

**HIGH CREST LAKE LODGE, INC.**  
Constitution and By-laws

**ARTICLE 1 – NAME**

The name of the organization will be the “High Crest Lake Lodge, Inc.”, located in the Township of West Milford, County of Passaic, State of New Jersey, hereinafter referred to as The Lodge.

**ARTICLE II – PURPOSE & OBJECTIVES**

The Purposes of this organization are to acquire, hold, own and provide for the care, maintenance and control of the beaches, lakes, dams, piers, pavilions, clubhouses, buildings, and other structures and other grounds used for recreation and sports, boating, bathing, fishing of High Crest Lake, and all of the property used in common by the owners: to formulate rules and regulations for the use of the properties enumerated above: to insure the present and future character and well-being of the development known as High Crest Lake to promote the welfare of recreational, social, and intellectual interest of its members.

**ARTICLE III – MEMBERSHIP**

**Section 1**

- (a) Any resident or property owner of High Crest Lake is eligible for membership.
- (b) There shall be three classes of members (1) Class “A” (2) Class “B” (3)Class “C”
- (c) All members are required to be active.
- (d) Whenever used in these by-laws, the phrase “Member in good standing” shall be deemed to mean a Member who has paid all amounts required hereunder for such Member’s property and who has not been suspended as provided herein.

**Section 2**

- (a) Class “A” Member Family  
Shall be those members who are resident property owners and resident unmarried members of their households.
- (b) Class “B” Member Family  
Shall be those members who are non-resident property owners
- (c) Class “C” Member Family  
Shall be those members who are residents, by virtue of being tenants or lessees, and unmarried members of their household. Class “C” members must become Class “A” or Class “B” members, as appropriate, upon purchase of property.

**Section 3**

- (a) Membership will be by application to the Membership Committee or Board of Directors. Persons who wish to join High Crest Lake Lodge will be required to pay the following prior to exercising any rights of membership:
  - 1) A transfer of membership fee, if applicable, or, in the alternative, an initiation fee as the same, set as per Article VI, Section 2 (h).
  - 2) Dues, for the remainder of the current fiscal year.
- (b) The purpose of this paragraph is to insure that after May 1, 2006, no applicant will be eligible for membership unless the owner of the property in which the applicant resides:

- 1) Applied for a transfer of membership pursuant to this section or  
In the alternative, paid an initiation fee as set as per Article VI, Section 2(h) and
  - 2) pays each year the dues, assessments and other charges payable to HCLL pursuant to the By-Laws with respect to the property in which the Applicant resides or will reside.
- (c) Each Member shall execute an agreement which shall provide that the Member will abide by the By-Laws and rules and regulations of HCLL and will pay the dues, assessments and other charges that may be levied by HCLL under the By-Laws with respect to the property in which such Member resides.

#### Section 4 – Revenue

- (a) Each Class “A” and Class “B” Member family shall be required to pay the amounts set forth in Section 3 above as well as any other amounts payable to HCLL as provided in the By-Laws with respect to the property in which such family resides. A Class “C” shall be required to pay the amounts set forth in Section 3 unless such amounts have been otherwise paid by the owner of the property in which they reside. In the event a Class “C” Member family becomes a Class “A” or “B” Member, such Class “C” Member family shall pay the fee described in Section 3 above.
- (b) Annual dues shall be determined by approved budget expenditures prorated to each member payable on or before 31 May of each year to the Treasurer. Senior Citizens (age 65 and over in Class “A” Member Families in good standing shall have 50% of the current annual dues levied against them.
- (c) Assessments may be levied on Class “A” and Class “B” Members only.
- (d) Assessments may be levied only upon approval of the membership by affirmation of the majority of the written ballots cast. Publication of the proposal shall be provided to each active Member Family at least one month prior to the balloting.
- (e) Lodge funds shall only be used for the purposes and objectives of The Lodge, and only in such manner as shall be approved by the Board of Directors.
- (f) Lodge funds shall be deposited in a Bank or Banks in the State of New Jersey. Deposits of such banks to be guaranteed by the Federal Deposit Insurance Corporation.
- (g) The Board of Directors upon reviewing the annual financial review by the Finance/ Audit committee [article VI section 2 (g)] may call for a review or audit of all accounts if they deem necessary. Said review or audit to be conducted by a Certified Public Accountant, not a member or relative of a member of the Lodge.
- (h) Admission charges for special events shall be at the discretion of the committee in charge, subject to the Board of Directors approval.
- (i) The Fiscal Year shall end 30 April, effective 1988.
- (j) In the event of dissolution of the corporation known as High Crest Lake Lodge, Inc., the assets shall be divided among the shareholders in accordance with accepted accounting procedures and the laws of the State of New Jersey.

