

BY-LAWS

- Of -

WEIDEN LAKE PROPERTY OWNERS ASSOCIATION, INC.
Amended 07/06/2020

ARTICLE I
OFFICES

Section 1. Principal Office

The principal office of the Corporation is located at:

Weiden Lake Property Owners Association, Inc.
P. O. Box 191
Narrowsburg, New York 12764

Section 2. Additional Offices

The Corporation may also have offices and places of business at such other places, within or without the State of New York, as the Board of Directors may from time to time determine or the business of the Corporation may require.

ARTICLE II
MEETINGS OF LOT OWNERS

Section 1. Time and Place

Meetings of the lot owners may be held at such time and place within or without the State of New York as shall be stated in the notice of the meeting or in a duly executed waiver of notice thereof.

Section 2. Annual Meeting

An annual meeting of the lot owners shall be held each year between June 1 and October 30. The annual meeting will be held rain or shine. By February 1 each year the Board of Directors by majority vote will approve the actual date of the annual meeting for the fiscal year and notify in writing all lot owners.

Section 3. Notice of Annual Meeting

Written notice, as a reminder, of the place and hour of the annual meeting of lot owners shall be given personally or by mail to each lot owner entitled to vote thereat not less than ten (10) nor more than fifty (50) days prior to the approved meeting date.

Section 4. Special Meetings

Special meetings of the lot owners, for any purpose or purposes, unless otherwise prescribed by law or by the Certificate of Incorporation, may be called by the President or the Board of Directors, and shall be called by the President at the written request of at least twenty percent (20%) of the lot owners entitled to vote. Such request shall state the purpose or purposes of the proposed meeting.

Section 5. Notice of Special Meetings

Written notice of a special meeting of lot owners, stating the place, date and hour of the meeting, the purpose or purposes for which the meeting is called, and by or at whose direction it is being issued, shall be given personally or by mail to each lot owner entitled to vote thereat, not less than ten (10) nor more than fifty (50) days prior to the meeting.

Section 6. Quorum

Except as otherwise provided by law or by the Certificate of Incorporation or these By-Laws, members in attendance and those voting by proxy or absentee ballot, and entitled to vote, being members in good standing, and representing in total at least 60 % of the lot owners entitled to vote thereat shall be necessary and shall constitute a quorum for the transaction of business at all meetings of lot owners, If a quorum shall not be present at any meeting of the lot owners, the lot owners entitled, being a member in good standing, to vote thereat, present in person or represented by proxy, shall have power to adjourn the meeting from time to time, until a quorum shall be present. At any such adjourned meeting at which a quorum may be present any business may be transacted which might have been transacted at the meeting as originally notified.

Section 7. Voting

- (a) At any meeting of the lot owners one owner from each lot having the right to vote, being a member in good standing, shall be entitled to vote in person or by proxy. Each lot owner shall have one vote for each parcel owned which is registered in his name on the property deed.
- (b) Except as otherwise provided by law or by the Certificate of Incorporation or these By-Laws, all elections of Directors shall be decided by a plurality of the votes cast, and all other matters shall be decided by a majority of the of the lot owners entitled to vote.

Section 8. Proxies

A proxy, to be valid, shall be executed in writing by the lot owner or by his attorney-in-fact. No proxy shall be valid after the expiration of eleven (11) months from the date thereof, unless otherwise provided in the proxy. Every proxy shall be revocable at the pleasure of the lot owner executing it, except in those cases where an irrevocable proxy is permitted by law.

Section 9. Written Consents

Whenever lot owners are required or permitted to take any action by vote, such action may be taken without a meeting on written consent, setting forth the action so taken, signed by the holders of all outstanding lot owners entitled to vote thereon.

Section 10. Review of Board Documents

Board of Directors approved meeting minutes, budgets, and treasurer reports will be made available for review at any Board of Directors meeting and any lot owners meeting for any lot owner(s) entitled to vote. Request to review documents should be made in writing or email to the President of the Board within five (5) days of any Board meeting.

