

BY-LAWS of the HUNTINGTON BEACH COMMUNITY ASSOCIATION, INC.

As Amended to November 7th, 1997

ARTICLE I
NAME

Section 1. This association shall be known as the Huntington Beach Community Association, Inc.

ARTICLE II
Purposes

Section 1. The purposes of this association are to further and protect the mutual interests of its members and to advance the common welfare of the residents of Huntington Beach, Suffolk County, New York, with regard to its properties, beaches, and waterways and in connection therewith to own, lease, and maintain community buildings, parks, playgrounds, roads, bathing beaches, and to provide public improvements.[Revised November 6th, 1998].

ARTICLE III
Membership

Section 1. Classes. The members of this association shall be divided into two classes, active and associates.

Section 2. Active Members. Any person owning land, or who has contracted to purchase land at Huntington Beach, in the Town of Huntington, Suffolk County, New York, upon which there is erected a dwelling house, or any member of the immediate family of such owner or vendee designated by such person to be a member in his place and stead, shall be eligible to become an active member of this association. Any person who was an active member of this association in good standing on January 1st, 1952, shall be entitled to continue such membership, notwithstanding the fact there is no dwelling house on the property which he owns or has contracted to buy.

Section 3. Associate Members. Any person who is a member of the immediate family of an owner or contract vendee of land at Huntington Beach, in the Town of Huntington, Suffolk County, N.Y., upon which there is erected a dwelling house and who resides with such owner or contract vendee at Huntington Beach, or any tenant of such owner or vendee, while such tenant resides at Huntington Beach, shall be eligible to become an Associate member of this association. Associate members shall have such privileges as the Board of Directors may from time to time determine, except the right to vote and hold elective office.

ARTICLE IV
Dues – Initiation Fees

Section 1. Dues. The annual dues to be paid by each active and associate member shall be fixed annually by the Board of Directors, and shall be payable on or before March 1st of each year. Any member who shall be in arrears of dues from that date shall be a member not in good standing.

Section 2. Initiation fees. Initiation fees shall be fixed annually by the Board of Directors, if in their opinion it shall be advisable to charge such a fee.

ARTICLE V
Officers – Duties

Section 1. Officers. The officers of this association shall be president, vice-president, 1st Vice President, financial secretary, corresponding and recording secretary, and treasurer. [Amended November 2nd, 1990]

Section 2. Duties of officers. The president is the chief administrative officer of this association, and it shall be his duty to enforce all by-laws of this association and all rules of the Board of Directors. The president shall be a member ex-officio of all departments.

The vice-president shall assume all duties of the president in his absence and shall act as parliamentarian for all meetings of the Board of Directors.

The recording and corresponding secretary shall keep all records of the association, and the minutes of all meetings of the association and all meetings of the Board of Directors, and shall issue all required notices and attend to all correspondence of the association.

The financial secretary shall collect all dues, rentals, and receipts, make entry thereof in a suitable record, and pay all funds received by him to the treasurer, who will receipt therefor. He shall keep a list of members in good standing. He shall furnish such bond as the Board of Directors may require. The premium on the bond shall be paid by the association.

The treasurer shall have charge of the funds of the association and pay all debts contracted by it. He shall furnish such bond as the Board of Directors may require. The premium on the bond shall be paid by the association.

ARTICLE VI Board of Directors

SECTION 1. Members. The Board of Directors shall consist of the officers of the association and one other member in good standing elected from each district, the Director of Security, the Director of Health & Water Safety, the Director of Buildings and Grounds, the Director of Boating, the Director of Recreation, and a Director at large who will be the immediate past President of the Association or a member in good standing will fill the vacancy if the immediate past President is unavailable to serve.

[Revised November 2nd, 1984 & November 2nd, 1990].

1.1 Associate directors. Each district director shall appoint an associate director, subject to approval by the Board of Directors, said associate director shall aid and assist the elected director, and said associate shall have the right to vote in the absence of the district director. [Amended February 10th, 1984]

SECTION 2. Duties. The Board of Directors shall have entire authority in the management of the affairs and the finances of the association, and shall have general control of all its property. All rights and powers connected therewith shall be vested in the Board of Directors.

SECTION 3. Power to borrow money. Subject to ratification by the members, as hereinafter provided, the Board of Directors may at any meeting by a two-thirds vote of all the directors authorize that the association borrow from any persons, partnerships, or corporations such sums of money as may be necessary to carry on the purposes of the association, and authorize the issuance of bonds or other evidences of indebtedness in consideration for said loans, upon such terms and conditions and for such period of time as the Board of Directors in its discretion shall deem for the best interests of the association.

At the next meeting of the members, after the vote to borrow money by the Board of Directors, the members shall vote upon the ratification of the Board's action. Notice of such meeting shall contain mention of the action to be taken. A majority vote of those present shall be sufficient to effect ratification.

SECTION 4. Vacancies. The Board of Directors shall fill vacancies occurring during the year in its own board or in the officers, and any director or officer elected to fill vacancy caused by the death or resignation of a director or officer shall hold office only for the unexpired term of the officer or director whose place he is elected to fill.

SECTION 5. Terms of office. All the officers and directors shall be elected at the annual meeting of the association, and shall hold office for one year from the first of January following the annual meeting, and until the following December 31st. No individual shall be eligible for re-election to the presidency after he has held two consecutive terms unless an intervening period of at least two years has passed since he last held that office.

SECTION 6. Quorum. At any meeting of the Board of Directors, a majority of the full board shall constitute a quorum.

SECTION 7. Executive Committee. The Board of Directors shall have the power to appoint and remove by resolution, an Executive Committee of five of their number. The committee shall have the power to conduct such business as delegated to it by the Board of Directors.

