

Shore Haven Civic Assoc., Inc.

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## BYLAWS OF THE SHORE HAVEN CIVIC ASSOCIATION

Revised as of April 14, 2018

THESE BYLAWS ARE BEING RECORDED TO MODIFY COVENANTS AND RESTRICTIONS CONTAINED IN A DEED OF THE WHALEY LAKE CORPORATION, WHICH DEED WAS RECORDED IN THE DUTCHESS COUNTY CLERK'S OFFICE IN LIBER 699 AT PAGE 502, AND TO FURTHER MODIFY COVENANTS AND RESTRICTIONS RECORDED IN THE DUTCHESS COUNTY CLERK'S OFFICE ON SEPTEMBER 13, 1999, AS DOCUMENT NUMBER 02 1999 8364.

### ARTICLE I:

#### SECTION 1: Definitions

Shore Haven Civic Association, Inc.: Is the membership corporation duly organized and existing pursuant to the laws of the State of New York for the purpose of overseeing the maintenance, repair, improvement and day-to-day operation(s) of the beaches and roadways within the boundaries of the Shore Haven Civic Association.

Full Member: Any owner of improved land within the boundaries shall be considered a *FULL Member*.

Associate Member: Any owner of unimproved land within the boundaries shall be considered an *ASSOCIATE Member* and pay one half of the membership dues.

Member in Good Standing: A member that has paid the annual dues assessed to their property and who has **not** had his/her membership privileges suspended or revoked pursuant to the provisions of Article I, Section 2 of these By-Laws.

Membership Dues: An annual fee approved, levied and collected by the Shore Haven Civic Association for the purpose of operating and maintaining the common property and facilities of the Association.

Board of Directors: A seven (7) member body elected by the membership for the purpose of managing the business affairs and property holdings of the Shore Haven Civic Association.

Rules and Regulations: A set of rules and regulations promulgated and adopted by the Board of Directors to assist in the governance of the Shore Haven Civic Association.

Boundaries: The boundaries are the same as in the original Whaley Lake Corporation conveyance from Whaley Lake to Shore Haven in Liber 1251 page 600 deed dated 9/20/1968 and recorded on 9/23/1968.

**SECTION 2: Suspension/Expulsion of a Member for Cause:** A Member may be suspended or expelled for cause provided he/she has been found to have violated the Rules and Regulations or the By-Laws of the Shore Haven Civic Association or is guilty of conduct prejudicial thereto. He or she shall be given written notice by the Board of Directors of the charge(s) against him/her, and shall be entitled to a hearing before the Board in order to present his/her defense thereto. The written notice provided shall be sent via certified mail, return receipt requested to the last know address of the Member being afforded the hearing and shall be mailed at least ten (10) calendar days prior to the date of the hearing. Any action taken shall be by a vote of the majority of the full Board of Directors. Suspension shall terminate ALL membership privileges, however, suspension will not relieve the owner of the obligation to pay annual dues.

**SECTION 3: Failure to Pay Annual Dues:** Any Member that fail to pay his/her dues when due, shall not be permitted to exercise any membership privileges, including, but not limited to, the right to: 1) vote, 2) serve on the Board of Directors, and 3) enter the Shore Haven Civic Association beach property for any reason whatsoever.

**SECTION 4: Legal Action Against Association:** If a member brings legal action against Shore Haven Civic Association and does not prevail, then the Member instituting such legal action shall be liable for the actual legal fees and costs incurred by Shore Haven in defending the action.

#### **ARTICLE II:**

**SECTION 1: Membership Dues and Charges:** Dues and charges: Dues and charges will be determined by a proposed budget submitted by the Board of Directors, and approved by a majority of all Members voting thereon. Dues and charges will then be due on or before May 1 of each year.

**SECTION 2:** There will be a surcharge of ten (10%) percent, after 30 days, for late payment of dues. Thereafter, additional surcharges of ten (10%) percent shall continue to accrue for each subsequent ninety (90) day period that does remain unpaid.

**SECTION 3: Legal Fees:** If the association must bring an action against a member for enforcement of any of the bylaws, the Member shall be responsible for all reasonable legal fees and other costs for prosecution of the enforcement.

**SECTION 4:** The Membership dues may change as the budget increases or decreases. Any increase in dues shall be determined by a majority vote of the Members at the Annual Meeting in August.

#### **ARTICLE III:**

**SECTION 1: Membership dues and Charges:** The Board shall prepare a budget for the Association from time to time at least once each year. Copies of such budget shall be furnished to the Members. The dues payable by each Member shall be based upon such budget. The budget shall also provide for a specified amount to be deposited into a reserve fund for the affairs of the Association. Every Member shall be advised promptly after the adoption of each budget of the amount of charges payable by him/her for the period covered by such budget.

**SECTION 2: What Dues Cover:** The dues are to be used to pay for fire, casualty, public liability and property insurance, property taxes, snow removal and maintenance for the roadways, maintenance of the grounds, recreation areas and beaches. A reserve fund for future contingencies and operations shall then be created with all remaining funds, if any.

