

BY-LAWS OF CEDAR LAKE OWNERS ASSOCIATION, INC.

Article I *Organization*

The name of this Organization shall be: **CEDAR LAKE OWNERS ASSOCIATION, INC.** (hereinafter the "Association").

The Association shall have a seal, which shall be in the following form:



The mailing address of the Association shall be: P.O. Box 2152, Bristol, CT 06010. The Association may have such other addresses as may from time to time be designated by the Board of Directors.

The Association may change its name at its pleasure by a two-thirds (2/3) vote of the entire membership body at an Annual Meeting or a Special Meeting of the Association.

Article II *Purpose*

The Cedar Lake Owners Association Inc. has been organized for the purposes of obtaining by purchase, owning and managing the property and water rights of a parcel of real estate known as "Cedar Swamp Pond", popularly called "Cedar Lake", from the Mad River Company, which property is partly situated in the Towns of Bristol and Wolcott, Connecticut.

The Association is not intended as a profit-making organization, nor was it founded or is it operated with the expectation of making a profit.

The Association shall use its funds only for the objects and purposes specified by these By-Laws.

The Association shall be authorized in its sole discretion to:

Preserve the natural environment of the Cedar Lake so as to provide for its longevity and the health, welfare, comfort, protection, enjoyment, safety and convenience of the members of the Association.

Maintain the properties under the ownership of the Association as private property for exclusive use by its members and those parties to whom it may grant use thereof.

Reasonably regulate, for any purpose, boating, swimming, fishing, and other activities within and around the boundaries of the waters of Cedar Lake.

Seek the aid of authorities of the Towns of Bristol and Wolcott or the State of Connecticut in any matter pertaining to enforcing proper use of the waters of Cedar Lake and its environs.

Establish all necessary rules and regulations for the maintenance of law and order, including the right to post such rules and regulations in a public place or places.

Make reasonable regulations and enforce such as to the use of the waters of Cedar Lake by members, their families and guests, in conformity with boating safety as set forth by the Department of Energy and Environmental Protection, the Department of Emergency Services and Public Protection and the Department of Motor Vehicles of the State of Connecticut.

Make reasonable regulations and enforce such as to the use of the waters, dam, real or personal property of the Association as may be required of the members, their families or their guests by any other federal, state or municipal regulatory board having jurisdiction over same.

Take property of any description or any interest therein, by gift, devise or bequest.

Make donations for the public welfare, or for charitable, scientific or educational purposes.

Invest its funds not currently needed in its affairs.

Acquire, by purchase or otherwise, hold, sell, convey and exercise any and all rights of membership or interest in or to any real or personal property whatsoever, including without limitation, shares, securities and any other interest in or obligation of other corporations or associations, individuals or governmental units.

Borrow money, issue promissory notes, bonds or other evidence of indebtedness and secure the same by mortgage, pledge or other form of security on any or all of its real or personal property or any interest therein.

Make contracts, including contracts of guaranty or suretyship or other similar financial arrangements, and give security thereof.

A vote of at least three-fifths (3/5) of the Board of Directors is required to expend any sum of money for the benefit of the Association up to Forty Thousand Dollars (\$40,000.00) Dollars. Any expenditures or the incurrence of an obligation on behalf of the Association in excess of Forty Thousand Dollars (\$40,000.00), will require a two-thirds (2/3) vote of at least twenty (20%) percent of the entire membership to approve.

Enter into any arrangement with others for any union of interest with respect to any activities which the Association has power to conduct by itself, even if such arrangements involve sharing or delegation of control of such activities with or to others.

Exercise all legal powers necessary or convenient to give effect to any or all of the purposes herein stated.

Lease properties under its membership to individuals, associations or corporations, as the Board of Directors sees fit.

Enforce such regulations as the Association may from time to time promulgate.

