

**Restated**

**BY-LAWS  
St. John's Cemetery Association  
Of Omaha Nebraska**

**ARTICLE I**

**OFFICES**

**Section 1. Principal Office:** The Principal office of the corporation in the State of Nebraska shall be located in the City of Bellevue, Nebraska. The corporation may have such other offices, either within or without the State of Nebraska, as the Board of Directors may designate or as the business of the corporation may require from time to time.

**Section 2. Registered Office:** The registered office of the corporation required by the Nebraska non-profit business Corporation Act to be maintained in the State of Nebraska may be, but need not be, identical with the principle office of the corporation in the State of Nebraska. The Registered office of the corporation and the registered agent of the corporation or both may be changed from time to time by the Board of Directors.

**Section 3. Corporate Name:** The corporate name of this association is the St. John's Cemetery Association of Omaha, Nebraska.

**Section 4. Cemetery Location:** St. John's Cemetery consists of 40 Acres of property described as follows:

The Southeast One Quarter (SE ¼) of the Northeast Quarter (NE ¼) of Section Seventeen (17), Township Fourteen (14), North of Range Thirteen (13) located ¼ miles South of 36<sup>th</sup> and Harrison Streets--- that is present city limits of Bellevue—in Sarpy County, Nebraska

**Section 5. Title to Property:** Title to the cemetery property is to be in the name of St. John's Cemetery Association, as a corporation existing under the laws of the State of Nebraska.

**ARTICLE II**

**MEMBERSHIP**

**Section 1. Membership Defined:** A member is a person or persons that has a Warranty Conveyance of Ownership. For voting purposes in this Association One (1) vote is allowed per person whose name appears on the Warranty Conveyance. In the Case of Multiple Conveyances only one vote per person is allowed. **To Further Define members, a member must have rights of interment, entombment or inurnment at Saint John's Cemetery.**

**ARTICLE III**

**MEETINGS**

**Section 1. Annual Meeting of Members:** The annual meeting of members will be held each year during the month of March, at a date, time and place designated in advance by the Board of Directors.

### ARTICLE III - MEETINGS - Continued

**Section 2. Annual Meeting of Board of Directors:** The annual meeting of the Board of Directors will be held following the annual meeting of the members. This meeting will occur following the annual members meeting at a date, time and place designated in advance.

The Annual meeting shall be conducted by the President or if absent the Vice President, or in their Absence any other officer or member of the association. At least five (5) members are needed for "Quorum".

Parliamentary Procedure at a Glance (New Edition) by O. Garfield Jones shall govern the procedures of annual and directors meetings. The usual order of business meetings shall be as follows:

- a) Call to Order
- b) Prayer
- c) Roll Call of Directors (Directors meetings only)
- d) Minutes of previous meeting
- e) Treasurer's report
- f) Other committee reports
- g) Correspondence
- h) Old business (Unfinished business)
- I) New business
- j) Nominations for election of Board (Annual meetings only)
- k) Adjournment
- l) Prayer

**Section 3. Monthly Meeting:** The administrative officers and Board of Directors shall conduct a meeting which shall be held monthly, or if necessary, more frequently, at a date, time and place agreed upon by the board members.

### ARTICLE IV

#### BOARD OF DIRECTORS

**Section 1. General Power:** The business and affairs of this Association shall be managed by its Board of Directors.

**Section 2. Number:** The business of this Association shall be managed and controlled by the Board of Directors, not less than five (5) in number, nor more than nine (9), who shall be elected by the members of the Association at the annual meeting, at a time and place provided for in it's By-Laws, and the officers of said Association, who are to be elected by the said Directors from among their own number, immediately following said annual meeting, or any designated time mutually agreed upon by said Directors thereafter as soon as possible.

**Section 3. Tenure:** The said Directors and Officers shall hold office for one (1) year and until their successors are duly elected and qualified. Any vacancy occurring among either the Directors or Officers shall be filled by said Directors, and such Officer or Director shall serve until the next annual election.

**Section 4. Qualifications:** A person seeking office of the Board of Directors must be a member of this Association for 1 full year. A member seeking office on the Board of Directors and wanting to belong to the administrative and executive offices must be of good character, known among the members of St. John Cemetery Association as an honest and conscientious member, to hold the above described offices.

