By-Laws

Of the
Union Cemetery
of
Georgetown, Delaware

ARTICLE I

Definitions. To be used in these Bylaws unless the context clearly requires otherwise.

1.“Burial Space” means a lot in any cemetery, mausoleum, or columbarium as designed and intended for the internment of human body, human bodies, or human remains, but presently not used for such purpose.

2. “Cemetery” means any cemetery owned, managed, or controlled by a Board within this state or owned and managed said Board chartered by the state. Mausoleums and columbaria shall be included within the term “cemetery”.

3. Union Cemetery is a nonprofit cemetery corporation, the voting members of which are the members of the Board.

4. “Union Cemetery ” means a nonprofit corporation, organized for the purpose of operating a cemetery.

5. “Board” Shall be appointed by a majority of current Board Members of the Union Cemetery a responsible for the operation of the cemetery.

6. “Owner” means any person or persons owning or possessing the privilege, license, or right of internment in any burial space/lot.

7. “Perpetual Care” means funds on deposit with the Union Cemetery.

8. “Proxy” means a written authorization of a Board member which allows another person to cast his/her vote on a matter or matters presented to the Board. A proxy shall be revocable at any time at the pleasure of the member executing it.

9. “Purchase Agreement or Deed” means a written contract between the cemetery association and a private party for the purchase of burial space.

ARTICLE II

Section 1. The name of this Corporation shall be the Union Cemetery of Georgetown, Delaware. The purposes of the Corporation are to administer and operate the Union Cemetery, receive and acquire additions to the cemetery, sell lots and burial rights therein, and to improve and maintain the cemetery as a peaceful, dignified, safe and beautiful area as well as a reverent symbol for the dead and a valuable link to the heritage of the community.

Section 2. The Bylaws and Rules for Union Cemetery shall be in accordance with Delaware

State laws.

ARTICLE III

The Board of Corporation shall consist of a maximum of nine (9) members, including four (4) officers: President, Vice-President, Treasurer, and Secretary. The Trustees are to be elected at the Annual Meeting for a one year term or until their successors are duly elected or appointed.

ARTICLE IV

Section 1. The President shall preside at all meetings of the Corporation. The President may establish committees as he/she deems necessary. Vacancies occurring in the Board shall be filled by appointment voted on by the Board. The President shall perform such other duties as are usual for the office or directed by these Bylaws.

Section 2. The Vice-President, in the absence of or inability of the President to perform his/her duties, shall act in the President's stead.

Section 3. The Treasurer shall receive all monies due or given to the Corporation, pay those debts incurred, with authorized two signatures, maintain the records of the accounts of the Corporation. The fiscal year of the Corporation will be Jan 1st – Dec 31st. The Board shall have an annual to audit of the fiscal records of the Corporation.

Section 4. The Secretary shall take minutes of all meetings of the Corporation and of the Board business. He/she shall receive, reply to, and maintain files of the correspondence of the Corporation. He/she shall maintain detailed records of the lots and burial rights within the Cemetery, including Purchase Agreements and perpetual care documents. He/she shall provide written or oral notification of all Corporation meetings to appropriate persons prior to such a meeting.

ARTICLE V

The Board shall administer and supervise the operations of the Corporation in accordance with State of Delaware Statutes and general directions given at annual, monthly and special meetings. It shall meet at least four times of each calendar year. Special meetings or meetings held electronically may be called by the President as he/she deems necessary or when three or more of the members of the Board so request. One more than half of the members of the committee shall constitute a quorum (examples: 6-7 member committee, 4 constitutes a quorum, 8-9 member committee, 5 constitutes a quorum) Each member shall have one vote.

ARTICLE VI

Section 1. To be a member of the Board for the Corporation, he or she must be selected and voted on to serve. Membership shall continue until a majority of whole Board decides to end membership.

Section 2. Prices shall be set by the Board and included in these Bylaws. Those prices shall

include Lot cost and Burial Fees. Lot costs shall have a 20% set aside for perpetual care. Those monies may be comingled with general funds for investment purposes.

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Section 3. Lot price $750.00. Burial Fee $250.00, Columbarium $1,000.00, Columbarium Fee $250.00, Location Fee $50.00 Updated (05/1/2023)

ARTICLE VII

Section 1. The Annual Meeting of the Corporation shall be held in January of each year at a place and on the date designated by the President. Notice shall be given to each member of the Board..

Section 2. Other meetings of the Corporation shall be held at the times and places designated by the President. Such meetings shall be called as deemed necessary by any officer, or by the request of four members of the Board.

Section 3. Majority vote of those present shall pass motions. Quorum shall be four members present. Proxy votes will be in writing and for specific motions.

ARTICLE VIII

Lot Ownership
Section 1. No persons shall be considered as a rightful owner of any burial space unless they be in possession of a duly executed Purchase Agreement, Certificate of Ownership, or deed. However, the records of the cemetery association shall be considered as final in determining ownership of any given burial space.

Section 2. It shall be the duty of a lot owner to notify the Board of Trustees of any change of address. Notice sent to the space owner at the last address on file shall be sufficient and proper legal notice.

Section 3. Delaware State statute governing the descent of title for cemetery spaces, as well as other matters relating to their ownership shall apply. Upon the decease of an owner of a burial space, the heirs or devisees of such person shall file with the Board full proof of ownership. A Purchase Agreement indicating the Designee wills or probate records are normally sufficient.

ARTICLE IX

Liability
The Corporation and its Board, collectively or individually, shall not be held liable for any act done in good faith, or for good faith, any omission to act. The Corporation and its Board shall be held harmless from and against any loss or liability that the Corporation incurs (and all expenses reasonably incurred in defending against claims arising out of such losses or liability) for actions that the Corporation and Board take or omit (other than actions and omissions constituting willful misconduct). The Corporation and its Board furthermore, shall not be liable for any loss or damage resulting by reasons of events beyond its reasonable control, including acts of war,

terrorism, riots, civil emergencies, act of God or nature, or acts of civil or military authority.

ARTICLE X

Section 1. These Bylaws may be amended at the Annual Meeting or any other meeting for such purpose by majority vote of the voting members present and voting. Rules for Union Cemetery may be changed by a simple majority vote of the members.

ARTICLE XI

The officers and trustees of the Corporation shall comply with all the requirements of Delaware state laws where conflicts of interest are involved. Any possible conflict of interest on the part of any member of the Board, officer or director, of the Union Cemetery, and when the interest involves a specific issue before the Board, shall be disclosed to the Board and made a matter of record. The minutes of the meeting shall reflect that a disclosure was made, the abstention from voting and the actual vote itself. Every member of the Board will receive a copy of the Corporation bylaws.

ARTICLE XII

Upon the dissolution of the Union Cemetery, its assets shall be distributed for one or more tax-exempt purposes in accordance with such applicable sections of the Internal Revenue Code (the “IRC”) as may be amended from time to time. The assets are to be distributed in the following manner:

1. To an organization whose purposes are identical with those of the Union Cemetery; or
2. To another cemetery association or organization whose purposes are like or similar to those of the Union Cemetery and who is eligible for the same tax-exempt status under the IRC; or
3. To a federal, Delaware State or local government agency to be used for a similar public purpose.

Any assets not so disposed of shall be distributed by the determination of a court of competent jurisdiction over the county where the principal office of the Union Cemetery is then located, to such organization or organizations whose purposes are the same as the Union Cemetery.

Updated (May 1, 2023)