

LAKE OF EGYPT ASSOCIATION OF PROPERTY OWNERS BYLAWS

Effective July 1, 2010

(Adopted June 5, 2010)

Table of Contents

ARTICLE I	Purpose of Association.....	1
ARTICLE II	Name and Location	1
Section 1	Name	1
Section 2	Location.....	1
ARTICLE III	Membership.....	1
Section 1	Qualifications	1
Section 2	Voting.....	1
ARTICLE IV	Directors and Officers	2
Section 1	Board of Directors Eligibility.....	2
Section 2	Number of Directors.....	2
Section 3	Duties of the Directors	2
Section 4	Nomination and Election of Directors	2
Section 5	Officers.....	2
Section 6	Duties of Officers	3
President:	.....	3
Vice President:	.....	3
Treasurer:	.....	3
Secretary:	.....	4
Section 7	Executive Board	4
Section 8	Vacancies	4
Section 9	Removal of Officers – Procedure.....	5
Section 10	Removal of Directors – Procedure	5
Section 11	Compensation.....	5
ARTICLE V	Meetings	6
Section 1	Board of Directors Meetings	6
Section 2	Special Board of Directors Meetings	6
Section 3	Annual Membership Meetings	6
Section 4	Special Membership Meetings	6
Section 5	Membership Meeting Quorum	6
Section 6	Committee Meeting Notification	6
ARTICLE VI	General Rules	7
Section 1	Order of Business	7
Section 2	Procedures	7
ARTICLE VII	Committees.....	7
Section 1	Committee Appointments	7
Section 2	Standing Committees	7
Ad-hoc.....	.....	7
Assessment/Development.....	.....	7
By Laws.....	.....	8
Community Services.....	.....	8
Compliance/Finance (Combined Committies).....	.....	8
Grievance/Public Safety (Combined Committies).....	.....	8

ARTICLE VIII Membership Dues	8
Section 1 Dues.....	8
Section 2 Delinquency	8
ARTICLE IX Membership Expulsion	8
ARTICLE X Interpretation of By-Laws	9
ARTICLE XI Amendments.....	9
ARTICLE XII Certification.....	9

ARTICLE I Purpose of Association

The purpose of this Association is to serve as a lake area central organization and agent of member property owners of the Lake of Egypt. The general function is to initiate the implementation of programs and projects to advance and preserve the general welfare and interests of all the property owners. The Association is a not-for-profit organization established to assist property owners and community associations in the accomplishment of those programs that will benefit all property owners. The Association is to act as a liaison between the communities and the Southern Illinois Power Co-Op (SIPC).

ARTICLE II Name and Location

Section 1 Name

The name of this Association is the Lake of Egypt Association of Property Owners (LEAPO).

Section 2 Location

The Board of Directors shall determine the principal meeting place of LEAPO. The address of LEAPO is Post Office Box 127, Goreville, Illinois 62939 or as the Board directs.

ARTICLE III Membership

Section 1 Qualifications

Every person who is a recorded owner of property in a SIPC recognized subdivision or development may become a member of LEAPO upon payment of dues.

Associate memberships are available to renting residents of the Lake of Egypt area or residents within the trash collection boundaries as determined by the Board upon payment of dues.

Section 2 Voting

Each platted property is entitled to a membership with paid-up dues. Each property shall have one vote regardless of the number of owners listed on the deed. No individual shall have more than one vote regardless of the number of properties owned.

Associate memberships have no voting privileges.

ARTICLE IV Directors and Officers

Section 1 Board of Directors Eligibility

Any voting member of LEAPO is eligible to be nominated as a candidate for the Board of Directors by the association members of a subdivision or development on the Lake of Egypt in which the nominee owns property.

Section 2 Number of Directors

Each subdivision or development shall be entitled to one membership on the Board of Directors for each fifty (50) LEAPO voting members or portion thereof. No subdivision or development, regardless of membership, may be entitled to more than four (4) members on the Board of Directors. The Fire Chief for the Lake of Egypt Fire Protection District shall be an honorary non-voting member who may advise and suggest actions relative to his office.

No Director may represent more than one subdivision.