**Section 5. Removal and Suspension:** The Board of Directors has the right to remove and suspend by majority vote any of the Board members not carrying out the duties of his or her office; for abuse or intentional transgression of the law and/or rules of the Association.

**Section 6. Quorum:** No business of this Association shall be transacted unless two thirds (2/3) of the board of Directors are present at any meeting for that purpose.

**ARTICLE IV - BOARD OF DIRECTORS - Continued**

**Section 7. Exclusions:** Employees of St. John's Cemetery, spouses or immediate relatives of employees are not eligible to seek a position as Director or Officer on the Board of Directors of St. John's Cemetery Association

**Section 8. Compensation:** The Board of Directors of St. John's Cemetery shall serve as a volunteer board, receiving no compensation for the performance of their duties.

**ARTICLE V**

**OFFICERS**

**Section 1. Election of Officers:** The officers of this Association are to be elected by the Board of Directors from among their own number immediately following the annual meeting of members, or at any designated date and time mutually agreed upon by said Directors thereafter as soon as possible.

**Section 2. Officers of Organization:** The administrative and executive officers of the Cemetery Association shall consist of a President, Vice-President, Recording Secretary, Secretary/Treasurer and a Manager of the cemetery, known as the Superintendent. These officers are elected by the Directors among themselves at the annual meeting of the Board of Directors for a term of one (1) year.

**Section 3: Duties of the President:** The President shall preside at all meetings, sign all titles of property, deeds to cemetery lots and other documents dealing with the cemetery and necessary for the management of the cemetery. The President shall by virtue of office of President, be Chairman of the Board of Directors, and shall appoint all committees, temporary or permanent. The President shall have such powers as may be reasonably construed as belonging to the chief executive of any organization. It shall be the Presidents duty to call special meetings of the officers and directors, if such meetings are deemed necessary. The President shall be the official custodian of the seal of the corporation. All cemetery association records shall be kept and maintained at the administration office at 7506 South 36th Street, Bellevue, Nebraska 68147

**Section 4. Duties of the Vice-President:** The Vice-President shall help the President in any way possible and in the event of the absence or inability of the President to exercise the duties of President shall become acting President of the organization with all rights, privileges and powers as if having been duly elected President. All cemetery association records shall be kept and maintained at the administration office at 7506 South 36th Street, Bellevue, Nebraska 68147

**Section 5. Duties of the Recording Secretary:** The Recording Secretary shall maintain minutes of all general meetings, Board of Director meetings, and a list of all new rules and regulations, which the Board of Directors from time to time establish. The Recording Secretary takes care of all correspondence regarding the management of the cemetery. The Recording Secretary shall keep the minutes and records of the association in appropriate books, and shall be the official custodian of the records. The Recording Secretary also sends out notices regarding meetings. All cemetery association records shall be kept and maintained at the administration office at 7506 South 36th Street, Bellevue, Nebraska 68147

## ARTICLE V – OFFICERS - Continued

**Section 6. Duties of the Secretary/Treasurer:** The Secretary /Treasurer shall maintain the bookkeeping records of the cemetery, and shall collect monies from the superintendent and anyone else having authority to receive money. The Secretary/Treasurer shall properly record the money collected into appropriate books of account. **The Secretary/Treasurer pays all bills with checks, which are also signed by the President,** and also signs with the President titles to property or cemetery lots, and all other documents dealing with the necessary management of the cemetery. The Secretary/Treasurer shall make a monthly report of acts and doings on any form prescribed by the Board of Directors. The Secretary/Treasurer is also guardian of all cemetery funds. The Secretary/Treasurer shall also maintain accounts of income and expenses, and deposit funds in such banks and in such amounts as the officers shall designate. The Secretary/Treasurer shall deposit accumulated funds in such depositories (depositories must be insured by FDIC or FSLIC) to gain interest. Said deposits shall be withdrawn or liquidated at the direction of the Board of Directors each time. The Secretary/Treasurer shall also render an accounting of any and all deposits and bank funds on deposit in any form whatsoever. All cemetery association records shall be kept and maintained at the administration office at 7506 South 36th Street, Bellevue, Nebraska 68147

