.
- C. **SECRETARY** – The Secretary shall keep a true and accurate record of the proceedings of all meetings, current and past, of the CSLOA and the Board of Directors which shall be filed in the CSLOA office and shall perform the duties usual and incidental to the office of Secretary. The Secretary shall be responsible for scheduling events in the Clubhouse and on its grounds, rental agreements and collecting rent due. All rents collected shall be turned over to the Treasurer for recording and deposit. The Secretary shall bring a report of the current and following months' activities to all meetings of the Board of Directors and a yearly calendar of all events, meetings, and rentals at the Clubhouse and on its grounds.
- D. **TREASURER** – The Treasurer shall keep a true and accurate account of all income and expenditures and of the securities and other funds of the CSLOA. The Treasurer shall endorse on behalf of the CSLOA all checks, notes and other funds and deposit them into the accounts of the CSLOA. The Treasurer shall perform all duties usual and incidental to the

office of Treasurer. The Treasurer shall be bonded in an amount suitable by the Board of Directors and the fee for such bond shall be paid by the CSLOA. The Treasurer cannot hold an office with any fiscal responsibilities in any CSLOA committee.

ARTICLE VI APPOINTED POSITIONS

All appointed positions shall be decided by a quorum vote of the Board of Directors.

Section 1. CLUBHOUSE SUPERVISOR

The Clubhouse Supervisor shall be responsible for the maintenance of all CSLOA property and shall secure bids for such maintenance or repair to present to the CSLOA Board for approval as needed.

Section 2. MEMBERSHIP CHAIRPERSON

The Membership Chairperson shall be responsible for receiving and recording all membership applications and monies. All monies collected shall be turned over to the Treasurer for recording and deposit. Membership records shall include the names, mailing addresses and lot numbers of members and any additional information deemed necessary by the Board of Directors. The Membership Chairperson shall be in charge of any membership drives deemed necessary by the Board of Directors and present a report of membership records at each meeting of the Board of Directors.

Section 3. COMMITTEE CHAIRPERSONS

All Committee Chairpersons shall report activities of their committees at each regular meeting of the Board of Directors.

Section 4. CSLOA REPRESENTATIVES ON THE CSCD COMMISSIONS

The CSLOA representatives on the CSCD Commissions shall attend their respective meetings and express the wishes and concerns of the CSLOA and its members. They shall report the transactions of their respective Commissions to the Board of Directors at each monthly meeting of the Board.

Section 5. NEWSLETTER EDITOR

The Newsletter Editor is responsible for editing, publishing and mailing the bi-annual newsletter. Publication of the CSLOA Newsletter shall be in February and August. Deadline dates for submitting articles shall be January 15th and July 15th. Special mailings may be approved when deemed necessary by the Board of Director.

Section 6. OX ROAST CHAIRPERSON

The Ox Roast Chairperson shall be responsible for organizing and overseeing all areas that make up the Ox Roast and reporting such information to the Board of Directors.

Section 7. LIBRARY (BRANCH)

Their main responsibility is to coordinate with the Main Library (Brown County Library), organize volunteers and oversee general library operations and procedures.

**ARTICLE VII
AUXILLARY COMMITTEES**

Section 1. REGULATIONS

There may be auxiliary committees affiliated with the CSLOA. These committees may be self-governing, elect their own officers and set up rules and regulations for the conduct of their affairs as long as their activities do not conflict with the Articles of Incorporation or the by-laws of the CSLOA. These rules and regulations must be approved by the Board of Directors. Considering that such organizations are not separately incorporated, it shall be understood that such auxiliary committees shall not engage in activities that may incur liability to the CSLOA without specific agreement on such activity by the CSLOA. Assets of auxiliary organizations must be accounted for and administered jointly with the Board of Directors, although they be accounted for in a separate account. It shall be the aim and purpose of auxiliary committees to assist the CSLOA in the conduct of its affairs and not impair the CSLOA in the performance of its stated purposes.

Any officer of an auxiliary committee must be a member of the CSLOA. A maximum of two (2) officers of any CSLOA auxiliary committee may be from the same family. (Family is defined as parent-child, brother-sister, husband-wife or in-laws.) The Board of Directors shall have final authority to solve any controversy or conflict with an auxiliary committee that cannot be resolved by the officers of the auxiliary committee.

Section 2. FINANCES

All auxiliary committees shall submit a written financial report showing all income and expenditures and balances of all accounts to the Board of Directors at each of its monthly meetings. Any expenditure over the amount to be set by the Board of Directors must be submitted for approval to the Board of Directors before disbursement of funds.

**ARTICLE VIII
PROPERTY AND FACILITIES**

Section 1. SCHEDULING

The Board of Directors shall have the authority to approve or disapprove the use of the Clubhouse and all other property and facilities owned by or controlled by the CSLOA. Further, the Board of Directors shall have jurisdiction over the conduct of those using said property equipment and facilities whether or not rent has been paid. All organizations and individuals shall file their intent to use CSLOA property and facilities with the Secretary for approval and shall agree to abide by the Rules and Regulations approved by the Board of Directors.

Section 2. PERSONAL PROPERTY

The Board of Directors believe that the CSLOA owned or controlled property is a valuable resource which may be loaned for community use under certain conditions only, provided that such use does not infringe on the original and necessary purpose of the property.

The Board of Directors may approve the use of specific property on the request of the user.

The user of CSLOA property shall be fully liable for any damage or loss occurring to the equipment during the period of its use and shall be responsible for its safe return.

Section 3. SMOKING

Smoking is not permitted in the Clubhouse or any other CSLOA building at any time.

ARTICLE IX FISCAL YEAR

The Fiscal year of the CSLOA shall begin on the first (1st) day of September of each year and shall end on the thirty-first (31st) day of August the following year.

ARTICLE X AMENDMENTS

These by-laws may be altered, amended or repealed in whole or in part by affirmative vote of two-thirds of the members of the Board of Directors, subject to ratification by the membership. All proposed amendments shall be submitted in writing and read at a regular meeting of the Board of Directors. Such amendment(s) shall be read again and voted on at the next meeting of the Board of Directors. Upon approval of the proposed amendment(s), such amendment(s) shall be posted at the Clubhouse and notice of such shall be sent to members in the next newsletter. Ratification ballots shall be included in that newsletter. The members shall have maximum of three (3) weeks from the date of mailing the newsletter to cast their votes. Ballots may be mailed to or hand-carried to the Board of Directors. A majority count of the ballots returned shall be binding.

ARTICLE XI REVIEW

These by-laws and subsequent amendments shall be reviewed annually by an appointed committee.

ARTICLE XII DISSOLUTION

In the event this organization shall cease to exist for any reason without having disposed of its assets, all real and personal property shall be allocated as determined by the Board of Directors after a special meeting of its members.

**CORDRY-SWEETWATER LOT OWNERS ASSOCIATION INCORPORATED
BOARD OF DIRECTORS**

Alison Randolph, President

Jamie Johann, Vice-President

Felicia Velez, Secretary

Angela Von Hoven, Treasurer

Linda Morgan, Member

Karen Short, Member

Kathy Wood, Member

Effective: _____, 2024