

CONSTITUTION OF SALEM MANOR SUBDIVISION

May 2012

Article I – Name

- A. This organization shall be known as Salem Manor Homeowners Association (non-profit), herein called the “Association”.

Article II – Purpose

- A. The purpose of the Association as formed is as follows:
Neighbors united in a cooperative effort (Association) for the common purpose of a better community to live in and raise our families. To promote the welfare of its members by taking action to enforce building and use restrictions. If need be, we may cooperate on a local, state, and national level for the common purpose of our Association.
- B. The purpose of the By-laws is as follows:
 1. To clarify and further define the Declaration of Covenants and Restrictions of the Association.
 2. To set for the operating procedures of the Association, it’s Executive Board, and its Standing Committees.

Article III – Membership

- A. Every person who is the owner of a lot in Salem Manor Subdivision or who has an accepted purchase agreement for a lot in Salem Manor Subdivision, shall be a member of the Association. Excluded are owners who have sold their interest under executor land contract. During such time as the land contract is in force, the buyer shall be considered to be the member of the Association. A member shall be considered in good standing if all dues are paid in full. Membership in the Association is on a strictly voluntary basis, for those who purchased a lot in Salem Manor Subdivision prior to February 16, 1987. Each lot owner who purchased a lot in Salem Subdivision after February 16, 1987 is obligated to be a member of the Association, which will provide for snow removal and the better appearance of the subdivision.
- B. Each property owner must submit an email address for communication of newsletters and dues. It is requested that property owners also submit an email address for renters.

Article IV – Executive Board

- A. The governing body of this Association shall consist of the following:
President, Vice-President, Secretary, and Treasurer will be elected for a term of two (2) years. The Executive Board composed of four (4) persons shall manage the business and affairs of the Association. All officers must be paid members of the Association.
- B. The election of members to the Executive Board for a two (2) year term will be held during the September general membership meeting. A list of nominees shall be presented by the Secretary for consideration by the general membership. Additional nominations may be received from the floor. The nominees receiving the four (4) highest vote totals from the floor and absentee ballots shall be considered elected. The newly elected Executive Officers shall begin their term of office immediately following the election.
- C. An Executive Officer may voluntarily resign by submitting a resignation at any of the regular meetings of the Executive Board by notifying any one (1) of the Executive Officers. Not taking part in any activity or meeting of the Association for six (6) consecutive months shall be considered as an automatic resignation. Any Executive Officer or committee member not fulfilling their position duties may be asked to resign their position by a majority vote of Association members in good standing. Vacancies on the Executive Board shall be filled by appointment made by a majority vote of the remaining Executive Officers. Each person so appointed shall serve for the remainder of the term of the officer whom he replaced.
- D. Committees will be formed from volunteers, and a committee coordinator will be named concurrently. Committees will be named based on the issues (i.e. Salem Manor sign, Safety – traffic and rezoning, Welcoming) they will be addressing and will continue as an entity until the issues are resolved or the term ends at which time new committee members will continue the resolutions. Block captains will also be named from active member volunteers. They will also serve a two (2) year term.
- E. No officer shall receive any salary or compensation of or his/her services to the Association. However, any Officer may be reimbursed for his actual expenses incurred in the performance of his/her duties.

- F. Cause to be kept a complete record of all its acts and Association affairs and to present a statement thereof to the members at the general membership meetings or at special meetings when such statement is requested in writing by one-fourth (1/4) of the members who are eligible to vote. Supervise all officers, agents, and employees of this Association and to see that their duties are properly performed.
To send notice of annual membership fees to all members to collect such membership fees, and to issue receipts for said membership fees upon request.

Article V – Quorums

- A. A quorum of the Executive Board shall be at least four (4) officers.
- B. A quorum of any committee shall be a majority thereof
- C. At any meeting of the membership, a ten percent (10%) attendance of the membership shall constitute a quorum and be empowered to transact business.

