

theNASSAU LAKE PARK IMPROVEMENT ASSOCIATION BY-LAWS
(As Revised 2010)

PREAMBLE

Nassau Lake Park Improvement Association (NLPIA) is a New York State not-for-profit membership corporation, incorporated in 1925. The members of the Nassau Lake Park Improvement Association are bound together for the purpose of improving the waters and water life of Nassau Lake, of owning, maintaining, beautifying and keeping the parks of Nassau Lake for the benefit of the membership, and to undertake such works as may be of benefit to the surrounding communities without remuneration.

No member of the Nassau Lake Park Improvement Association shall have, as an individual, any interest in, or title to the assets of this Association and all such assets shall be used to undertake such works as may be of the benefit to the surrounding communities and to the improvement of the lands and waters of the Association.

In the event of dissolution or voluntary surrender of its corporate entity, all assets, land titles, patents, and holdings then belonging to the Association shall be held in trust for 5 years after which it shall be disposed of by a competent court of law having jurisdiction and authority to so act.

DEFINITIONS

MEMBER IN GOOD STANDING (Member) - Members of the NLPIA are pledged to support the ideals of the association; to improve the association lands and the water of Nassau Lake; to maintain their boats and docks in a safe and attractive condition: to abide by appropriate laws and rules: to attend general meetings of the association and to provide advice to association efforts to control the area in a beneficial manner. To be in good standing a member must have dues paid according to the By-Laws.

BOARD QUORUM - Requires seven Board members, or more than 50% of the non-vacant Directorships.

MEETING QUORUM - No formal business may be conducted at membership meetings unless at least 20% or 15 members in good standing, whichever is less, are present.

GUEST - The term “guest” is defined as a person who is not a family member, and who is a recipient of hospitality at the home of a member. Guests shall be accompanied by a member while on NLPIA property. The member is responsible for the safety of the guest and any actions or damages caused by a guest. A guest may not be simply granted permission by a member to the use of NLPIA properties.

ARTICLE I
ASSOCIATION

Section 1. This not-for-profit organization shall be called “Nassau Lake Park Improvement Association, Incorporated”, hereinafter called the Association.

Section 2. The Association owns the lake bed, real property on the East, West and South shores of Nassau Lake, including a ball field and parking lot, other real property, and the dam. Use of the lake and Association properties are reserved for members of the Association. This includes the lake, lake ice, and real property.

Section 3. The Association shall have a seal, which shall be in a form of a circle with the following words therein: "Nassau Lake Park Improvement Association, Inc. Incorporated 1925".

Section 4. The fiscal year of this Association shall be a calendar year from January 1st to December 31st. The administrative year shall be from October 1st to September 30th.

ARTICLE II MEMBERSHIP

Section 1. Any adult of good character, who resides or owns property within one mile of the high water mark of Nassau Lake, shall be eligible to apply for a membership of this Association. All persons who wish to use the lake and/or lake association property must be members of the Association except as otherwise stated herein. No person shall be barred from holding any office in the Association on the basis of race, creed, or gender.

Section 2. Family membership - Husband and wife, or domestic partners, and children may be members under a single dues.

Section 3. A member in good standing shall be entitled to fishing, swimming, boating and picnicking privileges on Association property. They also have the right to attend and participate at general meetings. They are entitled to install a dock, subject to the approval of the Board of Directors (hereinafter Board), or designated official. They must maintain the dock in a safe state of repair. Said dock to be used by the member, their family and their guest(s) only. Boats and docks must clearly display the current years NLPIA permit sticker (facing the lake) with the membership number on it. Docks must be removed from the lake by October 31st each year.

Section 4. At any election there shall be one vote per paid membership.

ARTICLE III FEES, DUES AND ASSESSMENTS

Section 1. Dues shall be \$30.00 annually, \$15.00 for persons 60 years old or older, payable on by the closure of the Spring meeting. Failure to remit dues by the closure of the Spring meeting shall cause a member to be considered in arrears. Voting rights shall be terminated if dues are not received by the closure of the Spring meeting. Members who join or renew their membership with the NLPIA after the closure of the Spring meeting may not hold office or vote at elections until the following year.

Section 2. The Secretary shall notify all members of the annual membership fee by the end of the second week of January.

Section 3. A member who shall at any time take from the Association, any equipment or property of the Association, without consent of the President or the Board, shall be subject to such action as the Board may determine.

