

# BYLAWS

## HIGH BAR HARBOR TAXPAYERS ASSOCIATION

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### ARTICLE I OFFICIAL NAME

**Section 1.** The Association shall be known as the High Bar Harbor Taxpayers Association (the "Association").

### ARTICLE II PURPOSE

**Section 1.** The Purpose of the Association is to promote and protect the civic, educational, and environmental interests of the residents of High Bar Harbor, Township of Long Beach, Ocean County, NJ.

### ARTICLE III MEMBERSHIP

**Section 1.** Membership in the Association shall be limited to all real estate taxpayers of Township of Long Beach, NJ that own property in High Bar Harbor.

**Section 2.** A member in good standing is one whose dues are paid up in the then current calendar year prior to or at the annual meeting.

**Section 3.** A High Bar Harbor property may have only one (1) voting member, provided that the voting member must be of legal voting age according to the law in the State of New Jersey and provided further that the voting member must be a real estate taxpayer of Township of Long Beach, NJ.

### ARTICLE IV OFFICERS

**Section 1.** The six officers of the Association shall be a President, Vice President, Recording Secretary, Communications Director, Treasurer, and Immediate Past President.

**Section 2.** Each officer shall be a member in good standing.

**Section 3.** All officers shall take office immediately after their election at the annual meeting and shall serve for two (2) years.

**Section 4.** The duties of the officers shall be as follows:

**[a]** The President shall preside at all meetings of the Association and of the Board of Trustees. The President shall perform any other executive responsibilities that arise from time to time or as may be assigned by the Board of Trustees. The President and Treasurer shall sign all written contracts of the Association.

**[b]** In the absence of the President, the Vice President shall preside at all meetings of the Association and the Board of Trustees. The Vice President shall also perform other duties as usually pertain to that office, or as may be assigned by the President and/or the Board of Trustees. The Vice President shall solicit agenda items for all meetings of the Association and the Board of Trustees.

**[c]** The Recording Secretary shall keep the minutes of the meetings of the Association and the Board of Trustees. The Recording Secretary shall be responsible for correspondence and other duties assigned by the President and/or the Board of Trustees. In addition, the secretary shall notify the board of those trustees and officers whose terms will expire in the current calendar year.

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**(d)** The Communications Director shall be responsible for member communications through email and social media, arranging Zoom calls for the Board of Trustees, and keeping the member email list up to date.

**[e]** The Treasurer shall manage the day-to-day finances of the Association, shall receive and deposit in official depositories all funds paid to the Association and shall disburse funds on the order of the Board of Trustees or pursuant to a budget approved by the Board of Trustees.

**[f]** The Immediate or recent Past President shall perform such duties as may be assigned by the Board of Trustees. If the Immediate Past President ceases to be a member or is otherwise unable to serve, the member who served as President of the Association most recently prior to the Immediate Past President shall automatically become the Immediate Past President.

### ARTICLE V BOARD OF TRUSTEES

**Section 1.** The Board of Trustees, which includes the Officers, shall consist of not less than (12) or more than (18) elected trustees, (individually a “Trustee” or “Officer”, and together the “Trustees”).

**Section 2.** Each Trustee shall be a member in good standing.

**Section 3.** All Trustees shall assume their official duties immediately after their election at the annual meeting and shall serve for a term of three (3) years.

**Section 4.** The Board of Trustees shall approve the budget and all expenditures over five hundred dollars (\$500.00) not contemplated in the budget. The board shall also have general management of the Association and shall act on the behalf of the members when such action is required at times other than the annual meeting or when it is not practicable to call a special meeting of the members of the Association.

**Section 5.** The Board of Trustees shall meet at the call of the President or at the call of a majority of the Board of Trustees.

**Section 6.** A quorum of the Board of Trustees shall be a majority of currently elected members of that Board of Trustees.

### ARTICLE VI NOMINATION AND ELECTION OF OFFICERS AND TRUSTEES

**Section 1.** The election of Officers and Trustees shall be held at the annual meeting.

**Section 2.** Each real estate taxpayer shall have only one (1) vote. Only members in good standing and present at the annual meeting may vote. There shall be no voting by proxy. For the avoidance of doubt, the real estate taxpayer shall have only one (1) vote; if a member in good standing owns more than one High Bar Harbor property, the member shall have only one (1) vote.

**Section 3.** At least five (5) calendar weeks prior to the date of the annual meeting, the President shall appoint a nominating committee. The nominating committee, working through the Communications Director, shall solicit nominations for Officers and/or Trustees from members in good standing at least four (4) calendar weeks prior to the date of the annual meeting.

**Section 4.** The nominating committee shall consist of five (5) members and, if possible, at least one (1) member shall be a past President of the Association. The remaining members shall be past Officers or past or active trustees of the Association.

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**Section 5.** The duties of the nominating committee shall be to (i) collect all nominations made by the membership for the open positions of Officers and/or Trustees of the Association in the years when they are to be elected, (ii) gain the consent of the nominees to be put forward as a candidate and (iii) present the consenting nominees to the Board of Trustees at least fourteen (14) calendar days prior to the annual meeting (iv) put a ballot of the nominees together to present to the membership at the annual meeting, (v) develop the procedure for presentation at the annual meeting.

**Section 6.** The nominating committee shall make every effort to nominate a trustee from each area or street of High Bar Harbor.