**ARTICLE IV:**

**SECTION 1:** There shall be three (3) General Membership meetings each year, January, May and August, all at 5pm, on the third (3<sup>rd</sup>) Saturday of each month. The August meeting shall be the *Annual Membership Meeting*. At the *Annual Meeting*, there will be the Election of Officers and Members of the Board of Directors whose 2 year terms are up at the current year, the discussion and approval of the proposed budget, and the establishment of dues and charges for the next fiscal year. Notice of the time and location of such meeting shall be sent to each Member via regular mail with an option for the Member to request it to be sent via email at least ten (10) days prior thereto.

**SECTION 2: Special Meetings:** A *Special Meeting* of the Membership may be called by the Board of Directors in accordance with the procedure set forth in Article V, Section 5 herein, or upon the written request of at least 20 Members. Only such business as provided in the notice calling the *Special Meeting* shall be transacted at such *Special Meeting*. However, 2/3rds of the Members present may vote to waive such provisions.

**SECTION 3: Quorum:** The presence of 10 Members (only one per parcel counts for the Quorum) and 4 Board Members at any meeting shall constitute a Quorum.

**SECTION 4: Inspectors of Election:** Inspectors of Election shall be appointed from the Membership at each *Annual Meeting*, and shall serve until relieved. There shall be two Inspectors of Election.

**SECTION 5: Voting:** FULL Members shall be entitled to one vote for each Membership dues they pay. ASSOCIATE Members shall be entitled to one half (½) vote for each Associate Membership dues they pay.

**SECTION 6:** Voting for Election of Officers and Directors shall be by secret ballot.

**SECTION 7:** Proxy voting may be accomplished with a notarized Power of Attorney. This may be allowed from a Member to any person. No person may cast more than one proxy vote.

**SECTION 8: Roberts Rules of Order:** All meetings of the Membership and the Board of Directors shall be conducted in accordance with Roberts Rules of Order:

\*Roberts Rules of Order is the most widely used manual of parliamentary procedure in the United States. It governs the meetings of a diverse range of organizations—including church groups, county commissions, homeowners associations, nonprofit associations, professional societies, school boards, and trade unions—that have adopted it as their 'parliamentary authority'.

**ARTICLE V:**

SECTION 1: Number of Directors and Duties of Same: The management of the business affairs, property holdings, and the day-to-day operations of the Association shall be vested in the Board of Directors. The Board of Directors shall consist of seven (7) Members. The Members of the Board shall, upon their election, assume the performance of their duties, and shall continue in office until their successors are duly elected and qualified. The Directors shall be elected at the *Annual Meeting* and shall serve a two-year term.

SECTION 2: The Board of Directors May:

- 1: Hold Board meetings at such times and places as they deem proper and in accordance with Article IV, Section 1, and Article V, Section 5, herein;
- 2: Expel/suspend Members pursuant to Article 1, Section 2;
- 3: Appoint committees;
- 4: Audit bills and pay them from the funds of the Association;
- 5: Promulgate Rules and Regulations for the Association; and
- 6: Employ agents and otherwise carry out the affairs of the Association.

SECTION 3: Quorum: Four (4) Members of the Board of Directors shall constitute a Quorum. In the absences of the President or Vice President, the Quorum present shall appoint a Board Member to serve as the Chairman of that meeting.

SECTION 4: Vacancies: Whenever a vacancy shall occur, it shall be filled by a majority vote of the remaining members of the Board until the next General Membership Meeting at which time an election shall be held to fill the position for the remainder of the existing term.

SECTION 5: Meetings: The Board of Directors shall hold regular monthly meetings. Special Meetings of the Board of Directors may be called by the President, or upon the oral or written request of three (3) Board Members. All Board Members must be notified at least seven (7) days prior to a regular meeting.

#### ARTICLE VI:

SECTION 1: The Board of Directors shall be comprised of the following Officers:

1. President
2. Vice President
3. Secretary
4. Treasurer
5. Three (3) Board Members

Such Officers shall be elected by the Members at the *Annual Meeting* and shall serve a two-year term.

SECTION 3: Removal of Officers: A Member of the Board of Directors may be removed by a two-thirds (2/3rds) vote of the Membership taken during a General Membership Meeting. Any

vacancy created by the removal of a Member of the Board of Directors shall be filled in accordance with the provisions of Article V, Section 4.

SECTION 4: Annual Dues for Board Members: The annual dues for ALL Board of Director Members shall be waived for the term served.

**ARTICLE VII:**

SECTION 1: Committees: Such committees may be appointed as the Board of Directors shall elect. Any Member of the Association may serve on such committee.

SECTION 2: A Nominating Committee consisting of three (3) persons shall be appointed by the President. The duties of the Nominating Committee shall be:

- a. Present a slate of eligible Officers and Directors, each of whom is capable and available for election to office.
- b. Prepare the slate and send it with the notice letter of the Annual Meeting.
- c. Prepare the ballot for voting.

**ARTICLE VIII:**

SECTION 1: These By-laws may only be amended, repealed, or altered (in whole or in part), by a majority vote of the total Membership following presentation at two (2) duly organized meetings for discussion.