SECTION 8. Obligation of funds. The Board of Directors shall at least annually direct the preparation of budgets for the various committees and departments. Upon approval by the Board of Directors such budget shall constitute authorization to the Treasurer to disburse funds in accordance with the authorized limits set forth for each category or item of expenditure.

SECTION 9. Rules and regulations. The Board of Directors shall issue rules and regulations for the use of association facilities and property. In the event of flagrant or continued disregard of these rules and regulations governing the use of Huntington Beach Community Association facilities by any of the membership or families thereof, the Board of Directors may suspend association membership privileges.

ARTICLE VII

Meetings

SECTION 1. Annual meeting. The annual meeting of this association shall be held on the first Friday in November of each year at 8:00 P.M. [Amended May 3rd, 1991].

SECTION 2. Regular meetings. The regular meetings of this association shall be held on the first Fridays of February, May, and August of each year at 8:00 P.M. [Amended May 3rd, 1991].

SECTION 3. Board of Directors meetings. The Board of Directors shall meet on the first Thursday of those months in which there is not an annual or regular meeting, at 7:30 P.M. [Amended May 3rd, 1991].

SECTION 4. Special Meetings. Special meetings shall be called by the president. Such meetings may be upon his own initiative or upon the request of fifteen active members in good standing. Such meetings shall be held within two weeks of such request, and adequate notice shall be given to the membership. No business shall be transacted at special meetings except that which is specified in the call.

SECTION 5. Quorum. At any meeting of the association, fifteen active members in good standing shall constitute a quorum.

ARTICLE VIII

Nomination of Officers, Directors and Members of the Nominating Committee

SECTION 1. At the conclusion of the July board meeting, the Board of Directors shall meet and establish the Nominating Committee; four officers or directors shall be selected by lot, to exclude the current president and any past presidents. The current president shall select three past presidents, which may include himself. The total number of the Nominating Committee shall consist of seven persons. [Revised November 7th, 1997]

SECTION 2. The Nominating Committee shall meet in July, if necessary August and nominate a slate of officers and directors to be voted upon at the next annual meeting of the association. The Nominating Committee shall make a status report at the August regular meeting. [Revised November 7th, 1997]

2.1 The Nominating Committee shall use the following criteria in selecting directors: The Nominating Committee must first seek to select a director who actually resides in the district he would represent. Only if the Nominating Committee is unable to find a nominee who resides in the district he would represent if elected, may the Nominating Committee then seek a nominee residing outside the district.

2.2 At annual meetings, only those who actually reside in the district are able to vote on the director for that district.

2.3 At annual meetings there must be a quorum of one person more than the number of nominated candidates for the director in each district. Otherwise, the whole membership present shall elect a director for that district.

SECTION 3. This committee shall cause its report to be posted to all members of the association by mail no later than the 10th day of September.

SECTION 4. As part of this publication it shall be indicated to the membership that additional nominations may be submitted in writing as follows: Any active member in good standing as defined in Article III, Section 2, may nominate himself or any other active member in good standing for any office or directorship. Nominations must include the written consent of the proposed nominee and must be received at the H.B.C.A. P.O. Box 474, Centerport, New York, no later than the first Friday in October, at which time nominations will be closed.

SECTION 5. Following the closing dates for nominations, a ballot of nominated candidates will be prepared for distribution at the annual meeting. Notification of the entire slates of nominated candidates must be mailed to the membership at least ten days before the annual meeting.

SECTION 6. Each nominated candidate, whose name appears on the ballot, shall be afforded five minutes to speak on behalf of his candidacy. Following the comments of candidates for each office, the floor shall open to discussion of the candidacy of the nominated candidates whose names appear on the ballot. Said discussion to be limited at the discretion of the chair.

SECTION 7. Voting shall be by written ballot. There shall be one ballot issued and one vote per membership.

ARTICLE IX
Departments and Committees

SECTION 1. There shall be such departments, consisting of a commissioner and such other members as the president shall designate, who shall take proper action on all matters pertaining to that department, subject to the approval of the Board of Directors. It shall be the duty of the commissioners of the several departments to attend the meetings of the Board of Directors.

SECTION 2. Appointments. The president shall appoint the commissioner and members of the various departments as soon after his election as possible.

SECTION 3. Special committees. The president may create such committees as he deems necessary from time to time, and such committees shall be responsible directly to him.

ARTICLE X
Districts

SECTION 1. For the purpose of electing directors, representation on committees, and for other purposes, the territory covered by the association shall be divided into districts by the Board of Directors in accordance with the population residing therein. These districts may be changed in number or boundaries as the Board of Directors shall see fit.

ARTICLE XI
Seal

SECTION 1. The association shall have a suitable seal approved by the Board of Directors.

ARTICLE XII
Miscellaneous

SECTION 1. Discussions on political or religious subjects shall be prohibited at meetings of this association.

ARTICLE XIII
Order and Rules of Business

SECTION 1. At regular meetings the order of business shall be:

1. Roll call of officers and directors.
2. Reading of minutes of last meeting.
3. Reading of communications.
4. Reports of directors.
5. Reports of departments and committees.
6. Report of Treasurer.
7. Unfinished business.
8. New business.
9. New members.
10. Adjournment.

SECTION 2. Each meeting shall be conducted in accordance with established parliamentary procedure. "Robert's Rules of Order" shall govern all questions of procedure.

ARTICLE XIV
Fiscal Year

SECTION 1. The fiscal year of this association shall begin on January 1st and end on the following December 31st of each year.

ARTICLE XV
Amendments

SECTION 1. These by-laws may be amended or repealed by a two-thirds affirmative vote only at a regular meeting or the annual meeting of the association, provided that written notice of any proposed amendment or repeal be mailed to each active member not less than ten days before the date of such meeting.