



## EAGLE RIDGE RECREATION ASSOCIATION

### 2016 RULES AND BYLAWS



#### *Board of Directors and Committee Chairs*

President:	Peter Phillips
Vice President:	Lynn Calpin
Secretary:	Kristin Miller
Treasurer:	Connie Jones
Board Member:	Sal Pietrantonio
Board Member:	Jared smith
Board Member:	Julia Pericak
Tennis Co-Chair:	Andrea McGrath
Tennis Co-Chair:	Michelle Roberts
Swimming Co-Chair:	Sheila Barnes
Swimming Co-Chair:	Andrea Bubar
Swimming Co-Chair:	Julie Jones
Social Chair:	Joe McCrone
Grounds Chair:	Keith Green
Membership Chair:	Maura Watson

**Membership Email:** [membership@erra.us](mailto:membership@erra.us)

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Web site: [www.erra.us](http://www.erra.us)

Phone Number: (716) 662-1656

ERRA IS PRIVATE PROPERTY

No Loitering on ERRA Property after operating hours.

## **EAGLE RIDGE RECREATION ASSOCIATION**

### **Rules and Regulations**

The following Rules and Regulations are for the protection and benefit of ALL members. The Board of Directors, to assure the safe and sanitary operation of the Association families has established these Rules and Regulations. Parents are requested to caution their children to observe all rules and instructions of the Club Manager and/or other Association employee.

Any failure to comply with these rules and regulations shall be considered sufficient cause for censure or suspension or compelled resignation from membership in accordance with Article III, Section 13 of the By-Laws.

The Board of Directors has hired a salaried Club Manager. The Club Manager's responsibilities include, but are not limited to:

1. Reporting to the Association President.
2. All directives, instructions, or orders issued by any Association employee shall be deemed as originating from the Club manager and shall carry such authority as though issued by the Club Manager. Such directive, instructions or orders must be in accordance with the bylaws, Rules and Regulations of the Association.
3. Cooperating with and assisting Committee Chairmen.
4. Responsibility for maintaining and cleaning of the pool, pool facilities, and maintaining the building and grounds.

#### **I. MEMBER OBLIGATIONS**

1. All dues and assessments must be paid in full prior to granting of Association privileges.
2. Members must properly identify themselves upon request.
3. Membership privileges are not transferable.
4. Cost of any property damage will be charged to the responsible member family.
5. Register all guests using Association facilities (see Section III).
6. Use of the Association's facilities is at one's own risk. The Association is not responsible for accident or injury incurred while on Association property.
7. An adult, as referred to in these Rules and Regulations, is defined as a person past the seventeenth (17th) birthday or a person under the age of seventeen (17) who is gainfully employed at a full-time job during the summer months.

8. In an effort to hold down the operating expenses of the Club, each family will be asked to contribute 4 hours of adult labor at the direction of the Buildings and Grounds Committee. Those member families who are unable to comply will be assessed a fee, set by the board to defray the expense of the maintenance program for the Association.

9. Members are requested not to park cars on Timberlake near walk to Association property.

10. Income producing activities by members, without the prior written consent of the Board, is prohibited. No person in a member family shall engage in any activity on the Club's property which directly results in the generation of income for that person. Any consent issued will apply only to the calendar year in which it is issued and may be made subject to any conditions which the Board determines to be appropriate.

(Babysitting is exempt from this policy.)

## **II. CONDUCT**

1. Members shall drive vehicles slowly and carefully on approach roads and in parking lots.

2. Bicycle riders shall give right-of-way to all pedestrians.

3. Bicycle riders shall use designated storage space for bicycles.

4. Abusive language is prohibited.

5. Unregistered vehicles are prohibited on Association property, such as motor bikes, go-carts, ATVs, snowmobiles, etc..

6. Skating of any kind is prohibited on the tennis courts.

7. All activities on Association facilities must terminate not later than 11:00 p.m., except for authorized social events.

8. Use of the pool, at times other than authorized by the Board of Directors, shall result in expulsion of member.

9. All animals are barred from Association Property.

## **III. GUESTS**

1. A guest is any non-member of the Association who uses Association facilities.

2. All guests must be accompanied and registered by the sponsoring ADULT member in writing.

3. Guests are subject to the same Rules and Regulations and by-laws as members.

4. The conduct of each guest is the responsibility of the sponsoring member family.

5. Sitters, who are not members, will be allowed use of the Association facilities for performance of their duties, if the following conditions are met:

A. upon registration at Pool Office as sitter for a member.

B. only when acting as sitter for a member.

B. conduct of sitter is the responsibility of employing member.

6. Guest Rates are \$2.00 per person, including New York State sales tax. These rates do not apply to houseguests whose permanent residence is greater than 100 miles from Eagle Ridge. Without prior Board approval, no guest shall use the Association facilities more than seven (7) times per year (or for more than two weeks in the case of out-of-town houseguests).