Article III ***Membership***

In order to be eligible for membership, a person or legal entity must be the owner of real property (not the building, but the actual land) abutting the waters of Cedar Lake; or an owner of real property existing on Tracy Court or Donovan Court which was eligible for membership as of July 1, 1986; or an owner of real property located within the boundaries described below that has, as of July 1, 1986, a deeded right-of-way across land abutting the waters of Cedar Lake:

North: Waterfront property on the lake side of Ipswitch Road;

East: Waterfront property on the lake side of Route 69 and Old Wolcott Road;

South: Waterfront property on the lake side of Averyll Avenue **and waterfront property on the lake side of North Street to Edgewater Drive. Waterfront property on the lake side of Edgewater Drive and waterfront properties having direct lake access on Cedar Point Road, to the junction of Cedar Point Road and Spindle Hill Road; and**

West: Waterfront property on the lake side of Spindle Hill Road and Witches Rock Road, and Witches Rock Road to the intersection of Witches Rock Road and Merrill Court, and all waterfront lots from the north end of Merrill Court to Ipswitch Road.

Any waterfront property subdivided after July 1, 1988 must have at least one hundred (100') feet of lake frontage to be eligible for membership. It is the purpose and intent of this Article that any such lot must have frontage on and direct access to the main body of Cedar Lake and not be separated from such main body by a bridge, road, land, or anything else which would prevent such direct access.

All properties eligible for membership are shown on a map entitled: " PROPERTY OF THE MAD RIVER COMPANY LOCATED AT CEDAR LAKE BRISTOL/WOLCOTT, CT., Date 4/9/86, Scale 1" = 200', Conklin & Soroka, Inc."

If a person is eligible for membership based upon the above criteria, he/she may become a member through the purchase of one (1) certificate of membership of the Association. An owner may appoint his or her spouse, his or her mother or father, or his or her son or daughter of legal age to represent him or her for the purpose of voting at the Annual/Special Meeting.

No new member or entity may consist of a corporation or limited liability company of more than four (4) shareholders or members, or a partnership of four (4) partners or more. No member may use his/her/its property as a timeshare development, as a Short-Term Rental (Short-Term Rental shall mean the rental of a member's property for a period of 29 day or less), or for any other purpose that is commercial in nature, or open to the public, or which is not residential in nature. Non-compliance with this provision may subject the member to suspension or termination of the member's membership interest in the Association, at the Board's discretion. Any legal fees or court costs incurred by the Association in the enforcement of this provision will be the responsibility of the member.

The member hereby agrees to save and hold the Association harmless and to indemnify the Association from any and all loss, cost, and expense, including but not limited to reasonable attorney's fees, arising from the use of their power boat, non-powered, and manually powered watercraft whether by themselves, their families, guests, and/or invitees.

Members must pay all dues, assessments, fines and/or penalties voted and assessed by the Board of Directors of the Association. Failure to pay any such dues, assessments, fines and/or penalties shall, at the option of the Board of Directors and after the giving of reasonable notice and opportunity for a hearing to the member, be grounds for suspension and/or termination of any and all membership rights and privileges provided herein. The Association shall have the right to record a notice on the appropriate municipal land records of any such suspension and/or termination of membership rights and privileges.

Should a member withdraw from the Association or have their membership terminated or suspended pursuant to terms of these By-laws, all rights and privileges of membership shall cease. After a member's withdrawal from the Association, or after termination of a member's membership in the Association, the member shall forfeit all monetary interest in the membership and the owner's property will revert back to a non-member status subject to a buy-in by a new party at the current buy-in cost. The Association shall have the right to record a notice on the appropriate municipal land records of such cessation of membership rights and privileges.

Article IV ***Certificates of Membership***

Those persons eligible for membership in the Association may petition the Board of Directors for the purchase of one (1) certificate of membership for each eligible property lot within the boundaries specified in Article III.

Certificates of membership remain with and run with the land and are not transferable from one parcel of land to another parcel of land. Whenever a member sells or otherwise transfers his/her interest in the property used as a basis for his/her membership, the membership associated with that property shall be suspended until such time as a transfer fee, as established by the Board of Directors, is paid to the Association. No payment of a transfer fee shall be required when the property is sold or transferred to the spouse, father, mother, son or daughter of the member.

