

**CERTIFICATE OF INCORPORATION
OF
HAMPTON POINT ASSOCIATION, INC.
PURSUANT TO THE MEMBERSHIP
CORPORATION LAW**

**DATE OF INCORPORATION AUGUST 1956
AS AMENDED AUGUST 10, 1984
FURTHER AMENDED JUNE 25, 1988
FURTHER AMENDED AUGUST 24, 1991
CORRECTED TYPOGRAPHICAL ERRORS MARCH 1, 1995
FURTHER AMENDED OCTOBER 12, 1997
RE-TYPED JANUARY 4, 1998
FURTHER AMENDED AUGUST 22, 1998 and AUGUST 21, 1999
FURTHER AMENDED AUGUST 19, 2000 and JULY 13, 2002
FURTHER AMENDED JULY 31, 2004
FURTHER AMENDED JULY 28, 2007
FURTHER AMENDED JULY 19, 2014
FURTHER AMENDED JULY 30, 2016
FURTHER AMENDED JULY 31, 2021
FURTHER AMENDED JULY 20, 2024**

A Corporation formed pursuant to Section 10, Article II, of Chapter 35 of the Consolidated Laws of New York (being the Membership Corporation Law of the State of New York); do hereby certify:

FIRST: The name of the proposed corporation is “Hampton Point Association, Inc.”

SECOND: The particular objects for which the corporation is to be formed are:

To acquire, own, maintain, improve and control certain roads, streets, rights of way, docks, beach and park areas located at Hampton Point, in the village of East Quogue, Township of Southampton, County of Suffolk, State of New York and presently owned by Hampton Land Co., Inc., a New York corporation, for the use, benefit, and convenience of its members; to promote frequent meeting together of its members; and to afford such facilities from time to time as may be deemed necessary and advisable for the comfort and convenience of its members. None of its operations are to be carried on for pecuniary profit, however.

THIRD: The operations of the corporation are to be conducted principally at Hampton Point, in the Village of East Quogue, Township of Southampton, County of Suffolk, State of New York.

FOURTH: The principal office of the corporation is to be located at Hampton Point, in the Village of East Quogue, Township of Southampton, County of Suffolk, State of New York.

FIFTH: The number of directors of the corporation shall be not less than five nor more than nine. (8/10/84)

BY-LAWS

ARTICLE I

Membership

Section 1 Any person who is the record fee owner of one or more lot or lots of real estate in an area known as “Hampton Point,” developed by Hampton Land Co., Inc., in the Village of East Quogue, Township of Southampton, County of Suffolk, State of New York, which is more particularly shown on Amended Map B, Sub-division Map of Shinnecock Bay Park in said Village, Township, County and State filed November 15, 1929, as Map No. 138 in the Office of the Clerk of said County of Suffolk, State of New York, and on a map of Sections one and two of Hampton Point Estates in said Village, Township, County and State filed June 23, 1926, as Map No. SB 282, in the Office of the Clerk of said County of Suffolk, State of New York, or in the area embraced by a

certain deed dated December 1, 1949, from Hampton Land Co., Inc., to Marion H. Travis, recorded December 8, 1949, in Liber 3025 at Page 267 in the Office of the Clerk of said County of Suffolk, State of New York, and located at or near the intersection of Montauk Highway and West Side Avenue in said Village, Township, County and State, shall be a member of the Association as long as he shall continue to be the record owner of said lot or lots. Any such owner may, however, by written instrument filed with the Secretary, designate a member of his household to act as a member of the Association in his place and stead with the same rights, powers and privileges. There shall be no more than one member to a household. No individual may be a member of the Association who is under 21 years of age. Where persons own more than one lot, dues shall be payable for each lot. (8/21/99)

Section 2 Any member more than 31 days in arrears in the payment of any dues and/or assessments shall have such member's voting privileges suspended and such member shall not be counted as part of the total membership for the purpose of determining the presence of a quorum at any meeting as set forth in Article VII, Section 5. This amendment to be effective for all member meetings after August 31, 1999. (8/21/99)

ARTICLE II

Obligations of Members

Section 1 Dues of TWO HUNDRED DOLLARS (\$200.00) shall be due and payable on or before July 1st of each year in order to enjoy the privileges of membership, and to be in good standing. Any change in the amount of dues for a succeeding fiscal year shall be established either at the annual meeting or any special meeting called in accordance with these By-Laws, when the subject of annual dues is placed on the agenda in advance and members are appropriately notified. (7/20/24)

Section 2 That in addition to the requirement of the payment of dues as set forth in Section 1, above, all owners located within Hampton Point shall be required to pay an assessment in the amount of FIFTY DOLLARS (\$50.00) on or before July 1, 2025 (concurrent with the payment of dues as required in Section 1, above) and annually thereafter. The funds received from such assessment shall be segregated from all other funds of the Association and utilized solely for the repair, maintenance, upkeep and repaving of the private roads located within Hampton Point. (7/20/24)

Section 3 In any action, suit or proceeding commenced by the Association in any court for the collection of annual dues, maintenance fees or assessments, either presently owed or past due to which the Association is entitled, the Association shall be entitled to recover the reasonable value of any legal services incurred in the prosecution of such action, suit or proceeding, including costs and disbursements, as determined by the court in which the action is brought. (10/12/97)

In any action or proceeding brought against the Association by any member for any cause of action, the Association shall be entitled, in addition to any other remedy allowed by law, to recover the reasonable value of any legal services, including costs and disbursements, incurred by it in the defense of such action in the event that the cause of action is ultimately determined in favor of the Association. The action or proceeding shall be deemed to be determined in favor of the Association if it is dismissed without trial, or the Association is successful in any appeal of a judgment rendered in its favor after trial. (10/12/97)

Section 4 The Board of Directors, at their sole discretion, may authorize repair and reconstruction of the six private side roads (excluding the private section of West End Avenue) over a period to be determined by the Board, and the Board may raise the necessary funds by assessing ratably all of those homeowners whose property is located in the private road area below Rugby Road, provided, however, that this shall not in any way affect the obligations of property owners north of Rugby Road from paying their fair share of the maintenance and repair of these private roads. (10/12/97)

Section 5 The Board of Directors, at any meeting thereof, shall be empowered to make emergency assessments (e.g. for flood, hurricane or fire damage), to be apportioned equally among and between all members, for any purpose deemed necessary by the Board. Any such emergency assessment shall require the affirmative vote of two-thirds (2/3) of the Board, subject to the following limitations: (a) The Board is limited to one such emergency assessment per Association fiscal year (July 1 through June 30); and (b) The amount of such emergency assessment is limited to no more than \$500.00 per property. (7/19/14)

Section 6 No wild, exotic, zoo or farm animals shall be kept on the premises of any homeowner. Such prohibited animals include, but are not limited to, horses, cattle, hogs and pigs, sheep and goats, wild or domestic fowl of any species. This prohibition does not apply to domestic animal pets. The Hampton Point Association, Inc. shall and is hereby given standing to enforce this resolution in a court of law or equity including, but not limited to, obtaining injunctive relief for any violation. (8/19/00)

Section 7 All dues, assessments, attorneys' fees, costs, disbursements and/or expenses due and owing to the Association as set forth in these By-Laws and/or as fixed and determined by Board of Directors in accordance therewith shall be the personal obligation of such owner or owners, and any such dues, assessments, attorney's fees, costs, disbursements and/or expenses which remain unpaid by any owner or owners for more than ninety (90) days after the same is billed to such owner or owners shall be secured by a lien on such owners or owners' LOT in favor of the ASSOCIATION. Such lien may be indexed and filed in the office of the Suffolk County Clerk against the owner or owners' LOT. Such lien may be foreclosed in the same manner as a mechanic's lien, but shall be subordinate to liens and encumbrances of record before the levy thereof. Upon filing of a lien, in addition to requiring

reimbursement for the lien filing costs, the Association may assess to the homeowner an additional association fee for each lien filed. This additional fee shall be as determined by the Board of Directors. An owner or owners' personal obligation to pay any such dues, assessments, attorneys' fees, costs, disbursements and/or expenses as set forth herein shall apply to such thereof levied with respect to such owner or owners' period of ownership, provided that such period of ownership shall not be deemed to have terminated before the ASSOCIATION actually receives written notice of the change in ownership, signed by the former owner or owners' and the new owner or owners, and accompanied by payment of any such dues, assessments, attorneys' fees, costs, disbursements and/or expenses affecting the LOT which are then due, and also accompanied by the new owner or owners' designation of representative and/or residence. Within ten (10) business days after receiving a written request therefore, the BOARD shall promptly furnish the owner or owners then listed on the ASSOCIATION'S records, or their mortgagee, with a written statement of the unpaid dues, assessments, attorneys' fees, costs, disbursements and/or expenses due from such owner or owners. The BOARD may impose a reasonable charge for so doing. (7/28/07)

ARTICLE III

Officers and Their Duties

Section 1 The officers of the Association shall be a President, Vice-President, Secretary, and Treasurer, all of whom shall be members of the Association and shall serve without compensation.

Section 2 The President shall preside at all meetings of the Association and shall preside at meetings of the Board of Directors. (6/25/88)

Section 3 The Vice-President shall exercise the function of the President in case of his absence or inability for any reason to act.

Section 4 The Secretary shall keep the records of the Association and of the meetings of directors and members and shall prepare all notices of such meetings. He shall maintain a list of the members and their addresses and advise the Treasurer from time to time of any changes therein. He shall have custody of the seal of the Association.

Section 5 The Treasurer shall bill members and collect and deposit all the revenues of the Association. The Treasurer shall be responsible for the disbursement of funds by means of checks signed by the Treasurer or via electronic payments. All invoices or receipts for disbursements in any amount shall be approved in writing by both the Treasurer and the President. Disbursements in excess of \$200. shall be approved by both the Treasurer and President prior to disbursement. At the annual meeting, the Treasurer shall submit a report of the financial condition of the Association. The Treasurer shall be bonded, and the accounts shall be audited annually by a committee appointed by the Directors. (7/31/2021)

Section 6 In the event of a vacancy of the Board of Directors, or any office of the Association, the President shall appoint a successor to fill such vacancy until the next annual meeting.

ARTICLE IV

The Board of Directors

Section 1a There shall be nine (9) directors of the Association, and each year the members shall elect three directors at the annual meeting to serve for a period of three (3) years from the date of his or her election. If there are more than three (3) Board vacancies in a given year, the three (3) nominees receiving the highest number of votes at that Annual Meeting shall be elected to a three (3) year term. The nominees receiving the next highest number of votes shall be deemed elected to fill any Board vacancies with two years remaining in their term, and the remaining nominees shall be deemed elected to fill any Board vacancies with one year remaining in their term. This is to ensure a consistent three-year Director term cycle. No director shall be entitled to succeed him or herself as director until at least one (1) year after his or her retirement from office as a director, *except if that director is exempted from this provision by a two-thirds vote of members voting at the annual meeting, or if to fill a Board vacancy between annual meetings, appointed to the Board in accordance with Article III, Section 6 with majority approval of the Board of Directors.* The outgoing President shall serve as an advisory council for a period of one (1) year following his or her retirement from office. Five (5) directors shall constitute a quorum for the transaction of business at any meeting. The directors shall control and manage the affairs, funds, property and expenditures of the Association, and shall carry out its purposes and execute its By-Laws. The directors shall be members of the Association in good standing and shall serve without compensation. The directors shall submit, for the approval of the members, at the annual meeting of the Association, a proposed schedule of estimated expenditures for the ensuing year and of any payments in addition to the annual dues they feel may be necessary to defray said estimated expenses for such period, and shall, at the same time, submit a report, showing the names and places of residence of the persons admitted as members of the Association during the preceding year. (7/30/16)

Section 1b All committees shall report to the Board of Directors, who shall have final approval of all projects, either fund raising or otherwise. (6/25/88)

Section 1c No expenditures of the funds of the Association shall be made without the prior approval of the Board of Directors. All proceeds from the Association, or committee projects shall be deposited into the general treasury of the Association. (7/19/14)

Section 1d The annual dues shall be apportioned as follows: 33 1/3% shall be set aside for the maintenance, repair and replacement of the docking facilities. The balance of 66 2/3% shall be set aside for the maintenance of beach areas, repair, maintenance and replacement of the roads, the general beautification of the Association's property and the general administration expenses of the Association. All other proceeds of the Association shall be expended in any manner the Board of Directors shall determine. (7/19/14)