ARTICLE III DIRECTORS

Section 1. Board of Directors

Subject to any provision in the Certificate of Incorporation, the business of the Corporation shall be managed by its Board of Directors, each of who shall be:

- (a) at least eighteen (18) years of age
- (b) an Association Member in good standing
- (c) lot owner as per deed recorded in Sullivan County Clerk's Office

Section 2. Number; Tenure

- (a) The Board of Directors shall consist of fifteen (15) members.

- (b) The Directors shall serve a term of approximately three (3) years and director elections will be held at the annual meeting of the lot owners. An elected Director's term will end the day of the third annual meeting after the annual meeting at which the Director was elected.

Section 3. Resignation; Removal

Any director may resign at any time. Except as otherwise provided by law, the Board of Directors may, by majority vote of Directors then in office, remove a Director for cause. Subject to applicable provisions of law, any or all of the Directors may be removed with or without cause by a majority vote of the lot owners.

Section 4. Vacancies

Except as otherwise provided by the Certificate of Incorporation, if any vacancies occur in the Board of Directors for any reason, the Directors then in office shall make best efforts to appoint by a majority vote of Directors in office a Director to complete the term of the vacated Directorship.

ARTICLE IV MEETINGS OF THE BOARD

Section 1. Place

Except as otherwise provided by the Certificate of Incorporation, and subject to the provisions of Section 6 of this Article IV, the Board of Directors of the Corporation may hold meetings, both regular and special, either within or without the State of New York as may be determined by the Board of Directors. Any one or more members of the Board of Directors or any committee thereof may participate in a meeting of the Board of Directors or any such committee by means of a conference, telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at the meeting.

Section 2. Regular Meetings

Regular meetings of the Board of Directors may be held without notice at such time and at such place as shall from time to time be determined by the Board of Directors.

Section 3. Special Meetings

Special meetings of the Board of Directors may be called by the President on two (2) days notice to each Director, either personally or by mail or telegram; special meetings shall be called by the President or Secretary in like manner and on like notice on the written request of one (1) Director.

Section 4. Quorum; Voting

At all meetings of the Board of Directors a majority of the Directors then in office shall be necessary to constitute a quorum for the transaction of business, and the vote of a majority of the Directors present at the time of the vote if a quorum is present shall be the act of the Board of Directors, except as may be otherwise specifically provided by law. If a quorum shall not be present at any meeting of the Board of Directors, the Directors present thereat may adjourn the meeting from time to time until a quorum shall be present. Notice of any such adjournment shall be given to any Directors who were not present and, unless announced at the meeting, to the other Directors.

Section 5. Compensation

Directors shall not receive any stated salary for their services. Direct expenses of the corporation incurred by the members shall be reimbursable by the Corporation upon approval of the Board of Directors.

Section 6. Written Consents

Unless otherwise restricted by the Certificate of Incorporation, any action to be taken by the Board of Directors may be taken without a meeting if a majority of the Directors then in office consent in writing or via email to the adoption of a resolution authorizing the action. The resolution and consents thereto by the members of the Board of Directors shall be documented in the minutes of the proceedings of the Board of Directors.

ARTICLE V NOTICES

Section 1. Form; Delivery

Notices to Directors and lot owners shall be in writing and may be delivered personally or by mail or telegram. Notice by mail shall be deemed to be given at the time when deposited in the post office or a letter box, in a post-paid sealed wrapper, and addressed to Directors of lot owners at their addresses appearing on the records of the Corporation.

Section 2. Waiver

Whenever a notice is required to be given by any statute, the Certificate of Incorporation or these By-Laws, a waiver thereof in writing, signed by the person or persons entitled to such notice, whether before or after the time stated therein, shall be deemed equivalent to such notice. In addition, any lot owner attending a meeting of lot owners in person or by proxy without protesting prior to the conclusion of the meeting the lack of notice thereof to him, and any Director attending a meeting of the Board of Directors without protesting prior to the meeting or at its commencement, such lack of notice shall be conclusively deemed to have waived notice of such meeting.