#### 7. Pavilion

A. The pavilion is for use by all members.

B. Larger parties may use the facilities on a first-come first-serve basis and should contact the Club Manager at least one week in advance and complete a reservation form found on the website

C. The guest fee of \$2.00 applies to each non-member on association property.

D. Non-members must be signed in by the sponsoring member(s).

### **IV. SWIMMING**

#### **GENERAL:**

1. The pool will be open from Memorial Day weekend through Labor Day Weekend. The Newsletter will announce specific dates.

2. Weather permitting, the pool will be open to the general membership during hours established annually by the Board. These hours will be posted on the ERRR website. Any changes in these hours will be announced in the Newsletter and posted on the bulletin board at the Club.

3. Group swimming lessons will be offered. Check the May newsletter on the web site for date, times and other details.

4. Swim team practice will be announced in the newsletter and on the website.

5. Lifeguard employees for the Association will be permitted to give private swimming lessons outside of their working hours; a charge of not more than \$10.00 for one-half hour lesson may be charged and retained by the lifeguard. Adults may obtain a schedule of the rates charged by the guards in the office. An adult may make individual arrangements with whichever guard he/she chooses. Guards are responsible for collecting their own private lesson charges.

6. Club Manager or Assistant Club Manager, with prior Board approval, may reserve an area of the pool for other group instructions.

7. Club Manager or Assistant Club Manager in conjunction with the Social Committee, may designate "Special Pool Nights".
8. The pool may be closed for maintenance, health, weather or other reasons deemed sufficient by the Club Manager.
9. Use of the pool is prohibited at any time unless an authorized lifeguard is on duty.
10. All complaints should be made in writing to the Club manager and/or the Board of Directors. The complaint, if dissatisfied with the decision or handling, may be appealed, in writing, to the Board of Directors.
11. Any infraction of the pool rules shall be reported to the Pool Office for consideration and action.
12. There will be no member swimming during swim meets.
13. Diapered infants shall not be allowed in either pool.

#### **CHILDREN'S USE OF POOL:**

1. All persons under the age of 14 years of age, as a condition to use the pool, must pass the basic swim test: swim two lengths of the pool using any certified stroke and tread water for one minute.
2. Children who have not passed the basic test may use the pool only when accompanied by a responsible adult or designated babysitter
3. Children under age 14, who have passed the basic test, may use the pool unaccompanied by a parent, provided written permission has been filed with the Club Manager.
4. Use of the Wading Pool shall be limited to children 6 years of age and under, and accompanied by an adult.
5. No children under 8 years of age are allowed in the pool without a parent or responsible adult.

#### **HEALTH AND SAFETY:**

1. Glass containers of any sort are prohibited inside fenced pool area at all times.
2. Metal, wood, sharp objects, or any other potentially hazardous toys are prohibited in the Wading Pool or Wading Pool area.
3. All bathers must shower before entering either pool.
4. Use of the pool shall be refused any persons with head colds, inflamed eyes, infections, open cuts, bandages, etc., at the discretion of the Club Manager or any Association employee.
5. Expectorating is prohibited in the pool and on pool promenade. It is prohibited on all other areas of the Association property as well.
7. Running, pushing, wrestling, ball throwing or causing of undue disturbance in or about the pool is prohibited.

8. Swimming accessories judged to be hazardous by the Club Manager are prohibited in the large pool.
9. Members should refrain from any unnecessary talking to Lifeguards while guards are on duty.
10. Groups of swimmers will not congregate between Lifeguard and swimming area.
11. Guards will make a pool check when deemed necessary.
12. Throwing of any object in pool or pool area is prohibited. (Exception is the basketball net and ball, and water volleyball at the discretion of the Lifeguards. )

## **V. TENNIS REGULATIONS**

### **SIGN UP:**

1. Sign-up sheets will be located in the Pool Office during hours of Pool Operation.
2. Earliest sign up time will be on the day before a playing date.
3. The time for sign up will be on a first-come, first-serve basis. Telephone reservations are permitted after 12:30 PM.
4. When signing up, please use first and last name.
5. A member may not sign up for more than one period on any playing date by reserving time the day before that playing date. If there are still open periods available on the morning on that playing date, a member may then reserve a second period for that same day.