The purchase price for a single certificate of membership through **January 1, 2024, shall be Seventeen Thousand Five and 00/100 (\$17,005.00)** Dollars; the purchase price shall increase each month thereafter by a pro rata share of the annual dues and other assessments of the Association adopted pursuant to Article XIII of these By-Laws.

Each certificate of membership entitles the owner to one (1) vote on issues discussed at the Annual and Special Meetings of the Association, and to all the rights, duties, benefits, privileges and obligations of membership in the Association.

Each member of the Association agrees to be bound by the terms of the By-Laws and the rules and regulations of the Association, as the same exist and as they may be amended from time to time.

Eligible parties who purchase certificates of membership are entitled to record a certificate of membership on the appropriate municipal land record for the property used as the basis of eligibility for membership in the Association.

Article V ***Rights and Duties of Members***

All members of the Association shall be bound by the rules and regulations, policies and procedures of the Association, as the same exist and as they may be amended from time to time.

Members in good standing in the Association who maintain their membership annually shall enjoy the following privileges:

Swimming

Members, their families and guests may swim in the waters of the Cedar Lake. Swimming more than seventy-five (75') feet from shore is prohibited unless accompanied by a manned watercraft. All swimmers shall swim AT THEIR OWN RISK and children must be supervised at all times. Swimmers using floatation devices are subject to the above rules. The Association does not provide lifeguards and does not supervise swimming.

Waters Activities

Water activities. Including but not limited to waterskiing, wake surfing, wake boarding, knee boarding, tubing and any other use of items meant to be towed behind watercraft for recreational purposes, may be done by members, their families and guests AT THEIR OWN RISK and subject to all applicable State of Connecticut boating statutes and regulations and all Association rules and regulations.

Fishing and Ice Fishing

Fishing and Ice Fishing shall be limited to members, their families and guests AT THEIR OWN RISK and subject to all local and state game laws. The taking or catching of fish by the use of a net is strictly forbidden.

Ice Skating

Ice skating is permitted for members, their families and guests AT THEIR OWN RISK.

General Boating Conditions

The following conditions apply to all boats:

1. The member must be the owner of the boat.
2. The boat owner and all operators must abide by and operate all boats in accordance with all applicable State of Connecticut boating statutes and regulations and all Association rules and regulations.
3. All boats shall be operated in such manner, including but not limited to minimizing their wake, so as to avoid property damage and/or unreasonable interference with other members' use and enjoyment of Cedar Lake.
4. The boat owner/member hereby agrees to save and hold the Association harmless and to indemnify the Association from any and all loss, cost, and expense, including but not limited to reasonable attorney's fees, arising from the use of their boat by themselves and/or their families, guests and invitees.
5. Each written proof of insurance submitted must identify the boat owner, the make and model and hull identification number or registration number of the boat. Failure to provide proof of liability insurance and/or State of Connecticut registration prior to launching of a powerboat of each year shall be a violation of these By-Laws and will subject the member to a fine of not less than Fifty and 00/100 (\$50.00) Dollars per month per boat.

6. Each powerboat must display a current annual Association sticker on the starboard/right side of the boat at all times. Failure to display an Association background and/or annual sticker shall be a violation of these By-Laws and will subject the member to a fine of not less than Fifty and 00/100 (\$50.00) Dollars per month per boat.
7. Each boat must display a current State of Connecticut registration at all times as required by State of Connecticut boating statutes and regulations, or the registration of the State in which the boat is registered, and a current Association registration, unless such boat is exempt pursuant to the terms hereof.
8. The length of allowable boats may be limited at the discretion of the Board of Directors. The Board of Directors must approve any pontoon boat over twenty-five (25') feet in length and other powerboats over twenty-two (22') feet in length. The length of the boat is defined as that stated in the manufacturer's specifications. No boat shall wider than ten (10) feet.