Section 4. The Board by a majority vote, may when the purpose and objects of the Association require same, levy an assessment upon the members thereof provided however, when

such assessment shall be levied the members shall be granted at least ninety days within which to pay same and the notice thereof shall state purpose and object for which the monies collected shall be applied. The monies so collected shall not be used for any other purpose.

**ARTICLE IV
STANDING OF MEMBERS**

- Section 1. Members in arrears shall not be considered in good standing.
- Section 2. Members not in good standing shall not be entitled to vote at any meeting nor hold office.

**ARTICLE V
MEMBERSHIP RESIGNATION**

- Section 1. No resignation of a member shall be formally accepted until all charges against him/her appearing on the books of the Association shall have been paid.
- Section 2. It shall be the duty of a member, when leaving the Association, to deliver to the Secretary all property of the Association which he/she may have in his/her possession.
- Section 3. A written statement of resignation shall be presented to the President or the Board. If accepted, said member shall not hold office (officer or trustee) for one year from date of resignation, or at the Board's discretion.

**ARTICLE VI
REINSTATEMENT**

- Section 1. Any member not in good standing for non-payment of fines, dues and assessments may be reinstated, by action of the Board of Directors, at its discretion.

**ARTICLE VII
BOARD OF DIRECTORS**

- Section 1. The Board of Directors shall consist of twelve Trustees and the four Officers of the Association. The President has the right to speak, but not vote, unless in the event of a tie. The Board of Directors will elect one trustee to act as chairperson of the Board. To be eligible to be a Director, a member shall currently be a member in good standing of the Association for at least one year, and have attended at least half of all general membership meetings held during that year. Directors who fail to attend half of all meetings in any year are deemed to have resigned, unless absences were excused by a quorum of the Board. The Officers and Trustees shall be nominated and elected at the Annual meeting by members in good standing. Trustees will be elected for a three year term with four members elected each calendar year.
- Section 2. The Board of Directors is entrusted to maintain the lands, parks and waters of Nassau Lake. The Board shall control the financial assets of the NLPIA and shall determine and set the policies of the Association. The Board of Directors shall determine and arbitrate all questions of policy.

- Section 3. Amendments to the By-Laws of the Association must be approved by a two-thirds majority of the general membership in attendance and by a majority vote of the Board of Directors in attendance and after due and proper written notice has been distributed to the general membership and to individual Directors by first class mail, at least thirty days prior to a vote on said proposition.
- Section 4. All Directors shall receive an agenda at least ten days prior to the meeting. New business, not contained in the meeting called cannot be acted upon.
- Section 5. A vacant seat on the Board may be filled by a majority vote of the Board.
- Section 6. All Directors will have committee assignments and are expected to volunteer for other lake association business.
- Section 7. The Board shall, at a special meeting called for that purpose, conduct a hearing for any member of the Board charged with improper performance of duty or other conduct detrimental to the Association and shall remove such Board member upon proof of such charge/s by a 2/3 vote of the full Board. Said member may demand a roll call vote on the decision and request written copy of same.
- Section 8. The Board shall, at a special meeting called for that purpose, conduct a hearing for any member of the Association charged with conduct detrimental to the association and shall suspend or expel such member accompanied with a copy of the charge/s against him/her, verified by oath of the person making the charge/s. Suspension or expulsion of any member from the Association shall require 2/3 vote of the full Board. The member may be reinstated by majority vote of the full Board when he/she has removed the detriment. Said member may demand a roll call vote on the decision and request a written copy of same.
- Section 9. The term of office for the Trustees shall begin October 1st of the year of election and shall be for the term of three years.
- Section 10. Only one adult member from a family may be elected Trustee.
- Section 11. The Board shall have the power at its discretion to examine the Association books and accounts maintained by any of the Officers. The Board shall also approve the bank or other financial institution in which the Treasurer will deposit Association funds.
- Section 12. In addition to the four general membership meetings, the Board of Directors shall hold not less than four Board meetings per year.
- Section 13. The General membership may attend the Board meetings as interested parties provided they do not interrupt the meeting.

ARTICLE VIII OFFICERS AND THEIR SELECTION

- Section 1. The Officers of the Association shall consist of a President, Vice-President, Secretary and Treasurer.