### **PLAYING RULES:**

1. Reserved time will be blocked off daily, prior to sign up time. This will include group lessons, tournaments, round robins and Junior Development as authorized by the Tennis Chair or Club Professional.
2. Members who are not adults (as defined in Section II, Rule 7), may not play after 5 p.m. weekdays or any weekend or holiday unless at least one parent is playing on the same court, except as noted in Rule 1 above; in the event empty courts are available, non-adults may play during these hours, but they must relinquish the court to adults requesting it.
3. Unused court reservations will be voided 10 minutes after the beginning time and may be used by waiting members, subject to sign up Rule 5 and Playing Rule 2.
4. It is requested that the members wishing to cancel time do so as quickly as possible, in person or by telephone.
5. Play should begin promptly at assigned time. It is requested that all members relinquish the court at the end of their assigned time.

6. The adult tennis tournaments are open to head of household and/or spouses only. Other family members will only be accepted as participants if there are openings after the deadline for entries.

7. Parent/Child Tournament. This is a parent and child event only. Not an older child, older friend and child event unless otherwise stated.

#### **RESERVED TIME:**

1. Junior Development — Court times will be announced in Newsletter.

2. Men's Round Robin — 4 courts each Monday at 7pm.

3. Ladies' Round Robin — 4 courts each Tuesday and/ or Thursday from 9 a.m. — noon.

4. Members who are not adults will not play at the exclusion of adults during Round Robin time.

5. Adult group lesson will be given during a week to be scheduled.

6. Tournaments and Interclub matches to be announced.

7. Any member may use available courts during any of the above periods, but the court must be relinquished at any time during the period when the above activity requires the use of the court.

#### **VI. CONCESSION**

1. A food concession stand will be operated in the Pool Office from 12 noon — 6:30 p.m.

2. Office personnel will give priority to making tennis reservations and registering guests over dispensing concessions.

3. All purchases must be paid for in cash and may not be charged to a member's account.

#### **VII. SECURITY**

1. The Club grounds are out of bounds for all members from 11:00 p.m. until dawn. Any member found on the Club grounds during that period who has not been specifically authorized to be there by the Board in advance, will be automatically suspended for a minimum of two weeks for the first offense and for a longer period for subsequent offenses, as determined by the Board of Directors.

2. If anyone is found damaging Association property the following steps will be taken:

a. The matter will be reported to the police and the person or persons will be prosecuted.

b. If the vandal belongs to the Association, the vandal and his/her family must pay for all damages immediately or forfeit membership, and: 0 For a first offense, the vandal will be suspended from membership for a period to be determined by the Board. For subsequent offenses, the Board may impose more severe penalties. No vandal will be re-admitted without completing a Board-prescribed number of hours of work for the benefit of the Association. Members are urged to report security

violations to the President or any other Board member. The Board may also take other appropriate steps to detect and apprehend violators of these security regulations.

## **BY-LAWS OF EAGLE RIDGE RECREATION ASSOCIATION, INC.**

### **Article I — Organization**

**Section 1.** The Association is incorporated under the laws of the State of New York as Eagle Ridge Recreation Association, Inc. Its object is the promotion of swimming, tennis, and other outdoor sports and social events for its members and the ownership and maintenance of the grounds, improvements, and appurtenances necessary for these purposes.

### **Article II — Organization**

**Section 1. CLASS** — All memberships will be granted on a family basis. There shall be two classes of Membership: REGULAR and ASSOCIATE. Regular membership includes full club privileges. Associate membership has certain requirements for admission and limited club privileges. To be eligible for Associate membership, the member must have been a member of the club for at least ten years by May 1 of the year of eligibility and have no children using the club living at home. An Associate member pays one half the annual dues and agrees to forfeit \$200 of the redeemable bond payable upon termination from the Club. The Board of Directors at its sole discretion will determine the number of new Associate members to be admitted each year up to a maximum of twenty-five total Associate members at any one time. No new Associate memberships will be offered when the Regular membership is not at capacity. The Membership Chairperson will maintain a Wait List of eligible members, sequenced chronologically according to longevity in the club. Should a member not be offered Associate membership when eligible, that member shall take the next available place on the Wait List. Should an eligible member decline an offered Associate membership, that member is placed at the bottom of the Associate membership Wait List. An Associate member wishing to have Regular membership restored is placed at the bottom of the Regular membership Wait List.