Powered Boats

Each member is allowed the use AT HIS/HER OWN RISK of three (3) powered boats on the waters of Cedar Lake as follows:

- a. One (1) powerboat, with adequate horsepower to power it. If over twenty-five (25) horsepower, the boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of Three Hundred Thousand and 00/100 (\$300,000.00) Dollars, before an annual Association boating sticker will be issued for that powerboat. If twenty-five (25) horsepower or under, the boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of One Hundred Thousand and 00/100 (\$100,000.00) Dollars, before an annual Association boating sticker will be issued for that powerboat.
- b. One (1) powered boat, which may be either:
 - i. A pontoon boat, with horsepower adequate to power it. If over twenty-five (25) horsepower, the boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of Three Hundred Thousand and 00/100 (\$300,000.00) Dollars, before an annual Association boating sticker will be issued for that pontoon boat. If twenty-five (25) horsepower or under, the boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of One Hundred Thousand and 00/100 (\$100,000.00) Dollars, before an annual Association boating sticker will be issued for that pontoon boat.

Or

- ii. A powerboat, which must be of twenty-five (25) horsepower or less. The boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of One Hundred Thousand and 00/100 (\$100,000.00) Dollars, before an annual Association boating sticker will be issued for that powerboat.

- c. One (1) powerboat, which must be of ten (10) horsepower or less. The boat owner must provide written proof of current State of Connecticut registration and written proof of insurance with a minimum liability coverage of One Hundred Thousand and 00/100 (\$100,000.00) Dollars, before an annual Association boating sticker will be issued for that powerboat.

Non-powered / Manually-Powered Watercraft

Each member is allowed the use AT HIS/HER OWN RISK of non-powered watercraft (including but not limited to canoes, rowboats, sailboats, kayaks pedal-powered boats, etc.), limited to five (5) in total per member, on the waters of Cedar Lake, upon the application and receipt of an Association sticker for each such non-powered/manually-powered watercraft. Paddleboards shall not be included in the above limit. The boat owner shall provide written proof of insurance for each such watercraft with a minimum homeowner liability coverage of One Hundred Thousand and 00/100 (\$100,000.00) Dollars. Operation of any such watercraft shall be AT ONE’S OWN RISK and must be in accordance with all applicable State of Connecticut boating statutes and regulations and all of the rules and regulations of the Association.

Non-conventional Powered Watercraft

The use of non-conventional powered watercraft including, but not limited to, jet skis, personal watercraft, eFoils, powered wakeboards and/or powered surfboards on the waters of Cedar Lake is prohibited. In the event of a dispute as to what constitutes any of the above referenced non-conventional watercraft, the decision of the Board of Directors shall be binding.

Wake or Wakeboard Boats

Wake or Wakeboard Boats that are specifically designed for wakeboarding, which employ mechanical systems that redirect water flow in order for the boat to create a large, shaped wave for wakeboarding or wake-surfing or other related activities are prohibited from use on Cedar Lake. Objectionable issues resulting from such boats include property damage, lakefront erosion, and lakebed destruction. Wakeboard boats are specifically designed for minimum depths of fourteen (14’) feet; Cedar Lake is generally eight (8’) feet to a maximum of twelve (12’) feet.

From the date of adoption hereof, no new Wake or Wakeboard Boats, as described above, shall be allowed on the waters of Cedar Lake, other than those already owned and registered by members; members currently owning Wake or Wakeboard Boats shall not be allowed to replace them nor transfer them to other members for use on the waters of Cedar Lake.

The Board of Directors shall have discretion to prohibit the operation on the waters of Cedar Lake of any boat which it deems inappropriate for usage on Cedar Lake.

Wakeboarding/Wake-Surfing

Wakeboarding and wake surfing require boats to create a maximum wake to provide the best result for this activity. Some boats are now being designed with ballast systems that take on water to increase the weight of the boat, thereby increasing the size of the wake for this activity. In recognition of this, all wakeboarding / wake-surfing activities must not occur within 200 feet of shore. Additionally, wakeboarding / wake-surfing is limited to the main body of the lake, preferably in the middle of the lake, staying at least 100 feet away from other boaters and non-powered watercraft.