ARTICLE VI DIRECTORS (OFFICERS)

Section 1. Directors (Officers)

The Directors (Officers) of the Corporation shall consist of a President, Vice-President, Secretary, Assistant Secretary, Treasurer, Assistant Treasurer, and three (3) Directors. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary.

Section 2. Authority and Duties

All Directors, as between themselves and the Association, shall have such authority and perform such duties in the management of the Corporation as may be provided in these By-Laws, or to the extent not so provided, by the Board of Directors.

Section 3. Term of Office; Removal

- (a) All Officers shall be elected by the Board of Directors and each shall hold office until the meeting of the Board of Directors following the next annual meeting of lot owners, and until his successor has been elected or appointed and qualified.
- (b) Any Officer may be removed from their position as an officer with a majority vote of the Directors then in office, with or without cause.

Section 4. Compensation

There shall be no general compensation for the Officers of the Board of Directors. Direct expenses of the Corporation incurred by the officers shall be reimbursable by the Corporation upon approval of the Board of Directors.

Section 5. Vacancies

If any office becomes vacant for any reason, the Board of Directors shall fill the vacancy. Any Director so appointed or elected by the Board of Directors shall serve only until the unexpired term of his predecessor shall have expired unless re-elected by the Board of Directors.

Section 6. The President

The President shall be the Chief Executive Officer of the Corporation. He shall preside at all meetings of the lot owners and Directors; he shall be ex-officio a member of all standing committees, shall have general and active management and control of the business and affairs of the Corporation, subject to the control of the Board of Directors, and shall see that all orders and resolutions of the Board of Directors are carried into effect.

Section 7. The Vice-President

The Vice-President or, if there be more than one, the Vice-Presidents, in the order of their seniority or in any other order determined by the Board of Directors, shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall generally assist the President and perform such other duties as the Board of Directors or the President shall prescribe.

Section 8. The Secretary

The Secretary shall attend all meetings of the Board of Directors and all meetings of the lot owners and record all votes and the minutes of all proceedings in a book to be kept for that purpose and shall perform like duties for the standing committees when required. He shall give, or cause to be given, notice of all meetings of the lot owners and special meetings of the Board of Directors and shall perform such other duties as may be prescribed by the Board of Directors or President, under whose supervision he shall act. He shall keep in safe custody the seal of the Corporation and, when authorized by the Board, affix the same to any instrument requiring it and, when so affixed, it shall be attested by his signature or by the signature of the Treasurer or an Assistant Treasurer or Assistant Secretary. He shall keep in safe custody the certificate books and lot owner records and such other books and records as the Board may direct and shall perform all other duties incident to the office of the Secretary.

Section 9. The Assistant Secretary

During the absence or disability of the Secretary, any Assistant Secretary, or if there be more than one, the one so designated by the Secretary or by the Board of Directors, shall have all the powers and functions of the Secretary.

Section 10. The Treasurer

The Treasurer shall have the care and custody of the corporate funds, and other valuable effects, including securities, and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Association and shall deposit all moneys and other valuable effects in the name and to the credit of the Association in such depositories as may be designated by the Board of Directors. The Treasurer shall disburse the funds of the Association as may be ordered by the Board of Directors, taking proper vouchers for such disbursements, and shall render to the President and Directors, at the regular meeting of the Board of Directors, or whenever they may require it, an account of all his transactions as Treasurer and of the financial condition of the Association.

Section 11. The Assistant Treasurer

During the absence or disability of the Treasurer, any Assistant Treasurer, or if there be more than one, the one so designated by the Treasurer or by the Board of Directors, shall have all the powers and functions of the Treasurer.

Section 12. The Director

The Director or, if there be more than one, the Directors, shall assist the Board of Directors in the everyday responsibilities associated with the running of the Corporate Business. They will also have the same voting power as any other Director on the Board of Directors.

Section 13. Bonds

In case the Board of Directors shall so require, any officer or agent of the Association shall give the Association a bond for such term, in such sum and with such surety or sureties as shall be satisfactory to the Board of Directors for the faithful performance of the duties of his office and for the restoration to the Association, in case of his death, resignation, retirement or removal from office, of all books, papers, vouchers, money and other property of whatever kind in his possession or under his control belonging to the Association.

