

# **BYLAWS**

## **CHOCORUA SKI & BEACH CLUB ASSOCIATION**

### **ARTICLE 1 - Membership**

#### **Section 1:**

Every person or entity who holds an equitable interest or an undivided equitable interest in any lot, whether as a land contract vendee or fee holder, is subject to all restrictions, conditions, obligations, and membership criteria stated or referenced in the deed of that lot, as well as the Bylaws of the Association. Any such person or entity who holds such interest merely as a security for the performance of an obligation shall not be a member.

#### **Section 2:**

The rights of membership are subject to the payment of both Annual and Special Assessments, the amount of which may change with each fiscal year's budget. These rights shall be suspended by action of the Board of Directors during the period when these Assessments remain unpaid. Upon payment of said Assessments, these rights and privileges shall be automatically restored. Failure to pay these Assessments, when due, may result in an interest fee of 18% or the maximum permitted by law being charged, and/or a lien on the property. Membership rights and privileges may be subject to the conduct of each member in accordance with the Covenants and Restrictions, as well as the Bylaws.

#### **Section 3:**

Each member is considered in good standing having complied with the stipulations set forth in Article 1, Section 2 and is entitled to the use and enjoyment of the common properties and facilities.

### **ARTICLE 2 - VOTING RIGHTS**

#### **Section 1:**

The Association shall have one class of voting membership. The voting members shall be all those members who hold the interest required for membership in Section 1 of Article 1, above. When more than one person holds such interests in any lot in said properties, all such persons shall be members and the vote of each such lot shall be exercised, as among themselves determined, there being no recognition of fractional votes. When more than one lot is owned by the same

voting member, that member shall be restricted to the vote of one lot, as if all lots of the member has been combined as one lot.

### **ARTICLE 3 - POWERS AND DUTIES**

The Association and its designated agents shall have the following supervisory powers & duties.

#### **Section 1:**

To keep and maintain common properties in a clean and orderly condition. The Association shall have the authority to collect for damages or expenses incurred by members or their guests.

#### **Section 2:**

To exercise such control and maintenance over the roads and pedestrian ways as it may deem necessary or desirable.

#### **Section 3:**

To do all things necessary, or incidental, for the protection of plant and wildlife in the common properties.

#### **Section 4:**

To provide for the erection or maintenance of gateways, entrances or other ornamental features as now existing or hereafter to be erected or created.

#### **Section 5:**

To build, and/or maintain, recreational facilities.

#### **Section 6:**

To enforce, as may be necessary, all covenants and restrictions which may have been, are now, or may hereafter be imposed upon any of the real estate in the Association, or any additions thereto. The expenses and costs of the proceedings shall be paid out of the general funds of the Association.

#### **Section 7:**

The Association shall not sponsor or engage in any social, athletic, or sporting activities unless budgeted, voted upon and authorized by the Annual Meeting. This prohibition shall not preclude private individuals or groups from undertaking the above activities.

## **ARTICLE 4 - MEMBERSHIP MEETINGS**

### **Section 1:**

The Annual Meeting of the Association shall be held on or about the second Saturday of September in Tamworth, New Hampshire, at such time and place as determined by the Board of Directors.

### **Section 2:**

Thirty (30) days' notice of the Annual Meeting shall be given to each member by mail, addressed to his/her last known address as recorded in the Association.

### **Section 3:**

If, for any reason, the Annual Meeting shall not be held on the day designated for a lack of a quorum or otherwise, such meeting may be called and held as a special meeting and proceedings may be held as an Annual Meeting, provided, however, that the notice of such meeting shall be the same as required for the Annual Meeting, not less than thirty (30) days' notice.

### **Section 4:**

The notice shall set out in reasonable detail the business to be brought before the Annual Meeting, and each Annual Meeting shall be limited to the items set out in the notice in order that those casting absentee ballots may be permitted to express their desires. Members present may make suggestions covering items in the notice which they feel should be brought before the membership. If any such suggestions are approved by proper resolution of those members present, it shall be the duty of the Secretary to present such resolution to the full membership for consideration at the next Annual or Special Meeting under Old Business. Any new suggestions or requests not on the notice, must be properly presented in writing and endorsed by twenty-five (25) or more members in good standing (pursuant to Article 1, Section 3), provided that such requests are received sixty (60) days prior to the meeting date. These requests will be presented under New Business.

### **Section 5:**

A Special Meeting of the Association may be called at the discretion of the President or the Board of Directors. A special meeting shall also be called by the President whenever requested in writing by twenty-five (25) or more members in good standing (pursuant to Article 1, Section 3). Such requests shall clearly state the purpose for which the meeting is to be called and presented to the President at least sixty (60) days prior to the meeting date. Notice must be given to the membership pursuant to Article 4, Section 6.