Any boat that has the capability to take on water to increase its weight is strictly prohibited from discharging any water taken on from other lakes into Cedar Lake due to serious environmental risks. Such water could include invasive plants or organisms that would be a threat to the environment of Cedar Lake.

Launching of Boats

Non-member-owned watercraft of any type shall not be allowed on the waters of Cedar Lake.

All-Terrain Vehicles (ATVs)

During the winter months of the year, members in good standing of the Association shall be allowed to use four-wheel all-terrain vehicles (ATVs) for the purpose of transporting ice fishing equipment and supplies (e.g. ice augers, bait buckets, tip-ups, etc.) onto the ice of Cedar Lake. This permission will be contingent on the following:

1. The Association member/owner of the ATV can demonstrate that the vehicle is properly registered with the Association.
2. Proper registration will be indicated by an Association sticker (with the member's number) prominently displayed on the right rear bumper of the vehicle.
3. The Association will issue an ATV sticker to a member only after that member has provided the Association with:
 - i. Valid title or other legal proof of ownership of the vehicle; and
 - ii. Proof of current liability insurance coverage for the vehicle.
4. The member's Association membership dues are current.

THE USE OF ATV'S SHALL BE DONE IN A SAFE MANNER AND AT THE OPERATOR'S OWN RISK.

Permission to use ATVs as set forth above shall be granted on a year-to-year basis by a majority vote of the membership at the Annual Meeting each year. Permission shall be granted subject to the adherence to such safety rules and regulations as may be established by the Board of Directors.

Snowmobiles

No snowmobiles or other power-driven machines (except as set forth for powerboats, boats and ATV's above) shall be allowed on Cedar Lake.

Docks, Rafts, and Walls

Any existing dock, raft, catwalk, walls or other similar structures must be maintained in good condition, and all new construction, repair and/or replacement of docks, rafts, catwalks, walls or any similar structures shall be subject to the rules and regulations established by the Board of Directors regarding placement, size, etc., as well as of any federal, state or municipal regulatory board having jurisdiction over said structure, and must have the written approval of a majority of the Board of Directors, before construction may be commenced. No construction shall commence until such time as all applicable permits and approvals have been issued by the applicable federal, state, or municipal board, commission, department or other governmental authority having jurisdiction over the work to be performed.

The Board of Directors may require the owner to provide a survey by a licensed engineer/surveyor of any proposed structure.

Rights and Privileges

The Board of Directors may, after notice and hearing, assess fines and/or penalties up to One Hundred and 00/100 (\$100.00) Dollars per day, and/or impose sanctions, including the suspension and/or termination of any of the aforementioned rights and privileges of a member, due to a violation of State of Connecticut regulations or of the By-Laws and/or of any rules and regulations as may be established by the Association.

Article VI

Meetings

The Annual Meeting of the Association shall be held on the second Monday in June each year. The Secretary shall cause at least seven (7) days' notice to be provided to every member in good standing in accordance with Article XVII hereof, setting forth the time and place of the Annual Meeting.

The President may call Special Meetings of the Association when he/she deems it to be in the best interest of the Association. The President shall also call a Special Meeting at the request of either a majority of the members of the Board of Directors or thirty (30%) percent of the members of the Association, but any such request must be made in writing at

least fifteen (15) days before the requested date for such meeting.

The Secretary shall cause notice to be provided to every member in good standing in accordance with Article XVII hereof, setting forth the time and place of such Special Meeting, at least seven (7) days and not more than fifteen (15) days in advance of such Special Meeting.

Such notice shall state the reason(s) that such Special Meeting has been called, the business to be transacted at such Special Meeting and by whom such Special Meeting has been called. No other business but that specified in the notice may be transacted at such Special Meeting, without the unanimous consent of all members present at such Special Meeting.

The presence of twenty (20%) percent of the entire membership shall constitute a quorum and shall be necessary to conduct the business of the Association at any such Annual and/or Special Meeting; but a lesser number may adjourn such Annual and/or Special Meeting for a period of not more than two (2) weeks from the date scheduled in accordance with these By-Laws, in which event the Secretary shall cause a notice of such re-scheduled meeting to be provided to all those members who were not present at the meeting on the date originally called. A quorum as hereinbefore set forth shall be required at any such adjourned meeting.