**Section 2. VOTING PRIVILEGES** — All families in good standing shall enjoy voting privileges and each shall be entitled to one vote.

**Section 3. FAMILY DEFINED** — The person or persons whose principal permanent place of residence is the household of a family in good standing shall be considered to be members of the Association.

**Section 4. APPLICATION** — Memberships may be procured only from the Association and shall not be transferable. Every family desiring to become a member must make an application in writing to the Association on a form approved by the Board of Directors. Upon application for membership, one half of the non-refundable initiation fee, or as set by the Board of Directors, shall be paid. All applications will be considered strictly in chronological order of receipt of such application and fee. Upon acceptance into membership, the balance of the initiation fee and the full bond, as set by the Board of Directors, shall be paid promptly.

**Section 5. ROSTER** — A membership roster book shall be kept at the Association Office and a second roster book shall be kept by the Membership Chairman in addition to all pertinent information and applications of members and applicants.



**Section 6. DETERMINATION OF DUES** — By the first day of March of each year, the Board of Directors shall formulate an estimate of the probable costs of operation for the next succeeding season and shall determine the dues to be charged for membership. By March 15 of each year, the Board of Directors shall notify all families in good standing of the dues for membership for that year.

**Section 7. PAYMENT OF DUES** — By the 15th day of April of each year, families must notify the Board of Directors of their intention to maintain their membership for the current year by remitting to the Association at least one half of the membership dues. The portion of dues remaining unpaid must be paid to the Association no later than the 15th day of May of said year. Dues of families terminating their membership shall be refunded on a prorated basis according to the number of days of the season that have elapsed at the time such membership is terminated, provided, however that no refunds shall exceed 75% of the annual dues, nor shall any refunds be made in case of membership termination taking place after August 1<sup>st</sup>.

**Section 8. NUMBER** — On or after April 15th of each year, the Board of Directors shall determine whether a sufficient number of memberships have been maintained to defray the estimated operating costs of the Association for the year. If it is determined that an insufficient number of such memberships have been maintained, the Board of Directors shall issue sufficient additional membership. The Board of Directors shall issue no more memberships than 160 unless ratified and approved by a majority of voting members present in person or by written proxy at a regular meeting or at a special meeting called for the purpose of considering the same. New families elected to membership during any fiscal year shall pay pro-rated dues from the effective date of their membership as fixed by the Board of Directors.

**Section 9. SPECIAL ASSESSMENTS** — The levy of special assessments against members shall require ratification and approval by a majority of voting members present in person or by written proxy at a regular meeting or at a special meeting called for the purpose of considering the same.

**Section 10. FORFEITURE FOR DELINQUENT PAYMENTS** — When the dues or other indebtedness of any member family shall remain unpaid for a period of thirty days after notice thereof, a second warning shall be sent to the delinquent member. If such indebtedness still remains unpaid ten days after the second notice is sent, the member family shall stand suspended and the Board of Directors may forfeit the membership, in which event said family shall cease to be a member of the Association. It shall be mandatory upon the Board of Directors to forfeit the membership of a member family within forty days from the date of the mailing of the second warning notice. A member family whose membership is thus forfeited may be reinstated within three months after such forfeiture, upon payment of all arrears and by five affirmative votes of the Board of Directors, provided the membership does not exceed 160. A notice to any such member by mail to the last Post Office address on record by the Association shall be sufficient notice hereunder.

**Section 11. LIEN UPON BOND** — All dues and all assessments levied by the Association and the house account of each member shall be a first lien upon the member's bond and shall be deducted from there if not otherwise paid.

**Section 12. REDEMPTION VALUE OF BOND** — The redemption value of a member's bond for members whose application for membership was received prior to February 23, 1975, shall be the originally paid full value of the bond (without accrued interest or other income). The redemption value of a member's bond for members

whose application for membership is received on or after February 23, 1975, shall be as follows: 0 to 12 months - 100%; over 12 to 24 months - 88%; over 24 to 36 months - 76%; over 36 to 48 months - 64%; over 48 to 60 months - 52%; over 60 months - 40%. The redemption value of a member's bond for members whose application for membership is received on or after February 23, 2010, shall be as follows: 0-12 months = 50%, over 12 months the redemption value shall be \$1. In the event of dissolution of the Association, this section is superseded by Section 15 of this article.