**Section 7.** Upon approval by the Board of Trustees, the nominating committee shall present the ballot of nominees to be voted on at the annual meeting.

### **Section 8.**

**[a]** If only one candidate for each position is nominated, the balloting shall be dispensed with, and the Recording Secretary shall record in the minutes a unanimous vote after acclamation by the members of the Association present.

**[b]** If more than one candidate for each open position is nominated, voting shall be by ballot and the President shall appoint a Committee on Elections consisting of not more than seven (7) members. The duties of this committee shall be to distribute, collect and count the ballots and report the results to the President, who shall announce same to the members. The election of officers and trustees shall be by simple majority of members in good standing present. In the event that any ballot does not show a majority for any nominee for any particular office, a second ballot shall be taken. Prior to the second ballot, the nominee with the lowest total vote on the first ballot, shall be dropped; and in each succeeding ballot, the same procedure shall be followed until one (1) nominee shall have received a majority of all votes cast. When a simple majority is reached the Recording Secretary shall record in the minutes the specifics of the vote.

**Section 9.** In the event of a vacancy in the office of President, the Vice President shall succeed to the office. In the event of a vacancy of any other Officer, the vacancy shall be filled by a willing member of the Board of Trustees, agreed by the Board of Trustees. If no Trustee is willing to serve, the Board shall appoint a member in good standing. Such willing Officer or Trustee shall serve until the next annual meeting.

## ARTICLE VII COMMITTEES

**Section 1.** The President may create committees and appoint the members thereof.

**Section 2.** Such committees appointed by the President shall perform such duties and for such term as may be defined in their creation.

**Section 3.** Current committees are Audit, Annual Meeting, Bylaws, Communications, Dredging, HBH Sign and Parks, Membership, Merchandising, Social and Roadways/Waterways/Pathways Safety.

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### ARTICLE VIII MEETINGS

**Section 1.** The annual meeting of the Association shall be held during the months of June or July, at such hour and place as may be designated by the President.

**Section 2.** At such meeting, the order of business shall include:

- First..... Review and acceptance of the minutes of the previous annual meeting
- Second..... Treasurer Report
- Third..... Reports from Officers and Board of Trustee Committee Chairs as necessary
- Fourth..... Old Business
- Fifth..... New Business
- Sixth..... Questions and Answers
- Seventh..... Election of Officers and Trustees as needed

**Section 3.** Notice of every annual and special meetings of the Association shall be emailed by the Communications Director to every member of the Association at least fourteen [14] days before the date of such meeting. The primary method of communication between the Officers and the Board of Trustees and the membership of the Association shall be by, but not limited to, email.

**Section 4.** The minutes of the immediate past annual meeting will be available on the Association website as soon as possible but not later than four (4) weeks after said meeting. Minutes from previous annual meetings will be available upon request if they are not posted on the website.

### ARTICLE IX FISCAL YEAR

**Section 1.** The fiscal year of the Association shall extend from January 1, of the year through December 31 of the same year.

### ARTICLE X FINANCES

**Section 1.** The annual dues shall be determined by the Board of Trustees each year and shall be due by the date of the annual meeting.

**Section 2.** Revenue from sources other than dues may be raised as determined by the Board of Trustees.

**Section 3.** The Treasurer shall submit an annual budget to the Board of Trustees by March 31 of the current year. The Board of Trustees shall review and approve the annual budget by April 30 of the then current year.

**Section 4.** Officers shall not expend more than five hundred dollars (\$500.00) for any single purpose not otherwise included in the approved annual budget, unless approved by the Board of Trustees. Officers shall seek approval of the Board of Trustees for any previously budgeted expenditure that is expected to exceed the original budgeted amount by more than 50%. Officers shall not expend more than five thousand dollar (\$5000.00) in the aggregate, without prior approval of the membership at the annual meeting or at a special meeting called pursuant to Article VIII of these Bylaws.

**Section 5.** The Board of Trustees shall determine the official depository or depositories.

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**Section 6.** Either the Treasurer or the President shall sign all checks and shall make all expenditures of Association funds.

**Section 7.** The books of account shall be available to the Board of Trustees and shall be audited at least once each year. The auditors shall be named by the Board of Trustees.

**ARTICLE XI**  
**RULES OF ORDER**

**Section 1.** Robert's Rules of Order shall be consulted by the Board of Trustees for all matters of procedure not specifically covered by these bylaws. The Board of Trustees shall have authority in the final interpretation of said rules but must be able to support all parliamentary decisions.

**ARTICLE XII**  
**AMENDMENTS**

**Section 1.** Amendments to the Bylaws may be made at the annual meeting or at any special meeting called for that purpose, provided that written notice of the proposed amendment shall be emailed to all members by the Recording Secretary at least fourteen (14) calendar days before the date of such meeting. A simple majority of those members in good standing present is necessary for an amendment to these bylaws to be passed. Any changes to the Bylaws become effective immediately upon passing.

**Section 2.** As a matter of procedure, the Bylaws must be reviewed by the Board of Trustees of the Association annually and signed by the current Officers of that year.

**Section 3.** The Bylaws of the Association shall be posted on the Association Website and updated as needed.

Adopted \_\_\_\_\_

\_\_\_\_\_ President

\_\_\_\_\_ Vice President

\_\_\_\_\_ Recording Secretary

\_\_\_\_\_ Communications Director

\_\_\_\_\_ Treasurer

\_\_\_\_\_ Immediate Past President