

# **Lake Wallkill Community, Inc.**

## **By - Laws**

**REVISED : December 2000**

**These By-Laws become effective February 1, 2001 if approved in  
accordance with Article XI, Section 2**

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## **ARTICLE I. - NAME**

The name of this organization is LAKE WALLKILL COMMUNITY, INC. hereinafter sometimes referred to as the "Community"

## **ARTICLE II. - PURPOSES AND OBJECTIVES**

The purposes for which it is formed are: to acquire, hold, own and provide for the care, maintenance and control of the roads, parks, dams, beaches, lakes and waters and streams connected therewith, docks, piers, pavilions, club houses, buildings and other structures, tennis courts, and other grounds used for recreation and sports, boating, swimming, fishing, and the potable water supply of the Community and of all the property used in common by the owners; to formulate rules and regulations for the use of properties enumerated above; to perpetuate the standard and tone of the community; to provide and maintain adequate systems of administration, fire protection, policing, garbage and sewerage disposal for the properties enumerated above and also for the properties of the Members of the Community; to promote sociability, good fellowship among the Members, health, welfare, morals, pleasure, recreation, indoor and outdoor sports, entertainments, athletic contests and to provide suitable trophies and prizes for contestants; to guard against discord, annoyance, disorder, interloping, disturbance and trespassing and to furnish the Members with Community and other facilities for the enjoyment of the properties enumerated above.

### ARTICLE III. - MEMBERSHIP

Section 1. Each property owner and his immediate family, tenants and lessees are Members of the Community. Membership is automatically granted and the obligation to pay dues and assessments are effective upon legal conveyance of title to a property.

Section 2. Membership privileges of the Community shall be limited to individuals only, except that no more than two persons from any Corporation, Partnership, Association, Fraternal Organization or similar body shall be entitled to Membership privileges.

Section 3. The relatives of the immediate family of Members residing in the same residence shall also be Members.

Section 4. Guest privileges may be granted by the Management Committee subject to such fees as may be fixed by them.

Section 5. Membership in the Community is not transferable.

Section 6. A Member in good standing is one who:

- A. Has completed and filed a Membership data form with the Secretary of the Community,
- B. Has paid to the Community, all past and present dues, assessments, transfer fee and such other fees as may be set and determined by the Management Committee.

C. Complies with the By-Laws and the Rules and Regulations adopted by the Community.

Members in good standing shall be afforded all the privileges of Membership. Members who are not in good standing shall not be afforded any of the privileges of Membership who are in good standing.

Members who own unimproved property are not entitled to any of the privileges of Membership. For these owners to obtain Membership privileges they must pay all outstanding unimproved property dues, assessments and transfer fee. In addition, they would be required to pay improved property dues.

Section 7. Membership privileges will not be granted on resale of property until all Community dues, assessments and transfer fee in arrears are paid in full.

Section 8. Membership shall be granted automatically to a new owner upon proof of conveyance of title to property in Lake Wallkill satisfactory to the Membership committee. The effective date of the Membership of such new owner shall coincide with the effective date of the acquisition of title, and Membership shall continue for the entire duration of ownership. A new Member shall complete a Membership data form and file it with the Secretary at the time proof of conveyance of title is presented. Any failure or delay in presenting proof of conveyance of title or filing the membership data form shall not be deemed to relieve such new owner from the obligation of paying dues, assessments and transfer fee from the time the same shall have become due.

#### **ARTICLE IV. - OFFICERS, TRUSTEES AND DISTRICT REPRESENTATIVES**

Section 1. The Officers of the Community shall be a President, six Vice-Presidents, a Secretary and a Treasurer.

Section 2. The Board of Trustees shall consist of five Members.

Section 3. There shall be ten District Representatives one from each of the ten geographical districts in Lake Wallkill.

Section 4. The Officers and Trustees shall be elected by a majority vote of the Management Committee. The District Representatives shall be elected as described in Article XII.

Section 5. The Management Committee shall consist of nine Officers, five Trustees and ten District Representatives.

Section 6. The Chairman of the Board of Trustees shall appoint an Officer or Trustee as the Chairman of the Nominating Committee, each year. Such Chairman shall appoint a minimum of five (5) Members in good standing to this committee. The duty of the Chairman of the Nominating Committee shall be to oversee the District Representative Election, and with his entire committee if available but not less than three people will count the ballots received. They will then post the names of the elected candidates on the bulletin board.

The Chairman and his committee shall be responsible to provide the Management Committee with nominations to fill vacancies for the position of Officer, or Trustee, as provided for in this section.