**Section 7. Duties of Superintendent:** The duties of the Superintendent are to put into effect all the rules and regulations made by the Board of Directors. The Superintendent shall act as an intermediary between the Cemetery Grounds Manager and the Board of Directors. The Superintendent functions as the First Level Supervisor over all cemetery employees, but shall not be involved in the normal day to day activities or routine work scheduling. The Superintendent will monitor situations and needs of the cemetery and present his/her report to the Board at its normal monthly meeting. The Superintendent may initiate disciplinary /adverse actions against employees, but must immediately advise the Board President of circumstance. The President shall immediately call a special meeting and defer to the majority of the Board by vote to uphold any and all adverse actions. The Superintendent will in working with the Grounds manager implement any new policies/procedures as determined necessary by the Board of Directors. The Superintendent may not implement policies/procedures without prior approval of the Board. The Superintendent shall maintain an open line of communications between cemetery employees and the Board of Directors and the Board of Directors to all cemetery employees. The Superintendent and such other employees as the Board of Directors may designate are hereby empowered to enforce all rules and regulations, and to exclude from the property of the Association any person violating the same. The Superintendent shall have supervision and control of all persons in the cemetery, including the conduct of funerals, traffic, employees, lot owners and visitors.

## ARTICLE VI

### OATH OF OFFICE

**Section 1. Oath of Office:** Newly elected Board of Directors before taking office shall take publicly the following oath:

"I (first and last name) solemnly swear upon my honor that I accept and voluntarily take upon myself the duties of office assigned to me. I will diligently and honorably carry them out, so help me God with the help of St. John Kanty"

## ARTICLE VII

### QUORUM

**Section 1. Quorum:** No business of this association shall be transacted unless two thirds (2/3) of the Board of Directors are present at any meeting for that purpose.

## ARTICLE VIII

### TITLE TO REALTY

**Section 1. Title to Realty:** Title to real estate owned by said Association and devoted exclusively to burial purposes and purchased for that purpose, shall not under any circumstances, be conveyed to any other person, firm, corporation, or association, in fee or trust, or otherwise, save and except upon a resolution of at least three-fourths (3/4) of the Board of Directors, which must be approved by at least seventy-five (75%) percent of the qualified members of this Association at any annual or special meeting called for that purpose.

## ARTICLE IX

### RESTRICTIONS ON PURCHASES

**Section 1. Purchase Restriction:** Any Purchase not related to normal operations of the cemetery of Two Hundred Dollars (\$200.00) or more made by any Officer must be approved by the majority of the Board of Directors.

## ARTICLE X

### AMENDMENTS

**Section 1. Authority to Amend:** The Board of Directors shall make such rules and regulations as are necessary for the conduct and management of said cemetery and association as it deems fit and necessary, not however, inconsistent with the Articles of incorporation or the laws of this state, and may amend and repeal the same or any part thereof. Any amendments to the By-Laws or Rules and Regulations, shall be subject to the approval of seventy-five (75%) percent of members present at any annual or special meeting called for such purpose.

**Section 2. Written Suggestions for Amendment:** Any proposed amendment of these By-Laws can be made by a member, and submitted in written form to the Board of Directors at least three (3) months prior to the annual meeting of members and copy of same will be available at the cemetery office for any member of the association who desires a copy.

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The Restated By-Laws, Articles IV addition of Section 8, "Compensation" was submitted to the members of St. John Kanty Cemetery at the annual member meeting called for this purpose on Sunday, March 28, 2004. There was One Hundred-Fifty (150) votes cast concerning this issue. One Hundred-forty three (143) votes were cast in favor of the Resolution to adopt, which represented 99.33% of all votes cast.

The Restated By-Laws, Articles V Section 7 Duties of the Superintendent was submitted to the members of St. John Kanty Cemetery at the annual member meeting called for this purpose on Sunday, March 28, 2004. Article V, Section 7 was submitted as an amendment to redefine the duties of the Superintendent. There was One Hundred-Forty Eight (148) votes cast concerning this issue. One Hundred-Thirty two (132) votes were cast in favor of the Resolution to adopt, which represented 89.19% of all votes cast.

*Paul Kielian*

**Recording Secretary**