

2024
BYLAWS of the LAUREL ACRES PROPERTY OWNERS ASSOCIATION

Approved January 11, 2024
Effective Date January 1, 2024

ARTICLE I

Name

The name of the organization is The Laurel Acres Property Owners Association, Inc. (hereinafter referred to as "LAPOA").

ARTICLE II

Purpose

The purpose of LAPOA is to manage and maintain the properties and facilities owned by LAPOA at and near West Hill Lake for the exclusive use of the membership of LAPOA.

ARTICLE III

Membership

Section 1. Membership in LAPOA is restricted to property owners in the Laurel Acres Community. The Laurel Acres Community is a community of listed properties in the Laurel Acres area of West Hill Lake in the towns of New Hartford and Barkhamsted.

Section 2. An initiation fee will be assessed to persons from outside the existing Membership who acquire LAPOA property through sale or transfer, and for LAPOA property that has not been initiated and has Membership rights. At least yearly, the initiation fee shall be recommended by the Board and approved by the Membership. Changes in the initiation fee will be effective immediately once approved.

The annual dues shall be \$200.

During the Annual Membership Meeting the upcoming year's budget, shall be presented to the membership for review and voting.

Upon written request a member shall be provided with a copy of the proposed budget via U.S. postal service.

Any member three (3) years in arrears will automatically be dropped from the Membership. A fee of \$500, plus arrearages, will be required for member reinstatement.

Section 3 A member is in good standing if their annual dues and any Special Assessments have been paid by the date set forth by the Board. Only members in good standing have access to LAPOA facilities, subject to rules established by the Board.

If dues are in arrears, back dues and any appropriate penalties must be paid before the member may return to good standing. If a member is deemed not in good standing, the Board will notify them in writing. Late charges of 5% after 15 days and interest at rate of 12% per annum will be applied.

ARTICLE IV

Officers and Directors

- Section 1. Any member of LAPOA including their immediate family at least eighteen (18) years of age, may hold office in LAPOA provided the member is in good standing. Immediate family is defined to be Mother, Father, Husband, Wife, Son, Daughter, or their spouse.
- Section 2. The Officers of LAPOA are the President, Vice-President, Secretary and Treasurer. There are six (6) Directors. These Officers and Directors shall perform the duties prescribed by these Bylaws. Together these Officers and Directors constitute the Board.
- Section 3. Officers and Directors are elected by plurality ballot at the Annual Membership Meeting. Their term of office begins January 1st of the succeeding year in which they are elected.
- Section 4. The President, Vice-President, Secretary and Treasurer will serve for a three (3) year term. The President and Secretary will be elected in the same election cycle, the Vice-President and Treasurer in an alternating cycle. When a President retires, they will automatically be appointed, if willing, as an ex-officio Director without voting rights for up to two (2) years. The six (6) other Directors will serve a two (2) year term.
- Section 5. An Officer or Director may be removed from office due to poor performance. A minimum of five (5) members of the Board must vote for removal. An Officer or Director will be automatically removed from office upon missing four (4) meetings scheduled during their current term of office. Meetings will include General, Special and Board. Automatic removal may be overridden by six (6) votes of the Board, should it be determined that extenuating circumstances prevail.
- Section 6. During their term, should an Officer or Director resign or otherwise be unable to fulfill their duties, the Board shall notify the Membership within two (2) weeks of the vacancy. The Board shall appoint an interim Officer or Director to serve until the next election, if succession is not provided for in the Bylaws. The Board shall appoint a replacement within six (6) weeks of the vacancy date to serve until the next election at which time the office is elected for the remainder of its term.

