



BLRAA Mail-in Ballot
September 1st 2019
By-Laws Revisions

BAXTER LAKE
RECREATION AREA ASSOCIATION

You may VOTE in person at the lodge, Sunday, September 1st 10am-12 noon
OR use this Mail-in Ballot [one per site] Must be received by September 1st

Please mail all ballots to : BLRAA 99 Four Rod Road, Rochester, NH 03867

****All Ballots Must be Received in an envelope marked**

“Ballot Enclosed” with Site # and Name on outer envelope.

[envelopes are discarded – ballots are placed in locked box for election]

*****Any ballots received without name, site # and ballot enclosed on outer envelope***

Will not be counted and will be considered invalid**

IMPORTANT: Vote for each Article Separately, Review Article Revisions and
Indicate your Vote in the Supplied Checkmark Areas After each Article.

Ballots will be counted by the Election Committee

Following the Vote on September 1st

Information on the By-Laws voting results will be announced following the vote and
will be published in the BUZZ

(Underlined Text Indicates Changes)

Please Note: Some minor revisions were for simple correction of typographical and grammatical errors, references to sections changes, and gender designations (ex. He).

ARTICLE I - DEFINITIONS

New Section

SECTION 8. “Emergency” Defined as a sudden, unexpected, or impending situation that may cause injury, loss of life, damage to the property, and which, therefore, requires immediate attention and remedial action. Monies spent must be limited only to the amount needed to remedy the situation at hand until such time when the Board can act to permanently resolve the issue.”

New Section

SECTION 9: “Normal operating expenditures” means the ordinary and recurring (i.e. at least annually) expenditures necessary for the administration and operation of the Association and maintenance and repair of Association property. Small tools and equipment costing less than \$250 per functional unit of property shall be considered normal operating expenditures. Costs of tools and equipment costing \$250 or more, and major changes and improvements to the campground and its facilities do not fall under the definition of normal operating expenditures.

New Section

SECTION 10: "Functional Unit of Property" means all components of property and related costs necessary to and associated with that property's intended use within the Association, including costs of delivery to BLRAA and installation. Examples of a functional unit or property as single expenditure include : a. A portable pump, hoses and connections; b. A computer monitor, keyboard and CPU; c. An appliance and additional wiring, flooring installation or other costs necessary to render that appliance ready for service.

Please check whichever of the following applies:

_____ **I/We APPROVE** _____ **I/We DISAPPROVE**

ARTICLE III

MEMBERSHIP, VOTING RIGHTS and PROPERTY RIGHTS

Original

SECTION 2. VOTING RIGHTS: At any meeting of the Association (ARTICLE VI of these By-laws), each owner shall be entitled to cast one vote for each site interest which he owns. Any Owner may attend and vote at such meetings in person, or by proxy (by instrument in writing signed by the Owner and filed with the Board). Where there is more than one record Owner of the same site interest, all such persons shall be members of the Association and any or all of such persons may attend any such meeting, but it shall be necessary for said persons to act unanimously in order to cast the vote to which they are entitled. Where only one of such persons attend any such meeting, he may vote for himself and as agent for any absent Owner of his site interest without proxy designation. Where none of such persons attends such meeting, any designation of proxy must be signed by all such persons. In addition to the above proxy provisions, an Owner may assign his right to vote to any first mortgagee of record.

Updated

SECTION 2. VOTING RIGHTS: At any meeting of the Association (ARTICLE VI of these By-Laws), each owner shall be entitled to cast one vote for each site interest which he owns. Any Owner may attend and vote at such meetings in person, or by proxy (by instrument in writing signed by the Owner and filed with the Board). Where there is more than one record Owner of the same site interest, all such persons shall be members of the Association and any or all of such persons may attend any such meeting, but it shall be necessary for said persons to act unanimously in order to cast the vote to which they are entitled. Where only one of such persons attend any such meeting, he may vote for himself and as agent for any absent Owner of his site interest without proxy designation. **Where none of such persons attends such meeting, all such persons must sign any designation of proxy.**

The Board of Directors shall maintain written policies regarding absentee ballots and proxy voting.

