

# SEVEN HILLS LAKE PROPERTY OWNERS ASSOCIATION BYLAWS

## Article I NAME, LOCATION & SEAL

Section 1. This organization shall be known as the Seven Hills Lake Property Owners Association.

Section 2. The corporate seal shall read “Seven Hills Lake Property Owners Association, Inc. Corporate Seal New York”.

Section 3. Hereinafter, the Seven Hills Lake Property Owners Association shall be referred to as “The Association”.

## Article II PURPOSE

Section 1. The Association shall be a Not for Profit membership corporation. Its purposes are described in the Certificate of Incorporation and in substance are as follows:

- a. To own, operate and maintain the lake, beach (es), property and other facilities of the Association for the benefit, use and enjoyment of its Members, subject to documents of record in the office of the Clerk of the County of Putnam and the Bylaws of the Association as adopted and amended by the Members in Good Standing.
- b. To do all the things necessary and/or proper to promote the interests and welfare of its Members and of the community in which Seven Hills Lake is located.

## Article III MEMBERSHIP

Section 1. Membership shall be mandatory for all who own property that has deeded rights to the use and benefits of Seven Hills Lake.

Section 2. A “Member” shall be defined as any individual or entity whose name appears on a deed to property for which rights to the use and benefits of Seven Hills Lake have been deeded.

Section 3. A “Member in Good Standing” shall be defined as a Member who has paid membership dues in full and is not in arrears.

## Article IV MEETINGS

Section 1. Meetings shall be held in a public hall in the Town of Kent or its vicinity, as selected by the Association.

Section 2. There shall be bi-annual meetings held on the third weekend in May and October of each year, with special meetings to be called as necessary. The October meeting shall be designated the Annual Meeting.

Section 3. A quorum shall consist of 15 Members. In the absence of a quorum, the presiding officer shall adjourn the meeting to a fixed date and time.

Section 4. The guideline for the conduct of business shall follow “Robert’s Rules of Order Newly Revised”.

Section 5. Special meetings may be called by a petition, signed by 10 members and directed to the president. The president shall then schedule a general membership meeting within 30 days of the date of the receipt of the petition.

Section 6. Participation at general membership meetings shall be limited to Members .

Section 7. The right to vote at any membership meeting shall be limited to Members in Good Standing.

Article V  
OFFICERS

- Section 1. Officers shall consist of a president, vice president, a secretary and a treasurer.
- Section 2. Officers shall be elected at the October annual meeting and shall assume office on the following January 1. Officers-elect shall have the right to attend executive Committee meetings ex-officio with no right to vote.
- Section 3. Officers shall serve for a term of two years.
- Section 4. All elected or appointed officers shall be non-salaried.
- Section 5. All candidates for all offices shall be Members in Good Standing.

Article VI  
DUTIES OF OFFICERS

Section 1. President.

The President shall:

- a. Be the Chief Executive of the Association;
- b. Preside at all meetings;
- c. Make and sign all contracts, subject to limitations herein contained;
- d. Co-sign with the treasurer all checks and vouchers for the payment of money in excess of \$3,000;
- e. Employ, discharge and supervise all employees, or delegate these powers to committee chairpersons;
- f. Appoint and designate such standing and temporary Committees as may be necessary and/or desirable;
- g. Authorize expenditures up to and including \$500, and
- h. Call all special and general meetings of the Association.

Section 2. Vice President.

The Vice President shall:

- a. In the absence of the president, preside at all meetings;
- b. Be a member ex-officio, of all committees and without the right to vote ;
- c. Perform the duties of the president in the absence of the president, or in the event of the president's incapacity or inability to perform his/her duties, and
- d. Act as parliamentarian at general and executive committee meetings and maintain a copy of "Robert's rules of Order Newly Revised" at all such meetings.

