

BY LAWS OF WHITING HOLLOW LAKE ASSOCIATION  
ADOPTED 12/4/2021 MEETING

**ARTICLE I**

**NAME AND OBJECT OF THE ASSOCIATION**

Section 1. This association shall be known as:

WHITING HOLLOW LAKE HOMEOWNERS ASSOCIATION, INC. (Association)

Section 2. The purpose of the Association shall be to maintain the dam and roads in the subdivision known as Whiting Hollow Lake, and to promote cooperation among the lot owners while providing for the mutual assistance, enjoyment and improvement of Whiting Hollow Lake.

By way of example, the dam maintenance shall include but is not limited to:

- a. clearing trash rack
- b. mowing the grass and keeping the dam free and clear of trees and brush
- c. maintaining the release valve, riser, and drain pipe
- d. maintaining grout pipes
- e. taking any action necessary to prevent remedy leaks, such as pressure grouting.
- f. and all that is necessary to maintain the dam in accordance with all government regulations in effect.

By way of example, road maintenance shall include but is not limited to:

- a. grading
- b. ditching
- c. graveling
- d. the erection and maintenance of a suitable gate and sign
- e. snow plowing

Section 3. Fiscal Year is defined as calendar year. January 1 to December 31

Section 4: In the case of any conflict within the Association, the (1) provisions of federal and state law, (2) these Bylaws and (3) Association minutes shall prevail in that order. Robert's Rules of Order shall be the authority on all questions or procedures not specifically stated within these Bylaws.

Section 5: Any dispute shall be heard through meditation according to the rules of the American Arbitration Association.

**ARTICLE II**  
**MEMBERSHIP**

Section 1. Membership of the Association shall consist of lot owners or named spouse on the deed or person to be named by LLC, Corporation or trust in the Whiting Hollow Lake subdivision as provided in and required by the deed to each lot.

Section 2. Membership shall cease upon divestment of title by deed or devise. In the event of the death of any member, the person(s) succeeding to the lot ownership by devise or distribution shall become member(s).

Section 3. Each member shall be entitled to one vote per lot owned. In the event of joint or multiple ownership of a lot, only one vote shall be allowed per lot to be exercised by designation of the lot owners.

**ARTICLE III**  
**GOVERNMENT**

Section 1. The general management of the affairs of the Association shall be vested in the Board of Directors.

Section 2. The Officers of the Association shall consist of a President, Vice President, Secretary, Treasurer, and a Board of Directors of three (3) members herein after known as the Board.

Section 3. Any officer or director shall be a member of the Association.

Section 4. The officers of the Association shall also be directors.

**ARTICLE IV**  
**MEETINGS**

Section 1. The annual meeting of membership shall be on any day of August or September but not on a Federal holiday. Notices of the time and place of the annual meeting shall be mailed to each member at least fourteen (14) days previous thereto. Notice shall be sent to the address on file with the Association be it physical or electronic only to one owner of each lot. The purpose of the annual meeting shall be for electing a Board of Directors, updating the members of previous and future community plans, making decisions regarding the Association, and for any other Association affairs that may come up. All meetings are to be offered virtually (video or teleconferencing) and in person. The video conference needs to include instruction on how to log into the meeting or log into the meeting (or dial in by phone) and be ADA, Americans with Disabilities Act compliant so members can attend.

Section 2. Special meetings may be called by the President of the Association at any time on his own initiative, or upon the request of five (5) members of the Association. Notice shall be given in the same manner as indicated in Section 1 above. The purpose of the meeting shall be stated in the call of the meeting or notice of the meeting.

Section 3. A quorum shall consist of at least (8) members, two (2) of which must be directors.

Section 4 Meeting of the Board of Directors shall be at least annual on the date as the meeting of the membership and at such other time the President or Secretary or his or their initiative shall deem necessary. Fourteen (14) days advance notice of the meeting shall be sent to all directors. A majority of the directors shall consist of a quorum.

Section 5 Eligibility to Vote. All Members must be current and in good standing with the Association's dues to be entitled to (1) vote, (2) hold elective or appointive office, and (3) serve on committees as may be established.

Section to be added:

Section 6. Members of the Association may vote in person, electronically, by telephone or video conference.

## **ARTICLE V** **ELECTION OF OFFICERS**

Section 1. The directors of the Association shall be elected at the annual meeting.

Section 2. The Board of Directors shall elect the officers at their annual meeting.

Section 3. If a vacancy occurs among the officers or on the Board of Directors, the vacancy shall be filled for the unexpired term by the remaining directors.

Board shall appoint by majority vote a person to fill the vacancy until the next annual meeting.

## **ARTICLE VI** **DUTIES OF OFFICERS**

Section 1. Officers shall run the ordinary affairs of the Association and shall keep a checking account and/or savings account and collect all dues. All checks of the Association require signatures of any two (2) of the following officers: President, Vice-President, Secretary, Treasurer.

Section 2: The duties of officers shall include:

Secretary: Attend meetings, make recordings to prepare minutes, handle all correspondence, responsible for the mailbox, retain and maintain records of the Association.

Treasurer: Maintain all financial accounts including reports and financial filings.

Vice President: Fill in for any absent officer.

President: All other responsibilities not enumerated above including calling and managing meetings, making appearances for the Association and representing the Association.

## **ARTICLE VII**

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

Section 1. The Board of Directors shall have general charge and management of the affairs, funds and property of the Association.

Section 2. The Board of Directors may make rules for the conduct of the members of the Association and the use of the dam and the roads.

Section 3. The Board of Directors shall not impose any liability nor levy any assessment on the members except as hereinafter specifically provided.

Section 4. Meetings of the Board of Directors and the membership shall be held on the premises of a member or if none is available, at some location within Stamford or Jefferson, New York.

Section 5. Neither the officers, directors or members of the association shall receive any compensation except for necessary disbursements such as travel and telephone. Upon the vote of a majority of the Board of Directors, a member, officer or director will not be compensated for any labor performed or materials furnished for the object or purpose of the Association, however their business may be considered in the same process that all contractors are considered by. If the request is placed before the Board prior to performance, provision of materials can be made, except in emergency approved by the President in advance.

Section 6 Board of Directors shall maintain a complete and detailed record of all the Association's transactions and acts and furnish said records to the Members when such records are requested in writing by Members who are entitled to vote. Board of Directors shall impose the contractual maintenance and other assessments against each lot and provide written notice of each assessment to all Members of the Association.

## **ARTICLE VIII**

### **APPLICATION OF DUES**

Section 1. The annual dues or assessment shall be based on the annual budget divided per lot as voted on. Snowplowing fee or special assessment will be established at each annual meeting. No dues shall be payable in any year in which there is at the commencement of said year, at least TWENTY FIVE THOUSAND DOLLARS (\$25,000.00) in the Association's treasury unencumbered or unassigned reserve accounts.

Section 2. The annual dues, and assessment shall be a lien on each lot which may be foreclosed at the discretion of the directors in the event that said dues or assessment are not paid.

Section 3. Lot #9 receives special consideration in annual dues for snow charges that are removed – can be reversed if dues are not paid for 2 consecutive years. [added January 29, 2022]

## **ARTICLE IX** **NOTICES**

Section 1. All notices to members shall be sent to the address on file with the Association be it physical or electronic.

## **ARTICLE X** **AMENDMENTS**

Section 1. These By-Laws may be amended only by a majority vote of the members present at a regular or special meeting of the Association, provided that notice of the proportion of the proposed amendment has been stated in the call for the meeting.