Article VII

Voting

Each member who is current in the payment of his/her annual dues and is otherwise in good standing shall be entitled to and have the right to one (1) vote at all Annual and Special Meetings of the Association.

Whenever two (2) or more persons own interests in the single piece or parcel of real property by which they are eligible for membership in the Association, only one (1) such person shall be entitled to vote.

Voting by proxy shall be allowed at all Annual and Special Meetings of the Association.

At all meetings, except for the election of Officers and Directors, and special issues, and as otherwise set forth herein, all votes shall be "viva voce", except that, for the election of Officers and Directors and for special issues, ballots may be provided and there shall not appear anywhere on such ballot any mark or marking that might tend to indicate the person who cast such ballot.

At any Annual or Special Meeting, if any member requests that a particular issue on the agenda be voted on, the membership may vote "viva voce" on whether the issue should be brought to a vote by ballot. If a "viva voce" majority of the membership in attendance approves, then such vote shall be taken by ballots, in the same manner and style as provided for the election of Officers and Directors.

Whenever a vote is to be by ballot, the Chairperson of such meeting shall, immediately prior to the commencement of balloting, appoint a committee of least three (3) persons who shall act as "Inspectors of Election" and who shall, at the conclusion of such balloting, certify to the Chairperson the results thereof, and a certified copy shall be recorded in the minutes of that meeting.

No Inspector of Election shall be a candidate for the office being voted upon.

Article VIII ***Order of Business***

The order of business for all meetings of the Association shall be as follows:

1. Roll Call
2. Reading and approval of the minutes of the preceding meeting
3. Reports of officers
4. Reports of committees
5. Old and unfinished business
6. New business
7. Adjournment

Article IX ***Board of Directors***

The business of the Association shall be managed by a Board of Directors, consisting of one (1) Director for each ten (10) members of the Association, together with the Officers of the Association, not to exceed fifteen (15) Directors.

The Directors for the ensuing year shall be elected by the membership at the Annual Meeting of the Association, and they shall serve for a term of one (1) year.

The Board of Directors shall have the control and management of the affairs and business of this Association. The Board of Directors shall only act in the name of the Association when it shall be regularly convened by the President of the Association after due notice to all the Directors of such meeting.

A majority of the Board of Directors shall constitute a quorum and the meetings of the Board of Directors shall be held at such time and place as the Board from time to time shall designate.

Each Director shall have one (1) vote and such voting may not be done by proxy.

The Board of Directors in its discretion may make such rules and regulations covering its meetings as it may determine.

Vacancies in the said Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the year.

The President of the Association shall by virtue of his/her office be Chairman of the Board of Directors. The Secretary of the Association shall by virtue of his/her office be Secretary of the Board of Directors, who shall keep all members informed of the activities and decisions made at any meeting or meetings of the Board of Directors.

If it is determined by the Board of Directors that any Director has not performed their agreed upon Board of Directors' duties for a period of three (3) months, nor been excused from their duties, either temporarily or permanently, then, at the Board of Directors' sole discretion, such Director may be removed. In addition, no Officer shall be elected to serve if it is known in advance that he/she will be absent for three (3) consecutive meetings of the Board of Directors due to business, vacation, or any other reason.

The Board of Directors may, after notice and hearing, vote to remove any Director, when sufficient cause exists for such removal, by a two-thirds (2/3) vote of the Board of Directors.

All monthly Board of Directors meetings minutes, as well as a detailed monthly Treasurer's report, shall be published on the CLOA website in a secured page requiring ID and password for CLOA members only.

Article X ***Officers***

The officers of the Association shall be as follows:

President

Vice President

Secretary

Treasurer

Assistant Treasurer, and/or such other officers as may be deemed necessary.

The President, or in his/her absence the Vice President, shall preside at all membership meetings.