Section 2 No person shall be entitled to utilize the docking facilities of the Association unless such person is both a member of the Association in good standing, and the holder of a docking certificate for each boat slip for which such person shall pay an initiation fee as determined and approved by the Association's Board of Directors for the season during which the person shall acquire such certificate. Holders of such certificates shall be guaranteed a space at the docking facilities only so long as they shall pay the annual maintenance charge, if any, as determined and approved by the Association's Board of Directors. All money collected for boating purposes shall be held by the Association in a special account to be used for boating purposes only. (7/28/07)

ARTICLE V

Election of Officers

Section 1 As soon as feasible after each annual meeting of the Association, the directors shall elect from their own number, a President, a Vice-President, a Secretary and a Treasurer, each of whom shall hold office until the next annual meeting of the Association. (8/10/84)

Section 2 The directors shall meet quarterly and at any additional meetings called at the President's discretion. If requested in writing by not less than three (3) directors so to do, the President shall call a meeting of the directors within fourteen (14) days after receipt of such request. (8/10/84)

ARTICLE VI
(Added 6/25/88)

Standing Committees

The President, as soon as feasible after his or her election, shall appoint chairpersons to the following standing committees, such chairpersons to act until the next succeeding President shall appoint new committee chairpersons to replace them.

Section 1 **NOMINATING COMMITTEE** - to consist of not more than three (3) persons, who shall report to the Board of Directors, not more than two (2) weeks before the annual meeting, names of proposed directors to replace those directors who are retiring.

Section 2 **BEAUTIFICATION COMMITTEE** - to consist of not less than three (3) persons, who shall plan, supervise and administer the beautification of the Association's property and supervise the maintenance of the Association's beach property.

Section 3 **BOATING, BULKHEAD and DOCK COMMITTEE** - to consist of not less than three (3) persons who shall plan, supervise and administer the repair, maintenance, replacement and use of the docks and bulkheading and jetties belonging to the Association, as well as obtaining necessary permits from municipal and other agencies to maintain the Association's docks, bulkheads and jetties and the free and open access to such facilities over, under and through the waters of Dave's Creek and Shinnecock Bay.

Section 4 **FINANCE COMMITTEE** - to consist of not less than three (3) persons who shall plan and submit to the Board of Directors a budget for the next fiscal year, which report shall be submitted at least two (2) weeks prior to the annual meeting. Said Committee shall also study and make recommendations to the Board of Directors relative to proposed expenditures requested by the various committees.

Section 5 **ROAD COMMITTEE** - to consist of not less than three (3) persons who shall report to the Board of Directors the condition of the Association's roads and make recommendations relative to the use of parking, speed zone, repair, maintenance, snow removal and resurfacing of said roads.

Section 6 **WELCOMING COMMITTEE** - to consist of not less than two (2) persons who shall seek out and welcome persons who have recently purchased or rented property within the boundaries of the Association, and to further provide to such persons information relative to the rules and regulations of the Association, as well as the benefits of membership in the Association.

Section 7 The President shall be empowered to appoint any other committees he or she shall deem necessary to further the orderly functions of the Association.

ARTICLE VII

Meetings

Section 1 The annual meeting of the Association is to be held during the period of June 15 and August 31 in each and every year, at such time and place as the directors shall designate.

Section 2 The order of business at the annual meeting shall be:

- a. Reading and approval of minutes of the last preceding meeting of members;
- b. Reading of the reports of the officers of the Association;
- c. Reports of standing committees;
- d. Election of directors;
- e. Any unfinished business;
- f. New business.

Section 3 A special meeting of the members shall be called by the President or Secretary, on the written request of not less than ten (10) members in good standing.

Section 4 Written notice of all special meetings of members shall be given to each member at least fourteen (14) days prior thereto.

Section 5 Twenty-five per centum (25%) of the members shall constitute a quorum at any meeting.

ARTICLE VIII (Added 6/25/88)

Fiscal Year

The fiscal year shall run from July 1 to June 30 of the following year.

ARTICLE IX

Amendments

Section 1 These By-Laws may be amended, modified, or altered by a vote of not less than two-thirds (2/3) of the members present and entitled to vote at the annual meeting, or a special meeting called for that purpose, provided written notice of the proposed amendment, modification or alteration is given by the Secretary to each member not less than fourteen (14) days prior to the meeting at which a vote thereon is to be taken.