

**DISTRICT OF CHAPMAN BEACH
WESTBROOK, CONNECTICUT
BY – LAWS**

PURPOSE OF THE DISTRICT The District of Chapman Beach was established by its citizens, residents, and taxpayers to promote and enhance a sense of awareness and responsibility for our community and its environment. These By-Laws are intended to provide a framework to facilitate coming together and addressing issues, challenges, and opportunities which we face in common with the acknowledgement that by working together cooperatively we can achieve far more than we could on our own. The District of Chapman Beach was established by the voters at a referendum on June 3, 2000. The purpose and objectives of the District of Chapman Beach are (1) To construct and maintain roads, walkways, crosswalks, drains, and sewers; (2) To appoint and employ watchmen and police officers; (3) To acquire, construct, maintain, and regulate the use of recreational facilities; (4) To plan, lay out, acquire, construct, reconstruct, repair, maintain, supervise, and manage a flood or erosion control system; and (5) To collect garbage, ashes, and other refuse matter in any portion of such District and provide for the disposal of such matter.

ARTICLE I DIRECTORS Section 1.

NUMBER AND DETERMINATION/ELECTION/TERM OF OFFICE:

Except as otherwise provided in this Section, there shall be nine (9) directors. Each director shall be elected at the annual meeting of the voters. Each duly elected and qualified person holding a directorship shall be a director, and all of such directors at any given time shall collectively constitute the Board of Directors. Except as otherwise provided in this Section, the term of office of each director shall be for three (3) years. In the event that the annual meeting of the voters is not held at the time designated in these By-Laws, directors last elected shall hold over until their successors have been elected and qualified. For the purpose of staggering the initial terms of the directors elected following adoption of these By-Laws, three (3) directors shall be elected for a term of three (3) years, three (3) directors shall be elected for a term of two (2) years, and three (3) directors shall be elected for a term of one (1) year. Thereinafter, all terms will be for three (3) years with the exception that directors elected to fill unexpired terms will only serve for the remainder of the unexpired terms they are filling

Section 2. DUTIES OF DIRECTORS/COMMITTEES: The business, property, and affairs of the District shall be managed by the Board of Directors. In carrying out its duties, the Board of Directors may, from time to time, (a) appoint committees consisting of directors and/or others, which shall report to the Board of Directors; and (b) propose rules and regulations relating to the use of the District's property to the voter's for enactment by ordinance.

Any such rules and regulations so adopted shall be posted on the District's bulletin board.

Section 3. DIRECTORS' MEETINGS. The Board of Directors may hold regular meetings at times that it designates. The schedule of regular meetings may be established at the District annual meeting. While reasonable efforts shall be made to attend both regular and special meetings of the Board in person, participation by Board Members via two-way interactive (e.g., telephone, teleconference) shall constitute attendance for both quorum and voting purposes. Special and emergency meetings of the Board of Directors may be called by the President at any time. All regular, special, and emergency meetings shall be open to the public, and notice of such meetings shall be provided to the public in accordance with applicable law. The Directors will meet no less than four (4) times per year.

Section 4. NOTICE OF MEETINGS. Written or other notice of special meetings of the Board of Directors shall be given to each director at least ten (10) days before the date therein designated for such meeting, provided that no notice shall be necessary for the holding of any regular meeting of the Board of Directors, if the time and place thereof has been fixed by resolution of the Board of Directors. A written waiver of notice signed by a director entitled to such notice whether before or after the time of the meeting, shall be equivalent to the giving of such notice. Attendance of a director at a meeting without protest, prior to or at the commencement of the meeting, shall be deemed to be a waiver of notice of such meeting.

Section 5. QUORUM. At any meeting of the Board of Directors, five (5) of the directors shall constitute a quorum for the transaction of business. In the event of a lack of a quorum, the director or directors present may adjourn the meeting to some future time, not less than five (5) nor more than thirty(30) days later, and the Clerk shall thereupon give at least two (2) days oral or written notice of such adjourned meeting to any director not present at such meeting.

Section 6. VOTING. "A Director, Officer or Board Member must recuse themselves from participation in a particular matter where they have a vested personal interest. A Director cannot vote on the action (i.e., abstain) and should remove himself/herself from the meeting when their issue comes up for discussion".

At all meetings of the Board of Directors, each director shall be entitled to one (1) vote. "No Director, Officer or Board Member of Chapman Beach shall make, participate in making or in any way attempt to use their official position to influence a District of Chapman Beach decision in which he/she knows or has reason to know he/she has a financial interest." The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless otherwise provided by law or by these By-Laws.

Section 7. VACANCIES. Any qualified voter may apply to fill a vacancy on the Board of Directors. Any vacancy on the Board of Directors may be filled until the next annual meeting by a majority vote of the voters at a special meeting or by a majority vote of the Board of Directors if a special meeting is not called for that purpose.