ARTICLE V

Duties of Officers

- Section 1. The President will be Chairman of the Board. It will be the duty of the President to preside at General Meetings of LAPOA and to preside at meetings of the Board. The President shall be a non-voting ex-officio member of all committees, except the Voting Committee, appointed by the Board. The President will, with the advice, consent and direction of the Board, perform any and all duties delegated, not inconsistent with the Bylaws. The President will be responsible for overseeing the hiring, supervision and, if required, discharge of any personnel required by LAPOA. The President will oversee all official communications. The President will be the liaison to the West Hill Lake Shore Property Owners Association and local municipalities. The President will appoint a representative to the West Hill Pond Association.
- Section 2. The Vice-President will serve as a member of the Beach, Finance and Property Committees and serve as the Boating Facilities Chairperson. The Vice-President will, upon the death, resignation or inability of the President to act, perform the duties of the President until the next election at which time the office is elected for the remainder of its term.
- Section 3. The Secretary will be responsible for taking minutes and maintaining written and electronic records of all meetings, other than committee meetings, including but not limited to Pre-Season, General, Special and Board Meetings. The Secretary will conduct all correspondence, except that delegated to the Treasurer. Within three (3) weeks of any meeting, the Secretary shall provide each member of LAPOA with Board approved minutes

electronically or, upon written request, a copy shall be mailed via U.S. Postal Service. The Secretary acts as the custodian of all records. The Secretary maintains Board and membership rosters, calendars, financial reports, maps, Articles of Incorporation, and other historical documents pertinent to LAPOA. The Secretary in conjunction with the Treasurer will maintain a safe deposit box to preserve critical historical documents such as the Articles of Incorporation. The Secretary will use secured electronic storage for key documents as a back-up. The Secretary will oversee the posting of Membership notifications electronically. The Secretary will serve as a non-voting member of any appointed Bylaws amendment or revision committee. The Secretary will maintain the election results and the schedule of elections and terms of Board members.

The official LAPOA business address for all non-financial correspondence shall be the U.S. Postal Service and/or electronic address of the elected Secretary.

- Section 4. The Treasurer will receive and collect all money due LAPOA and keep a record of transactions in a manner consistent with sound accounting practice. The Treasurer will keep records of all properties entitled to membership rights and a list of all members in good standing. The Treasurer's duties include the distribution of beach tags. The Treasurer is responsible for all Federal, State and other filings. The Treasurer will make reports at such times as directed by the Board or President. Payment of all LAPOA bills and collection of money owed is to be made by check or secured electronic banking methods. LAPOA will obtain and maintain a Fidelity Bond and/or Crime Policy on the Treasurer for an amount equivalent to the negotiable assets under the Treasurer's control. The Treasurer will keep in good order all financial records of LAPOA and make them available for inspection by any member in good standing, if requested. The Treasurer in conjunction with the Secretary will maintain a safe deposit box to preserve critical historical documents such as the Articles of Incorporation. The Treasurer will serve as a member of the Finance Committee.

The official address for all financial affairs of LAPOA shall be the U.S. Postal Service and/or electronic address of the elected Treasurer.

- Section 5. Officers and Directors will be reimbursed for expenses incurred in the performance of their duties, as approved by the Board. No Director or Officer will be compensated for their time spent while performing duties or labor for LAPOA unless under a contract approved by the Board.

ARTICLE VI

Board

- Section 1. The Board will consist of ten (10) members: President, Vice-President, Secretary, Treasurer and six (6) Directors.
- Section 2. Regular meetings of the Board will be held in Spring, Mid-Summer and Fall. The President or any three (3) members of the Board may call for Special Meetings. Board meetings may be conducted if a quorum of seven (7) members is present.
- Section 3. The Board will supervise the affairs of LAPOA and act in the best interest of the Membership. The Board is accountable to the Membership and shall abide by the Bylaws as ratified.

- Section 4. The Board will appoint committees to oversee the areas and activities of interest to the Membership.
- Section 5. A Director's and Officer's liability insurance policy shall be maintained.
- Section 6. Any expenditure over \$5000 that is not in the approved budget requires approval by the Membership at a General Membership Meeting or a Special Membership Meeting.
- Section 7. All expenditures over \$5000 require due diligence by the Board to seek and attempt to secure three (3) bids.
- Section 8. All expenditures must be approved following the budget approval process. Any expenditure \$5000 or under that is not in the approved budget must be approved by the Board and the Membership notified.