The Chairman and his committee shall obtain the agreement of each member of the Management Committee that they accept the responsibility to continue in office, for the next year.

The Chairman will then announce the recommendations of his committee for the vacant positions of Officers and Trustees which shall be voted on by the Management Committee at the meeting scheduled for this purpose.

Candidates for the position of Officers or Trustees shall have been Members in good standing for each of the three years, immediately preceding their nomination.

Candidates for the position of Treasurer shall have had experience in the field of accounting.

Section 7. Should a member of the Management Committee resign, become disabled or otherwise be unable to serve, the Management Committee shall select a replacement based on the recommendations of the Nominating Committee to fill the position on the Management Committee, however, the President shall have the authority to assign specific duties as provided for in Article VII, Section 6.

Section 8. It is the duty of the Officers, Trustees and District Representatives to attend all duly convened meetings. An Officer, Trustee or District Representative who absents himself or herself from attendance at three consecutive duly convened meetings within the fiscal year without just cause, shall be subject to removal from office; and the Management Committee shall notify the Officer, Trustee or District Representative in writing that a removal hearing will be conducted pursuant to this section because of such Officer's, Trustee's or District Representative's absenteeism. If upon inquiry and hearing, the Management Committee is convinced that no just

cause existed for the absenteeism, the Officer, Trustee or District Representative may be removed from office by a two-thirds vote of the Management Committee. Such Management Committee member so removed shall be replaced in accordance with the provisions of Article IV Section 7.

## **ARTICLE V. - ANNUAL MEETING**

Section 1. The Annual Meeting shall be called by the President and shall be held on the first Friday evening after July 4<sup>th</sup>, or as otherwise announced by the President in writing with fourteen (14) days' notice to the Members of the time and place of said meeting. The meeting shall be held at a place and time convenient to a majority of the Members and may be adjourned by a majority of those present. Only Members in good standing may be present and entitled to vote.

A quorum shall consist of ten percent (10%) of Members in good standing.

Section 2. At this meeting the order of business shall be:

- a. Minutes of previous annual meeting.
- b. Reports of Management Committee.
- c. Old business.
- d. New business.
- e. Public questions or comments (Open to Members in good standing).

Section 3. If no quorum shall be present at the annual meeting, the meeting shall be



adjourned to a time and place convenient to a majority of those present until a quorum can be present.

## **ARTICLE VI - COMMUNITY FUNDS**

Section 1. In order that the objectives of this Community may be fulfilled and that the expense for maintaining the Community shall be equitably distributed, all property owners having residences at Lake Wallkill shall be assessed equally for capital improvement charges with normal dues and all assessments, on an annual basis, for each property, and all property owners owning unimproved lots shall be assessed equally, for capital improvement charges associated with normal dues bills and all assessments on an annual basis, for each lot. Any change to this procedure requires that two-thirds (2/3) of the votes cast by Members approve such change.

It is understood that all funds for special committees, like the Ladies of the Lake, Swim Team, Team Canteen or any other committee as shall be formed from time to time, should be handled exactly the same as Community funds. All proceeds should be deposited with the appropriate party at the office, deposited in the manner described in Section 4 below. All payments for expenses incurred should be processed through our bookkeeper and Treasurer with the appropriate checks being issued. Monthly, each committee shall be provided with the balance each committee has on their respective accounts.

Section 2. Community funds shall be used only for the objectives and purposes of the Community, and only in such manner as shall be approved by the Management Committee.

Section 3. The President, Treasurer, Secretary and any others handling Community funds shall be bonded.

Section 4. All Community funds shall first be deposited in one or more checking accounts with banks insured by the Federal Deposit Insurance Corporation. Available Community funds may be transferred from the checking accounts by the Treasurer and invested in federally insured Savings Accounts or Certificates of Deposit or in U.S. Treasury Bonds, Notes and Bills.

Section 5. No Trustee , Officer or District Representative shall be paid a salary, compensation or benefit for his services.

Section 6. Employees necessary for the operation of the Community shall be paid on a salary or hourly basis as provided for in the yearly budget approved by the Management Committee.

## **ARTICLE VII - DUTIES OF OFFICERS, TRUSTEES AND DISTRICT REPRESENTATIVES**

Section 1. The President, or in his absence such other properly designated Officer (See Article VII, Section 5) shall convene and preside over all official meetings of the Management Committee and meetings of the membership.

Section 2. The President shall be responsible for the administration and direction of all Community affairs, subject at all times, however, to the By-Laws and to such policies as may be adopted by the Management Committee.

Section 3. The President and the Secretary shall sign all written contracts and written obligations and documents of the Community which have been authorized by proper vote of the Management Committee.