Section 3 Duties of the Directors

The duties for the Board of directors shall include, but not limited to, the following:

- Control and manage the affairs, funds and properties of LEAPO.
- Approval all contracts
- Determine the program of work and authorize special activities.
- Authorize special studies and projects.
- Review committee reports and recommendations and approve any action taken.
- Consider and make decision on various petitions from the membership.
- Nominate and vote on director representation from Subdivision(s) with a non-active Association(s).
- Elect, appoint, or remove officers of LEAPO.
- Take any other actions deemed necessary by the Board to further the purpose of LEAPO.

Section 4 Nomination and Election of Directors

By separate vote, each subdivision or development shall select the number of directors it is entitled to have for representation on the Board of Directors. Each appointed Director must be a paid-up member of LEAPO. The current list of Directors will be presented for approval at the Annual Meeting.

Should a Subdivision not have an active Association, the Board of Directors may select by nomination and vote a LEAPO member from that subdivision to represent the subdivision membership.

Section 5 Officers

At the next Board of Directors meeting following the Annual Membership Meeting the directors of the Board shall elect a President, Vice President, Treasure and Secretary from

among themselves for the following term. The term of these officers shall be one year and run from July 1st through June 30th.

In the event of a vacancy by resignation or disqualification, the Board of Directors shall fill by election the vacated office for the balance of its term.

Section 6 Duties of Officers

President:

- Preside over all meetings of LEAPO and the Board of Directors.
- Call special meetings of the Board of Directors and the membership pursuant to Article VI.
- Appoint members to committees subject to the acceptance by the Board of Directors.
- Sign and/or countersign all checks.
- Sign all contracts with the Board of Director's Approval.
- Provide initiative, direction, and cooperation to gain support for LEAPO programs and projects.
- Counsel with members, directors, and outside agencies.
- In the event that an outside auditor is not engaged, appoint an Audit Committee, with Board approval, for the annual audit of the books of LEAPO to be completed within the first ninety (90) days of the next fiscal year.
- Perform such other duties as may be prescribed by the Board of Directors.

Vice President:

- Perform the duties of the President in the absence or disability of the President.
- Assume the responsibility for special activities or projects assigned by the President or Board of Directors.
- Coordinate LEAPO activities with community associations.
- Perform such other duties as may be prescribed by the Board of Directors.

Treasurer:

- Accurately maintain all financial records of LEAPO.
- Collect and deposit LEAPO money into designated accounts.
- Report on the financial status of LEAPO at each Board meeting and the Annual meeting.
- Be bonded at the expense of LEAPO.
- Serve as an ex-officio member of the finance and budget committee.
- Purchase equipment as approved by the Board of Directors.
- Verify insurance policy limits, equipment coverage and required bonding of officers annually prior to policy renewal dates; provide report of compliance to Board of Directors.
- Complete and submit to appropriate authorities all required financial filings, to include annual income tax filings.
- Perform such other duties as may be prescribed by the Board of Directors.

Secretary:

- Record and maintain minutes of all board meetings.
- Record and maintain minutes of all membership meetings.
- Prepare and send Notice of the Annual Membership Meeting.
- Prepare and send Notice of Special Board Meetings.
- Prepare and send Notice of all Special Membership Meetings.
- Identify and maintain listing of LEAPO assets, real and fixed.
- Maintain a record of all incoming and outgoing correspondence.
- Direct incoming correspondence to the Executive Board and/or the appropriate committee chairperson(s).
- Prepare and send annual membership renewal letters and/or applicable forms.
- Prepare and send membership solicitation letters and/or applicable forms to all prospective members.
- Distribute Membership Cards to all members in good standing.
- Prepare and maintain a list of property owners within LEAPO's boundaries.
- When requested, prepare responses to incoming correspondence.
- Responsible for ensuring that a full record of business (minutes, agendas and all supporting papers) is preserved and any documents generated or received are archived for retention according to all local, state and federal records retention rules and regulations.
- Perform such other duties as may be prescribed by the Board of Directors.

Section 7 Executive Board

The Executive Board shall consist of the President, Vice President, Treasurer, Secretary and Immediate Past President or Past President as a consultant; and will be tasked with making decisions regarding the operations of LEAPO.