ARTICLE VII

Committees

- Section 1. At the Spring Board Meeting each Director must accept duties on at least one (1) committee. Committee members will serve without compensation except for reimbursement of personal expenses incurred on behalf of LAPOA and approved by the Board. Directors will encourage and enlist Member participation in all committees.
- Section 2. The Financial Review Committee will be comprised of two (2) members at large who will be responsible for conducting the audit of the LAPOA accounts at the close of the fiscal year. No member of the Board may serve on the Financial Review Committee. The Treasurer will make available all financial documents. The Financial Review Committee will provide a signed letter to the Board to document the review and make recommendations. This report will be read and submitted into the minutes at the Pre-Season Meeting.
- Section 3. The Beach Committee will be responsible for coordinating the activities of the beach and swimming areas. The Beach Committee will be comprised of at least two (2) Directors and the Vice-President. The Beach Committee will elect a Director as Chairperson who will ensure that the Committee as a whole meets at least one (1) time prior to the Pre-Season Meeting. The Beach Committee will recommend to the Board any improvements, repairs or alterations considered necessary. The Beach Committee will negotiate all contracts concerning the beach and will submit proposed contracts to the Board for approval. The Beach Committee will submit annually to the Board, at its Spring Meeting, a proposed budget for maintenance, repairs and payment for work. The Beach Committee Chairperson is responsible for the hiring, managing and, if required, discharge of lifeguards and gate greeters. The Beach Committee will recommend, implement and coordinate supervision of the rules of conduct relating to beach activities. Rules of conduct and activities are to be detailed in the Standing Rules.
- Section 4. The Boating Facilities Committee will coordinate the activities of the boat facilities. The Vice-President will chair the Boating Facilities Committee, to be comprised of three (3) subcommittees: motorboat, sailboat and kayak/canoe. Each subcommittee will be made up of at least one (1) Director who will be the Chairperson of that subcommittee. The Vice-President will ensure that the Boating Facilities Committee as a whole meets at least one (1) time prior to the Pre-Season Meeting. The Boating Facilities Committee will recommend to the Board any improvements, repairs or alterations considered necessary. The Boating Facilities Committee will negotiate all contracts concerning the boat docks and will submit proposed contracts to the Board for approval. The Boating Facilities Committee will submit annually to the Board, at its Spring Meeting, a proposed budget for maintenance, repairs and payment for work. The Boating Facilities Committee will recommend, implement and coordinate supervision of the rules of conduct relating to boating activities. The Boating Facilities Committee will recommend to the Board appropriate docking fees for the facilities. Rules of conduct, activities and fees are to be detailed in the Standing Rules.

