

ARTICLE I. Meetings

SEC. I . ANNUAL MEETING.

1. WHEN AND WHERE HELD.

The Annual Meeting of the Association shall be held on the last Saturday in June at two o'clock in the afternoon at a place designated by the president or by those calling the meeting provided it is in Old Saybrook.

2. NOTICE.

Notice of the Annual Meeting shall be signed by the president or by the vice-president or by two other members of the executive board and may be given by mail or personally. In case they are given by mail, written notice of the time and place of such meetings shall be sent at least eight days before the time appointed through the post office, postage prepaid, by letter mailed in Middlesex County and addressed to each member of the association, at his legal residence, or if he shall be at the time dwelling within the limits of said territory, at such dwelling. Personal notice may be given by leaving with such member a written notice of such time and place of meeting, at least eight days before the time appointed.

3. QUORUM.

Except where it is otherwise provided by law, not less than six members of the association shall constitute a quorum for the transaction of business at any annual, regular or special meeting. In case a quorum shall not be present at any meeting a majority of those present may adjourn the meeting to some future time not less than ten or more than thirty days later.

4. NOTICE OF ADJOURNED MEETING.

The clerk shall serve notice of adjourned meetings in the same manner as hereinbefore provided for annual, regular and special meetings.

5. LEGAL HOLIDAYS.

Should the day appointed for holding the meeting fall upon a Sunday or legal holiday, then such meeting shall be held upon the first Saturday thereafter not a legal holiday at the same time and place designed, without further notice.

6. Notices of all meetings shall be posted for at least eight days on the public sign post of said association.

SEC. II SPECIAL MEETINGS.

1. HOW CALLED.

Except when otherwise prescribed by law, such meetings may be called at any time by a majority of the executive board or by the president. The executive board shall call a special meeting of the association whenever so requested in writing by twelve members of the association.

2. WHEN AND WHERE HELD

Such special meetings shall be held at such time as the executive board or president may determine and if called by request of twelve members of the association as above

provided, must be held within ten days from the making of such request and the place designated by the president or by those calling the meeting provided it is in Old Saybrook.

3. NOTICE

Notice of such special meeting shall be given in the same manner prescribed for notice of the annual meeting of the association and the same regulations as to quorum shall apply and in addition thereto such notice of special meeting shall specify the object for which such meeting is called.

SECTION III VOTING.

1. At all meetings of the association, all questions shall be determined by a plurality vote of the members present in person.
2. All voting shall be viva voce except that the election of the members of the executive board shall be by ballot, and except that any vote must be by ballot after a motion to this effect has been passed.
3. At the annual meeting of the association, the polls for the reception of ballots for the election of members of the executive board shall be open from two o'clock p.m. until three o'clock in the afternoon.

SEC. IV. ORDER OF BUSINESS.

At all meetings of the association the following order of business shall be observed so far as consistent with the purposes of the meeting, viz:

1. Roll Taking
2. Report of proper notice of meeting.
3. Minutes of preceding meeting. Action on.
4. Election of members of the Exec. Board.
5. Report of the President.
6. Report of the Clerk.
7. Report of the Treasurer.
8. Report of the Committees.
9. Unfinished business.
10. New business.

ARTICLE II Executive Board

SEC I.

1. NUMBER.

The executive board shall have the care, custody and management of all funds and property of the association and shall consist of twelve members of the association.

2. QUALIFICATIONS. No person shall be a member of the executive board unless he or she shall be, at the time of his election, an owner of record of real property, situated within the territorial limits of the association and upon ceasing to be an owner of record shall cease to be a member of the executive board.

SEC. II. HOW ELECTED.

At the annual meeting of the association the four persons receiving a plurality of votes of the members of the association voting at such election shall be members of the executive board for the ensuing three years. The vote shall be by ballot.

SEC. III. TERM OF OFFICE.

At the first meeting of the members of the association held July 15th, 1929, held in accordance with the provisions of section six of Special Acts 478 of 1929, an executive board was elected consisting of twelve members of the Knollwood Beach Association; four of whom shall hold office until the first Monday after the first Saturday of June, 1930; four until the first Monday after the first Saturday of June 1931; four until the first Monday after the first Saturday of June 1932. Four members of the executive board shall be elected at the annual meeting of the association held in each year beginning in the year 1930 for the term of three years from the first Saturday of May, and until their successors shall be elected and shall have qualified.

SEC. IV. VACANCY.

If any member of the executive board shall cease to be an owner of record of real property within the territorial limits of the association his or her office as member of the executive board shall become vacant by that act.

SEC. V. MEETINGS OF THE EXECUTIVE BOARD.