Section 8. MINUTES. Minutes of annual and special meetings will be available within thirty(30) days of such meetings and copies of such minutes mailed to each taxpayer with the next Annual Meeting notice. A copy of such minutes shall be posted on the District bulletin board.

ARTICLE II OFFICERS

Section 1. NUMBER AND TITLE.

The officers of the District shall be:1. President 2. Vice President 3. Clerk
4. Treasurer The officers shall be chosen from the members of the Board of Directors by vote of the voters present at the Annual Meeting.

Section 2. TERM OF OFFICE. The officers of the District shall hold office until their successors are duly elected at the next Annual Meeting. If a vacancy, other than the Presidency, occurs before the next Annual Meeting, the Board of Directors will fill such vacancy from within the Board of Directors by majority vote.

Section 3. DUTIES OF OFFICERS. The duties and powers of the officers of the District shall be as follows:

PRESIDENT the President shall be the chief executive officer of the District and shall be a member of the Board of Directors. The President shall preside at all meetings of the District and at all meetings of the Board of Directors. At all meetings where he or she presides, he or she shall vote only to dissolve a tie. The President shall designate the duties devolving upon each of the nine directors, shall approve all bills for payment by the Treasurer, and shall be, ex officio, a member of all committees and boards of the District.

VICE PRESIDENT The Vice President shall be a member of the Board of Directors and shall have all the authority, power, and duties of the President whenever the President vacates his or her office, is absent, or from any cause is unable to perform the duties of the office.

CLERK The Clerk shall be a member of the Board of Directors, shall keep a record of the minutes of all meetings of the voters and of the directors of the District, and shall keep at all times a list of the voters of the District.

TREASURER The Treasurer shall be a member of the Board of Directors, shall have charge of the collection and payment of all moneys of the District, under such rules and regulations as shall be prescribed by the Board of Directors, and shall prepare the annual operating and capital budget which shall be reviewed by the Board of Directors and transmitted with the Board's comments and recommendations to the annual budget meeting of the District for adoption. The proposed annual operating and capital budget will be mailed to the designated taxpayer of record thirty (30) days prior to the annual meeting of the District.

ARTICLE III MEETINGS OF VOTERS

Section 1. ANNUAL MEETING. The Annual Meeting of the District shall be held not less than thirty (30) days prior to the beginning of the fiscal year at such time and place as determined by the Board of Directors.

Section 2. BUDGET MEETING. Annually, not less than thirty (30) days prior to the beginning of the fiscal year (which fiscal year shall begin on July 1 and shall end the following June 30), there shall be a meeting of the Voters of the District for the purpose of adopting the annual budget, laying the tax, and fixing the tax rate. Unless a special meeting is called for such purpose, the budget meeting shall take place at the Annual Meeting of the District.

Section 3. SPECIAL MEETINGS. Special meetings of the District may be called on the application of ten per cent (10%) of the total number of persons qualified to vote in the meeting of the District, or twenty (20) of the voters of the District, whichever is less, or by the President or any three Directors upon giving notice as hereinafter provided. Any special meeting called on the application of the voters shall be held within twenty-one days after receiving such application.

Section 4. NOTICE. Notice of the holding of the annual meeting and all special meetings shall be given by publication of a notice of such meetings in a newspaper having a general circulation in the District at least ten days before the day of such meetings, signed by the President or any three directors, which notice shall designate the time and place of such meetings and the business to be transacted there at.

Section 5. QUORUM / ADJOURNMENT. No fewer than fifteen (15) voters of the District shall constitute a quorum for the transaction of business at any meeting of the District; and if fifteen (15) voters are not present at such meeting from time to time, the President of the District or in his or her absence, the Vice President, may adjourn such meeting until at least fifteen (15) voters are present. All meetings of the District where a quorum is present may be adjourned from time to time by a vote of a majority of voters voting on the question. S

Section 6. METHOD OF VOTING. Voting at any meeting of the District may be by voice vote, provided that, upon the vote of a majority of those voting, any question may be submitted to vote by paper ballot at such meeting, which ballots shall be prepared by the Clerk.

Section 7. REFERENDUM. Ten per cent (10%) of the total number of persons qualified to vote in the meeting of the District may petition the Clerk, in writing, at least twenty-four (24) hours prior to any meeting, requesting that any item or items on the call of such meeting be submitted to the persons qualified to vote in such meeting not less than seven nor more than fourteen days thereafter, on a day to be set by the District meeting or, if the District meeting does not set a day, by the Board of Directors, for a vote by paper ballots, during the hours between twelve o'clock noon and eight o'clock p.m., except that the District may, by vote of its Board of Directors, provide for an earlier hour for opening the polls, but not earlier than six o'clock a.m. The paper ballots shall be provided by the Clerk. When such a petition has been filed with the Clerk, the President,

after completion of other business and after reasonable discussion, shall adjourn such meeting and order such votes on such item or items in accordance with the petition, and any item so voted may be rescinded in the same manner. The Clerk shall phrase such item or items in a form suitable for printing on such paper ballots.

