

## **Bylaws of the Strathmere Improvement Association** (May 5, 2022)

### **Strathmere, NJ**

#### **Article I - Vision**

Strathmere will continue to be an outstanding shore community with unique characteristics that enhance the quality of life and the pursuit of happiness. Citizens will work hand in hand for the betterment of our Community.

#### **Article II - Scope**

For the purpose of this Association and these Bylaws, the term "Strathmere" shall include the communities of both Strathmere and Whale Beach.

#### **Article III - Values**

##### **Section 1 - Sense of Community**

The Strathmere Improvement Association (SIA) believes that what affects one affects all, especially in our small beach community. The SIA will foster a sense of neighborliness and cooperation. The SIA values and respects our community organizations and will work cooperatively to achieve shared goals.

##### **Section 2 - Protection of Our Beautiful and Fragile Ecosystem**

The SIA shall strive to maintain the beauty and stability of our beach and bay environment and shall respond to any threats affecting the ecology of our beaches and wildlife.

##### **Section 3 - Self-Reliance**

The citizens of Strathmere, the SIA and other Community Organizations have a long history of working together to meet challenges and to address concerns that affect our quality of life. The SIA shall continue to provide leadership in addressing and resolving such challenges and concerns.

##### **Section 4 - Advocacy for Strathmere's Unique Charm and Individuality**

The SIA shall be vigilant in protecting Strathmere as the warm and inviting community it is, with respect for each citizen's individuality and right to pursue happiness.

#### **Article IV- Mission/Purpose**

The Strathmere Improvement Association shall be dedicated to the welfare of the residents of Strathmere, striving to perpetuate the spirit of community pride and cooperation traditional among residents. The SIA shall support efforts to maintain Strathmere as an outstanding and unique shore community. The SIA shall strive to record and maintain the history of Strathmere. The SIA shall seek solutions to problems affecting the welfare of the residents and provide a mechanism for communication between the residents of Strathmere and its governing municipality. The SIA shall be an independent, non-profit, non-sectarian, and non-partisan organization. The Strathmere Improvement Association is organized exclusively for charitable purposes under section 501(c) (3) of the Internal Revenue Service Code or corresponding section of any future federal tax code.

#### **Article V - Governance**

##### **Section 1 - Officers and Terms of Office**

The governance of the SIA shall be vested in five Officers: President, Vice-President, Recording Secretary, Treasurer and Member-at-Large.

Officers shall be elected at the Annual Meeting to two-year terms, beginning on October 1, to allow for a seasonal transition. The Officers shall be elected as voting members of the Executive Board, with full duties and responsibilities as an Officer of the SIA.

**Section 2 - President**

The President shall preside at all meetings of the SIA. The President shall represent and speak for the SIA at outside functions, gatherings, and meetings, as well as in written communication unless such authority has been delegated by the President.

**Section 3 - Vice-President**

The Vice-President shall act for the President in his or her absence, with the same powers and limitations.

**Section 4 - Secretary**

The Secretary shall record and keep the minutes of the SIA meetings and keep its records. Records may be kept electronically, and minutes and reports may be issued electronically.

**Section 5 - Member-at- Large** One Member-at-Large shall be elected. The Member-at-Large will assist the Board in meeting its goals and may serve on or provide leadership for committees or special projects.

**Section 6 - Treasurer**

The Treasurer shall be the custodian of the funds of the Association and shall deposit funds in a bank or savings fund in the name of the Association. The Treasurer will also issue payment for routine expenditures and will obtain approval from one additional Officer before expending funds. Nonroutine expenditures will be pre-authorized by a majority of the Executive Board. Payment of these expenditures will be made by the Treasurer. The Treasurer shall maintain a roll of members and collect dues and all monies due the Association. The Treasurer shall provide a financial report at each Board and Association general meeting and arrange for an external review of the financial records at the end of the fiscal year. At the end of the term of office, the Treasurer shall turn over all funds and records to the next Treasurer. Records may be kept electronically.

**Section 7 - Executive Board**

The Executive Board shall consist of the five Officers named in Article V, Section 1. They shall have the power to make decisions for the Association. The Executive Board will have the ability to appoint an Officer in the event of a vacancy. The newly appointed Officer will serve until the next general election. Elected members of the Executive Board shall not receive any compensation for Board-related services.

**Section 8 - Standard of Conduct for Board Members/Removing an Officer from the Board**

The SIA desires a Board that is devoted to the SIA mission and is interested in working together to carry out the mission goals. Each Officer is charged with carrying out duties as assigned in the SIA by-laws (Article V) and is expected to engage in constructive discourse of ideas while working smoothly with fellow Officers for the common good of the SIA. The President and/or Vice President will attempt to counsel an Officer regarding his or her conduct when necessary; however, when it becomes evident that an Officer's actions are not in alignment with the rest of the Board and its mission, there must be a concerted effort by the Board to take steps to remove said member.

**Reasons for being asked to leave the Board may include:**

- Excessive absence or dereliction of duties
- Conflict of interest, illegal or unethical behavior
- Obstructive, demoralizing, or hostile actions that prevent the Board from operating smoothly.

### **Removing a person from office:**

The following steps may be taken, with the overall goal of respecting the privacy of the Board member while acting to preserve the success of the Board and the Organization:

-Personal intervention-It is recommended that the President and/or Vice-President personally speak with the Board member in question to request a resignation, briefly outlining the reason.

-Removal by majority vote-If an Officer chooses not to resign, he or she can be removed by a majority vote of the Board at a regularly scheduled Board meeting or special session. An Officer who has been asked to resign or who is removed from office will be ineligible from serving as an Officer in the future.