**Section 13. TERMINATION OF MEMBERSHIP** — Any member family, which desires to resign from the Association, shall tender a written notice to the Chairman of the Membership Committee of the Association. Upon receipt, the Association shall terminate such membership. Such member family shall thereupon be entitled to the net redemption value of its bond as provided in Section 12 and subject to Section 11 above, provided, however, that the Association shall not be obligated to pay such net redemption value unless and until a new membership is issued in replacement thereof and the bond for such newly issued membership is received by the Association. A list of such cancelled memberships, for which payment is due for the redeemed bond, shall be maintained by the Treasurer and payment of the net of the bond redemption value to such members shall be in the order of termination. Such list shall be available for inspection by the terminating member who at the time such inspection is requested has not received payment of the redemption value of such membership. The Board of Directors shall have the power, whenever it determines the financial situation of the Association requires, to pay the redemption value to canceling members at a date later than the time otherwise provided for in this section, but any such payments shall be in the same sequence of priority as provided herein.

**Section 14. RIGHTS UPON TERMINATION** — Any family who, for any cause shall cease to be members shall forfeit all rights, interest and equity in the Association and its property except as otherwise may be provided in these By-Laws.

**Section 15. DISSOLUTION OF THE ASSOCIATION** — In the event of dissolution of the Association, all assets remaining after all liabilities and obligations of the Association have been paid, or adequate provisions made therefore, shall be distributed in equal shares to member families of the Association at the time of dissolution. Obligations, referred to above, shall include the bonds held by members, provided, however, that should the total of all such Bonds exceed the net assets available; the net assets will be prorated among the bondholders in relation to the redemption value of the bond held.

### **Article III — Management**

**Section 1. BOARD OF DIRECTORS** — The control and management of the Association and its affairs and property shall be entrusted to a Board of seven (7) Directors.

**Section 2. OFFICERS — ELECTION AND TERM** — The Officers of the Association shall be a President, Vice-President, Secretary and Treasurer and such other officers as the Board may designate. They shall be elected by the Directors at the first regular meeting or special meeting of the Board of Directors subsequent to the annual election of Directors and shall hold respective offices for one year, and/or until their successors are elected and qualified. The officers shall be subject to the control of the Board of Directors and may be removed by a majority of the Directors at any regular meeting or at any special meeting called for the purpose of considering the same.

**Section 3. TERM OF DIRECTORS AND VACANCIES** — The Board of Directors shall be elected at the annual meetings and shall be in office for two years and until their successors are duly elected and qualified. Three Directors will be elected in odd numbered years and four Directors will be elected in even numbered years. The Board of Directors shall have the power to fill any mid-term vacancy that may occur in their own number and in any office of the Association. The Directors or Officers so elected shall serve until the next annual election.

**Section 4. DIRECTOR'S QUORUM AND EXPENSES** — Four members of the Board of Directors shall constitute a quorum for the transaction of business and the action of four Directors of such quorum shall be the action of the Board of Directors. A less number may meet from time to time. Officers and Directors shall serve without compensation, provided, however, that they shall be entitled to out-of-pocket expenses necessarily incurred by them in the performance of their duties.

**Section 5. SCHEDULING BOARD MEETINGS** — The regular meetings of the Board of Directors shall be scheduled by the President. Special meetings may be called on the motion in writing of three Directors. At least two days notice of such special meeting, specifying its object, shall be given by mail or telephone to each Director.

**Section 6. DIRECTORS' ATTENDANCE AT BOARD MEETINGS** — If any Directors fails to attend four meetings of the Board in any fiscal year, the Board may, at its discretion, declare the office vacant.

**Section 7. NOMINATION OF DIRECTORS** — At least 30 days before the annual meeting, the Board of Directors shall appoint a nominating committee consisting of six members of the Association, two of whom shall be continuing Directors. Such nominating committee shall nominate at least twice as many candidates for the Board of Directors for the succeeding fiscal year as there are positions to fill. At least 15 days before the annual meeting, the Secretary shall mail a list of the nominees to each voting member of the Association. Fifteen or more voting members of the club may nominate any other club member as a candidate for the Board of Directors by filing a written nomination at least ten days prior to the annual meeting with the Secretary. The Secretary will promptly mail notice of any additional nominations to all members.