1. **WHEN HELD.** The first regular meeting in each year of the executive board shall be held on the day of the annual meeting of the association.
2. **SPECIAL MEETING.** A special meeting of the executive board may be called by the president at any time. The president or clerk must upon the written request of any four members of said board, call a special meeting, to be held within ten days after the receipt of such request.
3. **NOTICE.** The clerk shall serve personally or send through the post office, postage prepaid, at least twenty-four hours before each meeting, regular or special, a notice thereof addressed to each member of the executive board at his or her post office address as it appears upon the books of the association. In case of a special meeting, said notice shall specify the object for which such meeting is called.
4. **QUORUM.** At any meeting of the executive board a duly assembled majority of said board shall constitute a quorum for the transaction of business, and the act of a majority of members present at a meeting at which a quorum is present shall be the act of the executive board; but in the event of a quorum not being present, a less number may adjourn the meeting to some future time not more than ten days later.
5. **ORDER OF BUSINESS.** The order of business at each meeting of the executive board shall be the same as the order of business herein before prescribed for meetings of the members of the associated so far as applicable.
6. **PLACE OF MEETING.** The executive board shall have the power to hold its meetings either within the limits of Middlesex County or Hartford County.
7. **VACANCIES.** The executive board may declare a vacancy upon the failure of an executive board member to attend three consecutive meetings of said board. Any vacancy occurring in the executive board shall be filled by the remaining members

of said board who shall, by a majority vote, elect a successor who shall hold office for the unexpired term.

8. RESIGNATION ETC. OF ENTIRE BOARD. In case the entire executive board shall die or resign or otherwise cease to be members of the executive board any member of the association may call a special meeting of the association in the same manner that the president may call such meetings, and members of the executive board for the unexpired term may be elected at such special meeting in the manner provided for their election at annual meetings.
9. POWERS OF THE EXECUTIVE BOARD. The executive board shall have the care, custody and management of all funds and property of the association and, when assembled according to Law, shall have the right to exercise all the specific and implied rights, powers and privileges granted to it under the provisions of a Special Act 478 of 1929 entitled "An Act Incorporating the Knollwood Beach Association Approved June 18, 1929" and all acts supplementary and amendatory thereto.
10. RIGHT TO KNOW. In compliance with Connecticut General statutes, Chapter 3, Section 1-7, all meetings of administrative and executive boards shall be open to the public when in session.

ARTICLE III Officers

SEC I.

1. OFFICERS AND QUALIFICATIONS. The officers of the association shall be a President, Vice-President, Treasurer and Clerk. No person shall be elected an officer unless he or she shall be a member or the executive board.
2. ELECTIONS OF OFFICERS. The executive board shall, at its first regular meeting in each year, elect by ballot from its members a president, vice-president, treasurer and clerk of said board. They shall also be president, vice-president, treasurer and clerk of the association.
3. TERM OF OFFICE. The officers shall (after the first year) hold office for one year from the day of their election and until their successors shall be duly elected and shall have qualified.

SEC II.

1. REMOVAL OF OFFICERS. Any officer may be removed either with, or without cause and his or her successor appointed at any meeting of the executive board, provided not less than nine members vote in favor of such removal.
2. VACANCIES. In case of a vacancy in any office, it may be filled for the unexpired portion of the term by majority vote of the remainder of the executive board.
3. SALARIES. The president, vice-president, clerk and treasurer shall serve without compensation, except that they shall receive their actual expenses.

SEC.III.

1. PRESIDENT. The president shall preside at all meetings of the executive board.
2. Call to order and act as chairman at all meeting of the members of the association.

3. Order regular and special meetings of the association and executive board in accordance with these by-laws.
4. Appoint and remove, employ and discharge, subject to the approval of the executive board, all servants, agents, employees and clerks of the association other than the vice-president, secretary and treasurer, and fix their compensation and make prompt report thereto to the board.
5. Make and sign all contracts and agreements in the name of the association, when authorized to do so by the executive board, and see that they are properly carried out.
6. See that the books, reports, statements and certificates required by the statutes, under which this association is organized are properly kept, made and filed according to law.
7. Enforce these by-laws.
8. He shall have the general management of the affairs of the association and perform all the duties incident to the position and office subject at all times to the action of the executive board.
9. Report promptly to the executive board all matters within his knowledge, which the interest of the association requires to be brought to their notice.

SEC. IV.

VICE-PRESIDENT. The vice-president shall, during the absence of or disability of the President, do and perform all the duties of the president as set forth in these by-laws or in the act under which this association is organized an (sic) when acting shall have all the powers and be subject to all the responsibilities hereby given or imposed upon such president.

SEC V.

TREASURER. The Treasurer shall:

1. Receive money due or paid the association, have the care and custody of and be responsible for all the funds and securities of the association and deposit all such funds and securities in the name and to the credit of the association in such depositories as the executive board may designate.
2. Make, execute, sign, endorse, and deliver all checks, drafts, bills, warrants and orders for the payment of money, and pay out and dispose of same taking proper vouchers therefore. Whenever the executive board shall have previously authorized the hiring of labor or the purchase of materials or both, the treasurer shall also have the power and right to pay out moneys for such labor or materials furnished, or both.
3. Exhibit at all reasonable times his books and accounts to any member of the executive board.
4. Render a statement of the condition of the of the finances of the association at each meeting of the executive board (if called upon to do so), and a full and official report at the annual meeting of the association.
5. Make no payment for a greater sum than ten dollars, except by check of the association.
6. Keep full and accurate accounts of receipts and disbursements and such other matters usually kept by the treasurer in books belonging to the association and such other books of account as the executive board may require.
7. Arrange outside audit of records at intervals determined by the executive board.