Section 4. The President shall appoint all committee chairmen except for the chairman of the Nominating Committee as shall be deemed necessary and shall act as ex-officio member of every such committee appointed by him. Said chairmen shall be approved by the Management Committee.

Section 5. The designated officer, in the absence of the President, shall take his place and perform those duties ascribed to the President.

Section 6. The Officers shall perform such administrative duties as may be delegated by the President.

Section 7. The Secretary shall be custodian of all records and corporate seal of the Community; shall be responsible for the issuance of the minutes of all official meetings; shall conduct and carry on all correspondence at the direction of the President; and shall perform such other duties as may be delegated by the President.

Section 8. The Treasurer shall be responsible for all of the financial records of the Community; shall issue all checks to cover disbursements of the Community, in accordance with these By-Laws; shall make all payments, as may be required by law, to Federal and State governments covering the employment of Community personnel; shall prepare and deliver financial reports, including trial balances, at each official meeting of the Management Committee as well as at the Annual Meeting; shall provide a proposed budget for approval by the Management Committee; shall present the Community books for accounting review in March of each year; and shall perform such other duties involving the disposition of Community Funds as directed by the President and as authorized by the Management Committee.

Section 9. The District Representatives shall be responsible to represent the Members in their respective districts. Inquiries, suggestions and complaints from Members in their districts should be communicated by the District Representative to the Management Committee. The District Representative shall also be responsible for continually ascertaining the needs and priorities of his/her geographic district.

Section 10. The Management Committee is the legislative and policy making body of the Community.

Section 11. The Board of Trustees shall elect a Chairman and Vice Chairman. It will be their responsibility to provide the guidance relating to reasons for past policy, and assist in formulating future policy for ultimate vote by the Management Committee.

The Trustees shall conduct meetings of its Members as necessary or at the request of the President concerning a specific matter.

Section 12. A quorum of the Management Committee shall consist of 13 Members.

## **ARTICLE VIII - MEMBERSHIP CARDS AND BADGES**

Section 1. Upon payment of dues and assessments, Members in good standing will be issued one Membership card per family or co-ownership. Also a quantity of Club Badges will be issued (number to be specified by the Management Committee). Extra badges will be issued at a nominal charge. Badges must be carried on the person in accordance with the Rules and Regulations.

## **ARTICLE IX - MEETINGS**

Section 1. Fourteen (14) days' notice shall be given to Officers, District Representatives and Trustees for all meetings of the Management Committee. Notices shall include any pertinent information and shall be sent to each Members' address appearing on the books of the Community.

Section 2. All meetings of the Community shall be conducted in accordance with Roberts' Rules of Order.

## **ARTICLE X - COMMUNITY PROPERTY**

Section 1. No Community real estate shall be purchased, sold, mortgaged, exchanged or otherwise disposed of, nor shall any buildings, or additions thereto, be constructed or demolished unless the Management Committee shall adopt a resolution authorizing the Officers to effect such purchase, sale, mortgage, exchange, disposal, construction or demolition and such resolution is approved by the affirmative vote of not less than two-thirds (2/3) of the votes cast by Members in good standing providing the Deed(s) does not have any provisions restricting such activities. All proceeds from a sale shall be deposited in the Capital Improvement Fund for use as deemed necessary.

Section 2. Capital Improvements shall be at the discretion of the Management Committee for all expenditures required by statute or administrative agency, as well as expenditures required for general maintenance or any other expense for the advancement of the purposes of the community, as enumerated in Article I.

Any other Capital Improvement, which exceeds five percent (5%) of the annual budget and is deemed a discretionary expense by the Management Committee, shall be submitted first to the Management Committee and if approved by a majority vote of the Management Committee, shall be submitted to members in good standing. The expense will be approved by the affirmative vote of not less than two-thirds of the votes cast by Members in good standing.

## **ARTICLE XI - AMENDMENTS TO BY-LAWS**

Section 1. The By-Laws of the Community may be amended, supplemented or repealed by approval of two-thirds (2/3) of the votes cast by Members in good standing, provided that such proposed amendment, supplement or repeal shall have been first submitted to

the Management Committee and approved by a majority vote of the Management Committee, and provided also that a copy of such amendment, supplement or repeal, and a ballot shall have been mailed to each owner as described in Article XII, Section 3 for consideration at least fourteen days prior to the return date requested .

Section 2. Notwithstanding Section 1 of this Article, the initial submission of these By-Laws to the Members for approval shall be considered approved by a majority vote of the ballots cast, during the month of January, 2001.

