

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 designated as the "Association".

Article II Purpose

Section 1. The Association shall be a non-profit membership corporation, organized exclusively for charitable purposes under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Upon dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

Section 2. Its purposes of the Association are described in the Certificate of Incorporation and in substance are as follows:

- a. To own, operate, protect and maintain the lake, beach, 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.
- c. Collect Association annual dues and special assessments from Association members.

Article III Membership

Section 1. Membership shall be open to all individuals and their spouses or domestic partners 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 their spouse or domestic partner whose name appears on a deed to property for which Association dues and any special assessments have been paid.

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 25 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. Property owners with deeded lake rights whose lake maintenance fees only annual dues are not current, may attend meetings as observers only, with no right to participate or vote. Participation at general membership meetings shall be limited to members in good standing with the right to vote.

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. No officer shall succeed him/herself more than once.

Section 5. All elected or appointed officers shall be non-salaried.

Section 6. 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 \$2,500
- 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.
- h. Call all special and general meetings of the Association.
- i. Conduct quarterly audits of Association finances in conjunction with the treasurer.

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.
- d. Act as parliamentarian at general and executive committee meetings. Issue car/boat stickers or other proof of being a member in good standing, as determined by the Executive Board, to all members who are entitled to receive them.

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, up to and including \$2,500, and jointly with the president in excess of \$2,500.
- 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.
- 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. 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.

- h. Act as Chair of the Finance Committee.
- i. Maintain a correct list of all members for the benefit of other officers. Such list is to be checked against tax rolls every other year.
- j. Mail notices of outstanding dues at least quarterly.
- k. Prepare a list of members in arrears for 15 months or longer to commence legal action.

Section 4. Secretary

The Secretary shall:

- a. Keep a permanent record of all meetings of the Association and of the Executive Board. In the absence or inability of the Secretary, the President may appoint a Secretary *pro tem*.
- b. Maintain copies of the bylaws, to be available for inspection by interested parties at all membership meetings and at other reasonable times.
- c. Have custody of all documents, insurance, leases and deeds of the Association.
- d. Conduct the correspondence of the Association as directed by the membership or the Executive Board and give notice of the meetings to the members of the Association and members of the Executive Board.
- e. Notify members of results of elections.
- f. Make records available for review at the request of the Executive Board.

ARTICLE VII Executive Board

Section 1. Executive Board.

Between general membership meetings, the governance, control and management of the Association shall be vested in an Executive Board of 9 members consisting of:

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

Section 2. Board Members:

- a. Shall be members in good standing of the Association and be elected for terms of 2 years. There shall be two classes of Board Members, 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 Board, *ex-officio* and with no right to vote.
- b. Chairpersons of committees shall prepare a budget for their committees for the following fiscal year and submit the same to the Finance Committee by April 1, in sufficient time to be acted upon by the Executive Board.

Section 4. Meetings of the Executive Board.

- a. The Executive Board shall meet at least six times each year with no more than three months between meetings.
- b. Special meetings of the Executive Board 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 Board.

Notice of the time and place of holding any scheduled meeting, regular or special, of the Executive Board shall be by mail or by personal service, delivered or postmarked at least 10 days in advance of the meeting.

Section 6. Quorum.

Five Executive Board members 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 Board:

If a vacancy shall occur in any elected office; it shall be filled by the Executive Board by a majority vote of those present and voting, at a special meeting. An officer so appointed shall hold office during the unexpired term of the officer to whose term s/he succeeds, except for the elected Executive Board member, who shall serve only until the next general membership meeting. However, a vacancy with respect to the seat in the Executive Board held by the Past President of the Association shall not be filled.

Section 9. General Powers

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

Section 10. Special Powers.

The Executive Board 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 Board in each year, which shall not be later than 90 days prior to the annual election, the Executive Board, 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 Committee persons Board Members or Officers of the Association, if feasible, 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 board members, the numbers sufficient to fill the vacancies on the Executive Board 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 sent 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 Board members.

Section 4. Eligibility for Nominations.

No one shall be eligible to become an Officer or Board member 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 Board members 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 sent to the members of the Association by regular or electronic mail, not less than ten days prior to election.

Section 4. Proxy and Absentee Ballots.

- a. There shall be no absentee ballots.
- b. Proxy ballots for election of Officers and election of Board members shall be available only to members as defined in Article III, Sections 1 and 2, and may be cast only by the spouse or domestic partner. Blank proxy ballots shall be available from the Secretary 10 days in advance of the general meeting upon request.

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 Board members 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

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 Board.
- 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 DUES AND OTHER FEES

Section 1. Annual dues for the Association

- a. The annual Association dues shall be approved by a majority vote of the General Membership at the October annual meeting. Payment of Association dues and any Special Assessment fees shall provide for Association membership along with all right and privileges outlined in these bylaws.
- b. There shall be no change in the annual dues and fees nor shall any 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.

Section 2. Use of the Lake

Upon payment of Annual dues, property owners 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 Board.

Section 3. Dues and Other Fees

The annual dues and other fees shall be payable on January 1 of each year, in advance of the fiscal year to follow. Any dues or Special Assessments post marked after **March 31st** of each year is subject to a 1 ½% late charge per month 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 dues or Special Assessments are delinquent for 15 or more months is subject to any and all legal actions and associated legal expenses to collect these fees.

Section 6.

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 suspended from membership and be deprived of all rights and privileges of the Association.

Section 7. 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 Board 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 Board.

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 October 24, 2021.

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 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 Board, 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 Board and of the Association shall be by a majority vote of the Executive Board 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 Board 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.

Approved: _____
William Hodgess, Secretary

Date: _____, 2025