Article VI – Members Meetings

- A. General membership Meeting
Semi-annual meetings of the general membership of the Association will be held during the months of May and September. Items to be placed on the agenda of the General Membership meetings must be submitted to the Secretary of the Executive Board at least twenty (20) days in advance of the meetings. All items submitted must be placed on the agenda.
- C. Special Membership meetings
A special meeting of the membership may be called by a majority of the Executive Board of upon request of twenty five (25) eligible voters when submitted in writing to the Secretary.
- D. Executive Board Meetings
 - 1. The Executive Board shall conduct semi-annual meetings.
 - 2. Special meetings of the Board may be called by the President or by a majority of the Executive Officers. Board members shall be notified by the Secretary of the time, place, and purpose of special meetings at least three (3) days prior.
 - 3. A majority of the Executive Board shall constitute a quorum for the transaction of business.
 - 4. Any action taken by the Board must have the affirmative vote of the majority of the Board present at the meeting.
- E. Notice of Meetings of Members
At least fourteen (14) days prior to the semi-annual general membership or special meeting (if issue allows) written notice of the time, place, and agenda items will be e-mailed to all residents and be posted on the Association website.
- F. Minutes
Minutes of all regular and special membership meetings shall be distributed to all members through inclusion in the next Association Newsletter.

Article VII – Amendments

- A. These By-laws may be amended, altered, changed, added to or repealed by the affirmative vote of two-thirds (2/3) of the eligible voters present at any regular or special meeting. Notice of the proposed amendment, alteration, change, addition or repeal must be contained in the notice of the meeting; provided that no amendments may be made to these By-laws which would contradict, restrict, or otherwise conflict with any of the matters contained in restrictions recorded for Salem Manor Subdivision.
- B. These By-laws have been set forth to regulate the conduct of business within the Salem Manor Subdivision.

Article VIII – Authority of Officers

- A. Authority is limited to the Constitution and By-laws of Salem Manor Homeowners Association.
 - 1. The Executive Board shall have no power or authority to make any contract, written or oral, for services of indebtedness of over one hundred dollars (\$100.00) without the majority vote of the Association member's quorum taken at an Association meeting and sufficient funds in the treasury. The only exception is the procurement of the snow removal contract which is always over \$100.00.
 - 2. Suspension of the voting rights of a member during any period in which such a member shall be default in the payment of membership fees.

Article IX – Duties of Executive Offices

- A. The PRESIDENT shall be chief-executive officer of the Association and Chairmen. He/She shall preside at all meetings of the Association. He/She shall be an ex-officio member of all Committees and shall see that all resolutions and orders of the Executive Board are carried into effect. The President or an official proxy shall be involved in community meetings such as Homeowners Advisory Council, rezoning meetings, etc. and inform the general membership of issues and changes.
- B. The VICE-PRESIDENT shall assume the role and responsibility of the President in the absence of the President and shall do and perform such other acts as the Executive Board may authorize him to do. The Vice-President shall also oversee the work of all standing committees.
- C. The SECRETARY shall keep accurate minutes of all general and Board meetings and shall read such minutes at the following meetings. The Secretary shall keep or obtain from the committee head a written record of the meetings of all committees. The Secretary shall notify Board members of all Board Meetings.
- D. The TREASURER shall keep an itemized record of all expenditures and receipts and shall report the same at each Board and general meeting. The Treasurer is required to carry all of the Association by checks and have a second officer as a back up for emergencies. The Treasurer shall submit records in order, at the end of the fiscal year for proper audit. The Treasurer shall preside at Board Meetings in the absence of the President and Vice-President.
- E. The BLOCK CAPTAINS shall be responsible in helping collect dues, distribute literature pertaining to Association activities, and help as liaisons between block homeowners and the Executive Board.
- F. The COMMITTEE HEADS shall create a team to work issues as needed.

