

BY LAWS
OF
OLD JEFFERSON CROSSING SUBDIVISION

PURPOSE

The purpose of this organization is as set forth in Article III of the Articles of Incorporation as to otherwise engage in any lawful activity not prohibited for tax-exempt, non-profit corporations, in particular those activities which shall ensure maintenance of the character and integrity of the single-family residential character of the area represented as well as the properties within the boundaries delineated, and improve the overall appearance, security, and quality of life enjoyed therein, to include cooperation with other civic and community organizations in furthering the improvements and development of the area consistent with the purposes as set forth in the Articles of Incorporation in ensuring a local government responsive to the needs and welfare of the individual citizens of the area represented as well as those in East Baton Rouge Parish.

MEMBERSHIP

Membership shall be limited to one vote per lot located within the Old Jefferson Crossing Subdivision.

VOTING

One representative of each lot shall be entitled to one vote. Written proxies will be accepted provided they are filed with the secretary before the meeting or at the beginning of the meeting at which the proxies will be used.

BOARD

The Board of Directors shall consist of the president, vice president, secretary and treasurer and shall be elected for a term of one year at the annual meeting, with the term of office to begin on the first day of the month following the annual meeting. The Board shall consist of at least three officers but not more than seven officers. The Board shall have the power to remove any officer who misses three consecutive meetings or who otherwise has a record of frequent absences from

meetings or who has not participated in the activities of the association. The Board may appoint an officer to complete the term of the officer who has been removed or who has resigned or may leave the position vacant, with a quorum being a majority of the remaining officers.

The offices and duties shall be as follows:

President – Shall be the chief executive officer of the Association. The President shall have all the powers and duties which are usually vested in the office of the President of an association, including but not limited to, the power to appoint committees from among the members from time to time, as he may in his discretion determine appropriate, to assist in the conduct of the affairs of the Association and to preside over the member meetings.

Vice President – Shall act on behalf of the president in the president's absence and shall otherwise assist in zoning and general public affairs and oversee membership and recordation of membership for determination of voting rights at the annual meeting and shall assist in development of communication between the membership and the other affairs of the association.

Secretary – Shall keep the minutes of the meetings, send out notices of meetings and other matters, assist the president in preparing agendas for the meetings, and maintain correspondence and membership records.

Treasurer - Shall receive income from dues, donations, and fund-raising efforts, and shall disburse funds in accordance with the determination of the board of directors. The treasurer shall also maintain a current financial report and ensure compliance with IRS regulations regarding non-profit organizations.

At-Large Member – Shall be the deciding vote at Board meetings in the event that there is a tie vote. The At-Large Member shall assist the Board on an as-needed basis.

COMMITTEES

The president shall appoint committees as and when such committees are deemed to be necessary, with the appointed committees serving until a new president assumes office. Such committees can consist of, but are not limited to, the following: Zoning/Restrictions, Beautification, Events Coordination; Street Representation, etc.

MEETINGS

Regular meetings of the Board of the association shall be held monthly or at such other time as the Board shall set, with notice of any change being conveyed to all members by telephone or email. Special meetings may be called by the president or majority of the Board, in which case reasonable notice shall be given.

The date of the annual meeting of the general membership shall be fixed by the Board and shall be set for DATE beginning at TIME with reasonable notice given to the membership by signs, newsletters or flyers.

ELECTIONS

Elections for the officers will be held at the annual meeting of the association. Nominations may be made from the floor and the membership shall vote on each officer to be elected.

ORDER OF BUSINESS

Any matter of business brought before the association shall be presented to and acted upon by the Board of Directors. Any motion not acted upon by the Board within sixty days can be brought before the general membership at the annual meeting.

QUORUM

A quorum of the Board shall consist of a majority of the members of the Board.

The vote necessary to transact business at the annual meeting shall be a majority of those present and deemed eligible to vote after due notice has been sent to all membership.

AMENDMENT OF BYLAWS

The bylaws may be amended by a majority vote of the Board present and voting at a meeting for which notice has been given thirty days in advance and in which notice the proposed amendment has been stated.

DUES

Only those members who are current in payment of dues shall be eligible to vote at the annual meeting, with one vote to be cast per lot and with the membership roll to be closed thirty days prior to the annual meeting for purposes of determining eligibility for vote at the annual meeting.

Dues become payable on January 1st of each year. Notices will be sent to all members via email, regular mail or flyer by December 15th of the previous year and signs will be posted throughout the subdivision reminding members of fees due. Delinquent notices will be delivered by hand and email to all homeowners whose dues have not been received as of February 1st of each year. Certified letters will be sent to members who have not paid dues by March 1st and liens will be placed on those homes without further notice to delinquent homeowners.

CHECKING AND SAVINGS ACCOUNT

The Board shall be authorized to open such checking, savings and other accounts as necessary to conduct the financial business of the association, with checks of the association requiring signatures of two officers as a requirement for expenditure of funds. A treasurer's report shall be rendered to the board on a monthly basis and shall be rendered by the treasurer at the annual meeting of the general membership.

DISSOLUTION OF THE ASSOCIATION

At such time as a voluntary or involuntary dissolution of the association and distribution of the assets is made, such assets shall be disposed of in accordance with the Articles of Incorporation consistent with the Internal Revenue Service rulings in regard to non-profit, tax-exempt corporations.