## **ARTICLE XII - ELECTION OF DISTRICT REPRESENTATIVES**

Section 1. Elections shall be conducted under the direction of the Chairman of the Nominating Committee.

Section 2. The Nominating Committee shall consist of the Chairman and a minimum of five (5) Members in good standing selected by the Chairman as provided for in Article IV, Section 6. No member of the immediate family of a candidate running for District Representative shall sit on this Committee.

Section 3. Each family or co-owner which has no outstanding improved property dues, is entitled to one vote.

Section 4. The District Representatives shall be elected from the district in which they live, by receiving the most votes cast by the Members in good standing within their districts. The

term of office for a District Representative shall be two years, commencing on July 1st. The election for odd-numbered districts shall take place in odd-numbered years, while elections for even-numbered districts shall take place in even-numbered years.

The voting for District Representatives shall be conducted by mail with returns due on March 1<sup>st</sup> of each year for the appropriate districts.

Candidates for District Representative must submit a resume to the Nominating Committee Chairman by Labor Day of the year preceeding the election. These resumes will be submitted with a ballot and included in the dues bill mailout which occurs approximately January 15<sup>th</sup> each year.

The results of the election shall be posted on the Community bulletin board, and the term of office shall commence July 1<sup>st</sup>.

However, in the year 2001 only, the provisions of this Section 4 of Article XII pertaining to the date a candidate for an odd-numbered district must submit a resume is changed from Labor Day 2000 to November 26, 2000. Ballots for this election will be mailed upon approval of these proposed By-Laws, and must be returned by March 1, 2001.

As vacancies for the position of Officer or Trustee become available, a minimum of 50% of such vacancies shall be filled from the elected District Representative ranks, by a majority vote of the Management Committee.

### **ARTICLE XIII - BOATS, VEHICLES AND MECHANICAL DEVICES**

Section 1. Boats, vehicles and mechanical devices powered by combustion engines of any type are not permitted on Lake Wallkill unless needed for rescue, safety, maintenance or as



authorized by the Management Committee.

## **ARTICLE XIV - COMMITTEES**

Section 1. The Community shall maintain such standing committees as shall be determined by the President, from time to time, and committee chairmen shall be appointed as per the provisions of Article VII, Section 4 and Article IV, Section 6.

## **ARTICLE XV - PROPERTY COVENANTS**

Section 1. No trade or business of any kind or description shall be carried on, on the Members' premises or any part thereof, by the Member or by any person or persons by his or their procurement, authority or consent, which would require outside traffic to a Member's residence or have a sign on the property, identifying such business.

Section 2. The Member will not engage in any business enterprise, directly or indirectly, including the keeping of a hotel, boarding house or restaurant, or in the hire, sale or exchange or keeping for such purpose of any goods, wares or merchandise whatsoever upon said property, or will not keep and maintain boats and canoes for hire.

Section 3. The Member's premises shall be occupied and used by the Member for private residential purposes only and not otherwise and there shall be erected thereon only a private residence for the use of one family.

Section 4. No building shall be erected or maintained on the Member's premises unless it conforms to the Vernon Township Land Development Subcode.

Section 5. No dwelling shall be erected on any plot having less than the size stated in the Vernon Township Land Development Subcode.

Section 6. All properties must be equipped with septic tanks and/or cesspools, which must be approved, together with the location of the same, by the Vernon Township Board of Health. All toilets must be within the dwelling and there shall be no out buildings for toilet purposes.

Section 7. No boat houses, or docks shall be erected, except with the approval of the Management Committee.

Section 8. No excavation shall be made on the premises, except for the purpose of building thereon, and at the time when building operations are commenced, and no earth or sand shall be removed from the said premises except as part of such excavation.

Section 9. The Member will not use said premises for camping or will not permit any person or persons to maintain a tent camp upon said lands at any time.

Section 10. No stable for livestock shall be erected or maintained on the Member's premises by the Member, and no livestock or fowl shall be kept on any part of the property.

Section 11. The Member's premises shall be kept free from any nuisance, and from any object or condition otherwise offensive to the neighborhood, or dangerous to the health of the community.

Section 12. Notwithstanding anything stated above, all such construction work or use shall be in conformance with all Township of Vernon ordinances.

Section 13. The provisions of these By-Laws pertain to all properties within the filed maps of Lake Wallkill.

#### **ARTICLE XVI - RULES AND REGULATIONS**

Section 1. The Rules and Regulations must not conflict or take precedence over these By-Laws.

Section 2. Rules and Regulations may be modified, amended or changed by a two-third vote of the Management Committee.

#### **ARTICLE XVII - FISCAL YEAR**

The fiscal year of the Community shall commence on the first day of January of each year.