- Section 2. The term of office shall begin October 1st on year of election and shall be for the term of one year or until successors are elected.
- Section 3. No member shall be eligible for office unless he/she is in good standing and shall have satisfied all financial demands appearing against him/her on the books of the Association.
- Section 4. If the President is unable to perform his/her duties, the Vice-President shall perform such duties until such time as the President is able to resume his/her duties, or until the end of the term for which the President was elected. If any other elected officer is unable to perform his/her duties, the Board shall elect a member of the Association to perform such duties for the time necessary or call a special meeting for the purpose of electing a member to fill a vacancy.
- Section 5. Only one adult member of a dues paying family may hold the office of President, Vice-President, Treasurer, or Secretary.
- Section 6. Two members of an immediate family may hold office simultaneously providing one office be that of Trustee, and the other be that of an elected officer.

ARTICLE IX DUTIES OF OFFICERS

- Section 1. President - It shall be the duty of the President to preside at all meetings of the Association and enforce the By-Laws of the Association. He/she shall have the power to call special meetings when the interest of the Association may demand. Unless otherwise provided he/she shall appoint all Committee Chairpersons. He/she shall make all contracts, subject to the approval of the Board, and shall sign all checks and vouchers for payment of monies together with the Treasurer. The President may approve an expenditure, without a vote of the Board, provided the amount shall not exceed \$75.00 and shall be in the best interest of the Association. No more than \$150.00 may be spent without Board approval between Board meetings. He/she shall maintain order at all meetings. He/she shall be entitled to vote at the election of any Officer or Trustee of the Association, but not on any other questions except when he/she shall have the casting of the tie-breaking vote. The President shall be an ex-officio member of all committees. The President shall be responsible for setting all meeting agendas and shall notify the Secretary of new agenda items and their priority.
- Section 2. Vice-President - The Vice-President shall assist the President in the performance of his/her duties, and in case of the President's disability, shall assume the duties of the President.
- Section 3. Treasurer - The Treasurer shall receive all monies collected by the Association and give a receipt for the same. He/she shall make an itemized statement quarterly of all monies received and expended by him/her since the last statement. He/she shall also make an annual statement of all monies received and expended by him/her during his/her term of office, said statement to be presented at the annual meeting. He/she shall pay all bills approved by the Board or in the case of bills not exceeding \$75.00, as stated in section 1 of this article, may pay these upon countersigning by the

President. The Treasurer's books shall be audited once a year not more than thirty days before the annual meeting, by a committee of three members or by a professional auditor. Said auditing committee shall forward in writing a complete report of its finding to the Board, and shall read the report at the annual meeting.

Section 4. Secretary - The Secretary shall keep a full and complete set of minutes of all meetings of the Association. He/she shall take full charge of all papers, communications, reports and correspondence, except those specifically dedicated to others, and maintain a proper file of those papers. He/she shall give all monies received by him/her to the Treasurer and take his/her receipt therefore. He/she shall maintain the seal of the Association. The Secretary shall maintain a current mailing list (including e-mail addresses) of all members. For Board and Committee members, a list of telephone numbers is also to be kept. The Secretary shall notify the Board members of scheduled meetings and special meetings. He/she shall notify the general membership of all general membership meetings as well as the annual meeting. The Secretary may also maintain and use a list for informational mass mailings that includes the addresses of past and present members, as well as other addresses within one mile of the lake's high water mark, as is practical. The Secretary shall maintain a list of all members in good standing.

Section 5. All Officers, Trustees and members of this Association who shall receive any monies (cash or check), equipment or property in the name of the Association by demand, solicitation, donation or any other means shall make the fact known to the Association Treasurer and the Board as soon as opportunity permits and shall make arrangements to turn over such funds and/or properties to the Treasurer.

ARTICLE X COMMITTEES

Section 1. The Board may designate a special committee as it determines and define the duties of such special committee. All committee chairpersons shall be appointed by the President. Each standing or special committee shall report at a meeting of the Board as required by the Board.

Section 2. Nominating Committee - At a regular Board meeting at least one month before the annual meeting, the President shall appoint three members of the Association as a nomination committee. Said committee shall present nominations for officers and trustees. Nomination petitions may be presented by any member at the annual meeting. Members of the nominating committee are not barred from being a nominee for office.

ARTICLE XI MEETINGS

Section 1. The annual meeting of this Association, and election of officers, shall be held on the first Wednesday of August at 7:30 PM.

Section 2. Four general membership meetings shall be held annually. The Winter meeting shall be held on the first Wednesday in February. The Spring meeting of the Association shall be held on the first Wednesday of May. The Annual meeting shall be held on the

first Wednesday in August. The Fall meeting shall be held on the first Wednesday in October. All meetings shall begin at 7:30 PM.

