

MILL POND ACRES CIVIC ASSOCIATION BY-LAWS

ARTICLE I NAME

The name of this organization shall be the Mill Pond Acres Civic Association (hereafter termed “Association”). It is an organization of volunteers that exist as a non profit and tax exempt corporation under the laws of the State of Delaware.

ARTICLE II MISSION

The mission of this Association shall be to provide a medium through which the residents and property owners of Mill Pond Acres can improve and promote their general welfare through joint and voluntary action arrived at by free and open discussion.

The following are examples of appropriate actions to implement this mission.

- Maintain the entrance ways
- Liaison with Police and Fire officials, County and State officials and legislators, and neighboring civic associations on issues affecting Mill Pond Acres – like proposals to change zoning regulations, plans for new developments in our area, plans to modify nearby roads, plans to use State property between Highway 1 and Mill Pond Acres residential properties as well as the State property that extends Red Mill Drive to the Lake water, safety and crime prevention, street and traffic signs, road maintenance, snow removal, drainage, services and costs of County sewer system, and quality and cost of water provided by Tidewater.
- Represent the common interest of the membership on issues that will or may affect the quality of life and/or property values in Mill Pond Acres
- Promote social events – such as a house lighting contest at Christmas, a community picnic, a Halloween Costume Parade and an Easter Egg Hunt
- Arrange community garage day sales
- Operate a website that provides information about the Association and how to become a voting member, community events, new residents, schools, any subject that enhances pride and value in living in Mill Pond Acres, and links to police, healthcare providers, local library, and County and State officials

ARTICLE III FISCAL YEAR BUDGET

The fiscal year of the Association shall be May 1 to April 30. The annual budget shall cover the new fiscal year and shall be prepared on the basis of dues paid for the current calendar year.

ARTICLE IV MEMBERSHIP

Any resident or property owner of Mill Pond Acres of at least 18 years of age shall be eligible for membership. His/Her decision to join is voluntary; however, only those members who have paid their dues for the current calendar year and who are property owners within Mill Pond Acres are eligible to vote. These members shall be termed "voting members". Voting shall be limited to one vote per lot. Members who are not property owners in Mill Pond Acres, or who have not paid their dues for the current calendar year, shall be termed "non-voting" members.

Any resident or property owner who elects not to become a member may none the less participate in any or all of the project activities of the Association and attend the Annual Meeting of the Association.

ARTICLE V DUES

The Association dues shall be ten dollars (\$10.00) per lot per calendar year. The dues amount is subject to annual review by the Finance Committee. A recommendation to change the current amount shall be considered and approved or rejected at the Annual Meeting.

The Association shall have no authority to impose any compulsory assessment on property owned by members or non members of the Association. The Association may accept voluntary contributions to help fund any or all projects sponsored by the Association.

ARTICLE VI MEMBERS OF THE BOARD

Members of the Board include the four Officers of the Association and three other voting members who broaden representation. All seven shall be chosen by a majority of the voting members attending the Annual Meeting and must be property owners within Mill Pond Acres.

ARTICLE VII OFFICERS

The Officers of the Association shall be a President, Vice President, Secretary and Treasurer. All Officers shall be voting members of the Association elected at the Annual Meeting. Terms shall be staggered to ensure continuity. All those elected shall take office immediately following the Annual Meeting.

In case of a vacancy in any office, except for the President, the Board shall appoint a voting member to complete the term. In the event the President can not fulfill his/her entire term of office, the Vice President shall assume his/her responsibilities for the remainder of the term.

ARTICLE VIII DUTIES OF THE OFFICERS

The President shall be the executive officer and the official spokesperson of the Association and shall have general supervision of the affairs of the Association. The President or the Vice President shall preside at all meetings of the Association. He/She shall have the authority to appoint committees to investigate any matters of common interest to the members or the Board; shall be an ex-officio member of all committees; shall see that the resolutions of the Board are carried out; shall sign all notes and checks along with the Treasurer, (excepting that the Vice President may also sign checks along with the Treasurer); and shall sign all other written instruments.

The Vice President shall fill the office of President at any time the President is absent or unable to fulfill the duties of his/her office; shall be the keeper of the Robert's Rules of Order; and shall perform such other duties as may be directed by the Board.