**Section 6:**

Thirty (30) days' notice of any Special meeting shall be given to each member by mail at the last known address as recorded with the Association.

**Section 7:**

The order of business at the Annual Meeting shall include the following:

- a) Opening remarks of the President
- b) Introduction of the Board of Directors
- c) Approval of Minutes of the previous Annual Meeting
- d) Presentation of Treasurer's Report
- e) Reports of the Committees
- f) Unfinished business from the previous Annual meeting.
- g) Voting
- h) New Business

**Section 8:**

It shall be the duty of the Secretary to prepare a list of the members entitled to vote at an Annual or Special Meeting. All members voting, whether by absentee ballot or in person, shall be checked in by individuals designated by the Board of Directors. Members may cast their vote by absentee ballot or in person at the Annual or Special meeting. A member must be in good standing (pursuant to Article 1, Section 2), and his/her annual and special assessments must be paid in full in order for him/her to vote and/or participate in the Annual or Special Meeting.

Voting results shall be by majority of the collective total of absentee ballots and by ballots of those voters present at the Annual or Special Meeting. The presence of twenty-five (25) voters, collectively, by absentee ballots and in person at the Annual or Special Meeting shall constitute a quorum.

**Section 9:**

At the Annual or Special meeting, individuals not on the ballot, shall be selected from the floor by the President to assist in the vote counting.

**Section 10:**

Wherever applicable and not inconsistent with these bylaws, the CS&B Bylaws shall govern parliamentary procedures at any Annual or Special Meeting.

## **ARTICLE 5 - BOARD OF DIRECTORS**

### **Section 1:**

The Board of Directors, which shall consist of 12 members, have the general power to carry on the affairs of the Association, as expressed by the membership of the previous Annual and/or Special Meeting.

### **Section 2:**

At each Annual Meeting, four (4) Directors shall be elected to terms of three (3) years. All Directors shall serve until their successors are elected, unless unavailable due to health, disability, resignation, or removal.

### **Section 3:**

Members of the Association may nominate themselves or other members as candidates for Directors. Such nominations shall be in writing, signed by the members making them and shall be placed in the hands of the Secretary on or before sixty (60) days prior to the date of the election. In nominating Board members, nominations may also be placed from the floor at the Annual or Special Meeting. Only one individual from each residence/lot may be eligible to hold a position on the Board of Directors at any one time.

### **Section 4:**

The Board of Directors shall fill all vacancies created by resignation or death as follows:

- In the event of a tie in the vote count, the member with the longest tenure of ownership will be the tie breaker in determining order of appointment to the board.
- There will be two (2) alternate members selected in order of vote ranking, after the full complement of Board of Directors is elected.
- In the event that additional vacancies occur, the Board of Directors will continue without further replacement, unless the board falls below the quorum. At this time a special meeting of the Association shall be held for the election of new Board member(s) to return to its full complement.

### **Section 5:**

Immediately after the Annual Meeting, the Board of Directors shall select officers consisting of President, one or more Vice-Presidents, a Secretary, and a Treasurer. All officers of the Association shall be elected members of the Board of Directors.

### **Section 6:**

The Board of Directors shall have the power to appoint such other officers and agents, and to hire such employees as may be necessary for the purpose of carrying out the duties and business of the Association/

**Section 7:**

A quorum of seven (7) members, or greater than 50% of the Board, is necessary for the transaction of any business, with the exception of the Annual or a Special Meetings. A quorum is determined by being present at the monthly board meeting, or by audio (phone) or video (Skype, etc.) so that all board members can hear and vote on necessary items. If a board member is not able to participate in person, by audio or video, they may email their vote to include all board members.

**Section 8:**

The Board of Directors may appoint or authorize the President to appoint such committees as the Board deems necessary to carry on the affairs of this Association. It shall define the powers and duties thereof. The committees so appointed shall hold office at the pleasure of the Board of Directors.

**Section 9:**

The Board of Directors shall appoint an Architectural Building Control Committee pursuant to Section 5 of the Architectural Review Process and Design Guidelines, dated 8/4/2007 and revised 6/15/22, set forth as part of the Covenants and Restrictions #10, and attached to each deed.

**Section 10:**

Other committees may be established as the Board of Directors deem necessary. Each committee chair shall designate a member to keep and record accurate minutes, and the chair of each committee will report to the President.

**Section 11:**

None of the Officers, Directors, or Committee members shall receive any salary or other compensation for duties rendered to the Association.

