

Westbrook Council of Beach Associations, Inc.
BY-LAWS

ARTICLE I

Name & Purpose

1. The name of this organization is the Westbrook Council of Beach Associations, Incorporated.
2. Its purpose is to promote cooperation among the beach associations in the town of Westbrook, Connecticut, to coordinate and act for the benefit and welfare of member associations and members thereof, to support purposes and principles of member associations, to promote cooperation with member associations, to cooperate with the town of Westbrook with mutual problems and issues, to engage legislative activity pertinent to interests of beach association homeowners and to coordinate and act on any issues relating to Long Island Sound.

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ARTICLE II

Membership

1. Any beach association, in the town of Westbrook, Connecticut, incorporated or non-incorporated, is eligible for membership in the council upon written application for membership.
2. Acceptance to membership shall be by a majority vote of delegates of the Council.
3. Member associations select their delegate and alternate, With the delegate or alternate shall reside the voting power of the beach association represented.
4. Written or verbal notice of delegate/alternate selections or changes, must be delivered to the council secretary prior to the calling of the roll at meetings.
5. Delegates or alternates, have the right and responsibility to present motions and to second motions at council meetings.
6. Member associations are entitled to one vote at meetings of the council. Said vote to be cast by the delegate or alternate in his/her absence.
7. The privilege of discussions at meetings shall be accorded to any delegate, alternate, member of any beach association or owner of property within a member association having beach rights, who has requested permission to appear on the floor.
8. The Council President has authority to appoint or delegate committees to fulfill council responsibilities.
9. The fiscal year of Council shall be from July 1 to June 30.

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ARTICLE III

1. The location of the Council shall be in the town of Westbrook Connecticut.
2. Council meetings shall be held within the limits of Westbrook, Connecticut at a time, day and location selected by the delegates or designated by the President. If a physical, in person meeting is not possible, meetings may be held via teleconference or videoconference. Participation in such a meeting shall constitute presence of the person at the meeting. Council winter meetings (November to April 1), if needed, may be held at a location in or out of the limits of the town of Westbrook selected by the delegates or designated by the President or held by teleconference or videoconference.
3. Notification of the date, time and place of a meeting or meetings will be in writing and will be sent to each delegate by email at least fifteen days prior to such meeting or meetings. If the meeting is held via teleconference or videoconference, access information will be emailed to them. Alternatively, upon the request of any delegate, notification will be delivered to that delegate by U.S. Mail, text, fax, website posting, or other reasonable means requested by the delegate.

[Note: On October 7, 2013, this Article III was amended by removing former paragraphs 3,4 and 5, and adding the current paragraph 3.]

6. A quorum at meetings, shall consist of five (5) delegates representing associations in good standing with the Council.

If a quorum isn't present at a meeting, the presiding officer may continue with the meeting if all delegates in attendance are in agreement.

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7. Each delegate/alternate shall be entitled as aforesaid, to one vote at meetings of the Council.
8. The following order of business shall be observed at Council meetings:
 - a. Establish a quorum
 - b. Call to order
 - c. Call the roll
 - d. Reading of minutes distribution of same corrections and approval of previous meeting minutes
 - e. Reports of Officers
 - f. Reports of Committees
 - g. Election of Officers (annual meeting)
 - h. Unfinished business
 - i. New business
 - j. Expressions of appreciation
 - k. Adjournment

This defined order of business shall be followed at all meetings, with the exception, as applicable, at special meetings which may be limited to one topic.

9. The President shall have the ability to change the order of business or add other items to the agenda as needed.

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ARTICLE IV

Officers

1. Council officers shall consist of a President, Vice President, Secretary and Treasurer, to be elected by the Council, except that, if the Council elects, the office of Secretary and Treasurer may be combined and held by one person.
2. The President, presides at all meetings and has general charge of Council affairs, subject to membership approval. No expenditures of money to exceed two hundred fifty dollars (\$250.00) in any year can be made by the President without Council approval.
3. The Vice President performs duties as assigned by the Council and the President. In the event of the death or disability or absence of the President, the Vice President shall assume all duties of the President.
4. The Secretary will keep a written record in an appropriate format, of minutes of all meetings and shall give proper notice as specified in the by-laws of all meetings. The secretary shall be responsible for updating the Council's website and posting relevant information, such as minutes and meeting notices, there in a timely manner. He or she shall have custody of all records and documentation of the Council and is charged with the safe keeping of same, except records in charge of the Treasurer or other members of the Council authorized to have custody and who shall be charged with safe keeping by the Council.
5. The Treasurer shall maintain accounts in a record book of all monies of the Council received or dispensed. All monies and valuables shall be deposited name of and to the credit of the Westbrook Council of Beach Associations, Incorporated. Funds for withdrawal must be signed for by two (2) of the three (3) following officers: the President, Vice President and Treasurer. The Treasurer shall present a verbal report at regular meetings and a written report at the annual meeting. The Treasurer has

the primary responsibility to collect monies owed the Council.

Directors

6. The President, Vice President, Secretary and Treasurer shall constitute the Board of Directors, unless otherwise decided by council delegates.

7. Term of Office

The term of office for Council officers shall be two (2) years, beginning with annual meeting in August, until successors are elected and qualified at subsequent two (2) year intervals. The President and Secretary shall be elected in odd numbered years and the Vice President and Treasurer in even numbered years.

8. Death, disability or resignation of officers.

The President shall ask for three volunteers to act at a nominating committee for the replacement of said officer(s). Notice of election of officer(s) shall be in the same manner as the Annual Meeting.

9. The Officers, as defined in paragraph 1, constitute the governing body.

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ARTICLE V

Dues and Assessments

1. There is vested in the Council authority to assess annual dues against member beach associations. Assessments shall be established and voted by Council delegates. Dues shall be payable within ninety (90) days of the date of Council billing. Payment of dues within this period shall cause member associations to be in good standing with the Council.
2. The President may, for sufficient reason(s), recommend one (1) additional assessment during a fiscal year for each member association. Written notice must be given to member associations by the Secretary in his/her call for the meetings at which the proposed assessment is to be voted upon. A majority of the quorum must vote acceptance before the assessment can be billed.
3. No part of the net earnings of the Council inure to the benefit of, or is to be distributed to its members, trustees, officers or other persons, except that the Council shall be authorized to pay reasonable compensation for certain services and to make payments and distributions in furtherance of the purposes set forth in Article I. The Council is not organized for profit or engaged in an activity carried out for profit.

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ARTICLE VI

Amendments

1. The by-laws can be amended at any meeting by a majority vote of a quorum of the Council, provided that notices verbatim of the proposed amendment shall be sent to each association 30 days ahead of the vote, with the call of the meeting at which such action is contemplated.

ARTICLE VII

Liquidation

1. In case of Liquidation, assets of the Council shall be transferred to the non-profit beach associations in good standing with the Council.