




INSTR # 2017131891
 OR BK 16971 PG 352
 RECORDED 12/18/2017 08:50:25 AM
 SCOTT M. COLABELLA, COUNTY CLERK
 OCEAN COUNTY, NEW JERSEY

**OCEAN COUNTY CLERK'S OFFICE
 RECORDING DOCUMENT
 COVER SHEET**



SCOTT M. COLABELLA
 OCEAN COUNTY CLERK
 P.O. BOX 2191
 TOMS RIVER, NJ 08754-2191
 (732) 929-2110
 www.oceancountyclerk.com

OFFICIAL USE ONLY

DATE OF DOCUMENT: (Enter Date as follows:00/00/0000) 12/07/2017	
TYPE OF DOCUMENT: (Select Doc Type from Drop-Down Box) DEED NOTICE	OFFICIAL USE ONLY - REALTY TRANSFER FEE
FIRST PARTY NAME: (Enter Last Name, First Name) Holiday Heights Homeowners Corporation	SECOND PARTY NAME: (Enter Last Name, First Name) <i>Holiday Heights Homeowners Corporation</i>
ALL ADDITIONAL PARTIES: (Enter Last Name, First Name)	RETURN NAME AND ADDRESS: Paul Leodori, Esq. Law Offices of Paul Leodori, P.C. 61 Union Street Medford, New Jersey 08055

THE FOLLOWING SECTION IS REQUIRED FOR DEEDS ONLY

BLOCK:	LOT:
MUNICIPALITY: (Select Municipality from Drop-Down Box) BERKELEY	
CONSIDERATION:	
MAILING ADDRESS OF GRANTEE: (Enter Street Address, Town, State, Zip Code)	
Street Address	Town State Zip

THE FOLLOWING SECTION IS FOR ORIGINAL MORTGAGE BOOKING & PAGING INFORMATION FOR ASSIGNMENTS, RELEASES, SATISFACTIONS, DISCHARGES & OTHER ORIGINAL MORTGAGE AGREEMENTS ONLY

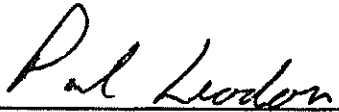
ORIGINAL BOOK: 4531	ORIGINAL PAGE: 0756
-------------------------------	-------------------------------

OCEAN COUNTY CLERK'S OFFICE RECORDING DOCUMENT COVER SHEET

Please do not detach this page from the original document as it contains important recording information and is part of the permanent record.

10-130 CAMD

Prepared by:



Paul A. Leodori, Esq.
Law Offices of Paul Leodori, P.C.
61 Union Street
Medford, New Jersey 08055
Tel: (609) 714-3400
Fax: (609) 714-2228

Rules And Regulations Passed Pursuant To And In Accordance With The Declaration Of Covenants And Restrictions Filed By the Developer and Recorded In the Ocean County Clerk's Office on March 31, 1987 in Deed Book 4531 at Page 0756; Amendment Of Declaration Of Covenants And Restrictions Holiday Heights Homeowners Corporation Recorded in the Ocean County Clerk's Office on September 18, 1998 in Deed Book 5617, Page 0791; Amendment Of Declaration Of Covenants And Restrictions Holiday Height Homeowners Corporation Recorded in the Ocean County Clerk's Office on August 12, 2003 in Deed Book 11603, Page -0317; Declaration Of Covenants And Restrictions Holiday Heights Homeowners Corporation Recorded in the Ocean County Clerk's Office on November 7, 2003 in Deed Book 11784 at Page 1400 and following; and Amendment Of Declaration Of Covenants And Restrictions Holiday Heights Homeowners Corporation Recorded In the Ocean County Clerk's Office on November 21, 2006 in Deed Book 13419 at Page 1418; Amendment Of Declaration Of Covenants and Restrictions Holiday Heights Homeowners Corporation recorded in the Ocean County Clerk's Office On October 2, 2012 in Deed Book 15328 at Page 122 and following.

**RESOLUTION OF HOLIDAY HEIGHTS HOMEOWNERS CORPORATION
REGARDING RULES AND REGULATIONS REGARDING CODE OF
CONDUCT FOR THE BOARD OF DIRECTORS**

WHEREAS the Board of Directors of the Holiday Heights Homeowners Corporation (hereinafter referred to as "Holiday Heights") is empowered to pass rules and regulations in accordance with Article IX, Par. 4 of the Holiday Heights By-Laws;

WHEREAS the Board of Directors of Holiday Heights believes it is in the best interests to maintain decorum in the Holiday Heights community through the avoidance to inappropriate conduct;

WHEREAS the Board of Directors of Holiday Heights seeks to endorse a policy of conduct for the Board of Directors;

WHEREAS by a vote taken on DECEMBER 7, 2017 the Holiday Heights Board of Directors has voted to implement the following policy of conduct for the Holiday Heights Board of Directors;

WHEREAS the vote to implement the following policy of conduct for the Holiday

Heights Board of Directors was as follows:

<u>Name</u>	<u>In Favor</u>	<u>Against</u>
Louis Mangerpan	✓	_____
Ray Tracy	✓	_____
John Ferriso	✓	_____
Irene Brown	✓	_____
Janice Sutton	✓	_____
Colleen DeMio	✓	_____
Peter Norcia	<u>ABSENT</u>	_____

WHEREAS, this Resolution was duly introduced and was thereafter adopted by the Holiday Heights Board of Directors at a regular scheduled general meeting, at which a quorum was present, by a majority vote of the Holiday Heights Board of Directors present and eligible to vote on this matter.