#### Section 5

- (a) Two votes will be allowed for each Class “A” and Class “B” Member Family in good standing
- (b) Voting shall be by closed ballot accomplished in the following manner.
  - (1) A two-envelope system shall be used. Ballot to be enclosed in a plain, sealed envelope which in turn shall be placed in a larger sealed envelope. The latter, or outside envelope, shall bear the member’s signature.

- (2) The Nominating and Elections Committee shall check off all envelopes to determine that members are in good standing. A check off list shall be maintained as part of the voting record. Disqualified ballots shall be recorded and shall be destroyed unopened.
- (3) The plain, inner envelope of all legal ballots shall be extracted and placed in a common pile. These will then be opened and the ballots counted. The Chairperson of the Nominating and Elections Committee shall deliver the tabulation of votes to the President.
- (4) All voting results shall be made a part of the permanent voting record.

#### Section 6 – Suspension of Membership

- (a) Membership will be suspended upon failure to meet financial obligations. Members in arrears more than two months will receive written notice from The Lodge Treasurer. If the financial obligation has not been satisfied one month after issuance of the written notice, the Membership will be suspended and the Member will be notified in writing by the Board of Directors.
- (b) In the event any member fails to conform to the rules and regulations, or conducts himself in a manner detrimental to The Lodge; the Board of Directors shall take necessary action to correct the problem. The foregoing applies only to incidents occurring on Lodge property and/ or in connection with Lodge sponsored events. When such Board action is ineffective the following procedures shall be followed:
  - (1) The Board shall convene a special meeting at which all of the parties of interest will be heard. A minimum of one (1) week notice shall be given.
  - (2) When all of the facts are known the Board will vote on the question of suspension.
  - (3) Suspension shall be for a period of not less than 15 days and not more than sixty days. Notification shall be given in writing.
  - (4) When appropriate, the Board may take subsequent action to terminate a Suspension.
- (c) All voting power, rights and privileges will be suspended until membership is reinstated.
- (d) Reinstatement of a Member/Member Family must be confirmed in writing by the Board of Directors.

#### Section 7 -Termination of Membership

- (a) Class "A" and Class "B" Membership will automatically be terminated upon sale, or transfer of ownership, of their property. Class "C" Membership will automatically close upon termination of residency.
- (b) Any member may resign by serving written notice on the Board of Directors. Upon resignation, he forfeits all rights and privileges.

#### Section 8 – Reinstatement of Resigned Member

A resigned Member, who continues to reside at the lake and who subsequently applies for reinstatement at a later date, shall not be entitled to reinstatement unless such Member pays, with the application for reinstatement, all dues, assessments and other charges pursuant to Section 3.

#### Section 9 – Repayment of Bond/Pledge/Stock

Refund of investment, as pertaining to Bond/Pledge/Stock that was eliminated as of May 1, 2005, and was paid by any member or resigned member, shall be made within 90 days after transfer of ownership if applicable, or at an earlier date as determined by the Board of Directors. This will be paid for the amount they currently have invested, less money owed in dues and assessments.