The Secretary shall keep a written synopsis of the minutes of all meetings, including an accurate record of all votes and email notices to members. If a member has no access to email, he/she may make an alternative arrangement with the Secretary to receive these email messages. The Secretary shall keep a record of email and mailing addresses of the voting and non-voting members of the Association, and shall manage the setup and operations of the Association's website, if applicable.

The Treasurer shall keep an accurate record of receipts and disbursements in books belonging to the Association. A full report on the Association's financial status shall be required at each meeting of the Board. The Treasurer shall deposit all monies to the credit of the Association in a suitable banking institution and shall disburse funds as approved by the Board. The Treasurer, together with the President or Vice President, shall sign all checks and vouchers. The Treasurer shall also receive and keep current records of all dues collected.

ARTICLE IX BOARD

The Board shall be elected at the Annual Meeting. The Officers of the Association shall be elected to serve two year terms on a staggered basis and the three other voting members shall serve one year terms. The affairs, business and concerns of the Association shall be vested in the Board.

ARTICLE X MEETINGS

Board Meetings

The purpose of Board Meetings shall be to oversee activities and operations; plan the agenda for each of the three Regular Meetings and the Annual Meeting; monitor new developments that may benefit or adversely impact our community; call a Special Meeting to amend the By-Laws or when 25% of the voting members submit a signed petition to address a specific issue; plan and conduct the Annual Meeting; and fill vacancies among officers with temporary appointments.

The Board shall meet monthly, or as needed. The President shall call each meeting by sending each Board member an email notice, at least two weeks in advance. This notice shall include a specific agenda of matters to be discussed at the Board Meeting. A majority of the members of the Board shall constitute a quorum.

Regular Meetings

The purpose of the Regular Meetings shall be to consider, approve and manage the operations of the Association. This includes reviewing reports from Officers, Standing Committees and Ad Hoc Committees; considering and approving programs and budgets that advance the objectives of the Association; recommending an appropriate dues amount per lot for consideration and approval at the next Annual Meeting; and, considering and acting on other matters that may arise.

Regular Meetings of the Association shall be held three times per year (Fall, Winter and Spring), or as needed. The President shall call each meeting by sending an email notice to each voting member of the Association at least two weeks in advance. This notice shall include a specific agenda of matters to be discussed at the Regular Meeting. A majority of the voting members attending the Regular Meeting shall be sufficient to transact business.

The Annual Meeting of the Association shall be held in May of each year for the purpose of reviewing activities of the past year; plans and budget for the next fiscal year; dues for the next calendar year; electing Members of the Board including Officers to fill the expiring two year terms and three other voting members who serve one year terms; and, for any other business that may arise. Notice of the Annual Meeting shall include an agenda and shall be emailed two weeks in advance to all voting and non-voting members who are listed in the Association records. A majority of the voting members present shall be sufficient to elect the Members of the Board. Only voting members shall be eligible to vote.

A Special Meeting of the Association shall be called by the Board to amend the By-Laws or to address any one issue(s) that is supported by a written petition bearing the

signatures of 25% of the voting members of the Association. Notice of the Special Meeting shall be emailed two weeks in advance to all voting members. It shall include an agenda that states the specific issue(s) to be considered and voted upon. A quorum for a Special Meeting requires 20% of all voting members. Approval shall require a majority vote of voting members attending the Special Meeting.

ARTICLE XI COMMITTEES

The President shall appoint committees to investigate any matters of common interest to members of the Association.

Audit – The Board shall appoint a voting member who has knowledge of basic accounting principals and is not an Officer to audit the books of the Association for the fiscal year ending April 30. The Treasurer shall provide the records. The auditor shall submit a written statement of condition at the Annual Meeting.

Finance Committee – The Board shall appointment three members to the Finance Committee. This Committee shall consist of the Treasurer (as Chair) and two voting members of the Association. It shall plan and recommend to the Board an operating budget for the next fiscal year and an appropriate dues amount per voting member household for the next calendar year.

ARTICLE XII PARLIAMENTARY AUTHORITY

The rules contained in *Robert's Rules of Order* shall govern this organization in all cases to which they are applicable and in which they are not inconsistent with these By-Laws.

ARTICLE XIII AMENDMENTS

These By-Laws may be amended at a Special Meeting of the Association called for that purpose. Amendment of the by-laws shall require a quorum of 20% of all voting members exclusive of those serving on the Board.

Revised: October 22, 2008

Approved November 6, 2008