- Section 5. The Entertainment Committee will plan, schedule, and carry out programs for the benefit of LAPOA. The Entertainment Committee will be comprised of at least two (2) Directors. The Entertainment Committee will elect a Director as Chairperson who will ensure that the Entertainment Committee as a whole meets at least one (1) time prior to the Pre-Season Meeting. The Entertainment Committee will negotiate all contracts concerning entertainment activities and will submit proposed contracts to the Board for approval. The Entertainment Committee will submit annually to the Board, at its Spring Meeting, a proposed budget for activities.
- Section 6. The Finance Committee will coordinate the financial activities of LAPOA. The Finance Committee will be comprised of the Vice-President, at least one (1) Director and the Treasurer. The Finance Committee will prepare an annual budget and present it to the Board. The budget will be submitted to the members for review at the Pre-Season Membership Meeting and voted on at the Annual Membership Meeting. If the budget is not approved by the members at the Annual Membership Meeting, nonessential spending for the upcoming fiscal year will be suspended until a budget is approved by the members at a General Membership or Special Membership Meeting. The Finance Committee will manage the financial affairs of LAPOA, make recommendations to the Board and assist the Treasurer as appropriate.
- Section 7. The Voting Committee will be comprised of one (1) Director not standing for election and two (2) members at large, and will be responsible for the annual election process. The Voting Committee will be formed at the June Pre-Season Meeting and will meet at least one (1) time within two weeks after the Pre-Season Meeting to discuss solicitation of members to run for LAPOA Officer or Director positions. The Voting Committee will solicit members to run for office. Members seeking office will submit their names to any member of the Voting Committee no later than three (3) weeks prior to the scheduled election of Officers and Directors. The Voting Committee will make a ballot which will be provided to all members two (2) weeks prior to the election and will be provided to the Voting Committee Chairperson for use at the annual election of Officers and Directors. The Voting Committee Chairperson will appoint three (3) checkers from the Membership at large who are present at the meeting to count the ballots at the election. No member running for office shall handle any ballots. Nominations from the floor will be accepted only if no qualified member has been placed on the ballot three (3) weeks prior to the election.
- Section 8. The Property Committee will be responsible for land, roads, parking lots and facilities owned by LAPOA, except beach and boat facilities. The Property Committee will be comprised of at least two (2) Directors and the Vice-President. The Property Committee will elect a Director as Chairperson who will ensure that the Property Committee as a whole meets at least one (1) time prior to the Pre-Season meeting. The Property Committee will recommend to the Board any improvements, repairs or alterations considered necessary. The Property Committee will negotiate all contracts concerning LAPOA properties, other than beach and boat facilities, and will submit proposed contracts to the Board for approval. The Property Committee will submit annually to the Board, at its Spring Meeting, a proposed budget for maintenance and repairs. The Property Committee will recommend, implement and coordinate supervision of the rules of conduct relating to LAPOA properties, other than beach and boat facilities. Rules of conduct and general information are to be detailed in the Standing Rules.

ARTICLE VIII

Meetings

- Section 1. Two (2) General Membership Meetings, the Pre-Season Meeting and the Annual Membership Meeting, of LAPOA will be held yearly. The date of the Pre-Season Membership Meeting will be set by the Board and will take place in June. The Annual Membership Meeting, incorporating the election of Officers and Directors, will be held the weekend prior to Labor Day Weekend. All Meetings will be open to the general membership.
- Section 2. At least three (3) days prior to any General Membership Meeting of LAPOA an agenda will be

prepared by the Board and will be provided to each member electronically.

- Section 3. Twenty (20) members of LAPOA must be present and shall constitute a quorum for the transaction of business at any General Membership or Special Membership Meeting.
- Section 4. A Special Membership Meeting of LAPOA may be called at any time by a majority of the Board. The President, Vice-President and two (2) members of the Board will sign notice of such Special Membership Meetings. Notice will be made in the same manner as General Membership Meetings. Notice will contain the specific subject matter to be acted upon, and Special Membership Meetings will be limited to that specific subject.
- Section 5. A Special Membership Meeting will be called by the Board upon receipt of any petition signed by a minimum of twenty (20) members of LAPOA requesting such Special Membership Meeting. The petition will contain the purpose for which the meeting is called and will be delivered to the President or Secretary of LAPOA by U.S. Postal Service, electronically or in person. Special meetings will take place on a date chosen by the Board between April 15th and October 15th of the year in which the petition is received. Upon receipt of a petition, the Board will, within five (5) days issue notice for a Special Membership Meeting to take action upon the subject matter contained in the petition. The Special Membership meeting will be scheduled to occur within 30 days of the delivery of the petition or on the earliest applicable date within the allowable Special Meeting timeframe. Notice will be made in the same manner as General Membership Meetings. Notice will contain the specific subject matter to be acted upon, and Special Membership Meetings will be limited to that specific subject.
- Section 6. Written notice of General, Special and Board meetings will be signed by the Secretary and provided to each recorded property owner of LAPOA. Notice will be by U.S. Postal Service or electronic medium. Notice will be made at least five (5) days prior to the Meeting.
- Section 7. For issues that are time sensitive and require immediate attention, the Board has the authority to call an emergency meeting with 24-hour notice to the Membership. Within three (3) weeks of the emergency meeting, the Secretary shall provide each member of LAPOA with Board approved minutes electronically or, upon written request, a copy shall be mailed via U.S. Postal Service.
- Section 8. All meetings shall be open to the Membership except closed executive sessions. The Board may hold a closed executive session only during a meeting otherwise open to the Membership. An executive session may be held to address sensitive matters such as:
- Consulting with an attorney
 - Existing or potential litigation or mediation
 - Administrative proceedings
 - Labor or personnel matters
 - Contracts, leases and other transactions to purchase or provide goods or services currently being negotiated, including the review of bids or proposals, if premature general knowledge of those matters would place LAPOA at a disadvantage
 - Preventing public knowledge of matters discussed if the board or committee determines that public knowledge would violate the privacy of any person
- Section 9. Membership meetings may be conducted in-person, via telephone, video and/or another conferencing platform. The Membership shall be provided the opportunity to attend any meeting remotely.