ARTICLE VII SHARE CERTIFICATES

Section 1. Registered Lot Owners

Except as otherwise provided by law, the Corporation shall be entitled to recognize the exclusive right of a person registered on the property deed as the owner of parcels to receive dividends or other distributions, and to vote as such owner, and to hold liable for calls and assessments a person registered on its books as the owner of parcels, and shall not be bound to recognize any equitable or legal claim to or interest in such share or shares on the part of any other person, whether or not it has actual or other notice thereof, except as otherwise provided by the laws of the State of New York.

Section 2. Record Date

For the purpose of determining the lot owners entitled to notice of or to vote at any meeting of lot owners or any adjournment thereof, or to express consent to or dissent from any proposal without a meeting, or for the purpose of any other action affecting the interests of lot owners, the Board of Directors may fix, in advance, a record date. Such date shall not be more than fifty (50) nor less than ten (10) days before the date of any such meeting, nor more than fifty (50) days prior to any other action.

In each such case, except as otherwise provided by law, only such persons as shall be lot owners of record on the date so fixed shall be entitled to notice of, and to vote at, such meeting and any adjournment thereof, or to express such consent or dissent, or such allotment of rights, or otherwise to be recognized as lot owners for the related purpose, notwithstanding any registration of transfer of parcels on the books of the Corporation after any such record date so fixed.

ARTICLE VIII MAINTENANCE OF ASSOCIATION PROPERTY

Section 1. Recreation Areas

The Board of Directors shall be responsible for managing the maintenance and upkeep of all recreation areas including but not limited to picnic pavilions, docks, picnic tables, barbecue grills and parking areas.

Section 2. Dam Maintenance

The Board of Directors shall be responsible for managing the maintenance and upkeep of the Weiden Lake Dam. Such maintenance shall be performed in accordance with New York State Department of Environmental Conservation standards.

ARTICLE IX GENERAL PROVISIONS

Section 1. Fiscal Year

The fiscal year of the Corporation shall be the first day of March thru the last day of February of the following year.

Section 2. Financial Governance

- (a) The Board of Directors shall not have the authority to buy or sell real property or incur debt without approval from voting members of the Corporation having the right to vote and representing three-fourths (3/4) of the lot owners.
- (b) The Board of Directors shall have the authority to establish Reserve Fund Accounts.
- (c) The Board of Directors shall have the authority to reallocate monies within the annual budget to cover unforeseen expenses and transfer funds from Reserve accounts by majority vote.
- (d) The Board of Directors shall be authorized to expend any operational or Capital monies in the approved FY operating budget. Additionally the Board of Directors shall be authorized to amend the FY operating budget to cover unforeseen operational or Capital expenses by a majority vote of the Directors. FY operating budgets and amended budgets approved by the Board will be available to voting members for review in accordance with Article II section 10 above.
- (e) If in any fiscal year, the Corporation does not have sufficient capital to meet its financial obligations, the Board of Directors will raise the necessary capital through a special assessment on member properties. All special assessments must be approved by a majority vote of directors then in office and will be levied on a beneficial basis. At the time of the special assessment, each Association member's property will be categorized into one of the following classifications and assigned the corresponding point value:

Unimproved non-lake front property	0.5
Improved non-lake front property	1.5
Unimproved lake front property	1.0
Improved Lake front property	3.0

Note: Improved property is a property with one or more approved construction permits excluding road construction permits. An unimproved property is a property that has no approved construction permits excepting road construction permits. Lake front property is a property that includes on its surveyed borders or within its surveyed borders any part of the high water mark of Weiden Lake. Non-lake front property is any property that does not include on its surveyed borders or within its surveyed borders the high water mark of Weiden Lake.

The total points for all member properties will be divided into the total capital requirement to determine the number of dollars per point and each member's assessment will equal the number of dollars per point times the point value of the member's property.

The Board of Directors will notify association membership in writing concerning the reasons for the special assessment, the total amount of the assessment and the assessment for each individual property owner. The special assessment will become due by the payment schedule established by a majority vote of the Directors then in office on Board of Directors.