### **Article VI - Membership**

#### **Section 1 - Eligibility for Membership**

All property owners, lessees, visitors, friends of Strathmere and members of their families, twenty-one years of age and over are eligible for membership upon application and payment of annual dues. Members may vote in the election of Officers or a change in the Bylaws if they have been a dues paying member since the previous year's Annual Meeting. Eligible members must be present to vote. Proxies and mail in ballots will not be accepted.

#### **Section 2 - Dues**

The annual dues shall be established by the Executive Board and collected during a membership drive in the first quarter of the new year. Members failing to pay their dues before the August Meeting shall be dropped from the list of members. Reinstatement shall be automatic upon payment but voting eligibility standards shall be enforced.

### **Article VII - Meetings**

#### **Section 1-Regular Meetings**

There will be a minimum of two regular meetings of the Strathmere Improvement Association annually, with the August meeting being the Annual Meeting. Prior notice of meeting dates will be circulated to all members via the newsletter and other applicable communication methods. Minutes of the previous meeting must be posted electronically at least two weeks in advance for members' viewing.

#### **Section 2- Special Meetings**

The Executive Board may call a special meeting when deemed necessary. At any special meeting no other business shall be considered. Notification to members of any special meeting must be in writing (may be by e-mail message) at least five days prior to the meeting. The purpose of the meeting must be included. Also, the Executive Board must convene a special meeting upon the written request of at least six members in good standing. If this request is by e-mail, an e-mail message must be sent by each individual making the request.

#### **Section 3 - Quorum**

The quorum for the business of the Association shall be six members in good standing (including members of the Executive Board).

#### **Section 4 - Rules of Order and Standing Rules**

*Roberts Rules of Order, Revised*, shall generally be used to conduct business at meetings of the SIA. Standing rules may be adopted by the Executive Board as required.

## **Article VIII - Communications**

### **Section 1 - Newsletter and Online Presence**

All SIA publications, whether electronic or printed, will follow SIA content guidelines and policies to foster better communication and to advocate for shared values and goals. It will refrain from political commentary or endorsements.

The Association shall periodically distribute a newsletter to the membership (a minimum of two newsletters per year). The newsletters shall contain information relating to meetings and activities of the SIA and may also include general information about Strathmere activities, events, etc. that are of interest to the membership. The Association shall strive to maintain an online presence deemed appropriate by the Board.

## **Article IX - Election of Officers**

### **Section 1 - Timing of Elections**

Elections shall be held at the Annual Meeting in August to encourage the greatest number of participants. A September Executive Board meeting will be held to facilitate the transition between outgoing and incoming Officers.

### **Section 2 - Eligibility for Office**

No member shall be eligible to vote or hold office unless in good standing (dues paid and meeting the membership timeline as outlined in Article VI, Section 1).

### **Section 3 - Nominating Committee**

The President shall appoint a Nominating Chair and any needed committee members at the July meeting, and announce the deadline for nomination submissions as the Monday before the August meeting. A candidate shall have the option to self-nominate before the deadline. The Nominating Committee Chair shall present the slate of officers on election day.

### **Section 4 - Elections**

Election shall normally be by closed ballot. If candidates are unopposed for any office, the Recording Secretary may cast one ballot on behalf of the members for that office or, if appropriate, the slate as a whole.

## **Article X - Committees**

### **Section 1 - Planning Committee**

The President shall chair a Planning Committee to establish goals for the upcoming year. Generally, the Executive Board shall assume the duties of this committee, which will normally meet after assuming office October 1.

### **Section 2 - Budget Committee**

In cooperation with the Planning Committee, a Budget Committee chaired by the Treasurer shall develop an operating budget for the upcoming year. At the end of the year, a comparison of the operating budget and the actual receipts and expenditures shall be prepared by the outgoing Treasurer and submitted to the outgoing and incoming Officers. To assist the subsequent year's Executive Board, this budget comparison shall also include estimates of receipts and expenditures for the first quarter of the following year.

### **Section 3 - Nominating Committee**

The Nominating Committee shall be appointed and function as described in Article IX, Section 3.

### **Section 4 - Other Committees**

The President may appoint additional committees as necessary.

### **Section 5 - President as Member of all Committees**

The President may serve on any committee as an ex officio member, and shall have a vote.

**Article XI - Amending the Bylaws**

These Bylaws may be amended or revised by a two-thirds vote of the active members present (assuming a quorum) at any regular or special meeting of the Association. The proposed amendment(s) and the meeting date must be circulated to members at least two weeks in advance of the meeting. This notice may be by e-mail.

**Article XII - Revenue, Assets and Property**

**Section 1** - No part of the net earnings of the Association shall inure to the benefit of, or be distributable to its members, trustees, Officers, or other private persons, except that the association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes described in section 501(c) (3) of the Internal Revenue Service Tax Code. No substantial part of the activities of the Association shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Association shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Association shall not carry on any other activities not permitted to be carried on (a) by an association exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by an association, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Section 2** - If the Strathmere Improvement Association shall be dissolved, no member will receive any portion of its remaining assets or property. Upon dissolution, the balance of any assets or property of the Association that remains after all debts or obligations are paid will be distributed exclusively to any other nonprofit association or associations with similar missions and which have been determined by the Internal Revenue Service to be exempt from federal income taxes. The Executive Board is charged with identifying eligible recipients.

***"This revision of the By-laws was approved by the SIA membership at a meeting on July 9, 2022.***

Witnesses:

Name: *Jonice L Connors*

Title: *President*

Date: *July 9, 2022*

Name: *Juliette Schuckler*

Title: *Vice President*

Date: August 13, 2022

Name: Rosemaris A. Athelan

Title: Secretary

Date: 8-13-22

Name: Anna Dieffenberfer

Title: MEMBER AT LARGE

Date: 8/13/2022

Name:

Title:

Date: