

**CONSTITUTION OF THE
THE STEWART HILL CEMETERY CORPORATION
DBA STEWART LAWN CEMETERY ASSOCIATION**

ARTICLE I. HISTORY

Following the closure of the Lost Creek Cemetery, aka the Shepard Cemetery, community leaders, Paul Anderson, Matthew Hathecock, George Shepard Sr., and Zachariah Stewart donated funds to purchase 1 acre of land, north of, and adjacent to the Lost Creek Baptist Church, from Dixon Stewart Jr., in 1923. Additionally, Dixon Stewart Jr. graciously donated a second acre for the cemetery, and in 1945 an additional acre was purchased. The cemetery was named the Stewart Hill Cemetery. The first burial there was the infant son of Paul and Lucille Anderson in 1924. The first adult burial was that of Coleman Redmon, later in that same month. The cemetery was used initially for the burial of members of the Lost Creek Baptist Church, but later on was used for the burial of any county resident. The cemetery is deeded and recorded as the Stewart Hill Cemetery, but it is commonly known as The Stewart Lawn Cemetery.

ARTICLE II. NAME

This corporation is named the Stewart Hill Cemetery Corporation, and shall do business as the STEWART LAWN CEMETERY ASSOCIATION, hereafter referred to as the Association.

ARTICLE III. OBJECTIVES

Section 1. The objective of the Association shall be to provide for the decent burial of the dead or any legal disposition of human remains and to perpetually maintain the cemetery.

Section 2. This Association shall strive to research, preserve and disseminate historical material relating to this cemetery and pioneers buried in it.

Section 3. This Association shall keep a record of interments already in place and shall supervise future interments so that they may be entered into the official plat of record. A record of all interments including identification of Charity Burials should be kept with the plat.

ARTICLE IV. MEMBERSHIP

Section 1. We recognize the body of the Association to be equal in rank and privilege and democratic in spirit and principles; and by the will of the majority being expressed it becomes the minority to submit. This policy and all other rules made in pursuance thereof shall be the law of this Association, and every member of this Association shall be bound thereby; anything in the Constitution and Bylaws of any other organization, within or without of this Association, notwithstanding.

Section 2. Membership in the Association shall consist of all living persons who own fully paid (deeded) grave space(s) or single or double niche space(s). For purposes of membership, a grave space or niche space shall be defined as an unoccupied burial space that has the potential to receive another interment that is in compliance with the Rules and Regulations of the Association, and which is located within the boundaries of Stewart Hill Cemetery property.

1. All members must supply their current contact information to the secretary i.e. their mailing address, phone number, and email address. For cost savings we want to be as paperless as possible.
2. There shall be no more than one vote per grave containing unoccupied spaces or niche containing an unoccupied space, and no more than one vote per member regardless of how many unoccupied grave spaces or niche spaces the member owns in the Cemetery. In the event of a disagreement between Co-owners of an unoccupied grave space or niche space at any meeting as to the casting of their votes, no vote from said owners shall be received.

Section 3. Annual and Special meetings.

1. All Cemetery members shall be eligible to vote at Annual and Special meetings.
2. The Annual meeting shall be conducted prior to the Associations annual tax filing period, as the minutes of the Annual Meeting are required to be included in the IRS filings.
3. Special meetings may be held at any time of the year.
4. The Annual and Special meetings require that a minimum of a two week advance notice be given to all members, which specifies the time, date, and conference call information, for said meeting.
5. The executive board may hold annual or special meetings inside or outside of Vigo County, Indiana. Members may participate in an annual or special meeting, or conduct either meeting, through the use of any means of electronic media by which all members participating may simultaneously hear each other speak during the meeting. A member participating in a meeting by this means is considered to be physically present at the meeting.
6. The executive board shall make available the means by which members may attend remotely. If conference call media is to be used, the Secretary shall schedule the conference call using *Google Calendar* and *No Cost Conference*, or similar service.

ARTICLE V. CONDUCT OF MEETINGS

Section 1. The rules contained in Robert's Rules of Order, newly revised, shall govern the Association in all cases to which they are applicable, and in which they are not inconsistent with these bylaws.

Section 2. The Association's regular meeting time will be on the third Saturday of each month, or at a date agreed upon by the Associations executive board. A regular meeting is for addressing normal cemetery business related issues. While all Association members are free to attend these meetings, the right to vote at these meetings is limited to the Association Executive board.

Section 3. The order of business in meetings shall be: a) roll call of officers; b) reading the minutes of the previous meeting; c) reports of officers and committees; d) unfinished business; e) new business; f) treasurer's report; g) election of officers; and h) adjournment.