### Section 10 – Transfer of Membership

An applicant may apply for a transfer of membership pursuant to this Section if:

- (a) Within ninety (90) days of acquiring title to or residing in the property qualifying same for membership, said applicant applies for membership; and
- (b) The owners of the property acquired by or resided in by the applicant have been members in good standing of HCLL for three (3) fiscal years preceding said transfer of title or residency; and
- (c) The transfer of title or condition of residency upon which the applicant seeks to qualify for a transfer of membership is an arms length transaction for good and valued consideration.
- (d) In the event an applicant acquires title to or resides in a property which has been owned by a current member for less than three (3) fiscal years, the criteria set forth in Section 10(b) above shall be deemed satisfied if said prior owners of the property in question have been members in good standing of HCLL for the fiscal years of HCLL during which they owned the property.
- (e) In the event an applicant acquires title to a property owned by a current member within three (3) years of the effective date of this amendment, the criteria set forth in Section 10(b) above shall be deemed to be satisfied if said current member has been a member in good standing of HCLL for the fiscal years since the effective date of this amendment, May 1, 2006.
- (f) The amount of the transfer of membership fee to be set as per Article VI, Section 2(h).

## **ARTICLE IV – BOARD OF DIRECTORS**

### Section 1

The conduct and management of the Lodge shall be controlled by a Board of Directors who shall be elected from the Membership of The Lodge. The Board of Directors shall comply with all the obligations and carry out the responsibilities of good sound business management for the benefit of The Lodge. The Board of Directors shall endorse all legal and contractual documents as required to carry out the purposes and objectives of The Lodge. Each succeeding member of the Board must endorse the aforementioned documents.

### Section 2

The Board will consist of seven members who are: the President, Vice President, Secretary, Treasurer, Activities Director, Lake & Beach Director, and Grounds & Buildings Director.

### Section 3

Any person who has been a Class “A” Member for one year will be eligible to serve as a member of the Board of Directors.

### Section 4 – Nomination and Election

- (a) The Annual election of Directors shall be held in November and each year thereafter during the existence of the Lodge. The newly elected Directors will take office on the first day of January.
- (b) The Nominating & Elections Committee will publish the nominees at least 30 days prior to elections. Additions to the list of nominees will be made by submitting a petition, signed by at least ten Members, to the Nominating & Elections Committee two weeks prior to the election. The ballot containing the names of the nominees will

be mailed, or delivered, to the eligible Members to be received seven (7) days prior to the November meeting. Completed ballots must be mailed or delivered to the Secretary or submitted in person at the annual November meeting, as per Article III, Section 5.

- (c) The election of the Board of Directors shall be by written ballot submitted to the Secretary to be opened at the November meeting of the Membership in the manner prescribed in Article III, Section 5. Each Director will serve two years. Each even year three Directors shall be elected. Each odd year four Directors shall be elected.
- (d) There shall be elected from within the Board of Directors a President, Vice President, Secretary, Treasurer, Activities Director, Lake & Beach Director, Grounds & Buildings Director. Elections to these positions will be at a special meeting of the entire incoming Board before January first. The current Board President will call and preside at the special meeting.

#### Section 5 – Duties and Officers

- (a) President – Executive officer of The Lodge who will preside over all meetings of The Lodge and the Board of Directors. He shall have other powers as conferred upon him by the other Directors. It shall be his responsibility to insure the proper maintenance and retention of all Lodge records in order to assure The Lodge of continuity from one term of office to another:
  - (1) Non-budgeted capital expenditure: With the concurring vote of a majority of the Board of Directors, he may approve non-budgeted capital expenditure of sums not to exceed \$1,000.00 to cover any one expenditure. Any necessary expenditure beyond \$1,000.00 must be submitted to the general membership using the method described in Article III, Section 4, (d) relating to assessments.
  - (2) Emergency Capital Expenditure: With the concurring vote of a majority of the Board of Directors, he may approve emergency capital expenditures which affect the health, safety and welfare of the community only when time is of the essence.
- (b) Vice President – In the event of incapacity or absence of the President, the Vice President shall perform his duties. He shall also assist the President in the performance of his duties. In addition, the Vice President shall be chairman of the By-Laws Committee whose duty it will be to study the operations of The Lodge and propose any changes in the By-Laws necessary to make them more effective. He shall also serve as the chairman of the Membership Committee.
- (c) Secretary – The Secretary shall keep records of attendance and minutes of the meetings of The Lodge and the Board of Directors. He shall prepare and submit a copy of these minutes to the President within 30 days after such meetings. It is also his responsibility to maintain one permanent set of these minutes in a record book, which can then be transferred over at the time his term of office is completed. He shall receive all communications turning them over to the proper authorities and shall perform all other duties ordinarily performed by the Secretary.
- (d) Treasurer – The Treasurer shall keep records of all membership, shall receive funds including initiation fees, dues and assessments and deposit them in the official depository. He shall disburse them on the order of the Board of Directors or the membership as prescribed in the prepared budget subject to the following limitations.
  - (1) Budgeted amounts for each activity, coming under the responsibility of an individual Director as approved by the general membership, may not be transferred to other accounts without approval of the general membership.