Section 8. VOTERS. For clarification purposes, a voter is defined as any Elector of the Town of Westbrook who resides within the boundaries of the District of Chapman Beach and any citizen of the age of eighteen (18) years or more who, jointly or severally, is liable to the Town of Westbrook for not less than one thousand dollars (\$1,000.00) of tax assessments on real estate properties located within the District of Chapman Beach as of the last completed grand list of the Town of Westbrook.

ARTICLE IV REVENUES, BUDGETING, FINANCING, AND EXPENDITURES

Section 1. REVENUES. The revenues of the District will be generated by a tax based on the net assessed values of the real estate properties located within the District of Chapman Beach as stated on the record of the Town of Westbrook. The tax year will be a fiscal year commencing on July 1 and ending the following year on June 30. The tax rate will be determined and fixed based on the operating and capital budgets approved by the District. The annual tax will be billed out in June for the following fiscal year. The collection of the tax will be on an annual basis. Any tax bill not paid within thirty (30) days of the due date shall be subject to liens and penalties. All monies collected, generated, or gifted will be placed in the general fund until allocated for spending in accordance with established budgetary procedures.

Section 2. FINANCING. The Capital Budget of the District will include major projects of a capital nature that may require long-term financing and be limited to the construction and maintenance of roads, crosswalks, and storm drains; the appointment and employment of watchmen or police officers; the acquisition, construction, maintenance, supervision and management of flood and erosion control systems, and the collection of garbage, ashes, and all other refuse matter and the provision for the disposal of such matter. At the time of the presentation of the Capital Budget for approval by the voters, a description of the project, scope of work, estimated cost and financing needs will be included. Upon approval of the project, the Board of Directors will proceed to obtain financing, sign contracts, incur any obligation, and make any expenditure required in accordance with the budget and applicable law.

Section 3. EXPENDITURES. The approval by the District of the Operating and Capital Budgets is the legal basis and authorization required by the Board to proceed in the implementation of the budgets. Contracts and any other commitments shall be approved by the Board, and by the voters when required by law, and shall require the signature of (1) the President or Vice President and (2) the Clerk. Competitive bids shall be obtained for contracts or obligations in excess of five thousand dollars (\$5,000.00).

Section 4. NON-BUDGETED EXPENDITURES. Contracts or obligations involving emergency expenditures of up to five thousand dollars (\$5,000.00) may be made by the Board of Directors without special authorization of the District.

Section 5. AUDITS. The Board of Directors shall appoint an audit committee of three (3) District members, none of whom shall be members of the Board, to audit the District books every other fiscal year or upon a change in the District Treasurer and/or Tax Collector, or as required by long term financing.

ARTICLE V ADOPTION AND AMENDMENT OF THE BY-LAWS

The District may adopt these By-Laws, may amend or repeal one or more provisions of these By-Laws, or may adopt new By-Law provisions at any time or from time to time, by affirmative vote of a majority of the Voters present and eligible to vote at a meeting of the District.

ARTICLE VI GOVERNING LAW / CONFLICTS / SEVERABILITY

THE DISTRICT OF CHAPMAN BEACH WAS ESTABLISHED UNDER, DERIVES ITS AUTHORITY FROM, AND IS GOVERNED BY SECTIONS 7-324 THROUGH 7-329 OF THE CONNECTICUT GENERAL STATUTES, AS AMENDED FROM TIME TO TIME. IN THE EVENT THAT ANY PROVISION OF THESE BY-LAWS CONFLICTS WITH SUCH STATUTORY PROVISIONS OR OTHER APPLICABLE CONNECTICUT LAW, SUCH STATUTORY PROVISIONS OR ANY OTHER CONNECTICUT LAW SHALL PREVAIL. Any provisions of these By-Laws which so conflict shall be severable from and shall not affect the validity of other provisions of these By-Laws.*Adopted: Vote of property owners at Annual Meeting, June 2, 2001.*Revision 1: Annual Meeting May 31, 2003; Article II, Section 1. Date of Annual Meeting changed to comply with State of Connecticut Statutes* Revision 2: Annual Meeting May 22, 2010: Article I, Sec. 2 Duties Directors/Committees: Article I, Section 5 Quorum: Article IV, Sec.5 Audits: Article V Adoption and Amendments to Bylaws Revision 3: Annual Meeting September 5, 2020; Article 1 Section 3 Directors Meetings and Article 1 Section 6 Voting