NOW THEREFORE, effective this 7 day of DECEMBER, 2017, upon motion duly made and seconded, the Holiday Heights Board of Directors resolves as follows:

Effective immediately the following Rules and Regulations shall apply to and be observed by all past, present or future Holiday Heights Board of Directors;

I. PARLIAMENTARY PROCEDURE FOR THE BOARD OF DIRECTORS AT GENERAL AND SPECIAL MEETINGS

A. Agenda. The Secretary shall, with the approval of the President, draft an agenda for use at any general or special meetings of the Board of Directors and Owners.

B. Minutes. At any general or special meetings of the Board of Directors and Owners, the Secretary shall ensure that accurate minutes are taken which document the

exact language of motions, with a general discussion of the issues. A verbatim transcript of the meeting is not necessary.

C. **Chair of Meeting.** The President, or the Vice President in the President's absence, shall act as Chair of all general or special meetings of the Board of Directors and Owners. If both are unavailable, the remaining members of the Board of Directors shall appoint another board member to act as Chair on an interim basis. The Chair shall have authority to conduct the general or special meeting.

D. **Making Motions.** Motions shall be made by any member of the Board of Directors after recognition by the Chair. The member shall inform that Board of Directors of the motion by stating "I move that . . ."

E. **Seconding Motions.** Another member of the Board of Directors must "second" the motion in order for it to proceed to a discussion and vote.

F. **Restatement of Motion.** The Chair must restate the motion by stating "It is moved and seconded that . . ." After this restatement, the motion may not be withdrawn by its maker.

G. **Discussion of Motion.** The maker of the motion is afforded the opportunity to speak first on the motion. Thereafter, anyone who has not spoken must be recognized by the Chair before someone who has spoken on the motion. The Chair may allow Owners or other persons to speak on a motion. The Chair may limit the time for each person's discussion.

H. **Vote on Motion.** When the discussion ends, the Chair again restates the motion and a vote must be taken of the Board of Directors. The vote shall be taken as a

voice vote at the direction of the Chair.

I. **Decision on Motion.** The Chair then announces the outcome of the motion.

II. **CLOSED EXECUTIVE SESSION**

A. In the event the Board of Directors addresses matters which involve personal, confidential, private or proprietary issues, the Board of Directors shall adjourn, by motion from the general or special meeting of the Owners to meet in a closed executive session to address such issues. The types of matters which shall be addressed in a closed executive session include:

1. A matter rendered confidential by federal or state law.
2. A matter in which release of information would impair the right to receive governmental funds.
3. A matter relating to issues which if disclosed would constitute an unwarranted invasion of individual privacy.
4. A matter involving the purchase, lease, or acquisition of real property with Holiday Heights funds.
5. A matter relating to the protection of public safety and property and/or investigations of possible violations of the Holiday Heights governing documents or violations of law.
6. Pending or anticipated litigation or contract negotiations and/or proprietary matters or matters involving the attorney-client privilege or attorney work product.
7. Issues relating to the hiring, firing and discipline of prospective or current employees.
8. Deliberation about matters that could result in a criminal, administrative or civil penalty or other loss.

B. A motion to adjourn executive sessions must be made before the general session is convened.

C. At any closed executive session of the Board of Directors, the Secretary shall ensure that accurate minutes are taken. However, the minutes of any closed executive session shall not be disclosed to persons other than the Board of Directors, legal counsel, and, if necessary, to other necessary persons.

D. To the extent any Director is alleged to have improperly disclosed any matter discussed in any closed executive session, whether such disclosure occurred while serving as a Director or after serving as a Director, the remaining Board of Directors shall convene as soon as practicable to investigate and determine whether such improper disclosure was made, and, if it is determined that such improper disclosure was made, a majority of the remaining Board of Directors may take all appropriate action against the offending Director including but not limited to, the following:

1. Directing the offending Director to leave any meeting of the Board of Directors;
2. Suspending the offending Director from the Board of Directors; and
3. Suspending the offending Director from executive sessions of the Board of Directors.

III. FINANCIAL ETHICS

No Director will solicit or accept, directly or indirectly, any gifts, gratuity, favor, entertainment, loan or any other thing of monetary value from a person who is seeking to obtain contractual or other business or financial relations with Holiday Heights, or from any person whose intent it is to influence any decision or action on any official Holiday Heights matter.

No Director will use his or her position to enhance his or her financial or business

position or undertaking.

No Director or his or her agent, employee or family member will enter into a personal service contract with Holiday Heights without timely and prior disclosure of such actual or potential conflict of interest to the Board of Directors.