**Section 12:**

The Officers, Directors and Committee members of the Board shall not be held liable to the residents and members of the Association for any mistakes of judgment, negligence or otherwise, except for their own individual willful misconduct or bad faith. All residents and members of the Association shall indemnify and hold harmless any Officer, Director or Committee member that is personally named in any claim or legal action so long as said person was acting in good faith in the furtherance of duties as a Director.

### **Section 13:**

Any Officer, Director, Committee member or Agent may be removed and replaced by the Board of Directors. Any Board Member may be removed by a majority vote of the Board of Directors pursuant to CS&B Board of Directors Code of Conduct.

### **Section 14:**

The Board of Directors meets monthly on the second Saturday of the month from March through November in Tamworth. Information pertaining to time, date, and location of meetings can be found on the Association web site, and/or the Association Bulletin Board.

### **Section 15:**

The Board of Directors shall appoint an Audit Committee comprised of three (3) individuals, of which at least two (2) are members of the Association. No member of the current Board of Directors shall be appointed to this Committee. The Committee shall review the books and accounts of the Association, as represented by the Treasurer reports, in October, after the end of the fiscal year in September and all bank statements have been received. The Audit Committee shall issue a report and present it to the Board of Directors not later than November 15<sup>th</sup> of the same year. The report will then be furnished to the Association Members by e-mail and shall be posted on the Association web site. Any recommendation from the Annual Audit Committee report will be acted upon at the discretion of the Board of Directors.

## **ARTICLE 6 - RESPONSIBILITIES OF OFFICERS**

### **Section 1: President**

The President shall

- Perform the general and active management of the business of the Association.
- See that all orders and resolutions of the Annual or Special Meetings of the Association and the Board of Directors are carried into effect.
- Preside over all meetings of the Board of Directors, and the Annual or Special Meetings
- Have authority to sign checks and shall, if requested by the Board of Directors, be bonded. The fee for any bond shall be paid from funds of the Association.
- Sign all legal documents authorized for his/her signature by the Board of Directors.
- Appoint a chair for all standing committees and sub-committees and shall be an ex-officio member of all such committees.

### **Section 2: Vice President**

The Vice President shall

- Act in the place of the President in his/her absence and shall be an ex-officio member of all committees and sub-committees in his/her absence.
- Perform such duties as may be requested by the President.

### **Section 3: Secretary**

The Secretary shall

- Keep the minutes of all meetings of the Association and the Board of Directors.
- Preserve true minutes of the proceedings of all such meetings in the books of the Association.
- Give to the membership all notices required by the covenants, bylaws, or resolutions as determined by the President and/or the Board of Directors, pursuant to Article 4, Section 2.
- Maintain a record of the names and addresses of all members of the Association, the property owned by each, and of all transfers of membership, to include the standing of members, pursuant to Article 1, Section 2.
- Collaborate with the President and Treasurer to prepare the agenda and ballot for the Annual and any Special Meeting.

### **Section 4: Treasurer**

The Treasurer shall

- Have custody and keep accounts of all money, corporate funds, and securities of the Association.
- Keep in books belonging to the Association, full and accurate accounts of all receipts and disbursements for each fiscal year, October 1 to September 30.
- Deposit all moneys, securities, and other valuable effects in the name of the Association, in such depositories as may be designated for that purpose by the Board of Directors.
- Along with the President, the Treasurer jointly shall disburse the funds of the Association as may be ordered by the Board of Directors or the membership at the previous Annual or Special Meeting.
- Take proper voucher for any disbursements that shall be rendered to the President and/or Board of Directors.
- At regular monthly meetings of the Board of Directors, and whenever requested by the Board, render an account of all transactions, and an account of the financial condition of the Association.
- Along with the Budget Committee, prepare and present a proposed budget for the next fiscal year to the Board of Directors for consideration.
- Deliver to the President, and keep in force, a bond in form, amount, and with surety or securities satisfactory to the Board of Directors, conditioned for faithful performance of the duties of his/her office. This includes the safekeeping of all papers, books, vouchers, money, and property of whatever kind in his/her possession or under his/her control belonging to the Association. The fees for such bond shall be paid from the funds of the Association.
- Keep the Board of Directors informed regarding the properties of the Association and any required insurance thereon.
- Send to all lot owners all notices as to amounts due to the Association for dues and assessments and advise the Board of Directors as to all delinquencies.

- Should actual costs for specific items extend beyond the budget amount, funds shall be disbursed from the “Miscellaneous/Unexpected Expenses account”.
- Perform such duties as may be requested by the Board of Directors.

## **ARTICLE 7 - RESPONSIBILITIES OF MEMBERS**

**Section 1:** The use or habitation of Camping/Travel Trailer Vehicles is prohibited in the Association. The storage of such vehicles shall be in an unobtrusive location on the owner's property.