He/she shall present at each Annual Meeting of the Association an annual report of the work of the Association.

He/she shall appoint all committees, temporary or permanent, as specified in Article XII.

He/she shall ensure that all books, reports and certificates as required by law are properly kept and/or filed.

He/she shall be one of the Officers who may sign the checks or drafts of the Association.

He/she shall have such powers as may reasonably be construed as belonging to the chief executive of any Association.

The Vice President shall, in the event of the absence or inability of the President to exercise his/her office, become acting President of the Association, with all rights, privileges and powers as if he/she had been duly elected President.

The Secretary shall keep the minutes and records of the Association in appropriate books.

It shall be his/her duty to file any document required by federal, state or municipal statute or regulation.

He/she shall give and serve all notices to members of the Association.

He/she shall be the official custodian of the records of the Association.

He/she may be one of the Officers authorized to sign the checks and drafts of the Association.

He/she shall present to the membership at any meeting any communication addressed to him/her as Secretary of the Association.

He/she shall submit to the Board of Directors any and all communications which shall be addressed to him/her as Secretary of the Association.

He/she shall attend to all correspondence of the Association and shall exercise all duties incident to the office of Secretary.

The Treasurer shall have the care and custody of all moneys belonging to the Association, and shall be solely responsible for such moneys or securities of the Association.

He/she must be one of the Officers who shall sign checks or drafts of the Association. No special fund may be set aside that shall make it unnecessary for the Treasurer to authorize the withdrawal of funds therefrom.

He/she shall render at stated periods as the Board of Directors shall determine a written account of the finances of the Association, and such report shall be physically affixed to the minutes of the Board of Directors for such meeting.

He/she shall exercise all duties incident to the Office of Treasurer.

The Assistant Treasurer shall exercise the functions of the Treasurer during the absence or disability of the Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

Officers and Directors may receive annual dues waivers for performance as determined by the Board of Directors. Officers and Directors shall not be prevented from receiving compensation from the Association for services performed other than those normally associated with being an Officer or Director.

The Officers for the ensuing year shall be elected by the membership at the Annual Meeting of the Association.

Officers shall hold office for a term of one (1) year from the date of their election at the Annual Meeting, or until their successors are chosen. Any Officer elected may be removed from office at any time, for due cause, after notice and hearing, by a two-thirds (2/3) vote of the membership present and voting at any meeting duly called for such purpose.

A vacancy in any Office, arising from any cause, shall be filled by a majority vote of the Board of Directors of the Association.

Article XI *Salaries*

The Board of Directors shall hire and fix the compensation of any and all employees or contractors, who they in their discretion may determine to be necessary in the conduct of the business of the Association.

Article XII *Committees*

The President, at his discretion, shall create any and all committee(s) as he/she may deem necessary and/or appropriate for the Association. The President shall nominate all members for such committees, subject to approval by a majority vote of the Board of Directors.

The President shall be an ex-officio member of all committees.

A Nominating Committee shall be appointed annually by the President, consisting of not less than three (3) Directors. The Nominating Committee shall develop a slate of Officers and Directors for the ensuing year, to be presented to the membership and voted upon at the Annual Meeting.

Article XIII *Dues/Fees/Penalties/Fines/Fees*

The annual dues and assessments of this Association shall be recommended by the Board of Directors and approved by the membership at the Annual Meeting and shall be payable on or before January 1st for the ensuing year.

A penalty of Fifty and 00/100 (\$50.00) Dollars shall be assessed against any member who shall fail to pay any dues or assessment assessed by the Board of Directors within ninety (90) days of its due date. An additional Five and 00/100 (\$5.00) Dollars per month penalty shall be assessed for each month or any portion thereof thereafter in which any such dues or assessment and/or penalty shall remain unpaid. **Any member who shall fail to pay any dues or assessments shall have their membership privileges suspended until such time that their dues or assessments are paid in full**

The Association shall have the right, after notice and hearing, to terminate the membership of any member who has not paid their annual dues or any assessment, for a period of three (3) or more years. After any such termination, the purchase of a new certificate of membership pursuant to Articles III and IV above shall be required

The Association shall have right to institute litigation, after notice and hearing, for any dues, assessment, penalty, fine and/or fee that remains unpaid more than ninety (90) days after it first becomes due, including, but not limited to: unpaid annual dues; unpaid fines for the non-submission of watercraft registration and/or proof of watercraft insurance documentation; and unpaid membership transfer fees. All costs associated with such litigation and enforcement thereof, including reasonable attorney's fees, will be the financial responsibility of the member/property owner.