ARTICLE IX

Members, Delegates and Voting

- Section 1. The recorded owners of property located within the limits of LAPOA, being of the minimum age of eighteen (18), are considered members. Members, or their delegates, will be entitled to vote at all General Membership and Special Membership Meetings.
- In the situation where a member assigns a delegate to vote on their behalf, a member must appoint the delegate in writing (including electronic writing), and the appointment must be provided to the Secretary prior to the start of the meeting. The appointment must include the duration of the delegation. If duration is not included, then the delegation is valid for that meeting only.
- Section 2. Property or properties listed under one (1) owner are entitled to one (1) vote. Property or properties that have co-owners are entitled to only one (1) vote. When multiple properties are owned, each property with a paid membership is entitled to one (1) vote.
- Section 3. Voting is restricted to members in good standing.
- Section 4. Officers and Directors will be elected by plurality ballot at the Annual Membership Meeting.
- Section 5. Members will decide by majority show of hands any issues requiring a vote other than the election of Officers, Directors, initiation fee, annual budget, and Special Ballots.
- Section 6. Members may vote for Officers, Directors, initiation fee, and annual budget by paper, electronic or in-person ballots. Paper or electronic absentee ballots will be available from the Voting Committee Chairperson two (2) weeks prior to the election. The paper ballot must be completed in full, signed, and returned to the Voting Committee Chairperson in a sealed envelope no later than the day prior to the scheduled election. Electronic ballots must be received no later than the day prior to the scheduled election. Should the member attend the meeting, they will not be allowed to vote at the meeting. The Voting Committee Chairperson will deliver the paper absentee ballots and the electronic and in-person ballots to the election checkers.
- Section 7. Any special ballots requiring a vote of the entire Membership, as determined by the Board, will be delivered to members by the U.S. Postal Service or electronically. The Secretary will send a ballot clearly stating the question(s) for consideration. The ballot will have a clearly visible deadline for return at least fifteen (15) days, but not more than thirty (30) days, from distribution. On the ballot there will be an area to indicate a "Yes" or "No" vote. Ballots not returned will not be counted.
- Section 8. The Board may levy a special assessment solely for construction, reconstruction, unexpected repairs or replacement of common elements. The special assessment may not be levied until approved by the Membership at a General Membership Meeting or a Special Membership Meeting.

ARTICLE X

Amendment of Bylaws

- Section 1. These Bylaws may be amended or revised by a two-thirds affirmative vote of the returned ballots. Voting on a proposed amendment or revision will be done by special-ballot procedures.

ARTICLE XI

Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order* shall govern LAPOA in all cases to which they are applicable, and in which they are not inconsistent with these Bylaws or any special rules of order LAPOA may adopt.