

## **CONSTITUTION & BYLAWS**

**of the Eagle Lake Properties Owners Inc.**

Organized September 13, 1907 at Eagle Lake, New York

(The *Constitution & Bylaws* was unanimously adopted on August 21, 1908)

Incorporated April 9, 1993

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# CONSTITUTION

We, as property owners on Eagle Lake, Essex County, New York, desire hereby to organize ourselves, our associates and successors into an Association for the purposes and objects set forth as follows:

- 1st** For the protection of the mutual interests and property of the members.
- 2nd** For the re-stocking of Eagle Lake from hatcheries.
- 3rd** For the regulation and control of a uniform water-level in Eagle Lake.
- 4th** For the prevention of the pollution of the water in Eagle Lake.
- 5th** For the protection of spawning beds in Eagle Lake.
- 6th** For the maintenance of a wire fish-way dam at the outlet of Eagle Lake and the control of same to prevent the migration of fishing the springtime.
- 7th** And for such other objects and purposes as may from time to time be determined upon by the members of the Association for protecting the mutual interests and property of the members, and we do hereby adopt the following Bylaws and adopt as the name for this Association the "Eagle Lake Properties Owners Incorporated."

## BYLAWS

### Article I - Membership

#### **Section 1** *Voting Member*

Any person who may be the owner of either improved or unimproved land which borders or fronts on Eagle Lake or who owns land directly adjacent or continuous to any land bordering or fronting on Eagle Lake and who shall be elected in a manner prescribed in these Bylaws and agree to these Bylaws and pay the requisite fees, dues or assessments as prescribed in these Bylaws, shall be known as a voting member of this Association, with voting privileges.

#### **Section 2** *Social Member*

Any person who is not the owner of either improved or unimproved land which borders or fronts on Eagle Lake or who owns land directly adjacent or continuous to any land bordering or fronting on Eagle Lake and who shall be elected in a manner prescribed in these Bylaws and agree to these Bylaws and pay the requisite fees, dues or assessments as prescribed in these Bylaws, shall be known as a social member of this Association, with no voting privileges.

### Article II - Fiscal Year of the Association

**Section 1** The fiscal year of this Association shall commence on July 1 and end on June 30th of each year. The annual meeting to be held during month of July.

### Article III - Election of Officers

**Section 1** The election of officers shall be held at the annual meeting of the Association.

**Section 2** All elections shall be held by secret ballot except when there is no contest, at which time a voice veto is acceptable.

**Section 3** The following officers shall be annually elected, namely, one President, one Vice President, one Secretary, and one Treasurer. The President shall be an ex-officio member of all committees.

# **Article IV - Duties of Officers**

## ***Section 1 Duties of President***

When present, the President shall preside at all meetings, the President shall be an ex-officio member of all committees. The President may require any motion to be reduced to writing before taking a vote thereon and the President shall state every motion, amendment or substitute before submitting either to a vote of the members. Except for the Nominating and Executive Committees, The President shall appoint annually from among the members, all committee chairpersons and shall have the appointive power of any and all committees that may be necessary. The President, at the annual meeting, shall ask for three volunteers to staff the Nominating Committee. The President shall exercise a general supervision over the affairs and business of the Association and preserve order during the meetings. At the annual meeting the President shall make a brief report or deliver an address on the progress, results attained, and future prospects of the Association. All warrants authorized to be drawn on the Depository shall be signed by the President together with the Treasurer and the President shall call meetings as set forth in ARTICLE VIII Sections 1 & 2.

## ***Section 2 Duties of Vice President***

In the absence of the President, the Vice President shall act as President and while so acting shall be vested with the authority conferred upon the President.

## ***Section 3 Duties of Secretary***

The Secretary shall conduct and have charge of the correspondence of the Association and shall preserve all the original letters received by the Secretary and keep memoranda or copies of all letters written by themselves. The Secretary shall keep a true and faithful copy or record, in a book provided for that purpose, of all the proceedings of the meetings of the Association, including the reports of committees & officers, and shall file and preserve these reports in suitable order. The Secretary shall as far as possible, state in the minutes of the meetings, the names of the members present. The Secretary shall be allowed such reasonable compensation for their services as may be fixed by a majority vote of the members, which shall be paid quarterly on a warrant countersigned by the President.