Responsibilities of the Executive Board shall include, but not be limited to, the following:

- Contractual Services (i.e. Waste Collection Coordinator).
- Specify the qualifications necessary to fill contractual positions.
- Conduct the search to fill contractual positions should they become vacant.
- Address Contractual Services performance issues.
- Approve all marketing and information distribution sources (i.e. LEAPO Promotion, Web-Site content, Newspaper, etc.).
- If required, have annual audit performed by Certified Public Accountant as approved by Board.

Section 8 Vacancies

If any directorship becomes vacant, the affected subdivision or development shall choose a replacement. The Board of Directors shall recognize as a Director, any individual chosen from a subdivision or development that is not presently represented provided this Director is a LEAPO member in good standing.

All executive vacancies, except for the Association president, will be filled by the Board at the next regular Board meeting following the vacancy. The vice president automatically ascends to the office of president when the president can no longer fulfill the office for any reason.

Section 9 Removal of Officers – Procedure

Any member may bring charges against an Officer by filing them in writing with the Secretary of the Association, together with a petition signed by ten percent (10%) of the membership, requesting the Officer's removal. The petition must be received no later than 10 calendar days prior to a regularly scheduled Board Meeting to be placed on the agenda for that meeting. If received after within the 10 calendar days, the petition will be placed on the agenda for the next regularly scheduled Board Meeting.

The removal shall be voted upon at the next Board Meeting, regular or special, of the association by an affirmative vote of not less than two-thirds (2/3) of the votes entitled to be cast by the Board of Directors present in person. The Officer against whom such charges have been brought shall be informed in writing of the charges prior to the meeting, and shall have an opportunity at the meeting to be heard in person or by counsel, and to present witnesses; and, the person, or persons, bringing the charges shall have the same opportunity.

If the Officer is removed from office, the Board of Directors shall immediately fill the vacancy from among the Directors.

Section 10 Removal of Directors – Procedure

Any Director may petition for the removal of another Director by filing the petition with the Secretary of the Association. The petition must be signed by twenty-five percent (25%) of the currently residing Board of Directors and must be received no later than 10 calendar days prior to a regularly scheduled Board Meeting to be placed on the agenda for that meeting. If the petition is not received prior to ten (10) calendar days, the petition will be placed on the agenda for the next regularly scheduled Board Meeting.

The Director against whom the petition has been brought, shall be informed in writing of the charges prior to the meeting, and shall have an opportunity at the meeting to be heard and to present witnesses; and, the Director or Directors, filing the petition shall have the same opportunity. The Director's removal shall be voted upon at the next Board Meeting, regular or special, of the association by an affirmative vote of not less than two-thirds (2/3) of the votes entitled to be cast by the Board of Directors present.

If the Director is removed from office, the Board of Directors shall notify, in writing, the Subdivision whom the Director was representing.

Should the removal of the Director be approved, such action shall also vacate any office held and the Board of Directors shall immediately fill the vacancy at the next regularly scheduled Board Meeting.

Section 11 Compensation

Directors and Officers shall receive no compensation for their services except for travel and other necessary expenses authorized by the Board.

ARTICLE V Meetings

Section 1 Board of Directors Meetings

The Board of Directors shall meet at 7:00 p.m. on the second Tuesday of each month. All meetings are open to LEAPO members and guests.

One-third of the Board of Directors shall constitute a quorum at any meeting of the Board of Directors and the affirmative vote of the majority of the directors at that meeting, shall be the act of the Board.

Section 2 Special Board of Directors Meetings

The President or any four members of the Board of Directors may call a special meeting of the Board at any time, provided that the Secretary of the Board of Directors notify each Director of such meeting, briefly stating the business to be brought before the directors. This notification must be given at least five (5) days prior to the meeting.

Section 3 Annual Membership Meetings

There shall be an annual meeting for all LEAPO members on or before June 30 at a location designated by the Board of Directors. Notification of this meeting will be mailed to all members at least 10 days prior to the meeting.

Members present at the Annual Membership Meeting shall constitute a quorum.

Section 4 Special Membership Meetings

A Special Meeting of the members may be called at any time by action of the Board of Directors. A special meeting must be called whenever a petition, requesting such meeting, is signed by at least ten percent (10%) of the membership is presented to the Secretary of the Board of Directors.