Section 3. Treasurer

The Treasurer shall:

- a. Deposit all funds of the association in a bank approved by the executive committee;
- b. Sign all checks and vouchers for the payment of bills or appropriations approved by the executive committee or the president;
- c. Keep correct books of accounts;
- d. Render a statement of accounts of the Association to the president and the executive committee at each meeting or upon request, and
- e. Upon termination of his/her office, whether by lapse of time, resignation or otherwise, or upon the demand of the executive committee by a 2/3 vote of the committee, present and voting, deliver to the executive committee the books, papers and documents belonging to the Association. The treasurer shall be bonded at the expense of the Association, should the executive committee so decide, in such amounts, as the executive committee shall determine;
- f. Submit all books of account and records for examination and audit whenever requested to do so by the Executive Committee. Such examination and audit to be at least once a year;
- g. Collect all dues and monies due and owing to the Association, and
- h. Act as Chair of the Finance Committee.

#### Section 4. Secretary

The Secretary shall:

- a. Keep a permanent record of all meetings of the Association and of the Executive Committee. In the absence or inability of the Secretary, the President may appoint a Secretary pro tem;
- b. Maintain a correct list of Members for the benefit of other officers. Such list is to be checked against tax rolls yearly;
- c. Maintain copies of the bylaws, to be available for inspection by interested parties at all membership meetings and at other reasonable times;
- d. Mail notices of dues ;
- e. Have custody of all documents, insurance, leases and deeds of the Association ;
- f. Issue membership cards to all Members in Good Standing;
- g. Conduct the correspondence of the Association as directed by the membership or the Executive Committee and give notice of the meetings to the members of the Association and members of the Executive Committee;
- h. Notify Members of results of elections;
- i. Make records available for review at the request of the Executive Committee, and
- j. Record election results and terms of service of each board member.

### Article VII EXECUTIVE COMMITTEE

#### Section 1. Executive Committee.

Between general membership meetings, the governance, control and management of the Association shall be vested in a committee of 9 Members consisting of:

- a. The four elected officers.
- b. The five Members elected from the general membership, to be known as Committee Persons.
- c. The immediate Past President of the Association as a non-voting member.

#### Section 2. Committee Persons.

Committee Persons Shall:

- a. Be Members in Good Standing of the Association and be elected for terms of 2 years. There shall be two classes of committee persons, one class to consist of two persons to be elected in even years, the second class of three persons to be elected in odd numbered years, so that, in each year, the term of only one class shall expire.
- b. When elected, be designated as to the year in which his/her term of office is to expire.
- c. Assist the Officers of the Association, particularly the Treasurer and the Secretary, in the performance of their duties.

#### Section 3. Chairpersons of Committees.

- a. Committee chairpersons may attend all meetings of the Executive Committee, *ex-officio* and with no right to vote.
- b. Chairpersons of committees shall prepare a budget for their committees for the upcoming fiscal year, and an accounting of monies raised and spent submit the same to the Finance Committee by April 1, in sufficient time to be acted upon by the Executive Committee.
- c. Chairpersons of committees shall present reports on planned activities, and content of any public writings whether they be electronic or otherwise at all meetings of the Executive Committee.

Section 4. Meetings of the Executive Committee.

- a. The Executive Committee shall meet at least four times each year with no more than three months between meetings.
- b. Special meetings of the Executive Committee shall be called on request, in writing, directed to the President, signed by at least three members of the Executive Committee. No business shall be transacted at a special meeting, except that of which notice was given.

Section 5. Notice of Meetings of the Executive Committee.

Notice of the time and place of holding any scheduled meeting, regular or special, of the Executive Committee shall be posted on the Seven Hills Lake website calendar at least 10 days in advance of the meeting. The President or the Executive Board may in emergency situations waive the ten calendar day notice requirement. At an emergency meeting, the board shall explain with specificity the justification for conducting an emergency meeting and include the justification within the minutes of the proceeding.

Section 6. Quorum.

Five Committee Persons shall constitute a quorum at any regular or special meeting.

Section 7. Conduct of Business.

The conduct of business at all meetings shall be guided by “Robert’s Rules of Order Newly Revised”

Section 8. Vacancies, Officers, Executive Committee:

If a vacancy shall occur in any elected office; it shall be filled by the Executive Committee by a majority vote of those present and voting. An Executive Committee member so appointed shall hold office until the next annual general membership meeting. However, a vacancy with respect to the seat in the Executive Committee held by the Past President of the Association shall not be filled.

