

**Dunhams Bay Association, Inc.**  
**By-Laws**

Adopted as amended: July 13, 2013

**ARTICLE I**

NAME AND PURPOSE OF ASSOCIATION

SECTION I This Association shall be known as the Dunhams Bay Association, Inc.

SECTION II The purpose of this Association shall be:

To preserve and protect the beauty and purity of this chosen bay on the Queen of American Lakes.

To participate through appropriate means in supporting legislation which will improve the environment of Dunhams Bay and Lake George.

To promote greater economy and efficiency in government as it affects Lake George.

To foster and improve the social and recreational activities of the residents of Dunhams Bay.

**ARTICLE II**

MEMBERSHIP AND DUES

SECTION I The membership of the Association shall consist of:

1. property owners of land contiguous to Dunhams Bay and members of their immediate family; and
2. property owners of land that abuts (shares a common boundary with) land contiguous to Dunhams Bay.

Immediate family is defined as spouse, children, stepchildren, or children-in-law over 18 years of age.

SECTION II Each member of a property owner's family, as defined in Section I, shall have a vote provided the property owners have paid the annual dues. If a property has more than one family as owners, each family must pay dues in order to vote on Association matters.

SECTION III A member may withdraw from the Association by submitting a resignation to the Secretary.

SECTION IV The annual dues for each membership shall be an amount recommended by the Board of Directors and approved at the annual meeting.

SECTION V Any member whose dues are not paid by the date of the Annual meeting shall automatically cease to be a member.

### **ARTICLE III**

#### **GOVERNMENT**

SECTION I The general management of the affairs and policies of the Association shall be vested in the Board of Directors.

SECTION II The officers and directors of the Association shall consist of a President, a Vice-President, a Secretary, a Treasurer, and a Board of seven directors of whom four shall be the President, Vice-President, Secretary, and Treasurer. The immediate past President shall automatically be a member of the Board of Directors for a term of one year.

SECTION III The President shall be the chairman of the Board of Directors. The President shall be a member, ex officio, of all committees except the nominating committee.

### **ARTICLE IV**

#### **ELECTION OF OFFICERS**

SECTION I The officers and directors of the Association shall be elected at the Annual meeting by those entitled to vote, and the candidate receiving a majority of the votes cast shall be declared elected. All candidates must be members of the Association.

SECTION II If a vacancy occurs among the officers or in the Board of Directors of the Association, such vacancy shall be filled for the unexpired term by the Board of Directors.

### **ARTICLE V**

#### **DUTIES OF THE OFFICERS**

SECTION I The President shall preside at all meetings of the members of the Association and of the Board of Directors and shall appoint with the consent of the Board of Directors such committees as the President or the Board of Directors shall consider expedient or necessary.

SECTION II In the absence of the President, the Vice-President shall perform the duties of the President, and in the absence of both President and Vice-President, the Secretary shall preside and assume the duties of the President.

SECTION III The secretary shall keep minutes of all meetings of the Association and of the Board of Directors and shall send such minutes to the members, as well as all notices for meeting of the Association, or the Board of Directors.

SECTION IV The Treasurer shall have charge of all receipts and monies of the Association, deposit same in the name of the Association, and shall disburse said funds as ordered or authorized by the Board of Directors. The Treasurer shall keep regular accounts of receipts and disbursements and shall submit said records when requested and give an itemized statement of same at the Annual meeting of the Association. The Treasurer shall sign checks and withdrawal slips on behalf of the Association upon any and all of its bank accounts. All checks may be signed by either the President or the Secretary alone.

## **ARTICLE VI**

### **DUTIES AND POWERS OF THE BOARD OF DIRECTORS**

SECTION I The Board of Directors shall have control of the property and affairs of the Association and shall initiate its policies. They shall have power to hold meetings, appoint committees, authorize proper expenditures, and take all necessary and proper steps to carry out the purpose of this Association and promote its best interest.

SECTION II All public statements as to the policy and activities of the Association or any committee thereof must originate with the Board of Directors and must be released by the President.

## **ARTICLE VII**

### **COMMITTEES**

SECTION I Committee on Nominations: The Board of Directors shall appoint a Nominating Committee of five members, none of whom shall be a member of the Board, whose duty it shall be to nominate candidates for officers and directors to be elected at the Annual meeting. The Nominating Committee shall notify the Secretary, in writing, at least thirty days before the date of the annual meeting, of the names of such candidates, except and the Secretary, as here in otherwise provided, shall mail a copy thereof to the last recorded address of each member simultaneously with the notice of the meeting.

SECTION II Candidates may also be nominated by being proposed and seconded during the course of the Annual meeting.

## **ARTICLE VIII**

### **MEETINGS**

- SECTION I** Annual meeting: There shall be an Annual meeting of the Association in the month of July or August each year for receiving the annual reports of the officers, directors, and committees, election of officers and members of the Board of Directors, and the transaction of other business. Notice of such meeting, signed by the secretary, shall be sent to the last recorded address of each member, at least twenty days before the time appointed for the meeting. All notices of meeting shall set forth the place, date, time, and purpose of the meeting.
- SECTION II** Special meetings: Special meetings of the Association shall be called by the Board of Directors at its discretion. Upon the written request of ten members of the Association, the Board of Directors shall call a special meeting to consider a specific subject. Notice for any special meeting is to be given in the same manner as for the annual meeting. No business other than that specified in the notice of the meeting shall be transacted at any special meeting of the members of the Association.
- SECTION III** Quorum: Quorum for any meeting shall consist of those members present, but not less than twenty percent of the membership, at least one of whom shall be an officer who is eligible to preside.
- SECTION IV** Voting: Each fully paid membership shall be entitled to one vote. Except as otherwise provided by-law, all action shall be decided by a majority vote of the Members present or by proxy.
- SECTION V** Order of business: The order of business shall be as follows at the Annual meeting of the Association:

1. Reading of the minutes
2. Report of officers
3. Report of committees
4. Report of Nominating Committee
5. Election of officers
6. Unfinished business
7. New business

## **ARTICLE IX**

### **AMENDMENTS**

- SECTION I** These By-Laws may be amended by two-thirds vote of the members eligible to vote at the Annual or Special meeting of the Association, provided notice of the proposed amendment has been stated in the call for the meeting.

**ARTICLE X**

**PARLIAMENTARY PROCEDURE**

**SECTION I** Robert's Rules of Order shall govern parliamentary procedure of this Association.