BY-LAWS OF SALEM MANOR HOMEOWNERS ASSOCIATION

Section I – Fiscal Year

- A. The fiscal year of the Association shall begin on September 1st of each year

Section II – Dues

- A. Annual dues shall be “to be determined”. Currently it is estimated at between \$30.00 to \$50.00 per family and shall be adjusted from year to year to year by the Association as its need may require.
- B. Annual dues are due by September 30th of each year.
- C. A late fee of \$20 will be added to dues unpaid as of December 31st.
- D. The Treasurer must send a bill to each member by no later than September 7th of each year. A paid receipt will be provided to each member, upon request.
- E. Membership Transfer
 - 1. Membership in the Association shall automatically be transferred to the new owners upon sale of the property within Salem Manor Subdivision. Any unpaid dues will be reported to the seller’s real estate representative and any inquiring mortgage companies.
 - 2. There will be no refund for the unused portion of the membership fee for properties sold during any fiscal year.
- F. Non-payment of dues shall automatically mean forfeiture of all rights and privileges of the Association.
- G. Expenditures
 - 1. The membership fees shall be used for the following purposes as the Executive Board shall determine necessary and advisable: For expenses incident to the examination and enforcement of the By-laws and the Declaration of Covenants and Restrictions of Salem Manor Subdivision; for legal fees which may result from the above mentioned examination and enforcement procedures and from other special interest activities that may result; for social functions sponsored by the Association; for the repair and maintenance of the Salem Manor Subdivision sign; for expenses of operating the Association including postage, duplication, rental of meeting quarters, filing fees; for a reasonable contract for snow removal and any other expenses necessary or incidental to the operation of an Association.

Section III – Elections

- A. A solicitation for nominees and volunteers shall be done at the May general membership meeting. A list of nominees will then be distributed via the Association newsletter or special flyer in August to prepare voters for the September elections held every two years.

- B. The elections of the Executive Officers shall be held at the September general membership Association meeting on every even-numbered calendar year.
- C. The election of the Executive Officers shall be a secret ballot on printed ballots prepared by the current Executive Board.
- D. The block Captains shall be responsible for delivering and collecting absentee ballots as needed to good standing members of the Association.
- E. Block Captains shall deliver collected ballots to the ballot box on the night of the election.
- F. A neutral homeowner will be responsible for counting and reporting the election results.
- G. Results will be reported in a special Association Newsletter or a special flyer.
- H. The new Executive Board will assume their positions after the votes have been counted and validated.

Section IV – Voting Rights

- A. Each member of the Salem Manor Homeowners Association shall be eligible to cast one (1) vote (maximum of two votes per lot) subject to the following limitation.

Any member who shall be thirty (30) days or more in arrears of the annual membership dues shall not be a member in good standing and shall not be entitled to vote at any meeting, nor hold office in the Association, nor be a member of any Committee until such delinquencies have been paid up.

- B. Each vote at a meeting must be represented by a person (owner). The use of proxies shall be allowed in all voting.
- C. A quorum for all voting shall consist of the general membership in attendance.
- D. A simple majority shall pass all issues presented to the general membership, except as follows:
 Membership fees shall not be increased/decreased without a two thirds (2/3) majority approval of the members in attendance at a meeting together with those submitting absentee ballots.

Section V – Committees

- A. Committees as required to conduct the business of the Association shall report to the Executive Board. The Board shall determine the number of members required to fill each standing committee and determine the issues that need to be researched and resolved. Volunteer committee members shall come from the general membership

Section VI – The right to Petition

- A. The general membership has the right to petition the Executive Board for any action, including the recall of members of the Executive Board and committees. Each member in the Association shall be entitled to one (1) signature per petition (maximum of two signatures per lot). A maximum of fifty (50) signatures are required per petition.

Section VII – Suggestions and Complaints

- A. Any member, in good standing, who wishes to give a suggestion or complaint may do so by submitting such suggestion or complaint in writing and be given to any member of the Board.
- B. The Board must consider such written suggestions or complaints and give the courtesy of a written reply.