### **Section 2:**

To promote a congenial environment, members are expected to be respectful and considerate of other members and refrain from:

- Noxious or offensive activity on all common or private property of the Association.
- Engaging in activity that might be construed as a nuisance, annoyance, or potentially hazardous to others.
- Directing exterior lighting outside of the boundaries of an owner’s lot.
- Driving to endanger, which includes any speed greater than the posted limit, as well as ignoring yield or stop signs.
- Disparaging or slandering members on social media.

### **Section 3:**

Owners of multiple adjoining lots choosing to combine said lots for the purpose of paying one (1) assessment must do so by May 1<sup>st</sup> of the current year to take effect for the next fiscal year, which starts October 1<sup>st</sup>.

### **Section 4:**

Fireworks at Chocorua Ski & Beach are banned from **ALL** common areas, (beach, playground, Tennis/basketball courts, Memorial Park, ballfield, back forty and roads).

### **Section 5:**

It is hereby recognized and understood by the Chocorua Ski & Beach Club Association and its members: 1) that every property in the Chocorua Ski & Beach Club subdivision, regardless of membership status in the Association, is subject to the restrictive covenants contained in the deeds to those properties; 2) pursuant to covenant #1 in those deeds "All lots in the subdivision shall be used for residential purposes" and; 3) that pursuant to covenant #9 in those deeds "No business, trade, or enterprise of any kind or nature whatsoever shall be conducted on any lot or lots in said subdivision."

Accordingly, the Chocorua Ski & Beach Club Association and its members acknowledge and agree that short term or transient rentals of any property in the Chocorua Ski & Beach Club subdivision is prohibited by the aforementioned covenants as such use would be equivalent to a business, trade, or enterprise use of the property by the owner and would violate the purpose and intention of the covenants that all lots in the Chocorua Ski & Beach Club subdivision are to be used for residential purposes only.

**Section 6:**

As voted in at the **2024 Annual Membership Meeting**, OHRVs are only permitted on Association roads for the sole purpose of gaining access to the adjacent 44-acre association parcel from each member's property.

**Section 7:**

As voted in at the **2024 Annual Membership Meeting**, the operation of golf carts on the roads within the CS&B Club Association subdivision is separated from the general OHRV use restriction. The following rules and regulations apply to golf cart use on Association roads:

- Golf carts must be registered with the Association and be required to display a current numbered resident sticker.
- Golf carts are permitted for operation on the Association roadways and the parking area for the beach or other common areas for recreational purposes.
- The speed limit for these vehicles on Association roads shall be 10 miles per hour.
- Golf carts shall be driven on the right side of the roadways and shall yield appropriately to other vehicular traffic.
- If the golf cart is not equipped with headlights or taillights, operation on Association roads shall be limited to one-half hour after sunset and one-half hour before sunrise.
- Golf carts shall not be operated by an individual under the age of 12 years unless accompanied by a licensed adult over 18 years of age.
- The condition of the golf cart shall be maintained by the property owner to assure safe operation, including fully functioning brakes to permit safe and proper stopping of the vehicle.
- The operation of a motorized vehicle may be hazardous, and the owner of these vehicles accepts the dangers inherent in their operation and assumes the risk of such operation. The roads and parking areas in the Association are maintained for automobile and truck traffic, thus due care should be exercised when operating a golf cart on these surfaces.
- By granting members the right to operate these vehicles on Association roadways, the CS&B Club Association does not assume any responsibility or liability for an injury to either a person or property caused by the act of such person to whom permission has been granted. Operators are advised to check with their insurance agency to determine whether they have coverage or whether coverage can or should be obtained.

The right to operate these vehicles on CS&B Club Association property is a privilege granted to Association members only, which can be revoked by the Board

of Directors should a member, after notice of violation of these regulations, continue to operate their golf cart contrary to these rules and regulations.

## **ARTICLE 8 - AMENDMENTS**

### **Section 1:**

These Bylaws may be amended by the majority vote of both absentee and members present at an Annual or Special Meeting called for that purpose. Notice will be given pursuant to Article 4, Section 2.

### **Section 2:**

The budget item established during the previous annual meetings, which is called the Catastrophic Fund, shall be available in the event of any extraordinary condition that materially affects the safety of or access to the community. This fund shall only be used by a  $\frac{4}{5}$  majority vote of the Board of Directors.

### **Section 3:**

Any infraction of the Bylaws and/or Covenants and Restrictions shall result in a letter to the owner detailing the infraction. Notification shall be by Certified Mail. If the infraction is not brought into compliance within thirty (30) days, or if a hearing before the Board of Directors has not been requested to explain the circumstances, the Board of Directors may be forced to take further action.