

BY-LAWS OF
TAYLOR'S POINT IMPROVEMENT
ASSOCIATION, INC.
AS AMENDED SEPTEMBER 15, 2009

ARTICLE I
NAME

The name of the Corporation shall be Taylor's Point Improvement Association, Inc.

ARTICLE II
OBJECT

The Corporation is established for the following purposes: To confer, co-operate and take organized action for the benefit of children, seniors and citizens of the Commonwealth of Massachusetts. To establish trust funds to provide activities and programs for the welfare and benefit of children and seniors and to provide scholarship programs for the benefit of students. To provide and maintain a place for meetings and programs for non-profit organizations.

ARTICLE III
LOCATION

The location of the principal office of the Corporation and its meetings place shall be in the Town of Bourne, Barnstable County, MA in Buzzards Bay.

ARTICLE IV
MEMBERS

The signers of the Agreement of Association shall be members of the Association and any other person or persons owning or leasing real estate located on Taylor's Point, Bourne, MA. They may be elected to membership in accordance with these By-Laws and thereupon shall be entitled to all rights and listed privileges of members. Members are entitled to one vote per family, if present at meeting.

ARTICLE V
APPLICATION FOR MEMBERSHIP

Applications for membership shall be made to the Chairman of the Membership Committee. Members shall pay annual dues of \$50.00 due and payable on January 1st of each year.

ARTICLE VI
OFFICERS

The executive Board of the Corporation shall consist of a Board of Directors of 7 members. The President by virtue of his office shall be one of the seven (7) members. The Board of Directors will be the nominating committee for the officers of President, Vice President, Secretary, Treasurer and Auditor with remaining officers Trustees of the Association. Nominations for these officers will also be taken from the floor. The officers shall be elected at the Annual Meeting of the members, to hold office for the ensuing year and until their successors are chosen and qualified.

ARTICLE VII
DUTIES OF OFFICERS

PRESIDENT: The President shall preside at all meetings of the Corporation and of the Board of Directors, shall sign membership cards and perform all other duties incumbent to his office. The President will also sign checks in the absence of the Treasurer.

VICE-PRESIDENT: The Vice-President shall be vested with all the powers and perform all the duties of the President, during the absence of the President at the meetings. In the absence of the presiding officer, at a meeting one may be chose pro tempore.

TREASURER: The Treasurer shall collect, receive and have charge of all monies, funds and securities of the Corporation, shall sign membership cards, and generally shall attend to all its financial affairs. He shall keep complete and accurate accounts of all its financial affairs in books belonging to the Corporation and shall make a report at the Annual Meeting and on request of the President or the Board of Directors at such other times and in such detail as may be required. He shall endorse and accept on behalf of the Corporation all checks and financial documents of the Corporation for and on behalf of the Corporation and in its name: shall sign, seal, execute and deliver for and on behalf of the Corporation and in its name all deeds, leases, contracts and other documents and shall deposit all money in the name of the Corporation in depositories satisfactory to the Board of Directors. He shall keep a roster of the names and addresses of all members which shall be open to inspection by all members. In the absence of the Secretary at the meeting, one may be chose pro tempore.

AUDITOR: The Auditor shall have access to all books, accounts and records of the Corporation and shall check and report to the Annual Meeting upon the accuracy of all financial records of the Corporation.

BOARD OF DIRECTORS: The Board of Directors shall supervise and control all actions of the Corporation, and otherwise conduct the business of the Association subject to control by vote of the members. Said Directors shall be authorized to expend sums not exceeding TWO HUNDRED DOLLARS (\$200.00) at any one given time without the approval of the membership provided said expenditures are reasonable and necessary for the purpose outlined in Article II.

ARTICLE VIII
CORPORATE SEAL

The Corporate Seal shall be a circular flat face die having engraved thereon so that it may be embossed by pressure on paper, the following:

TAYLOR'S POINT IMPROVEMENT
ASSOCIATION, INC.
INCORPORATED 1952
MASSACHUSETTS

The Secretary shall have the custodian of the corporate seal

ARTICLE IX

MEETINGS

MEMBERS MEETINGS: The first meeting of the subscribers to the agreement of the association shall be held at the office of Frederick J. Smith, Esq., 5 Theater Building, Buzzards Bay, MA on the 20th day of September, 1952 at two o'clock in the afternoon, and thereafter the Annual Meeting of the members shall be held on the 4th Saturday of August of each year at such time and place in the Town of Bourne, MA as the President may determine. Special meetings of the members may be called by the President or by two members of the Board of Directors, or by five members of the Association by a written notice to the Secretary to call such a meeting at a certain time and place in the Town of Bourne, MA. Notices of a meeting shall be mailed or given to each member seven (7) days before the meeting but no notice shall be required to any member waiving notice in writing. Seven members three of whom are officers, shall constitute a quorum for the transaction of any business except adjournment.

BOARD OF DIRECTORS: The first meeting of the Board of Directors shall be held immediately after the first meeting of the Subscribers to the Agreement of Association at such time and place as the Board may determine, and thereafter the Annual Meeting of the Board of Directors shall be held immediately after the Annual Meeting of the members at such time and place as the Board may determine. No notice shall be required to any Director who waives such notice. Meeting of the Board of Directors may be held at any time and place by notice mailed or given each Director three days in advance of the meeting, or may be held any time and place without notice if all members waive notice in writing filed with the records of the meeting. A majority of the members of the Board of Directors shall constitute a quorum for the transaction of any business except adjournment.

ARTICLE XI COMMITTEES

There is a membership committee which will consist of five members. The Membership Committee shall be appointed by the President immediately after the Annual Meeting of the Board of Directors. They will hold office until the next Annual Meeting of the members. All other committees will be appointed by the President.

ARTICLE XII REPORTS

The President, Treasurer and Chairman of each Committee shall make report at the Annual Meeting of the members and at such other times as may be required by vote of members or the Board of Directors, and such report as may be required by law shall be made by the officers required to do so.

ARTICLE XIII AMENDMENT OF BY-LAWS

These By-Laws may be altered or amended at any meeting of the members duly called and held for the purpose by a vote of two-thirds of the members present. Notices for the meeting to be held for amendment of the By-Laws shall contain a copy of the proposed amendment.