- (2) He shall pay the usual and repetitive bills in the manner prescribed and under the direction of the Board of Directors. Non-budgeted capital expenditures shall be referred to the President and the Board of Directors.
  - (3) All checks must be countersigned by the President, or Vice President in the absence of the President.
  - (4) His books shall be open to any member for any reasonable request. The Board of Directors shall be notified of such requests and shall assure compliance. In no instance shall the books leave the custody of the incumbent Treasurer.
  - (5) He shall prepare a semi-annual report, including an annual statement and shall serve as Chairman of the Financial Committee.
- (e) Activities Director – The Activities Director shall act as chairman of the standing Activities Committee. He shall direct committees in coordinating all community and social activities of The Lodge. He shall maintain a calendar of events. It shall be his responsibility to publish by the 15 of each January a calendar of events to be formally sponsored by The Lodge. In addition, all organizations which use The Lodge facilities such as the High Crest Lake Women’s Club, Ski Club, Etc. should provide the Activities Director with a schedule of events in order that this office may act as a clearing house for such information and minimize conflicts in date and place. It is his responsibility to administer the utilization of The Lodge building.
- (f) Lake & Beach Director – The Lake and Beach Director shall act as chairman of the standing Lake and Beach Committee. He shall direct the committee in coordination and implementation of programs supported by The Lodge as concerns the waters of High Crest Lake. This includes the responsibility of docks, piers, boating, bathing and fishing. In addition, he has responsibility for the swim program including the employees necessary for the operation of this program.
- (g) Ground & Buildings Director – The Ground and Buildings Director shall act as chairman of the standing Committee for the Grounds and Buildings. He shall direct the committee in carrying out its duties to maintain and improve the physical facility of The Lodge including, but not limited to pavilions, clubhouses, tennis courts and all other properties used in common by the Membership.
- (h) It shall be the responsibility of both the Lake and Beach Director and the Ground and Buildings Director to meet with the Chairman of the Master Planning Committee at a minimum of every three months to insure that all efforts are thoroughly coordinated.

#### Section 6

- (a) Any vacancy within the Board shall be filled by an appointee of the President, with the approval of the Board of Directors, for the unexpired term.
- (b) Any officer who does not perform his duty may be removed if a petition is submitted to the Board of Directors signed by a majority of the Members.

### **ARTICLE V – MEETINGS**

#### Section 1

- (a) The Lodge shall hold semi-annual meetings for Members as designated. They shall be in  
April and November at the Lodge.
- (b) One-third of the Member Families shall be represented in order to continue a quorum.

#### Section 2

Special Membership meetings may be called by the Board of Directors or upon receipt of written petition of at least ten percent of the Member Families stating purpose of said meeting. The Secretary shall notify all Members at least two weeks in advance, providing the meeting date and agenda. The meeting will be limited to those items covered on the written agenda.

### Section 3

The Board of Directors shall hold at least one regularly scheduled meeting each month.

These meetings shall be open to all Members. Time and place of the meeting shall be published at least one week in advance of said meeting.

All Board Members must be timely notified of any special meeting called.

Four members of the Board shall constitute a quorum and a quorum shall be present for transaction of business.

## **ARTICLE VI – COMMITTEES**

### Section 1

There shall be the following committees:

- |                        |                           |
|------------------------|---------------------------|
| (a) Activities         | (f) Nominating & Election |
| (b) Membership         | (g) Finance & Audit       |
| (c) Lake & Beach       | (h) By-Laws               |
| (d) Grounds & Building | (i) Master Plan           |
| (e) Publicity          | (j) Conservation          |

### Section 2

(a) Activities Committee shall be chaired by the elected member of the Board of Directors.