## ***Section 4 Duties of Treasurer***

The Treasurer shall receive and receipt for fees, dues, assessments and other moneys accruing to the Association and shall deposit same as directed in the Bylaws. The Treasurer shall issue the calls of all the meetings of the Association and notify the officers, members and committees of their election or appointment. The Treasurer shall receive and receipt Association shall notify the President when no funds are in the Treasury or Depository to the credit of the Association and no warrant shall be drawn on either the Treasury or Depository unless there is money on deposit sufficient to pay out. The Treasurer shall be the custodian of the Association's books, records, documents, papers, seals, funds, etc., etc.. The Treasurer shall solicit the members to pay their dues, fees, assessments, and report to the meeting of the Association the names of the delinquent members. The Treasurer shall be allowed such reasonable compensation for their services as may be fixed by a majority vote of the members, which shall be paid quarterly on a warrant countersigned by the President. The Treasurer shall, before entering upon the duties of this office, execute unto the Association a bond in the penal sum of two hundred & fifty dollars (\$250.00) with one or more solvent sureties conditioned for the true and faithful performance of all their duties as Treasurer, which bond shall be subject to the approval of the Advisory Committee. All sums in their hands as treasurer, in excess of two hundred dollars (\$200.00) they shall deposit in the Association's Depository as hereinafter named and such deposit shall operate as a release pro tanto from liability on their bond. The Treasurer shall report, at the annual meeting, the state of his account, a

classified statement of all receipts and a detailed list of all expenditures and disbursements incurred during the year. The Treasurer shall keep all receipts and vouchers on file and draw no checks on the Depository unless the warrants are authorized to be drawn, by the Association or President. The Treasurer shall perform such other duties as the Association may from time to time require by resolution. At the expiration of their term of office or at any time, upon the request of the President, all moneys, funds, accounts, books, records, documents, papers, vouchers, etc., that may be in their possession, they shall deliver to their successor or upon demand, to the Association.]

**Section 5 Depository**

The Albany Savings Bank of Ticonderoga, New York is hereby designated and named as the Depository of this Association. Said Depository shall receive from the Treasurer any money offered by the Treasurer and furnished deposit book and statement therein of each deposit. The Depository shall pay out of said deposits only warrants or checks drawn on it when signed by the President and counter-signed by the Treasurer.

**Section 6 Term of Office**

All officers shall hold over in office until their successors have been chosen and qualified.

## **Article V - Committees & their Duties**

There are to be seven (7) standing Committees. These Committees are the Executive, Membership, Nominating, Water Level, Fish Stocking, Education, and Weed & Pollution Control Committees. The members of each Committee shall be elected as set forth in ARTICLE IV Section 1. A majority present at a meeting shall constitute a quorum.

**Section 1 Executive Committee**

The Executive Committee shall be made up of the ELPOA Officers, the Standing Committee Chairperson's and two additional individuals who are former officers and/or committee chairpersons, and the immediate past president. A Secretary, to record the minutes of the meetings, shall be elected from among the Executive Committee members. The current ELPOA President shall serve as chairperson for the Executive Committee.

*I. Powers and Duties*

Their powers and duties necessary for the administration and operation of the ELPOA. Such powers and duties shall include, but not limited to, the following:

To carry out the purpose and objectives of the ELPOA as stated in the Constitution.

To solicit, collect, and/or otherwise raise money or other property and distribute same as may be deemed best, for the expenses of operation and for the care and preservation of the quality of Eagle Lake's waters.

To propose and recommend changes to the By-Laws relating to the activities of the Association, the conduct of its affairs, its rights or powers or the rights or powers of its members, officers, or Executive Committee members.

To transact of any and all necessary business of the ELPOA outside the Annual Business Meeting, as needed.

To report its findings to the membership and make recommendations to be acted upon by the membership, at the next available meeting.

To establish long-range goals and yearly objectives for the effective operation of the ELPOA.

To evaluate, on a continuing basis, the needs of the membership.

To assess the progress of the ELPOA and develop plans for the future.

*II. Limitations on Exercise of Power and Duties:*

A majority of a quorum of the membership present at a meeting of the Executive Committee must vote to exercise powers set forth in ARTICLE V, Section 1.1.

*III. Terms of Office*

The term of office of the members of the Executive Committee shall correspond with their term as officer and/or committee chairpersons. Those individuals shall be nominated by the President and elected annually by a quorum at the Executive Committee's Annual Meeting. The immediate past president shall serve for two (2) years.

*IV. Removal of Members of the Executive Committee*

At any meeting of the Executive Committee, any one or more of the members of the Committee may be removed by a majority vote of all Executive Committee members. A successor shall be appointed in the usual manner.

*V. Vacancies*

Vacancies in the Executive Committee, other than those positions which are nominated by the president, shall be filled by a vote of a quorum of the remaining members of the Executive Committee as soon as possible. Each person, so elected or appointed, shall be a member of the Committee until the next ELPOA Annual Meeting.

*VIa. Annual Meeting*

The Executive Committee Annual Meeting shall take place up to 48 hours before the ELPOA Annual Meeting.

