

LAKE JUNALUSKA ASSEMBLY PROPERTY
OWNERS ORGANIZATION, INC. CONSTITUTION

Revised July, 2021

ARTICLE I: NAME

The name of the organization is Lake Junaluska Assembly Property Owners Organization, Inc., hereinafter referred to as “the Organization.”

ARTICLE II: PURPOSE

The purpose of the Organization is:

Section 1: To address the needs and concerns of property owners and residents of the Lake Junaluska Assembly in Haywood County and to apprise Lake Junaluska Assembly Board of Directors of the same;

Section 2. To coordinate, promote, and assist in the needs, concerns, and projects of the property owners and residents of Lake Junaluska Assembly;

Section 3. To work with Lake Junaluska Assembly in fostering and implementing the goals of the Assembly as an arm of the Christian mission of the UMC (United Methodist Church).

ARTICLE III: MEMBERSHIP

Membership shall consist of every person owning property at Lake Junaluska Assembly and who have paid their annual membership dues.

ARTICLE IV: FISCAL YEAR AND DUES

The fiscal year is January 1 through December 31. Dues to the Organization shall be determined at the Annual Meeting of the Organization.

ARTICLE V: VOTING RIGHTS

Section 1. Each member property owner and resident of Lake Junaluska Assembly shall have the right to attend and speak at general meetings of the Organization.

Section 2. There shall be one (1) vote for any and all property owned. Joint owners shall have one (1) vote among them.

Section 3. Absentee votes may be cast on published agenda items if received by the secretary in writing at least 3 days before the annual meeting.

ARTICLE VI: BOARD OF DIRECTORS AND DUTIES

Section 1. The Board of Directors shall consist of the following:

- A.
 1. President, who shall be a member of the United Methodist Church, and who shall preside at meetings and represent the Organization on other boards and agencies;
 2. Vice-President, who shall be a member of the United Methodist Church, and who shall preside in the president’s absence;
 3. Secretary who shall take and distribute minutes and handle correspondence;
 4. Treasurer, who shall collect, deposit, and disburse funds and present a report at the Annual Meeting.
- B. Six additional members chosen by the membership with an effort for them to be representative of different areas of the Assembly grounds
- C. The Director of Assembly Public Works who attends with voice and vote.

Section 2. The Board of Directors shall execute and implement the decisions of the Organization made at official meetings. The Board shall have general supervision of the affairs of the Organization between meetings, make decisions and take action between meetings which the Board deems consistent with the purpose of the Organization stated in this document, fix the time and place of general meetings, report on interim actions and make recommendations to the Organization.

ARTICLE VII: ELECTIONS

Section 1. The election of the Officers and Directors shall take place at the Annual Meeting of the Organization. A nominating committee, elected from the floor at the preceding meeting, shall present a slate of officers and members of the Board for election to be distributed to the members at least thirty (30) days prior to the Annual Meeting.

Section 2. The four Officers shall be elected for a term of two years. The President and Secretary shall be elected in odd-numbered years. The Vice-President and Treasurer shall be elected in even-numbered years. The six additional members of the Board shall be elected to two year terms and shall be divided into two classes. No Officer or Director shall succeed themselves in the same office for more than one additional two-year term.

Section 3. If any Board Member is unable for any reason to serve his/her full term, the Board of Directors shall name an interim replacement from among one or more nominees provided by the nominating committee. An interim replacement shall serve until the following annual meeting at which time a permanent replacement shall be elected to fill the unexpired term.

ARTICLE VIII: MEETINGS

Section 1. There shall be an Annual Meeting and at least one (1) additional General Meeting during the year. The membership will receive the agenda, a report from the nominating committee and a financial report thirty (30) days prior to the Annual Meeting.

Section 2. Special meetings, with a thirty (30) day notice, can be called by the Board of Directors or by petition of 5% of the property owners with the Secretary sending notice of the meeting.

Section 3. There shall be at least four (4) meetings of the Board of Directors in addition to the Annual, and General Meetings of the Organization.

Section 4. A quorum of General Meetings shall consist of 5% of the property owners. A quorum of the Board is a majority of the Board Members.

Section 5. In the spirit of openness and accountability, all meetings will be open and public.

Section 6. Business will be conducted according to the rules contained in the current edition of “***Robert’s Rules of Order, Newly Revised***”

ARTICLE IX: CONSTITUTIONAL AMENDMENTS

AMENDING THESE ARTICLES shall require a thirty (30) day notice and the assent of two-thirds (2/3) of the members present at the Annual Meeting.

ARTICLE X: ARTICLES OF INCORPORATION

Section 1. All directors and officers of the Organization/Corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the Organization/Corporation, whether voluntary or involuntary, after compliance with all applicable laws, the assets of the Organization/Corporation then remaining in the hands of the Board of Directors shall be transferred, conveyed, delivered and paid over for one or more exempt purposes

within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Organization/Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Section 2. To the fullest extent permitted by applicable law, no director of the Organization/Corporation shall have any personal liability arising out of any action whether by or in the right of the Organization/Corporation or otherwise for monetary damages for breach of any duty as a director. This Article shall not impair any right to indemnity from the Organization/Corporation that any director may now or hereafter have. Any repeal or modification of this Article shall be prospective only and shall not adversely affect any limitation hereunder of the personal liability of a director with respect to acts or omissions occurring prior to such repeal or modification.

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