SEC. VI.

TEMPORARY TREASURER. The executive board shall elect a temporary treasurer at its first regular meeting in each year who shall be empowered to act as Treasurer during the absence or incapacity of the treasurer.

SEC. VII .

SECURITY TO BE GIVEN. The treasurer or temporary treasurer (if required by the executive board) shall give to the association such security for the faithful discharge of his duties as the executive board may direct, or such additional security as they any, after the giving of such security, direct.

SEC. VIII.

THE CLERK. The clerk shall:

1. Keep the minutes of the meetings of the executive board and of the association in books belonging to the association
2. Give and serve all notices required either by law or by these by-laws.
3. Be custodian of the records and of the seal and affix the latter when required.
4. Lay before the executive board at their stated meetings all communications addressed to him officially by the president or any officer or any member of the association, or by any other person.
5. Attend to all correspondence and perform all the duties incident to the office of clerk.
6. Report all matters within his knowledge which the interest of the association may require to be brought to the attention of the executive board.
7. Send written notices of the rate of tax and of the amount apportioned to each members of the association within fifteen business days from the laying of such tax.

SEC. IX.

TEMPORARY CLERK. The executive board shall elect a temporary clerk at its first regular meeting each year who shall have the power and be subject to the responsibilities of the Clerk during the absence or incapacity of the Clerk.

SEC. X

HEALTH OFFICER. The executive board shall elect a health officer who shall serve without pay and who, under the direction of the Health Board (the Executive Board constitutes the Health Board), shall have and may exercise all power and authority given by law to, and shall discharge all duties imposed by law upon, health officers of towns in this state, except in relation to contagious diseases.

ARTICLE IV. Miscellaneous

SEC I.

The association, at its annual meeting or at any special meeting called for that purpose, by a majority vote of those present at such meeting, may lay a tax, for the purpose herein specified, of not exceeding seven mills on the dollar of the total value of said real estate as shown by the assessment list prepared by the town of Old Saybrook, and shall appoint a Tax Collector to collect such tax and rate bills shall be made out and warrants may be issued for the collection of money due on such rate bills, pursuant to the provisions of section 1278 of the General Statutes.

SEC. II.

Written notice of the rate of such tax, and of the amount apportioned to each member of the association shall be sent by the tax collector or clerk within fifteen business days from the laying of such tax, and such tax, shall be due and payable within thirty days

from July 1st and, if such tax be not paid when due, it shall bear interest at the maximum rate permitted by state statute from the date when it was so payable. The collector shall have all the power of collectors of town taxes and shall be accountable to the executive board in the same manner as town collectors are accountable to selectmen and shall pay the taxes as soon as collected to the treasurer of the association. Each such tax shall be laid for one year from the time of the laying of such tax and may be collected by suit in the name of said association, or by foreclosure of such lien. Such lien may be continued by certificate to be recorded in the land records of the town of Old Saybrook, pursuant to the provisions of Section 1308 of the General Statutes.

SEC. III.

No contract which shall involve an expenditure of money in excess of five hundred dollars or more in any year shall be made by the executive board unless the same shall be specially authorized by a vote of the association. The executive board shall not, within any year, make contracts or incur obligations which shall, in the aggregate, amount to more than the sum of one thousand dollars, unless the same shall be authorized by a vote of the association; nor is the executive board authorized to borrow money without like authority.

SEC. IV.

The executive board may, by a three-quarters vote of those present at any meeting, abate the taxes assessed as aforesaid upon any such person or persons, causing a proper entry to be made on its records.

SEC.V.

Said executive board shall possess power, when legally assembled, to make, alter, amend, repeal and enforce by-laws, regulations and ordinances, as they shall deem suitable, not inconsistent with the special act under which this association was incorporated or contrary to the laws of this state or the United States to accomplish the object specified in section two and section five of said act.

SEC. VI.

No by-law or ordinance shall take effect or be enforced until the same has been posted for a least eight days on the public signpost of said association; nor shall any by-law or ordinance take effect until fifteen days after its passage. A certificate of the clerk of said association of the due posting of any by-law or ordinance shall be prima facie evident of such posting.

SEC. VII.

Emergency action as determined by the President of The Knollwood Beach Association may be taken by telephone poll, which action may then be ratified at the next regular meeting of the Executive Board.

SEC. VIII.

Executive Board members and officers, zoning board members and officers, appeal board members and officers or persons who serve at the request of the executive board in matters of which the association has an interest, shall be indemnified against liabilities and expenses, including counsel fees reasonably incurred resulting from litigation or threatened litigation in which any of the aforementioned may be involved by reason of any action taken or not taken while performing his or her duties in good faith and in reasonable belief that his or her action was in the best interest of the association.