Section 9. General Powers

The Executive Committee shall advise and counsel the President with respect to management.

Section 10. Special Powers.

The Executive Committee shall make reasonable rules and regulations regarding the use of the beach, the lake and other property and facilities of the Association.

Article VIII  
NOMINATIONS

Section 1. Nomination Committee.

At a regular meeting of the Executive Committee in each year, which shall not be later than 90 days prior to the annual election, the Executive Committee, or in its failure to act, the President, shall designate a Nominating Committee consisting of not less than three Members, the majority of such committee not to be Executive Committeepersons or Officers of the Association, and such committee shall designate its own chairperson.

Section 2. Nominations by Committee.

The Nominating Committee shall, before the first day in September of each year, solicit and receive nominations for election as officers and committeepersons, the numbers sufficient to fill the vacancies on the Executive Committee and elective officers at the next ensuing election, and furnish the President with the names and written acceptances

of the persons so nominated. Notice of the nominations shall be mailed to the Members of the Association together with the notice of the annual October meeting of the Association.

Section 3. Nominations by Members.

At the annual October meeting of the Association, the general membership may nominate additional candidates for any or all Officers and Executive Committeepersons.

Section 4. Eligibility for Nominations.

No one shall be eligible to become an Officer or Executive Committeeperson unless s/he prior to his/her nomination is a Member in Good Standing.

Section 5. Death or Disability Prior to Election.

In the event of death or disability or withdrawal of any nominee prior to election, the Nominating Committee shall substitute a nominee or nominees at a special meeting called for that purpose.

Article IX  
ELECTIONS - INSTALLATIONS

Section 1. Election Committee.

In a case where there is more than one candidate running for any office, the President shall appoint an Election Committee to supervise a secret ballot.

Section 2. Date of Election.

The annual election of Officers and Executive Committeepersons shall be held at the October annual meeting of each year.

Section 3. Notice of the date, time and place of the election, together with a list of candidates shall be mailed to the Members of the Association by regular mail, not less than ten days prior to election.

Section 4. Proxy and Absentee Ballots.

- a. There shall be no absentee ballots except where a Member in Good Standing has a disability as defined in the Americans With Disabilities Act and has provided medical evidence of their disability.
- b. Proxy ballots for election of Officers and election of Committeepersons shall be available only to Members as defined in Article III, Sections 1 and 2. Blank proxy ballots shall be available from the Secretary 10 days in advance of the general meeting.

Section 5. Registration Book.

The Treasurer shall prepare, for use at the election, a list of the names of Members in Good Standing and entitled to vote at the election.

Section 6. Ballots retained.

Ballots cast at the election shall be retained by the Chairperson of the Election Committee for thirty days after the election and may thereafter be destroyed without notice.

Section 7. Certification of Election.

- a. The candidates for elective offices receiving the highest number of votes shall be certified as elected.

- b. A tie vote shall be resolved by a coin toss administered by the President.

#### Section 8. Installation.

The newly elected Officers and Committeepersons shall take office January 1 following the October elections.

### Article X COMMITTEES

#### Section 1. Appointment

The President shall appoint the following standing committees. The Vice President shall be an *ex-officio* member of all committees without the right to vote.

- a. Finance Committee with Treasurer as Chairperson;
- b. Lake Maintenance Committee;
- c. Beach Maintenance Committee;
- d. Social/Membership Committee, and
- e. Communications Committee

#### Section 2. Expenditures, etc. by Committees

- a. No expenditure shall be made by Committees, nor shall they incur any indebtedness on behalf of the Association, nor shall they exceed their allotted appropriation, unless and in each instance so authorized by the Executive Committee.
- b. All appropriations, all proceeds from social events and from other sources, shall be owned as the property of the Association, to be paid over and delivered to the Treasurer on demand.