**ARTICLE XVIII - INDEMNIFICATION OF TRUSTEES, OFFICERS AND  
DISTRICT REPRESENTATIVES**

Section 1.     Definitions.     As used in this Article:

- A.     'Corporate agent' means any person who is or was a Trustee, District Representative or Officer of the Corporation;
- B.     'Expenses' means reasonable costs, disbursements and counsel fees;
- C.     'Liabilities' means amounts paid or incurred in satisfaction of settlements, judgements, fines and penalties; and
- D.     'Proceeding' means any pending, threatened or completed civil, criminal, administrative or arbitative action, suit or proceeding, and any appeal therein, and any inquiry or investigation which could lead to such action, suit or proceeding.

Section 2.     Indemnification.     The Corporation shall indemnify a corporate agent against his expenses and liabilities in connection with any proceeding involving the corporate agent because the agent is or was a corporate agent, other than a proceeding by or in the right of the Corporation, if

- A.     Such corporate agent acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interests of the Corporation; and

- B. With respect to any criminal proceeding, such corporate agent had no reasonable cause to believe his conduct was unlawful.

Section 3. Advancement of Expenses. Expenses incurred by a corporate agent in connection with a proceeding shall be paid by the Corporation in advance of the final disposition of the proceeding, as authorized by the Management Committee, upon receipt of an undertaking by or on behalf of the corporate agent to repay such amount unless it shall ultimately be determined that he is entitled to be indemnified by the Corporation.

Section 4. Other Rights. The indemnification and advancement of expenses provided by or granted pursuant to this Article shall not exclude any other rights to which a corporate agent may be entitled under the Corporation's Certificate of Incorporation or By-Laws, any agreement, a vote of the Management Committee or Members, or otherwise; provided that no indemnification shall be made to or on behalf of a corporate agent if a judgement or other final adjudication adverse to the corporate agent establishes that his acts or omissions:

- A. Were in breach of his duty of loyalty to the Corporation or its Members;
- B. Were not in good faith or involved a knowing violation of the law;  
or
- C. Resulted in receipt by the corporate agent of an improper personal benefit.

Section 5. Insurance. The Management Committee may purchase and maintain

insurance on behalf of any corporate agent against any expense incurred in any proceeding and any liabilities asserted against him by reason of his being or having been a corporate agent, whether or not the Corporation would have the power to indemnify him against such expenses and liabilities under the provisions of this Article.

**Definition of the Ten (10) Geographic Districts By Lot and Block Numbers as Shown on  
the Township of Vernon Tax Maps for Lake Wallkill Properties:**

**DISTRICT I**

Block 124.09	ALL LOTS
124.08	ALL LOTS
124.07	ALL LOTS
124.06	ALL LOTS
124.05	ALL LOTS
124.03	LOTS 4 - 12

**DISTRICT II**

Block 124.01	LOT 1
124.03	LOTS 1-3
124.02	ALL LOTS
124.16	ALL LOTS
124.12	ALL LOTS

**DISTRICT III**

Block 124.17	ALL LOTS
124.18	ALL LOTS
124.19	ALL LOTS
124.20	ALL LOTS
124.21	ALL LOTS
124.15	LOTS 1-21
124.15	LOTS 37-38

**DISTRICT IV**

Block 124.13	ALL LOTS
124.14	ALL LOTS
124.15	LOTS 22-35



**DISTRICT V**

Block 124.11	LOTS 8-11
126.10	ALL LOTS
126.09	ALL LOTS
126.08	ALL LOTS
126.07	ALL LOTS
126.06	ALL LOTS
126.11	LOTS 29-49

**DISTRICT VI**

Block 126.05	ALL LOTS
126.04	ALL LOTS
126.12	ALL LOTS
126.11	LOTS 1-28

**DISTRICT VII**

Block 124.10	ALL LOTS
124.11	LOTS 2 - 5
126.01	ALL LOTS
126.02	ALL LOTS
126.03	ALL LOTS
126.20	ALL LOTS
126.21	ALL LOTS

**DISTRICT VIII**

Block 126.19	ALL LOTS
126.17	ALL LOTS
126.16	ALL LOTS

**DISTRICT IX**

Block 126.15	ALL LOTS
127.01	ALL LOTS
127.02	ALL LOTS
127.03	LOTS 1-32

**DISTRICT X**

Block 126.18	ALL LOTS
126.14	ALL LOTS
126.13	ALL LOTS
127.03	LOTS 33-37
127.04	ALL LOTS
127.06	ALL LOTS
127.07	ALL LOTS