New Section

SECTION 4. RESTRICTIONS ON USE:

- a. Each Unit shall be occupied and used only for seasonal recreational residential purposes by the Owner(s), family, tenants and/or guests of the Owner(s), except for such limited professional use as the Association, upon application of the Owner(s), from time to time may authorize as not being incompatible with the seasonal recreational residential character of the Association.
- b. No advertisements, signs or posters of any kind shall be posted in or on the property except as authorized by the Board. An exception is made for real estate signs.

New Section

e. CAPITAL ASSESSMENT: Assessment Upon Resale Fee. Each Unit Owner upon purchase of his Unit shall pay a special assessment to go into the capital reserve fund equal to that year's dues collected at closing. Acquisition of an ownership interest solely via gift or inheritance shall be exempt from the Capital Assessment.

New Section

l. MEMBERSHIP VOTING at the ANNUAL MEETING: The number of votes needed to pass all motions, excluding financial matters over \$3999.99, presented at the Annual Meeting shall be by majority vote by those present or authorized proxy, providing the attendance quorum has been met. Motion will take effect within (30) days of passing.

Please check whichever of the following applies:

_____ **I/We APPROVE** _____ **I/We DISAPPROVE**

ARTICLE IV

OFFICERS of the ASSOCIATION

Original

SECTION 2. MAKE UP OF THE BOARD OF DIRECTORS:

- a. The Board of Directors shall be composed of nine (9) members of the Association.**
- b. The term of office of a Director is three years.**
- c. Three members of the Board of Directors shall be elected at each Election Meeting of the Association and will assume office upon the completion of the Election Meeting.**

Updated

SECTION 2. MAKE UP OF THE BOARD OF DIRECTORS:

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- b. The term of office of a Director is three years.**
- c. Three members of the Board of Directors shall be elected at each Election Meeting of the Association and will assume office upon the completion of the Election Meeting. Additional members shall be elected if there is a vacancy to be filled due to a board member leaving a position mid-term**

Original

SECTION 3. QUALIFICATIONS: Only members of the Association shall be eligible to serve as Directors. A person may succeed himself as Director for one (1) additional term. After a hiatus of one (1) year, such a person may again stand for election. No one may serve on the Board of Directors who is not a paid-up member in good standing (current in dues, taxes, fines and assessments).

Updated

SECTION 3. QUALIFICATIONS: Only members of the Association shall be eligible to serve as Directors. A person may serve for two consecutive 3-year terms and may also serve the remainder of a vacated term without restriction as Director. After a hiatus of one (1) year, such a person may again stand for election. No one may serve on the Board of Directors who is not a paid-up member in good standing (current in dues, taxes, fines, and assessments).

Original

Nominations for the three (3) members of the Board shall commence at the June meeting of the Board and extend until the July meeting of the Association. The election shall be held at the meeting of the Association on the Sunday of the Labor Day weekend.

Updated

SECTION 4. NOMINATIONS & ELECTIONS:

Nominations for the three (3) members of the Board of Directors shall commence at the June monthly meeting of the **Board** and extend until the closing of the July monthly meeting of the **Board** . The election shall be held at the meeting of the Association on the Sunday of the Labor Day weekend.

Additional nominations will be accepted if there is a vacancy to be filled due to a board member leaving the position mid-term.

Original

SECTION 6. VACANCIES:

a. A vacancy on the Board of Directors shall be filled by the next highest vote getter of non-winners in the previous election. If that person is not available to fulfill the term of office, there will be a special election by the body.

Updated

SECTION 6. VACANCIES:

a. The first vacancy on the Board of Directors shall be filled by the next highest vote getter of non-winners in the previous annual election. In the case of a tie in the vote count, a coin toss will determine the winner.

b. If that person is not available to fulfill the term of office, or in the case of any additional vacancies, the BOD will fill the position(s) by appointing a member or members of the association until the next annual election.

c. Any vacancy filled at an annual election under terms of Subsection 6b, shall run only for the remainder of the original term. (i. e. one or two years)

Original

SECTION 7. PRESIDENT: The President shall preside at all meetings of the Board of Directors and of the Association, and shall perform such other duties as may be required by the Board of Directors and the Association from time to time.