If special assessments are not paid in accordance with the Board approved special assessment payment schedule, the Board of Directors will take the necessary legal steps to collect the special assessment. Such steps shall include, but not be limited to, filing liens on the Member's WLPOA property, as well as recovering all cost for filing liens, attorney and court fees.

Section 3. Member standing

- (a) Non adherence to the Certificate of Incorporation or these By-Laws or Town Ordinances or County Ordinances or the Weiden Lake Subdivision Protective Covenants or the New York State Department of Environmental Conservation Laws or delinquency in annual dues or special assessments shall render a lot owner as a member not in good standing and classified as a non voting member.
- (b) Any Association Member classified as a member not in good standing in writing, shall be reclassified as a member in good standing, in writing, without any malice or ramification, upon compliance and/or resolution of all such infractions which caused the loss of his/her membership standing

Section 4. Violations

- (a) A violation is any act by any Association Member, which is contrary to the Weiden Lake Protective Covenants and/or By-Laws of Weiden Lake Property Owners Association, Inc. Directors are required to participate in investigating, alleged violations, seeking resolution of the offense, render decisions recommending actions/penalties, and monitor remedial actions.
- (b) Any Member of the Association with a concern about an alleged violation must write the Board of Directors expressing their concern to initiate an investigation.

ARTICLE X BUDGETS

A budget setting forth the “basic expenses” shall be prepared by the Board of Directors approximately forty five (45) days prior to the start of the fiscal year. “Basic expenses” shall mean the estimate aggregate amount of expenses, as set forth in the budget, to be incurred by the Corporation during the fiscal year to operate, administer, manage, maintain, improve, the property owned by the Corporation and to provide for reserves to ensure, when due, the cost of capital expenditures relating to any such purposes. In the event of an operating budget surplus at the end of a fiscal year the Board of Directors at the exclusive option of the majority of Directors then in office may transfer part or all of said surplus to any Reserve fund, use part or all said surplus to reduce special assessments, and use part or all of said surplus to reduce annual dues for the next fiscal year.

A letter notifying all lot owners that the annual Association Dues are due will be distributed to lot owners approximately forty five (45) days prior to the start of the fiscal year. Payment is due upon receipt and no later than March 15 of the fiscal year. Should payment be received later than March 15th, a late payment penalty of \$15.00 will be assessed along with a 1.5% interest penalty (18% annually) will be added to the amount owed every 30 days in arrears compounded monthly on the 15th of each month thereafter. If Association dues are not received, postmarked by June 15, legal action will be brought against the owner of the property for the amount in arrears which will include the cost of filing fees, attorney fees, a 1.5% monthly interest penalty (18% annually) and any other fees associated with the process of collection.

ARTICLE XI ANNUAL REPORT

Within sixty (60) days after the fiscal year end, the Board of Directors shall make available for review by all property owners eligible to vote, a reconciled financial statement. . Request to review reconciled financial statements should be made in writing or email to the Treasurer of the Board within five (5) days of any scheduled Board meeting.

ARTICLE XII AMENDMENTS

Section 1. Adoption; Amendment; Repeal

By-Laws of the Corporation may be adopted, amended or repealed by 60% majority vote of the property owners at the time entitled to vote in the election of any Directors. By-laws of the Corporation may also be adopted, amended or repealed by the Board of Directors, but any By-Law adopted by the Board of Directors, may be amended or repealed by 60% majority vote of the property owners entitled to vote thereon as herein provided.

Section 2. Amendments Affecting Election of Directors Notice

If any By-Law regulating an impending election of Directors is adopted, amended or repealed by the Board, there shall be set forth in the notice of the next meeting of lot owners for the election of Directors the By-Law so adopted, amended or repealed, together with a concise statement of the changes made.

Section 3. Notification

Notification to all lot owners must be made in writing of any and all adoptions, amendments and repeals made by the board of directors within sixty days of said adoption, amendment or repeal.