- Section 3. Special meetings shall be held subject to the call of the President and notification of the members by the Secretary. The purpose of the meeting shall be stated therein.
- Section 4. No meeting shall be adjourned for want of a quorum less than fifteen minutes from the time of first call.
- Section 5. When a question of procedure arises concerning meetings, voting and elections of the Association, Robert's Rules of Order Revised shall be followed.
- Section 6. When the President is unable or when the office of President is vacant, the Vice-President shall call meetings and preside at such meetings. When neither the President nor Vice-President is able, any other two officers, or an officer and two trustees, or the Board by agreement of the majority of its elected members may call a meeting and designate or call for the election of a temporary chairperson.
- Section 7. Upon request of not less than (5) members, the President or succeeding officer (see Section (6)), shall call a meeting as requested providing the request states the purpose of the meeting, and the written request bears the signature of five members. Said meeting shall be called within thirty days of receipt of such notification, but not more than one such meeting shall be called in any one calendar month.

ARTICLE XII ORDER OF BUSINESS

1. Call to order
2. Roll call
3. Reading of minutes of previous meeting
4. Approval of minutes
5. Report of Board of Directors
6. Report of the President
7. Report of Treasurer
8. Collection of dues and assessments
9. Report of Committees
10. Unfinished business
11. New business
12. Appointment of regular & standing committee chairpersons
13. Election of Officers and Trustees
14. Adjournment

**ARTICLE XIII
GENERAL MEETING RULES**

- Section 1. All voting relative to amendments, suspensions and election of officers and trustees shall be by ballot. When an officer or trustee shall be unopposed for election, the Secretary may cast one vote to elect said candidate(s).
- Section 2. No debate shall be held on any motion until the same has been seconded and recorded and stated clearly to the meeting by the presiding officer or the Secretary of the meeting.
- Section 3. A motion to adjourn is always in order, except when balloting on an election, and such motion when seconded shall be voted without debate.
- Section 4. No Article of these By-Laws shall be construed to affect the eligibility of any person to be a member of the Association who was a past member or is a member at the time these By-Laws are ratified.
- Section 5. Provisions for renting Association property to members and non-members' fees are to be set by Board. Any person utilizing property will provide the Association with a "Hold Harmless Release Letter".

**ARTICLE XIV
MEMBERSHIP STANDING RULES**

- Section 1. All users of Nassau Lake (including the ice) must be members in good standing unless otherwise approved by the Association. Trespassing by others is prohibited. Members shall not trespass on private property to enter the lake.
- Section 2. All fishing tournaments shall be approved in advance by the Board so that it may plan for the increased lake traffic and notify members and area residents. All large special events, such as concerts, carnivals, and holiday events shall also be approved by the Board. Family gatherings do not need approval unless special accommodations need to be made for parking, safety or other valid Board concerns.
- Section 3. A member's plan to install a dock must be approved in advance. All docks must be removed by October 31st. If a dock is installed on NLPIA property, its location must be approved by the dock committee, and the area around it must be maintained. The NLPIA reserves the right to remove any unsafe dock or the docks of non members.
- Section 4. Fires on Lake Association property, including the lake ice, are prohibited.
- Section 5. Storage of cars, boats, trailers, etc. on Association property is prohibited. In the Interest of safety, no cars, trucks, motorcycles or other road vehicles are permitted on the Lake ice. Overnight parking on NLPIA property is prohibited.
- Section 6. Recreational users of Nassau Lake must follow all applicable State and local laws as well as these by-laws. All vehicles, including boats, personal water craft and winter recreational vehicles, within 100 feet of shore are limited to 5 MPH. All vehicles are to be operated in a safe manner and maintain a minimum distance of 100 feet from all

other persons or objects. All vehicles must be registered in New York or other State and insured. Owners or users of recreational vehicles must be licensed by New York or other State.

Section 7. The maximum speed for all vehicles should be safe and prudent but shall not exceed 45 MPH. From dusk to dawn, the speed limit is 5 MPH and all motorized vehicles (boats, ATVs, snowmobiles, etc.) must use navigational lighting.

Section 8. Only Board approved signs may be affixed on Association property.

Section 9. As a matter of courtesy to residents, noise levels should be kept to a reasonable level during evening hours.

Section 10. There shall be no hunting, trapping or attempt to disturb wildlife on lake association property including the water.