

BY-LAWS OF THE BABOOSIC LAKE ASSOCIATION

ARTICLE - 1

THE PURPOSE OF THIS ASSOCIATION IS TO HELP PROTECT, PRESERVE, AND IMPROVE THE QUALITY OF BABOOSIC LAKE AND THE SURROUNDING WATERSHED, WHILE MAINTAINING AND SUPPORTING THE INTERESTS OF LAKE USERS AND WATERSHED PROPERTY OWNERS.

ARTICLE - 2

MEMBERSHIP IN THE ASSOCIATION IS OPEN TO ALL PERSONS OR ASSOCIATIONS HAVING AN INTEREST IN THE PURPOSES OF THE ASSOCIATION. A PERSON SHALL BECOME A MEMBER BY APPLYING TO THE BOARD OF DIRECTORS OR THEIR DESIGNEES AND BY PAYING THE DUES. EACH INDIVIDUAL MEMBER SHALL HAVE ONE VOTE, EACH FAMILY MEMBERSHIP SHALL HAVE TWO VOTES.

ARTICLE - 3

OFFICERS OF THE ASSOCIATION SHALL BE : PRESIDENT, VICE-PRESIDENT, SECRETARY AND TREASURER. THE OFFICERS SHALL BE ELECTED AT THE ANNUAL MEETING AND SHALL SERVE FOR A TERM OF TWO (2) YEARS. NO OFFICER SHALL HOLD MORE THAN ONE OFFICE AT A TIME. A VACANCY IN THE OFFICE OF THE PRESIDENT, VICE-PRESIDENT, SECRETARY OR TREASURER SHALL BE FILLED FOR THE UNEXPIRED TERM BY APPOINTMENT OF THE PRESIDENT, SUBJECT TO APPROVAL BY A MAJORITY OF THE BOARD OF DIRECTORS.

ARTICLE - 4

THE PRESIDENT SHALL PRESIDE AT ALL MEETINGS OF THE ASSOCIATION AND OF THE BOARD OF DIRECTORS. IN ADDITION THE THE DUTIES ASSIGNED IN THESE BY-LAWS, THE PRESIDENT SHALL PERFORM SUCH OTHER DUTIES AN SHALL BE REQUIRED OF HIM/HER BY THE MEMBERSHIP OR BY THE BOARD OF DIRECTORS.

ARTICLE - 5

IN THE ABSENCE OF THE PRESIDENT, THE VICE-PRESIDENT SHALL EXERCISE AND PERFORM THE POWERS AND DUTIES OF THE PRESIDENT.

ARTICLE - 6

THE SECRETARY SHALL ATTEND AND RECORD THE DOINGS OF ALL MEETINGS AND SHALL KEEP ALL RECORDS OF THE ASSOCIATION, EXCEPT THOSE PERTAINING TO THE OFFICE OF THE TREASURER. IN ADDITION TO THE DUTIES ASSIGNED IN THESE BY-LAWS, THE SECRETARY SHALL PERFORM SUCH OTHER DUTIES AS SHALL BE REQUIRED BY THE PRESIDENT AND BY THE BOARD OF DIRECTORS.

ARTICLE - 7

THE TREASURER SHALL RECEIVE ALL MONIES BELONGING TO THE ASSOCIATION AND SHALL DEPOSIT THE SAME IN DEPOSITORIES APPROVED BY THE BOARD OF DIRECTORS. THE TREASURER SHALL DISBURSE THE FUNDS OF THE ASSOCIATION IN ACCORDANCE WITH THE INSTRUCTIONS OF A MAJORITY VOTE OF THE BOARD OF DIRECTORS. AND SHALL RENDER AN ACCOUNT OF THE FINANCIAL STATE OF THE ASSOCIATION TO THE ANNUAL MEETINGS, FOLLOWING AN AUDIT BY A MINIMUM OF TWO BOARD MEMBERS. AND TO EACH MEETING OF THE BOARD OF DIRECTORS, OR

OTHERWISE AS THE BOARD OF DIRECTORS SHALL REQUIRE.

ARTICLE - 8

THE ANNUAL MEETING OF THE MEMBERS SHALL BE HELD DURING EITHER THE MONTH OF JUNE OR JULY, ON A DATE AND TIME AND PLACE DESIGNATED BY THE BOARD OF DIRECTORS. NOTICE OF THE ANNUAL MEETING SHALL BE GIVEN AT LEAST TEN DAYS PRIOR TO THE DATE, A SPECIAL MEETING MAY BE CALLED BY THE BOARD OF DIRECTORS AT ANY TIME UPON LIKE NOTICE TO THE MEMBERS. THE PRESENCE OF AT LEAST TEN PERCENT OF THE MEMBERS SHALL CONSTITUTE A QUORUM.

ARTICLE - 9

THE MANAGEMENT OF THE AFFAIRS OF THE ASSOCIATION BETWEEN MEETINGS OF THE MEMBERS IS VESTED IN THE BOARD OF DIRECTORS. THE BOARD OF DIRECTORS SHALL CONSIST OF THE OFFICERS OF THE ASSOCIATION PLUS EIGHT (8) DIRECTORS, WHO WILL BE ELECTED AT THE ANNUAL MEETING. THEY SHALL SERVE A TERM OF TWO (2) YEARS AND BE ELIGIBLE FOR CONSECUTIVE TERMS. A VACANCY SHALL BE FILLED FOR THE UNEXPIRED TERM BY APPOINTMENT BY THE PRESIDENT, SUBJECT TO APPROVAL BY A MAJORITY OF THE BOARD OF DIRECTORS.

ARTICLE - 10

THE FISCAL YEAR OF THE ASSOCIATION SHALL BE JANUARY 1 TO DECEMBER 31. AND THE MEMBERSHIP OF THE ASSOCIATION SHALL BE MAY 1 TO APRIL 30

ARTICLE - 11

THE MEETINGS SHALL BE CONDUCTED IN ACCORDANCE WITH ROBERTS RULES OF ORDER.

ARTICLE - 12

THE BOARD OF DIRECTORS SHALL MEET ON A MONTHLY BASIS WITH ONE MONTH'S RECESS IN DECEMBER. NO BOARD MEMBER SHALL MISS MORE THAN 2 CONSECUTIVE MEETINGS OR A TOTAL OF 3 MEETINGS IN ONE YEAR WITHOUT AN EXCUSED ABSENCE BY THE BOARD OF DIRECTORS, WHICH WILL BE DULY RECORDED BY THE SECRETARY. THIS PERSON CAN BE REPLACED BY A MAJORITY VOTE OF THE BOARD OF DIRECTORS.

ARTICLE - 13

THESE BY-LAWS MAY BE AMENDED BY THE AFFIRMATIVE VOTE OF TWO-THIRDS (2/3) OF THE MEMBERS PRESENT AND VOTING AT ANY ANNUAL OR SPECIAL MEETING OF THE ASSOCIATION, PROVIDED THAT THE AMENDMENT IS PRESENTED TO THE BOARD, IN WRITING AT LEAST THIRTY DAYS (30) PRIOR TO THE MEETING.