ARTICLE X111 AMENDMENTS

Section.1 Enforcement of the Association Rules

(a) In addition to all other rights and remedies available to the Board of Directors, the Board of Directors shall have the right to impose fines, as outlined in the WLPOA violations procedures, on any Member who violates any or all of the applicable rules and regulations of the Association. Such rules and regulations shall include, but not be limited to, those found in the Association's Certificate of Incorporation, By-Laws, each Member's Deed, and/or those rules and regulations adopted by the Board of Directors.

(b) The Board of Directors shall have the authority to adopt and to thereafter revise, amend and/or discontinue the amount of such fines, which will be detailed in the violations procedures. This authority can be challenged and modified and or overridden by a 60% majority vote of the WLPOA members.

(c) A Member who fails to pay such a fine or fines shall not be considered a "Member in Good Standing." Such a Member shall therefore not have the right to use the Association's facilities, to participate in events sponsored by the Association and/or to cast any vote at any Meeting.

(d) Before any such fine is imposed, the Member who is accused of such a violation of the Association's rules shall be afforded an opportunity of due process as outlined in these By-Laws of the WLPOA and to appear before the Board of Directors to present the Member's position. Any action to levy fines will require a majority vote of Directors then in office at a meeting of the Board of Directors, or via proxy if absent.

(e) The Board of Directors will take the necessary legal steps to collect such fees if not paid by the Member. Such steps shall include, but not be limited to, filing liens on the Member's property, plus all cost for filings and attorney and court fees.

EXHIBIT 1 TO BY-LAWS
RULES AND REGULATIONS

1. The recreation areas are solely for the use of members in good standing of the Weiden Lake Property Owners Association, Inc.. Anyone using the recreational areas without expressed permission of a member in good standing will be treated as a trespasser and trespassers will be prosecuted.
2. "IF YOU CARRY IT IN, CARRY IT OUT."
3. Overnight camping and parking is prohibited in the Common Areas and Dam Area.
4. Hours of use: dawn to dusk.
5. Fires are limited to barbecue grills only in the Common Areas.
6. Private boats and/or trailers are not to be stored in the Common Areas or Dam Area.
7. Swimming and boating or any activity on or around Weiden Lake is at your own risk.
8. Nothing shall be altered in, constructed on or removed from the common areas except by written consent of the Weiden Lake Property Owners Association Board of Directors.
9. Parking in designated area only.
10. Unattended vehicles and/or trailers are prohibited in the boat launch area
11. Non adherence to the Weiden Lake Subdivision Protective Covenants will be reported to Town and County Officials
12. Non adherence to the New York State Department of Environmental Conservation Laws will be reported to NYSDEC.
13. Vehicles and boats of non-members are not permitted in the common areas, lake area or dam area without expressed permission of a member in good standing. Non-adherence will be considered trespassing.
14. Common Areas maybe closed to vehicle traffic from November 1st through March 31st.
15. No commercial advertising/ signing is permitted within the Weiden Lake Community except for the following:
 - a). One real estate for sale sign per lot road frontage which shall not exceed 6 square feet in area. It may be a free standing sign with advertising on both surfaces. The signing must be removed upon which time the property is removed from the market or within thirty days of being transfer to a new owner.
 - b). One Builder Construction Sign per lot road frontage which shall not exceed 6 square feet in area. The signing has to be removed upon issuance of the Certificate of Occupancy. All labor regulatory signing shall be posted no closer then 100 feet from the roadway right-of-way.
 - c). Small (less then 1 square foot area) security monitoring services signs are allowed. Business or occupation signs are not permitted, i.e. MD, CPA, Architect, etc.
16. Docks may not exceed 18 ft from shoreline, shall not exceed 114 square feet of dock surface area and shall not exceed 2 feet above the lake water surface. Common Area docks are excluded.
17. Members may not provide Common Area gate combination or gate proximity card to non-members.
18. Temporary or permanent construction is not permitted in the Green Belt area surrounding the Lake. The Green Belt area is all the property surrounding the Lake within 100 feet (50 feet for property owners with Modified Protective Covenants) of the high-water mark of the Lake.
19. Member property owners will be fined \$1000 for each live tree 6 inches or greater in diameter that is cut down within the Greenbelt on their property