ARTICLE XIV *Notice and Hearing*

Whenever these By-Laws require that an action be taken after Notice and Hearing, the procedures set out in this Article XIV shall be followed:

- (a) The hearing may be held during a regular or special meeting of the Board of Directors.
- (b) Not less than ten (10) business days prior to the hearing, the Association shall send written notice of the hearing to the affected Association member, and to any other parties the Association considers appropriate.
 - (i) The notice shall be sent to the affected Association Member by certified mail, return receipt requested, and by regular mail.
 - (ii) The notice shall be sent to any other parties at the discretion of the Board of Directors in any manner permitted by these By-Laws.
 - (iii) The notice given under this Subsection shall be in addition to any other notice of the meeting of the Board of Directors required to be given pursuant to these By-Laws.

- (c) The notice shall include the following:
 - (i) The date, time, and place of the hearing;
 - (ii) A description of the alleged violation or the nature of the claim against the affected Association Member;
 - (iii) A statement that the affected Association Member may participate in the hearing and present the affected Association Member's position; and
 - (iv) An explanation of the consequences of not participating in the hearing.
- (d) At the hearing, the affected Association Member shall have the right, personally or through a representative, to present information orally, in writing, or both, subject to reasonable rules of procedure established by the Board of Directors to assure a prompt and orderly resolution of the issues. The Board of Directors may also receive information from anyone else who, in the opinion of the Board of Directors, will assist it in making a decision. The hearing shall not be conducted as a formal trial. All information presented shall be considered in making a decision but shall not bind the Board of Directors.
- (e) The Board of Directors shall make its decision and send notice of its decision within thirty (30) days after the conclusion of the hearing. Notice of the decision shall be sent to the affected Association Member by certified mail, return receipt requested, and by regular mail.

Article XV
Attorney Fees

The member agrees to pay the reasonable attorney fees of the Association, incurred in the enforcement any of these By-Laws against the member, their families and/or their guests and invitees.

Article XVI
Liabilities

Nothing herein shall constitute the members of the Association as partners for any purpose. No member, Officer, Director, agent or employee shall be liable for the acts or failure to act of any other member, Officer, Director, agent, or employee of the Association. Nor shall any member, Officer, Director, agent or employee be liable for their acts or failure to act under these By-laws, excepting only acts or omissions arising out of their willful misfeasance.

Article XVII
Notices

Unless otherwise specified in these By-Laws, all notices required to be given pursuant to these By-Laws or the rules and regulations of the Association shall be given via Email to the member Email address that was provided to the Association. If a member Email address has not been provided to the Association, then notice will be mailed to the member at his/her address as it appears in the membership roll book of the Association.

It shall be the sole responsibility of each member to notify the Secretary of the Association of any change of his/her Email or address.

Article XVIII
Amendments

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than two-thirds (2/3) of the members present and voting at any meeting called for such purpose.

All proposed By-Law changes shall be submitted in writing to the Secretary of the Association, by the May Board of Director's meeting for review prior to the Annual Meeting or by the Board of Director's meeting prior to any Special Meeting wherein a By-Law change is to be acted upon. No By-Law change shall be voted upon by the members unless notice of the proposed By-Law change was sent to all members at least seven (7) days prior to the Annual Meeting or any Special Meeting wherein a By-Law change is to be acted upon.

The undersigned does hereby attest that the above is a true and complete copy of the By-Laws of Cedar Lake Owners Association, Inc. dated at Bristol, CT, this ___ day of August, 2024.

Secretary