

**The By-Laws of The Fox Hill Lake Association, Incorporated
Ridgefield, Connecticut**

**Article I
General**

- 1.1 The property and affairs of the Corporation shall be managed and operated by the elected officers of the Association Board of Directors. The Board of Directors shall consist of at least six (6) members, four (4) of whom will be officers (President, Vice-President, Treasurer and Secretary) and two (2) of whom will be Members-at-Large. Their terms of office shall be for two years, effective on the date of election to said office. When possible, the terms of the four (4) officers should be staggered to preserve continuity.
- 1.2 The duties of the President shall be to preside at all regular and special meetings of the Association, to appoint members of all committees, to decide on all matters arising between regular meetings and requiring immediate action, with consideration to the advice of the other officers as the situation may demand, and to prescribe the conduct at the regular meetings. The President may require reports of all officers and committees at each regular meeting, and shall report at the regular election periods on the status of the Association.
- 1.3 The Vice-President shall perform the duties of the President in his/her absence, and shall assist the President in the fulfillment of all his/her duties as the situation may require.
- 1.4 The Members-at-Large shall perform various duties on behalf of the Association as requested by the President.
- 1.5 The Treasurer shall be the financial advisor to the Association and shall make and endorse all withdrawals and deposits of Association funds to the local bank, and shall also ensure all necessary financial requirements are being fulfilled. He/she shall at all times be prepared on reasonable notice to present the accounts for board review.
- 1.6 The Secretary shall keep an accurate account of the Membership of the Association and of the minutes and proceedings of the regular and special meetings. The Secretary shall find a replacement if not available at meetings or notify the board in advance.
- 1.7 The purpose of the Association shall be to maintain an adequate program to control aquatic weeds and to maintain the beaches of Fox Hill Lakes and all association-owned properties so that its members may enjoy swimming, boating and scenic beauty under the best environmental conditions. In addition, the Association and its members shall be aware of potential environmental problems, such as improperly operating septic systems, fertilizers, and other man-made hazards which may negatively impact the health of the lake. The Association, on behalf of its members, shall work with state and local officials to minimize the effect of such hazards on the lake.

1.8 The Board of Directors shall have the responsibility and authority to conduct the business of the Association, and shall keep the Membership informed of its activities and decisions.

Article II

Officers Nomination & Election

2.1 To be eligible for office, all candidates must have completed at least one year as a member in good standing preceding his/her candidacy. Good standing is hereby defined as having fully paid dues by the second Sunday in July.

2.2 No office of this Association may remain vacant for more than one month. Should such a vacancy occur, the President shall appoint a member to fill the vacancy until the next election. Should the Presidency become vacant, the Board will appoint a temporary President from its members to fill the vacancy until the next election.

2.3 The President shall appoint a nominating committee.

Article III

Membership

3.1 Only persons residing, by means of owning or renting property, at Ridgefield Lakes I and II, Ridgefield, Connecticut, and immediate members of their family shall be eligible for membership in the Association with voting rights (one vote per household). Outside the community others may join with restricted privileges to be approved by the board.

3.2 Members must be in good standing to enjoy voting, nomination, and election privileges.

Article IV

Order of Business for Meetings

1. Roll Call
2. Reading of the minutes of previous meeting
3. Treasurer's Report
4. Report of the President, Vice-Presidents, & Secretary
5. Report of standing committees, if any
6. Report of special committees, if any
7. Old business
8. New business
9. Program
10. Adjournment

Article V

Meetings and Quorum

5.1 Regular meeting shall be held after regular business hours at least once a quarter. Each meeting shall be published with each member receiving notice of said meeting at least five (5) days in advance. The notice shall state the time, place and day of such meeting.

5.2 There must be a quorum present at a regular meeting of at least four (4) members in good standing complying with *Robert's Rules of Order* based on the size of the Board of Directors listed in Section I (Article I, section 1.1)

5.3 Proxies do not count to attain a quorum to do business. Proxies may be submitted in writing via hardcopy or e-mail to the Secretary at least 12 hours before a meeting in order to be recorded and validated. Alternatively, a proxy vote may also be cast orally via phone during the actual meeting. Each proxy must declare the specific issue upon which the vote is being delegated. No proxies are to be recognized for nomination or election.

5.4 *Roberts Rules of Order* (revised) shall govern the parliamentary conduct of the Association and shall be the final authority for all disputes on procedures, except where otherwise provided by these By-Laws.

Article VI

Amendments and Rules Committee

6. Procedure for amending these By-Laws:

1. Proposed amendments must be submitted in writing to the President of the Association. Any member in good standing may propose an amendment.
2. A two-thirds (2/3) majority of those present and in good standing at a regular meeting in favor shall ratify an amendment.

Article VII

Finances

7.1 The President may disburse no more than two hundred and fifty dollars (\$250) at his/her discretion, which must be accounted for in the President's Report at the next regular meeting.

7.2 Special assessments on the Membership may be recommended by the Board, subject to the approval of a simple majority of the members in good standing.

7.3 Annual dues shall be set by the Board and approved by the Membership at the Annual Meeting. Membership dues may be adjusted for any one year by a simple majority of the Membership.

7.4 The fiscal year for the Association shall begin on October 1 and terminate on September 30. Under current law, the Association is a tax-exempt organization under Internal Revenue Code Section 501(c)(7), and is exempt from federal income tax. It is the responsibility of the Board of Directors to ensure the Association's compliance with all

federal, state, and local tax laws and regulations, and that all necessary filings are made on a timely basis.

7.5 The Board shall not have the authority to disperse funds in excess of the financial resources of the Association.

ENACTMENT CLAUSE:

These seven articles and their respective sections under the title "The By-Laws of The Fox Hill Lake Association, Incorporated" shall be presented together and in total to the Membership and when approved by a two-thirds (2/3) vote of those present and in good standing at a regular meeting, shall be signed by the President and First Vice-President. When signed by said Officers, it shall become effective at once as the binding Law of The Fox Hill Lake Association, Incorporated, throughout its life. These By-Laws are then to be filed with the Secretary of the State of Connecticut at Hartford, and the Town Clerk of Ridgefield as completing, describing and defining the Articles of Incorporation of the Fox Hill Lake Association, so filed with the Secretary of State on _____.

The Fox Hill Lake Association, Inc.

By: _____

President

Vice-President