**Section 8. DETERMINATION OF SEASON** — The Board of Directors shall determine the days upon which all or some of the Association's outdoor facilities are open to members. The number of days that substantially all such facilities are open shall be the primary factor used by the Board in determining the length of the "season" for purposes of pro-rating membership dues for members joining or terminating during the year.

**Section 9. DUTIES OF THE PRESIDENT** — The President shall be a Director. The President shall preside at all meetings of the members and the Board of Directors and shall be the general Executive Officer of the Association, subject to the direction and control of the Board of Directors. The President and Secretary shall sign, on behalf of the club, all instruments in writing, contracts, deeds, notes, mortgages and other legal documents which it may become necessary for the club to execute after authorization from the Directors.

**Section 10. DUTIES OF THE VICE PRESIDENT** — The Vice President shall be a Director. The Vice President shall perform the duties of the President in the President's absence.

**Section 11. DUTIES OF THE SECRETARY** — The Secretary shall keep true and correct records of all the meetings in a book or books of the Association provided for that purpose. Shall give all notices herein provided for or

required by law, or that may from time to time be necessary or expedient. Shall have custody of the corporate Charter, By-Laws and Records; shall conduct its correspondence. Except such as belongs to the office of the Treasurer and shall perform such other duties as are usual to the office or as may be required by the Board of Directors; shall at all times be subject to the direction and control of the Board of Directors.

**Section 12. DUTIES OF THE TREASURER** — The Treasurer shall keep all accounts of the Association in books belonging to the Association, which shall at all times be open to inspection of the Board of Directors; shall collect and disburse the funds if requested by the Board of Directors: render a statement in writing at each regular meeting of the Board of Directors, showing the receipts, disbursements, and expenses during the preceding month, the amounts due from members, and the cash balance on hand and, as far as practical, the outstanding complete balance sheet showing the financial condition of the Association. A full report in detail of the receipts, disbursements and expenses of the fiscal year just closed, which balance sheet and report shall have been previously printed and distributed to the members at least three days prior to the meeting, shall be presented at the Annual Meeting. The Treasurer shall keep the funds of the Association on deposit in the name of the Association in a bank to be designated by the Board of Directors. The Board of Directors shall require all checks, drafts or other instruments for payment of funds of the Association. Shall require one signature for amounts under \$1,000.00 and two signatures for amounts in excess of \$1,000.00 of the president, vice president, secretary or treasurer. The Treasurer shall also perform such other duties as are usual to the office or may be required by the Board of Directors.

**Section 13. MISCONDUCT CHARGES** — The Board of Directors on its own motion, or on complaint of any member, filed with it, or on complaint of any committee, may cite any member of the club to appear before such Board of Directors for any supposed misconduct, or any conduct injurious to the order, peace, interest or welfare of the Association, or at variance with its objective, By-Laws, or Rules. Any such complaint made by a member or by a committee shall be in writing and signed by such member or by the Chairman of the Committee, or where action is taken by the Board of Directors, it shall be by resolution of such Board. In any or either case, the Secretary, shall, in writing, notify the member so cited, furnishing him with a copy of such complaint or resolution, giving the member at least five days notice to appear before the Board of Directors to answer thereto. The investigation of such supposed conduct or misconduct shall be conducted in manner or form as the Board of Directors may see fit. If upon inquiry and hearing, the Board of Directors shall be satisfied that the cited member is guilty of such conduct or misconduct, it may censure or suspend the member family or, if in its judgment, the interest of the Association demands such action, it may ask the member family to resign — or compel such resignation — which last action, shall carry with it the termination of such membership. The Board of Directors shall be the sole judge of what constitutes misconduct or what constitutes conduct at variance with objective, By-Laws, or Rules of the Association. The Board of Directors will be the sole judge of the sufficiency of the evidence of such violation. A member family under suspension will be denied access to Association facilities and the privileges concurrent thereto. An affirmative vote of at least five Directors at a bona fide meeting will be necessary to expel a member. The redemption value of its bond will be refunded to any member family, which is expelled. Any notice, complaint or copy of a resolution from the Board of Directors to a member relative to suspension or expulsion as described in these By-Laws, duly mailed to the address of such member, as shown in the books and records of this Association, shall be considered as sufficient notice and binding upon the member so addressed.

## **Article IV — Committees**

**Section 1.** The President may appoint such committees and delegate to them such powers and duties, as he may from time to time deem expedient. Chairpersons appointed by the President shall prepare and submit to the President a list of committee members to serve on their committees for the succeeding year.