Any actual or potential conflict of interest with a Director and Holiday Heights will be disclosed to the Board of Directors. A "conflict of interest" occurs when a Director's private or future interest interferes in any way, or even appears to interfere, with the interest of Holiday Heights. A conflict of interest can arise when a Director takes an action or has an interest that makes it difficult for him or her to perform his or her work objectively and effectively.

No Director will use his or her position to seek personal political advantage or contribute Holiday Heights funds or favors to any political party or political candidate or political action committee.

IV. BUSINESS ETHICS

No Director will seek to have a contract implemented that has not been duly approved by the Board of Directors.

No promise of anything not properly approved by the Holiday Heights Board of Directors will be made to any contractor, supplier, or contractor during negotiations.

No Director will interfere with the duties of any employee or representative of Holiday Heights, nor harass, threaten, or attempt through any means to control or instill fear in any such employee or representative.

No Director will conduct general or special meetings of Holiday Heights Owners without the prior appropriate approval of the Board of Directors prior to such meeting.

Each Director will abide by the governing documents of Holiday Heights.

V. ETHICAL RELATIONS AMONG PERSONS

No Director will engage in any writing, publishing or speech making that defames any other Owner, Member, Resident, Director, employee, contractor, service provider or representative of Holiday Heights.

VI. INFORMATION AND DISCLOSURE ETHICS

No Director shall disclose any information about the affairs and business of Holiday Heights except through open general and special meetings of Holiday Heights exclusive of closed executive session minutes.

Matters discussed in meetings with just the Board of Directors will be kept confidential unless appropriately included in the discussion of an open general or special meeting with the Holiday Heights Owners.

No Director will willingly misrepresent facts to any other Holiday Heights Director or Holiday Heights Owner, either by withholding, distorting, or fabricating information.

VII. ETHICAL RESOLUTION OF DIFFERENCES

Differences of opinion about policy or procedures between any Board of Directors or between any Board of Directors and any Holiday Heights Owner, Member or Resident will be discussed rationally on its merits in a timely and courteous manner, and with emphasis on resolving differences.

The Board of Directors will treat every Holiday Heights Owner, Member or Resident in a professional manner.

VIII. PRIVACY ETHICS

No Director will violate the confidentiality of a Holiday Heights employee's or Holiday Heights Owner's file maintained by Holiday Heights during or after their term of service as a Director.

IX. ACCOUNTABILITY ETHICS

Any Director who is unable to fulfill adequately the duties of their position in a timely manner shall resign or request a leave of absence.

Any Director indicted under federal criminal law or indicted for criminal conduct under New Jersey law shall take a leave of absence as a Director until the criminal matter is concluded whereby all indictable charges are dismissed or such Director is acquitted of all indictable charges. Any Director who pleads guilty to or who is convicted of an indictable offense shall be automatically terminated from the Holiday Heights Board.

X. DISCIPLINARY ACTION

Any Director who violates the terms and conditions of this Resolution will be subject to disciplinary action. This action may include but not be limited to the following:

1. Directing the offending Director to leave any meeting of the Board of Directors;
2. Suspending the offending Director from the Board of Directors; and
3. Suspending the offending Director from executive sessions of the Board of Directors.

XI. NOTICE AND RECORDING

Holiday Heights authorizes and directs its legal counsel to arrange for a recordation of a copy of this Resolution with the Ocean County Register's Office in order to establish

the recording of this Resolution in the chain of title of every Holiday Heights homeowner.

ATTEST:

Holiday Heights Homeowners Association

Irene Brown
Irene Brown, Secretary

Lou Mangerpan
Lou Mangerpan, President

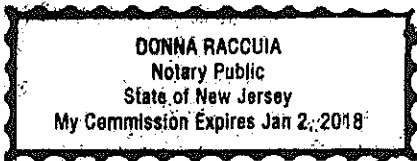
State of New Jersey :
: ss.
County of Ocean :

I certify that on this 7 day of ~~DECEMBER~~ 2017, the aforementioned Secretary personally came before me and this person acknowledged under oath, to my satisfaction, that:

- (a) this person is the Secretary of Holiday Heights Homeowners Association (the "Corporation"), a corporation of the State of New Jersey, named in this document;
- (b) this person signed this document as attesting witness for the proper corporate officer who is the aforementioned the President of the Corporation;
- (c) this document was signed and delivered by the Corporation as its voluntary act and deed by virtue of authority from its Board of Directors (the "Board");
- (d) this person signed this acknowledgment to attest to the truth of these facts; and
- (e) this Resolution was duly introduced and was thereafter adopted at a regular scheduled meeting of the Board at which a quorum was present, by a majority vote of the members of the Board eligible to vote on this matter.

Irene Brown
Irene Brown, Secretary

Sworn and subscribed to before
me this 8th day of December, 2017
Donna Racchia
(notary public seal)



Record And Return To:
Paul A. Leodori, Esq.
Law Offices of Paul Leodori, P.C.
61 Union Street
Medford, New Jersey 08055
Tel: (609) 714-3400
Fax: (609) 714-2228