*VIb. Regular Meetings*

Dates for regular meetings of the Executive Committee for the coming year shall be determined at the Executive Committee Annual Meeting. The annual schedule shall be provided in writing to each committee member.

*VIc. Special Meetings*

Special meetings of the Executive Committee may be called by the President or any three (3) members of the Executive Committee on (to be decided) days notice to each member of the Executive Committee, given by telephone or written letter, which notice shall state the time, place, and purpose of the meeting. And in situations where deemed appropriate, such as during "off season", a pre-recorded phone message or typed letter could be used in place of a "meeting" to disseminate information and request a corresponding vote and/or follow-up discussion.

*VII. Quorum of the Executive Committee*

At all meetings of the Executive Committee, 9 of the total number of Executive Committee persons shall constitute a quorum for the transaction of business. The votes of the majority of a quorum present shall constitute the decision of the Executive Committee. If at any meeting of the Executive Committee there shall be less than a quorum present, a majority of those present may adjourn the meeting.

*VIII. Standing Committees*

The Executive Committee may, by resolution, create such other committees as it shall deem appropriate. Such committees shall have such powers and authority as the Executive Committee shall vest therein.

*IX. Contingency Fund*

A contingency fund should be established in the amount of \$500.00 to allow the Executive Committee latitude to cover everyday business.

**Section 2 Membership Committee**

The Membership Committee shall consist of at least three (3) members. Duties of this Committee shall be:

Soliciting of new members.

Maintain an up-to-date membership listing with each member's Winter and Summer addresses.

Maintain an accurate account of each members dues payment status.

**Section 3 Nominating Committee**

The Nominating Committee shall consist of at least three (3) members. Duties of this Committee shall be:

To select candidates for the various offices and present them to the membership for their consideration at the Association's Annual Meeting. All candidates must be eligible to hold office in accordance with ARTICLE I Section 1.

**Section 4 Water Level Committee**

The Water Level Committee shall consist of at least three (3) members. This Committee is responsible for:

Maintaining the lake level between plus 1 and minus 2 on gauge located on the bridge.

Take appropriate steps to lower the lake level to minus on the gauge in late Fall to minimize damage to docks and boathouses from ice buildup.

Apply for the necessary permits from the Department of Environmental Conservation when beaver activity impacts the acceptable lake level.

**Section 5 Fish Stocking Committee**

The Fish Stocking Committee shall consist of at least three (3) members. Duties of this Committee shall be:

Reporting the levels of stocking by fish species via the Crown Point Hatchery and Region 5 of the Department of Environmental Conservation at the Association's Annual Meeting.

Conduct surveys from time to time from among Association members, to determine the species and size (length) of trout being taken.

Should survey data indicate low take levels of Rainbow Trout, investigate possible fish passage over spillway during early Spring.

**Section 6 Education Committee**

The Education Committee shall consist of at least three (3) members. Duties of this Committee shall be:

Work closely with the Weed & Pollution Control Committee to educate Association members and lake users on lake problems and solutions.

Gather information on any potential lake problems and communicate this information to the Association membership.

Promote boater safety.

**Section 7 Weed & Pollution Control Committee**

The Weed & Pollution Control Committee shall consist of at least five (5) members. Duties of this Committee shall be:

To develop plans and techniques to monitor the lake for water quality, and report findings.

To detect sources of pollution, identify causes and recommend action plan.

Establish methods to detect and monitor the growth of non-native weeds. Explore various options to control and/or eradicate these non-native weeds when they become hazardous or undesirable, and recommend a course of action.

Work closely with the Education Committee to report problems to the Association membership.

**Section 8 Officers of Committees**

Members of the various committees and any other officers that may be deemed necessary shall be elected by the committee chairperson and the President of this Association shall be an ex-officio member of all Committees.

**Section 9 Incurred Committee Expense**

No committee shall incur any expense unless authorized by the President or Association and all Committees shall operate under Committee the direction of the President. All Committees shall hold over in office until their successors have been chosen and qualified.

**Article VI - Order of Business**

- Section 1**
- 1st Enrolling names of officers & members present.
  - 2nd Reading minutes of the previous meeting.
  - 3rd Communications.
  - 4th Reports of Officers.
  - 5th Reports of Committees.
  - 6th Resolutions.
  - 7th Payment of dues & bills allowed.
  - 8th Election of Officers & Committees.
  - 9th Unfinished business.
  - 10th New business.
  - 11th - Good & welfare of the Association.

**Article VII - Rules of Order**

**Section 1 Committee & Officer Reports**

All reports of Committees & Officers shall be submitted in writing and spread upon the minutes.

**Section 2 Rules Governing Meeting**

The meetings of the Association shall be conducted in accordance with "Robert's Rules of Order" and all construction of terms shall be construed and recognized as defined in Webster's Unabridged Dictionary.