They shall formulate activity plans for the year.

(b) Membership Committee shall be appointed by the Board of Directors. They shall contact

perspective members.

(c) The Lake & Beach Committee shall be chaired by the elected member of the Board of Directors. They shall organize and carry out any activities sponsored by The Lodge as they concern the Lake and Beach.

(d) Grounds and Buildings Committee shall be chaired by the elected member of the Board of Directors.

(e) Publicity Committee shall be appointed by the Board of Directors in January and perform such duties as authorized.

(f) Nominating and Elections Committee shall consist of not less than three Members and shall be appointed by the Board of Directors in January and shall carry out functions as described in Article IV, Section 4(a).

(g) The Finance /Audit Committee shall consist of Vice President, Treasurer, and three Members appointed by the Board of Directors from the Membership at large. The Treasurer shall chair the committee. The Treasurer, with the help of the Finance/Audit Committee shall prepare the budget to be submitted at the April meeting for the approval of the Membership. The committee shall also review semi-annual reports submitted by the Treasurer and offer comments and/or suggestions. The financial status of the organization will be reported to the membership at the November Meeting. The Finance/Audit Committee shall submit a written review of

the year end financial status to the Board of Directors with comments and/or suggestions and assure that State and Federal filings are submitted to the Accountant in a timely manner.

- (h) The By-Laws Committee shall be chaired by the Vice President. This committee shall study the operations of The Lodge and propose any changes in the By-Laws necessary to make them more effective. Included in this study shall be the review of the Appendix I fees. This committee, which should include at least one member from the previous committee, shall convene every three years to review the Appendix I fees and make any recommendations or changes which they decide should be voted on by the general membership.
- (i) The Master Plan Committee shall be a permanent committee selected by the Board of Directors. Its purpose shall be to prepare for the approval of the Membership, a master plan for the organization that covers a ten-year period. Amendments to this master plan will be reviewed and updated for Membership approval each year. The master plan, approved by the Membership, will be the directional guide for the Board of Directors. It shall be the obligations of each Board of Directors to follow the plan as approved. Approval of the master plan by the Membership shall be by written ballot, or at a regular or special meeting. Affirmative vote of two-thirds of the written ballots returned or by two-thirds of the those voting, a quorum present at a regular or special meeting, provided written notice including a copy of the amendment has been given to all Members at least two weeks prior to the voting date. The committee shall report directly to the Membership at least once each year. The committee shall be composed of at least 14 High Crest Lodge Class "A" members in good standing and shall be selected by the Board of Directors. The appointment to the committee shall be permanent. A chairman shall be elected from the membership of the committee and shall serve a three-year term. Termination of membership on the committee shall be by (1) resignation submitted to the Board of Directors: (2) by termination of Membership in the Lodge: (3) by petition to the board of Directors signed by ten of the 14 committee members. Vacancies on the committee shall be filled by the Board of Directors.
- (j) The Environmental Committee shall be a permanent committee selected by the Board of Directors. Its purpose shall be the preservation of the lake, elimination of environmental pollutants and general health hazards.
  - (1) The Committee shall establish procedures, conduct studies as required and maintain current information on environmental conditions.
  - (2) As he deems necessary, the Chairman shall advise the Board of Directors of committee tests and findings.
  - (3) The Chairman and Committee shall investigate any element, such as a faulty septic system within the High Crest Lake area, which might tend to pollute or harm the lake. They shall request corrective action by the homeowner concerned. They may confer with the Department of Health when the Chairman deems such action advisable.
  - (4) The Chairman shall report continued violations to the Board and request immediate issuance of a formal notice requesting corrective action. If such corrective action is not taken within a reasonable time, the Chairman may report the violation to the Health Department after giving prior notice to the Board.