**Section 2 Board Advisory Committee** — A standing committee to serve as an advisory body to the Board of Directors shall be known as the Board Advisory Committee. The members of the Committee and its assignments are to be determined by the Board. Those who serve on the Committee will do so for a minimum of two years. The Committee's recommendations are not binding on the Board. The Committee should advise the Board on financial and long-range planning issues.

## **Article V — Meeting of Members**

**Section 1. ANNUAL MEETING** — The annual meeting and election of the Board of Directors of the Association shall be in October of each year, at such time and place, as the Board of Directors shall designate. Notice of the time and place shall be given by mail to the members of the Association at least ten days before such meeting. The annual meeting may, for just cause, be held at a different time if approved by the Board of Directors. The members elected to the Board of Directors at the annual meeting shall take office immediately.

**Section 2. SPECIAL MEETINGS** — the Board of Directors may call Special meetings of the members at any time. A special meeting shall also be called by the Board of Directors at the request, in writing, of not less than twenty-five voting members. All members shall be given at least five days notice by mail of any such meeting, which notices shall state the subject of the meeting.

**Section 3. QUORUM** — At any annual or special meeting of the Association, twenty-five voting members, present in person, in addition to a quorum of the Board of Directors, shall constitute a quorum for the transaction of business.

**Section 4. PRE-SEASON MEETING** — The Board of Directors will schedule a special pre-season meeting of the membership each year. At this meeting it shall report upon general condition of the Association, including an estimate of income and expenses for the current year. The Board of Directors shall request action to be taken upon such matters as may be deemed advisable for the best interest of the Association. Suggestions and recommendations will be solicited from all members for review and implementation within the framework of the By-Laws. All members shall be given at least ten days notice by mail of this meeting.

## **Article VI — Amendments**

**Section 1.** The By-Laws may be amended at any annual or special meeting of the Association, provided a quorum is present in person. Such amendments require two-thirds affirmative vote of the voting members present. A notice of proposed amendments shall be furnished to the Secretary at least three weeks before the meeting at which it is proposed to consider such amendments. The Secretary shall mail a notice of such proposed amendments with copies of same, to each member with the notice of such meeting.

## **Article VII - Miscellaneous**

**Section 1. BORROWING MONEY**—The Board of Directors may not borrow or pledge the credit of the Association without the specific approval of at least two-thirds of the votes cast in a special mail vote, with the affirmative votes totaling at least 40. A detailed notice of the proposed borrowing must be mailed to all member families at least two (2) weeks prior to a special meeting to discuss the borrowing. Within five (5) days after the meeting, the Secretary shall mail to each member family a ballot with the details of the proposal and a Board approved impartial summary of the arguments voiced at the special meeting in favor of and against the proposal. Votes must be postmarked or actually delivered to a Director by not more than fifteen (15) days after they are mailed out. However, in emergency situations, where there is not time to obtain the members approval, i.e., the occurrence of a casualty loss, the Board of Directors is authorized to borrow funds up to \$10,000 for a term not to exceed one (1) year. In such situation, written notice of the action must be given to the members within 30 days thereafter.

**Section 2. INDEMNIFICATION OF THE ASSOCIATION REPRESENTATIVES** — Each person who has acted or who is acting as a Director, Officer, Registered Agent, Attorney, Accountant or Employee for, or on behalf of the Association, shall be indemnified by the Association against any expenses actually and necessarily incurred by such person in connection with the defense of any action, suit or proceeding in which such person is made a party by reason of having acted or now acting in such capacity. Such indemnification shall not be applicable if by such action the person would be adjudged guilty by a court of law of willful misconduct.

**Section 3. RULES AND REGULATIONS** — The Board of Directors shall promulgate rules and regulations, not inconsistent with the By-Laws governing the operation and use of the Association facilities.

**Section 4. CERTIFICATE OF INCORPORATION** — These By-Laws are subordinate to the certificate of incorporation.

## **Article VIII —Address**

**Section 1.** The Post Office address of the principal office of the Association shall be that designated by the Board of Directors.

## **Article IX — Effective Date**

**Section 1.** These By-Laws have been amended at a special meeting February 23rd, 2010, in accordance with Article VI, Section 1 of the By-Laws. All revisions approved previously since the Association's inception in accordance with Article VI, Section 1, are inclusive.