

THE CONSTITUTION AND BY LAWS
SHERMAN GARDEN APARTMENTS ASSOCIATION

This Constitution was newly created by the reinstated Residents Association Board September 2009.

ARTICLE I - NAME

The name of this Association shall be SHERMAN GARDEN APARTMENTS ASSOCIATION.

ARTICLE II - PURPOSES

- Section 1a. The Association shall stimulate interest and participation in the efficient operation of Sherman Garden Apartments and will promote a friendly, safe, respectful atmosphere and mutual cooperation among the residents and with the Trustees of Sherman Garden Apartments.
- Section 1b The Association shall assist members in securing benefits of their investment in Sherman Garden Apartments property. It shall encourage adherence in letter and in spirit to terms of leases between the Trust and membership. It shall also work for the benefit of the membership.
- Section 1c The Association shall serve as a forum for discussion concerning the operation of Sherman Garden Apartments and as a vehicle for presenting constructive views and to support the Managing Trustees.
- Section 2 The Association will assist the members in selecting the Trustees of Sherman Garden Apartments.

ARTICLE III - MEMBERS

- Section 1 Each resident holder of a Certificate of Beneficial Interest in the Sherman Garden Apartments Trust shall be a member of this Association. Non-resident certificate holders are not eligible for membership.
- Section 2 A member of the Association shall be entitled to vote and claim privilege of the floor during meetings.
- Section 3 In the case of joint ownership of a Certificate of Beneficial Interest by two or more persons, each joint holder shall be a member, however, all such members have only one vote between them.
- Section 4 Sherman Garden Apartments Management shall not be eligible for membership in the Association unless they are resident certificate holders. They may attend Association meetings at the invitation of the Board; and they may have the privilege of the floor at the pleasure of the Board.
- Section 5 Guests may be invited by the Board to attend meetings.

ARTICLE IV - OFFICERS

- Section 1 The officers of the Association can be a President, Vice President, Secretary, and Treasurer (if applicable) and at least one and up to two Coordinators for each entrance; up to fourteen (14) Board members.
- Section 2 Officers shall be elected at the October meeting of the Association and shall serve for up to three years. The term of office shall begin at the close of the October meeting. They can be elected for a maximum of two consecutive terms, unless the Board votes for a waiver or if required to stagger turnover.
- Section 3 If any officer or entrance Coordinator is not able to serve the complete term, the remaining board members shall choose a successor(s) who shall become an officer or coordinator for the unexpired term.
- Section 4 Approximately sixty (60) days prior to the October meeting of the entire Association, the Board shall appoint a three-person Nominating Committee to prepare a slate of candidates.

ARTICLE V - DUTIES OF OFFICERS AND COORDINATORS

PRESIDENT

- Section 1a The President shall chair the meetings of the Association and in co-operation with the other board members, shall initiate project committees.
- Section 1b The President shall be an ex-officio member of all committees except the Nominating Committee(s).
- Section 1c The President shall report to the Trustees for their consideration, any open issues and recommendations that concern living conditions in Sherman Garden Apartments.

VICE PRESIDENT

- Section 2a During the absence or inability of the President to perform his/her duties, the Vice President shall act in his/her stead.
- Section 2b The Vice President shall assist the President and building coordinators with business of the Board.
- Section 2c The Vice President shall assist the Board with monitoring or managing expenditures related to the directory or social activities.

SECRETARY

- Section 3a The Secretary shall issue notice of meetings and is responsible for Board meeting minutes. He/she will record votes and minutes of all proceedings of the meeting.
- Section 3b The Secretary will also distribute copies of the minutes of the General Meetings to the Board within thirty (30) days after each meeting.

ENTRANCE COORDINATORS

- Section 4a Up to ten (10) entrance Coordinators shall represent Association members. There shall be at least one entrance Coordinator for each of the entrances.
- Section 4b All Coordinators shall be asked to serve two-year terms if possible.
- Section 4c Entrance Coordinators will meet with new resident-owners as soon as feasible to provide general information and copies of the current Constitution, By Laws, and the Rules and Regulations. The Coordinator will also explain the importance of the emergency form and ask the resident to complete. The completed form shall be provided to the Trustees and the management company. They will also offer the resident the opportunity to purchase a resident directory.
- Section 4d Entrance Coordinators shall communicate residents' recommendations and concerns to the Board and assist the resident in identifying the appropriate channel to resolve concerns.

ARTICLE VI - MEETINGS

- Section 1 Each year the Board may schedule two (2) General Meetings of Association members. Notices of the meetings will be conspicuously posted in all buildings at least eight (8) days prior to each meeting.

- Section 2 The Annual Meeting shall be held in October. Open positions for the Association Board will be elected at this meeting by majority vote.
- Section 3a The Nominating Committee shall nominate candidates to fill officer and coordinator vacancies so that names of the candidates can be announced prior to the October meeting. Candidates can also be nominated from the floor.
- Section 3b Members of the Nominating Committee are not barred from becoming nominees for office.
- Section 3c After the Nominating Committee has presented the name(s) of its nominees, the Association President shall introduce the nominees. The President shall ask for further nominations from the floor. If there are none, the President shall close the nominations.
- If there are nominations from the floor, the President shall announce each nominee, and the Secretary shall record the name(s). No second shall be required for a nomination. Each nominee shall be introduced before voting takes place. When there are no further nominations from the floor, the President shall close the nominations and a voice vote will be cast.
- Votes, including absentee ballots, shall be counted by the Secretary and checked by the President, Vice President or appointee. The Secretary shall announce the total number of votes cast for each member. The Association President shall then announce the new Board Members.

ARTICLE VII - AMENDMENTS

- Section 1 Association members will be notified in writing of proposed amendment(s) to the Constitution and By Laws. A written description of the difference(s) between the existing and the proposed amended Article(s) or Section(s) will be presented to members eight (8) days before a regular or special meeting where a vote shall be taken whether to approve or disapprove the proposed amendment(s). The Association Board shall schedule the meeting.
- Section 2 The Constitution and/or the By Laws may be amended by a two-thirds vote of all votes cast by members who are present at a regular or special meeting or who have submitted proxies for such meeting.

ARTICLE VIII - ADOPTION

This Constitution and these By Laws shall become effective immediately upon their adoption at a meeting of the Association.

BY LAWS

- Article 1 The officers and coordinators of the Association shall serve without compensation except for actual out-of-pocket expense incurred in the execution of their offices.
- Article 2 Discussion of politics and religion shall be out-of-order at all times in meetings of the Association.
- Article 3 A committee may be appointed by the Board to organize social occasions for the membership and members of their household. Contributions by Association members may be made for social functions; or any existing surplus from the publication of the directories may be used.
- Article 4 The Board may, at its discretion, issue bulletins to the Membership on matters related to the purposes of the Association as declared in the Constitution and By Laws.
- Article 5 A majority of the members of the Board or any of its Committees shall constitute a quorum for the transaction of business by the Board or the Committees.

