

EATONBROOK LAKE ASSOCIATION BY-LAWS UPDATED 2019

ARTICLE I NAME

The name of the organization shall be the EATONBROOK LAKE ASSOCIATION, INC. OF MADISON COUNTY, NEW YORK. The address of the Association is as follows:

P.O. Box 50
West Eaton, New York 13484

ARTICLE II OBJECTIVES

The objectives of this Association shall be:

- A. To work as a group for the improvement of Eatonbrook Reservoir and its surroundings and thereby serve in the best interests of the Eatonbrook Reservoir area residents, both permanent and seasonal.
- B. To cooperate with the Department of Environmental Conservation, local governments, and other public agencies.
- C. To promote social gatherings and other such activities as will lead to friendly relations and enjoyment for all who use the lake.

ARTICLE III MEMBERSHIP AND FUNDING

- A. Regular membership is open to any individual, family, group, or Association owning deeded property abutting the waters of Eatonbrook Reservoir; owning property that has access to the lake. There will be one designated vote per regular membership, whether it is an individual, family, group, or Association.
- B. Associate membership is open to an individual having an interest in the purpose of the organization. Associate members are not eligible to cast a vote.
- C. The Association will raise funds through donations, grants, and other fundraising activities as determined by the members. Notification of these activities will be provided through signage, email, social media, and at meetings.

ARTICLE IV
OFFICERS AND TRUSTEES

- A. The officers of the Association shall be a President, Vice President, Secretary, Treasurer, and the immediate Past President. In addition, there shall be four Trustees.

- B. Officers and Trustees shall be regular members of the Association and will have the responsibility to appoint committees as needed. These nine people comprise the Board of Directors.

- C. The term for officers will be (1) one year with term limits of no more than (5) five years.

- D. The term for the Trustees shall be set so that not more than (2) two are new to the Board at any one time (exclusive of replacement situations).

- E. Trustees' term of office shall be (3) three years.

- F. Vacancies: If a vacancy occurs in any Board position, for any reason other than the normal expiration of the Board member's term, a majority of the remaining Board members shall choose a successor or successors who shall hold office for the unexpired term of the vacancy. In the event of a vacancy or vacancies on the Board, the remaining Board members shall have full authority to act as the Board until such vacancy is filled.

- G. Officer Descriptions:
 - 1. PRESIDENT: The President shall be the principal executive officer of the Association and, subject to the control of the Board, and shall, in general, supervise all of the business and affairs of the Association. She/He shall, when present, preside at all meetings of the membership and the Board. She/He shall perform all duties incident to the role of the President and have such other powers to perform such other duties as the Board may prescribe from time to time. The President will keep all Board members informed of any changes in the business and affairs of the Association.

 - 2. VICE PRESIDENT: In the absence of the President or in the event of her or his death, inability, or refusal to act, the Vice President shall perform all duties of the President, and when so acting, shall have all the powers of, and be subject to, all the restrictions upon the President. Any Vice President shall perform such other duties as from time to time may be assigned to her or him by the President or the Board. She/He will also have the responsibility to give notice of all meetings of the membership and Board in a manner prescribed by the by-laws in the form of emails, social media, and signage.

3. **TREASURER:** The Treasurer shall be the Chief Financial Officer and the Chief Accounting Officer of the Association. She/He shall have custody of the Association's funds, books, and accounts. She/He shall keep, or cause to be kept, accurate and true accounts of all financial affairs and shall submit a written report to the Board and a verbal report at each membership meeting. She/He shall perform such other duties as may be required by her or him by law, by vote of the Board members, or by these by-laws.
4. **SECRETARY:** The Secretary shall attend all meetings of the members and Board and keep an accurate record of the proceedings to be submitted to the President and to be shared with Board members and kept on file. A verbal report shall be made at the membership meeting. She/He shall perform such other duties as may be required by her or him by law, by vote of the Board, or by these by-laws.
5. **TRUSTEES AND PAST PRESIDENT:** The Trustees and Past President shall be members of the Board and, along with other officers, serve to promote the objectives and purpose of the Association. They shall have such powers as may be assigned from time to time by the Board.

ARTICLE V MEETINGS

- A. There will be (2) two regular meetings per year, as follows:
 - First Meeting: Saturday the weekend after Memorial Day weekend, or within the first two weeks of June.
 - Second Meeting: Saturday the weekend before Labor Day weekend, or within the last week of August and first week of September.
- B. Members will be notified approximately 15 days in advance of meetings through signage, social media, email or mail as determined by the Board to be the most effective means.
- C. The officers may call special meetings of the Association. At least three of the five officers and two of the four Trustees must be present to convene a special meeting. Minutes of any special meeting shall be recorded and made available at any regular meeting of the Association.
- D. Quorum for meetings: The presence of any Association meeting of not less than 20 (twenty) members shall constitute a quorum, necessary to conduct the business of the Association.

ARTICLE VI
ELECTIONS

- A. Individual members, families, groups, or Associations shall be entitled to one vote.
- B. Votes are limited to regular members only.
- C. Elections will be held at the end of the second yearly meeting and those elected will assume office immediately thereafter.
- D. Every regular member entitled to vote at the meeting may authorize another member to act for her or him by written proxy, clearly stating the name of the voting member, the date of the meeting, and the name of the proxy.
- E. Any vote shall be determined by a majority of those regular members present and those voting by proxy.
- F. Board members will solicit names of those willing to run for a Board position and send those names to all members of the Board in a timely manner so that ballots can be printed by the president before the election meeting, which is the second membership meeting of the summer. A ballot shall be provided by the president for voting. Two Trustees, that are not up for election, will count the ballots. Ballots are not required if the number of nominees is not more than the number of positions available. In this case, a voice vote, rather than a ballot vote, will be held at the meeting.
- G. Nominations will be accepted from the floor. The candidate must be present for any floor nominations.

ARTICLE VII
AMENDMENTS

The by-laws may be amended by a two-thirds majority of regular members present and those voting by proxy at any regular meeting, provided the changes are communicated to the membership approximately 15 days prior to the meeting.

June, 2019
Date of Revised Committee Report

Approved by vote of Association on August 24, 2019