ARTICLE VI. OFFICERS

Section 1. The officers of this Association shall consist of a President, Vice President, Secretary, Treasurer, Assistant Treasurer, Superintendent, Recorder, and at-least two (2) Trustees. The offices of Secretary and Treasurer may be combined into one office (Secretary-Treasurer) at the discretion of the Association at the annual meeting where such officer or officers are being elected.

Section 2. The term limit of Officers shall be two years. A simple majority vote is required to elect officers. An extension of two (2) years is optional at the discretion of the Association membership.

1. The offices of Vice President and Secretary shall be voted upon every even numbered year.
2. The offices of President and Treasurer shall be voted upon every odd numbered year.
3. There are no term limits for the positions of Superintendent, Recorder, or Trustee.
4. Any position is open to an election at a special election, called for by a two thirds majority vote at Annual Meeting of Association members.
5. Only Association members present at the annual meeting will be eligible to vote or to be elected into office. The term "present" shall include those members who are in attendance remotely.

Section 3. The Executive Committee of the Association shall consist of the elected officers of the Association. A quorum of the Executive Committee shall be made up of any five (5) members.

Section 4. If a vacancy occurs in an office during the year, the Executive Committee shall appoint a successor to fill the unexpired term of that office.

Section 5. Conflict of Interest

Whenever an Association officer has a financial or personal interest in any matter coming before the Association board, the board shall ensure that:

1. The interest of such officer is fully disclosed to the Association board.
2. No interested officer may vote or lobby on the matter or be counted in determining the existence of a quorum at the meeting of the Association board at which such matter is voted upon.
3. Any transaction in which an officer has a financial or personal interest shall be duly approved by members of the Association board, not so interested or connected as being in the best interests of the organization.
4. Payments to the interested officer shall be reasonable and shall not exceed fair market value.
5. The minutes of meetings at which such votes are taken shall record such disclosure, abstention, and rationale for approval.

Section 6. Duties of the President: The President shall preside and maintain order over all meetings of the Association unless providentially hindered.

1. The President shall sign all necessary legal and financial documents approved by the body of the Association while he holds the office.
2. The President shall take no part in debate except by consent of the majority of the members present.
3. The president shall enforce the Constitution and Bylaws.
4. The President shall be eligible to vote in case of a tie, in the Executive Committee.
5. The President shall be the primary contact point for funeral directors, contractors, and plot buyers.

Section 7. Duties of the Vice President: The Vice President shall open, maintain order and preside over the meeting in the absence of the President.

1. The Vice President may sign any legal or financial documents.
2. The Vice President shall participate in any discussion.
3. The Vice President shall participate in any decisions to be made by the President and the Secretary-Treasurer.
4. In the Executive Committee, the Vice President shall be eligible to vote.

Section 8. Duties of the Secretary: In the absence of the President and Vice President, the Secretary may open any meeting and the body may elect one member to preside as president pro-tem for that meeting.

1. The secretary shall be eligible to vote.
2. The Secretary shall keep minutes of any Association meeting and shall present the minutes of the previous meeting to the Association. The minutes are subject to review by the board and shall not be disseminated to non-board members prior to said review and approval,
3. The Secretary shall keep the official copy of the Association Bylaws current with any changes approved by the membership of the Association. The Bylaws should be available to any member of the Association at the annual meeting or any other time if requested by a member.
4. The Secretary shall keep the official list of the contributors to the Association. The Secretary shall also keep a contact list with information (address, phone number, e-mail address, etc.) of all active and in-active members. This contact list should be as current as possible. The list shall be used for official notifications for any meetings or other activities of the Association only.
5. The secretary shall utilize both, paper and electronic media for record maintenance and either media type shall be made available to other board members upon request.
6. The Secretary shall contact all parties who have previously contributed to the Cemetery, annually, to make a cemetery care contribution.
7. The Secretary shall create a facsimile copy of the signed deed document, in the PDF format, for electronic dissemination to those board officers who require deed and plot information to update their burial reservations, and vacancy records.

Section 9. Duties of the Treasurer: In the absence of the President, Vice President, and Secretary, the Treasurer may open any meeting, and the body may elect one member to preside as president pro-tem for that meeting.

1. In the Executive Committee, the treasurer shall be eligible to vote.
2. With approval of the board, disbursement checks may be written by the Treasurer, and signed by another Association officer, for the functioning of the Association, which are dated properly and accompanied by receipt.