The purpose of every special membership meeting shall be stated in the notice thereof, and no business shall be transacted there except as is specified in the notice. The Secretary shall cause notice to be given to all association members in good standing. Such notice shall be sent at least ten (10) days prior to the meeting. All Special Meetings will be held at a reasonable time and place as stipulated by the Board of Directors.

Section 5 Membership Meeting Quorum

The members present at a meeting of the general membership of LEAPO shall constitute a quorum.

Section 6 Committee Meeting Notification

Timely notification (7 days suggested) by committee chairmen to all committee members is required for a meeting to be considered official. Unless waived by a majority of the committee.

ARTICLE VI General Rules

Section 1 Order of Business

The order of business at regular meetings will be determined by the President or presiding officer, and so far as possible at all other meetings.

- Call to Order
- Roll Call
- Determination of a Quorum
- Introduction of Guests
- Correspondence
- Acceptance of Previous Meeting Minutes
- Report of Treasurer
- Reports of Officers and Committees
- Unfinished Business
- New Business
- Adjournment

Section 2 Procedures

Robert's Rules of Order, Revised shall be the final authority as to parliamentary procedure at all meetings of the members and directors, in so far as they do not conflict with any provisions of these by-laws.

ARTICLE VII Committees

Section 1 Committee Appointments

The President, with the approval of the Board of Directors, shall appoint all committee members. The respective committee members shall elect the chairperson of each committee.

Section 2 Standing Committees

Ad-hoc

Ad-hoc committees may be appointed by the President and shall have specific objectives and timelines.

Assessment/Development

Shall review and assess the short and long term needs and operations of LEAPO and the lake community. Evaluate services provided by LEAPO and make recommendations to the Board for the betterment of LEAPO and the lake community.

Foster the development of new business, and support existing business that meets the needs of the lake area residents; and shall encourage those businesses to be consistent with the lifestyle of our greater lake community.

By Laws

Shall review the existing Association by-laws and recommend any modifications, additions and/or deletions. The By-laws Committee may be instructed to provide an interpretation of the By-laws by the Board of Directors.

Community Services

Shall plan and execute special events benefiting the Lake community. Foster good relations with all persons, organizations, business and authorities dealing with Lake of Egypt residents. Promote membership growth. Conduct Community Service Award (CSA) solicitation and bestow the CSA.

Compliance/Finance (Combined Committies)

Will review and investigate all applicable rules, regulations and statues affecting not-for-profit/non-profit organization. Shall make recommendations for adherence to these rules, regulations and statues as well as guidelines recommended by these same governing bodies, so as to protect the Association and keep it compliant with in the same.

Shall review and make recommendation regarding all Financial and Budget issues. The Finance Committee will review and comment on all contractual subjects with financial obligations.

Grievance/Public Safety (Combined Committies)

Shall review, investigate and report to the Board of Directors on any and all grievances.

Shall serve as Liaison between LEAPO, its Subdivision Associations and SIPC to resolve complaints and ensure safe conditions on the Lake of Egypt. Committee members shall serve as LEAPO representatives to the Greater Egypt Planning Committee.

ARTICLE VIII Membership Dues

Section 1 Dues

The Board of Directors shall establish the annual membership dues. The Dues will be payable to LEAPO prior to the beginning of each membership year. The membership year is from July 1 – June 30.

Section 2 Delinquency

No member shall have voting privileges while delinquent in payment of dues.

ARTICLE IX Membership Expulsion

By vote of at least two-thirds of the members present at an annual or special membership meeting, any member of this Association may be expelled for good cause, including, but not limited to, violation of rules, or any conduct which results in adverse reflection on this Association.

ARTICLE X Interpretation of By-Laws

The Board of Directors shall make the final decision regarding the interpretation of these By-laws.

ARTICLE XI Amendments

These By-Laws may be repealed or amended, or new By-Laws adopted, by two-thirds majority of the members present at the annual Meeting or any special membership meeting held for that purpose. Such changes must be published and made available to the Association members not less than 10 days before the annual or special membership meeting.

ARTICLE XII Certification

We certify that these By-Laws were read, accepted and duly adopted as By-Laws for the Lake of Egypt Association of Property Owners (L.E.A.P.O.) by those present at its June 5, 2010 Annual Meeting.

President

Vice President

Treasurer

Secretary