**Article VIII - Meetings**

**Section 1 Annual Meeting & Officer Elections**

The annual meeting of the Association shall be held in the month of July of each year, on that day when most of the property-owners are liable to be present. At this meeting the annual election of Officers & Committees shall be held.

**Section 2 Special Meetings**

Special meetings shall be called by the Secretary whenever requested by the President or at the request of any five (5) members of the Association and whenever a special meeting is called, notice of said meeting shall be sent by mail to all the members & said meeting shall not be held within less than five (5) days from the date of said notification. At any meeting, a majority vote of the members present or represented by proxy shall decide a question, but a two-thirds (2/3) vote of the members present & represented shall be required to decide the removal from office of any officer or committee person.

**Article IX - Fees, Dues, & Assessments**

**Section 1 Fees**

The membership fee shall be Ten Dollars (\$10.00) for each new membership.

**Section 2 Dues**

The dues of members shall be Ten Dollars (\$10.00) per year payable annually in advance of the first day of August.



### ***Section 3 Assessments***

When the lack of funds in the hands of the Treasurer require it in order to carry out the purposes and objects for which this Association was formed, assessments not to exceed Ten Dollars (\$10.00) at any one levy per member, shall be levied on each member by the Treasurer upon the consent of the majority of the Advisory Committee. All assessments when levied shall be pro-rated equally among the enrolled members of the Association at the time the levy or assessment is called.

## **Article X - Privileges, Rights & Eligibility of Members**

### ***Section 1 Officer & Committee person Eligibility***

Any member who is in good standing in the Association may be eligible to office or as a Committee person.

### ***Section 2 Cessation of Membership***

Whenever a voting member ceases to be a property-owner as qualified in ARTICLE I Section 1, he shall, ipso facto, cease to be a member & be no longer entitled to the privileges & rights of this Association. The individual may become a social member, as per ARTICLE I Section 2.

## **Article XI - Election of Applicants for Membership**

### ***Section 1 Membership Application Requirements***

No application for membership shall be considered or accepted by the Association unless the applicant can qualify under ARTICLE I Section 1 or ARTICLE I Section 2 of these Bylaws and be accompanied by the prescribed membership fee and dues for the current year.

## **Article XII - Payment of Dues, etc.**

### ***Section 1 Delinquent Dues, Suspension & Expulsion***

Any member who shall be delinquent for any indebtedness and who shall fail to pay such indebtedness within one month of notification by the Treasurer shall be, ipso facto, suspended from all the privileges of members of the Association until such indebtedness shall be paid but this shall not limit the power of the Association to expel. No member's account for indebtedness shall exceed five dollars (\$5.00).

## **Article XIII - Suspension, Expulsion & Resignation**

### ***Section 1 Suspension & Expulsion***

The penalty of suspension & expulsion shall not be inflicted except upon a vote of two-thirds (2/3) of the members present & represented at a meeting.

### ***Section 2 Resignation***

All voting memberships shall cease automatically with nonownership of property in accordance with ARTICLE I Section 1.

## **Article XIV - Complaints & Suggestions**

### ***Section 1 Writing a Complaint/Suggestion***

Any member desiring to make complaints or to offer suggestions to the Association shall do so by reducing the same to writing over his signature addressed to the Secretary of the Association who shall then refer such communication for investigation.

## **Article XV - Registry & Notices**

### **Section 1 P.O. Address Registry**

All members of the Association shall have their post-office address enrolled by the Secretary and shall notify the Secretary of any change of address.

### **Section 2 Postal Notices**

Notices mailed to the address of any member as noted in the members' list of addresses shall be considered as properly sent and shall be held to have been received within five (5) days after having been mailed.

## **Article XVI - Quorum**

### **Section 1 Quorum for Meeting**

Not less than eleven (11) enrolled voting members shall constitute a quorum for the transaction of the business of the Association.

### **Section 2 Quorum for Committees**

A quorum of Committees shall be as set forth in ARTICLE V Sections 1 & 2.

## **Article XVII - Proxy Votes**

### **Section 1 Proxy**

Any Voting Member in good standing may designate either a family member or any other Voting Member in good standing, who shall present written credentials of the member he is to represent, but such credentials and proxies shall be governed by ARTICLE X and shall only be honored and recognized for the designated meeting and for that meeting only, after having been validated by the President. Such vote shall then be binding on the member delegating said credentials whether as an individual, as a firm or as a corporation.

## **Article XVIII - Amendments to Bylaws**

### **Section 1 Amendments**

Any amendments, additions or alterations to these Bylaws will require a two-thirds (2/3) majority vote of the total number of Voting Members present who are in good standing.