3. The Treasurer shall prepare a report of the Association's financial standing prior to each meeting and it shall be made available to all members of the Association.
4. At the annual meeting, the Treasurer in cooperation with the Trustees, Superintendent, Recorder, and Secretary shall submit a proposed budget for that calendar year, to be presented at, and voted upon at the annual meeting. The budget shall be composed of routine line item expenses, plus a 10% contingency. All non-routine expenditures must be line item expenses within a budget, which were approved by the executive board.
5. The Treasurer shall have custody of all financial papers belonging to the Association.
6. The Treasurer shall be responsible for preparing or having prepared any tax or other reports required of the Association by any government agency.
7. The Treasurer shall provide a receipt for all contributions.
8. The Treasurer shall forward all contributions designated as Perpetual Care contributions, to the Trustees, for deposit into the Perpetual Care account.

Section 10. Duties of the Assistant Treasurer: In the absence of the President, Vice President, Secretary, and Treasurer, the Assistant Treasurer may open any meeting, and the body may elect one member to preside as president pro-tem for that meeting.

1. In the Executive Committee, the Assistant Treasurer shall be eligible to vote.
2. The Assistant Treasurer shall assist the Treasurer in the performance of all of his or her duties.
3. The Assistant Treasurer shall act as the assistant Secretary in the event the Secretary is unavailable.
4. In an emergency, disbursement checks authorized by the Executive Board may be written by the Assistant Treasurer, and cosigned by the Secretary.
5. The Assistant Treasurer shall provide a receipt for all contributions received, and provide a receipt for all expenditures made on behalf of the board.

Section 11. Duties of the Superintendent:

1. In the Executive Committee, the Superintendent shall be eligible to vote.
2. The Superintendent shall hire, arrange for, and/or supervise all work done on the cemetery.
3. The Superintendent shall coordinate with the Recorder, to determine which burial plot is to be used for interment, based upon cemetery deed, or by space available in an un-deeded plot.
4. The Superintendent shall be one of the official contact points for funeral directors, contractors, plot buyers, and family members of the deceased needing information.
5. Assist family members in selecting or locating grave or plots.
6. Assist burial company with location of the grave for burial.
7. Open and close the cemetery gates for work to be done on the grounds and for families as needed.
8. Ensure gravesite is cleaned after funeral services in a timely manner.
9. Remove all trash and debris including removal of dead and faded flowers.
10. Coordinate with lawn maintenance personnel.
11. Notify board of all maintenance required on property structures.
12. Attend board meetings, and provide a report on maintenance items that needs the board's attention.

Section 12. Duties of the Recorder:

1. In the Executive Committee, the Recorder shall be eligible to vote.
2. The Recorder shall serve as an assistant to the Superintendent in the performance of all of the duties of the Superintendent.
3. The Recorder shall serve in a dual capacity as a Trustee.
4. The Recorder shall serve as a system administrator in the Association's information services, updating and maintaining the corporate website, and email services.
5. The Recorder shall be one of the official contact points for funeral directors, contractors, plot buyers, and family members of the deceased needing information.

Section 13. Duties of the Trustees: The Trustees shall act as the legal owners of corporate property assets, which include the land used as a cemetery, and funds used for the perpetual care of that cemetery.

1. In the Executive Committee, each Trustee shall be eligible to vote.
2. The Trustees shall secure land as needed, and the new property shall be titled in the name of: Trustees Stewart Hill Cemetery, Inc.
3. The Trustees take the responsibility of transacting business voted upon by the body.
4. The Trustees shall examine the Association's records at least once per year to determine if the Association is registered properly with the State and County, and shall notify the board if records need to be updated.
5. The Trustees may bring before the Association any matters which need consideration.
6. The Trustees shall manage maintenance and upkeep, plan for the future, and keep the cemetery a respectful place to visit.
7. The Trustees shall make available to the Treasurer the funds budgeted for at the annual meeting, and for any other budgeted non-routine items requiring funding, as specified in **Article IV, Section 9, Item 4** of this document.
8. The signature of two Trustees is required on any check written upon the Perpetual Care account.

Section 14. Redundancy and Backup

1. To insure that all officers are working with the same documents, including all revisions:
 - a) all officers shall make available to their assisting officers all of their documents which are essential to the operation of the organization, and
 - b) all documents vital to the operation of the corporation should be stored in more than one location in the event of a natural disaster; fire; or death.
2. All property deeds and other critical items should be kept in a bank safety deposit box, with access limited to the President and Treasurer.

Section 15. Privacy

1. All documents possessed by any Association Officer and all communications between Association Officers via electronic media are considered confidential and private and shall not be disseminated to any 3rd party or entity without the approval of the board, or by rights previously granted by an Article of this Constitution.

Article VII. Amendments

Section 1. This Constitution version may be amended from time to time by a two thirds majority vote of the entire board of Officers at a meeting called for that purpose provided that at least two weeks' notice of the meeting shall have been given.

Section 2. This Constitution version supersedes all previous versions.

Section 3. This Constitution revision was approved on 12/7/2019.