### Article XI ASSOCIATION DUES

#### Section 1. Annual dues for the Association

- a. Payment of membership dues shall provide for Association membership along with all rights and privileges outlined in these bylaws.
- b. There shall be no change in the annual dues and fees nor shall any special assessments or taxes be imposed herein, except as may be authorized at a General or Special meeting of the Association and by a 2/3 vote of the membership present and voting.
- c. All prior and future monies collected by the Association will be combined in the SHLPOA account and will constitute SHLPOA funds.

#### Section 2. Use of the Lake

Upon payment of Seven Hills Lake Property Association Membership Dues, Members in Good Standing shall have the rights provided by the privileges and restrictions of their respective deeds subject to such rules and regulations as may be established by the Executive Committee.

#### Section 3. Dues

The annual dues and other fees shall be payable on January 1 of each year, in advance of the fiscal year to follow. Any Seven Hills Lake Property Association Membership Dues post marked after March 31 of each year is subject to a 1 ½% late charge compounded monthly on the unpaid balance, not to exceed 18% late charge per year.

#### Section 4. Arrears

Any Member who should fail to pay the annual Association dues and other charges by March 31 of each year shall be in arrears thereof.

#### Section 5. Delinquent Accounts

Any property owner whose Seven Hills Lake Property Owners Association Membership Dues is delinquent for 24 or more consecutive months is subject to any and all legal actions and associated legal expenses to collect these dues.

A Member in arrears shall be notified thereof by regular mail and if s/he shall thereafter fail to make payment of all arrears within 30 days from the date of mailing of such notice, s/he shall be automatically deprived of all rights and privileges of the Association including but not limited to the use and enjoyment of the lake, beach(es), property and other facilities of the Association.

#### Section 6. Reinstatement

At any time after suspension, a suspended Member may pay arrears and shall be reinstated as a Member in Good Standing.

### Article XII FINANCES

#### Section 1. Expenditures under \$500.01

The President may authorize expenditures of less than \$500.01 for payment.

#### Section 2. Expenditures in Excess of \$500

- a. The Executive Committee must authorize expenditures in excess of \$500 and up to and including \$3000.
- b. Expenditures in excess of \$3000 must be authorized by a majority of the General Membership, present and voting at a general or special meeting.

#### Section 3. Bank Accounts

The funds of the Association shall be deposited in the name of the Association in a bank designated by the Executive Committee.

### Article XIII AMENDMENTS TO BYLAWS, ETC.

#### Section 1. Repeal of previous Bylaws

All previous Bylaws are repealed effective with the approval of the Bylaws at the membership meeting of May 16, 2010.

#### Section 2. Amendments

The Bylaws may be amended, repealed and/or added to at any regular or special meeting of the Association by a 2/3 vote of the Members in Good Standing present and voting, provided that notice of such amendment, repeal and/or addition to the Bylaws shall have been given to the Members at least 10 days prior to the meeting.

#### Section 3. Who may propose amendments, etc.

Amendments, etc., may be proposed for submission to the Association by a 2/3 vote of the Executive Committee, or by written notice signed by not less than ten Members in Good Standing.

Article XIV  
MISCELLANEOUS

Section 1. Voting

Unless these Bylaws otherwise specifically provide for or require, all actions by and all resolutions of the Executive Committee and of the Association shall be by a majority vote of the Executive committee or of the Association General Membership (as the case may be) present and voting

Section 2. Right to vote

Each Member of the Association in Good Standing shall have the right to vote.

Section 3. Beach and Lake Privileges

The use and enjoyment of the beach and the lake shall be confined to easement holders in accordance with their respective deeded rights and their guests and shall at all times be subject to such rules and regulations as may be established by the Executive Committee and to the provisions of applicable local, county and state laws.

Section 4. Termination of Office

Upon termination of office, whether by lapse of time, resignation, or otherwise, all officers shall surrender all Association records and property to the Association.

Section 5. Fiscal Year

The fiscal year of the Association shall be from June 1 to May 31 of each year.

Section 6. Gender references

All references to individuals in this document are to be interpreted as gender neutral.