## **ARTICLE VII – PARLIAMENTARY AUTHORITY**

The rules contained in "Robert's Rules of Order Revised" shall govern The Lodge in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

### **ARTICLE VIII - LAKEFRONT POLICY**

1. By Deed, The High Crest Lake Lodge, Inc. (HCLL) owns the lakebed of High Crest Lake and any land lying between the high water mark and the rear lot lines of all lakefront properties. The Deed states that ONLY LAKEFRONT MEMBERS in good standing in HCLL may use the strips of land between their rear lot lines and the lake. The Deed also states that HCLL may not give permission to any other person to use these strips of land.
2. No lakefront owner, whether a member or not, is permitted to build any permanent wall or similar structure on HCLL property. Permanent is defined as being held together with or supported by cement or mortar.
3. All lakefront owners should examine their surveys carefully, locate their rear lot lines, and be sure that any structures built on their properties do not encroach on HCLL property. No lakefront owner who is not a member of HCLL in good standing is permitted to build ANY structure on HCLL property.
4. The following is the procedure for members in good standing wishing to build temporary structures on HCLL property.
  - (a) Requests are to be in the form of a written document which includes a graphic representation of the planned work. This document will be submitted to the Board of Directors of HCLL. Any approved work must adhere to the contents of the aforementioned document.
  - (b) If there is no response ("yes" or "no", "matter under discussion") from the Board in 45 days, the property owner may consider an affirmative answer.
  - (c) The Board will form a 3 member "construction" committee. The committee will make recommendation to the Board regarding each request.
5. HCLL has the responsibility of protecting and preserving High Crest Lake for all its members and future members. Because we cannot anticipate what measures will be necessary in the future to protect the lake, HCLL reserves its right to compel removal of any lakefront encroachment regardless of when constructed.

### **ARTICLE IX- AMENDMENTS**

Any amendments to these by-laws may be adopted, provided the following requirements are fulfilled

- (a) Not less than 40% of the Member Families have participated in the balloting;
- (b) Affirmative vote of at least two-thirds of the ballots cast;
- (c) Written notice, including a copy of the proposed amendment has been provide to all Member Families at least two weeks prior to the voting date;
- (d) Ballots may be submitted to the Board of Directors prior to the voting date if the Member Family cannot attend.

Original Printing - 1972

Amendments: April 1975

Article III Membership, Section 4-Revenue, Paragraph (a) November 1975

Article IV Board of Directors Section 5-Duties of Officers, Paragraphs (a) & (d)

Second Printing - June 1976

Amendments: May 1987

Article III Membership, Section 4-Revenue, Paragraphs (a), (b), (g), (j)

Article IV Board of Directors Section 5-Duties of Officers, Paragraph (a)

Article V Meetings, Section 1 Paragraph (a)

Article VI Committees, Section 2 Paragraph (h)

Article VII Amendments, Paragraph (a)

Amendments: May 1988

Article III Membership, Section 4-Revenue, Paragraph (b)

Amendments: May 1989

Article III Membership, Section 3 Paragraph (c)

Article III Membership, Section 4-Revenue, Paragraph (b)

Article III Membership, Section 7-Termination of Membership, Paragraph (b)

Third Printing - December 1989

Amendments:Amendments:Amendments: April 1994

Article IV Board of Directors, Section 7-Indemnification

Amendments:Amendments:Amendments: May 1997

Article VIII Lakefront Policy

Amendments:Amendments:Amendments: April 2003

Article II Purposes and Objectives

Article VI Committees, Section 2(g)

Article III Membership, Section 4 Revenue (h)

Article IV Board of Directors, Section 4 Nomination and Election (b)

Article VII Parliamentary Authority

Fourth Printing-May 2003

Amendments: June 2004

Article III – Membership

Section 1 (d) - Section 2 (a), (b), (c) - Section 4 (a), (j)

Section 7(b) - Section 8 - Section 9

Amendments: December 2005

Article III– Membership

Section 3 (a) 1,2,3 - (b) 1,2 - Section 4 (a)

Section 8 - Section 10 a,b,c,d,e,f

Fifth Printing-January 2006

Sixth Printing – April 2009

Seventh Printing – April 2013

## **Appendix I Fees**

<b>Year</b>	<b>Transfer Fee</b>	<b>Initiation Fee</b>
2013	1,000	7,500
2014	1,000	7,500
2015	1,000	7,500
2016	1,000	7,500
2017	1,000	7,500
2018	1,000	7,500
2019	1,000	7,500
2020	1,000	7,500
2021	1,000	7,500
2022	1,000	7,500

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