Updated

SECTION 7. PRESIDENT: The President shall preside at all meetings of the Board of Directors and of the Association, and shall perform such other duties as may be required by the Board of Directors and the Association from time to time. **The President shall not chair any committee.**

Original

SECTION 9. TREASURER: The Treasurer shall manage all the financial affairs of the Association. He shall keep current records and give reports of the financial status of the Association at regular meeting of the Board of Directors and at the annual meeting of the Association. Each year the Treasurer shall have an annual audit of the books prior to the annual meeting of the membership.

Updated

SECTION 9. TREASURER: The Treasurer shall manage all the financial affairs of the Association, including chairing the Finance Committee. **The Treasurer** shall keep current records and give reports of the financial status of the Association at regular meeting of the Board of Directors and at the annual meeting of the Association. Each year the Treasurer shall have an annual audit of the books prior to the annual meeting of the membership. **The Treasurer shall not chair any committee except for the Finance committee.**

Original

SECTION 10. SECRETARY: The secretary shall record the votes and keep the minutes of all meetings in a book to be kept for that purpose. He shall keep the records of the Association. He shall record in a book kept for that purpose the names of all members of the Association together with their addresses as registered by such members.

Updated

SECTION 10. SECRETARY: **The secretary shall record the votes and keep the minutes of all meetings and create a physical and electronic record and uploaded to computer cloud storage. Such minutes shall be retained as a permanent record by the association. The Secretary shall also keep a record of names with all members of the Association along with their addresses as registered by such members. Secretary is responsible for maintaining permanent records and ensuring that those records are properly transferred to their successor. The Secretary shall not chair any committee.**

Original

SECTION II. AUTHORITY: The Board of Directors may authorize any officer or officers, or any employee in conjunction with one or more officers, in the name of and on behalf of the Association to enter into any contract or execute and deliver any instrument or may authorize the Treasurer or President, in his absence, to sign checks, drafts of other orders for payment of money or notes or other evidence of indebtedness, and such authority may be general or it may be confined to specific instances. Unless specifically authorized by the Board of Directors, no officer or Director, except the Treasurer, shall have the power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render it financially liable for any purpose or in any amount. The Treasurer shall sign all transactions up to \$1999.99 or in his absence the President or Vice President. Any transaction of \$2000 or greater shall require two (2) signatures, the Treasurer's, President's or Vice President's. The Treasurer shall have such authority without such specific authorization.

Updated

SECTION 11. AUTHORITY: The Board of Directors may authorize any officer or officers, or any employee in conjunction with one or more officers, in the name of and on behalf of the Association to enter into any contract or execute and deliver any instrument or may authorize the Treasurer, or President, in the absence of the Treasurer, to sign checks, drafts of other orders for payment of money or notes or other evidence of indebtedness. Except as provided in Section 12, such authority is confined to specific instances. No officer, employee or director, unless specifically authorized by the Board of Directors, except the Treasurer, shall have the power or authority to bind the Association by any contract or engagement, to pledge its credit, or to render it financially liable for any purpose or in any amount unless specifically authorized by the Board of Directors. The Treasurer, or in their absence, the President, shall sign all transactions up to \$3999.99. Any transaction of \$4000 or greater shall require signatures from both the Treasurer and the President. The Treasurer shall have such authority without the Board of Directors prior approval.

New Section

SECTION 12. BUDGET: On or before December 31st of each year, the Board of Directors shall pass an operating budget for the following calendar year laying out, at a minimum, normal operating expenditures. Such budget may also include such additions to a Reserve or Capital Fund as considered necessary by the Board of Directors. Adoption of the budget shall constitute general authorization for officers and directors to expend funds within the limits of each Committee's budgeted line item(s). Notwithstanding any general spending authorization, no officer or director shall enter into any contract or expenditure of a total amount of \$2000 or greater without approval of the President and Treasurer, except in an emergency as defined in these By-Laws. No Committee Chair shall make any expenditure in excess of that Committee Chair's adopted budget without specific authority in accordance with Subsection 11. Nothing in this section shall preclude the Treasurer from instituting additional business accounting practices and procedures including, but not limited to, institution of a purchase order system.

New Section

SECTION 13. PROHIBITED EXPENDITURES: Other than for expenditures benefiting Association common areas, no officer or director shall, at any time, act as agent on behalf of any member or group of members. Nor shall they enter into any transaction, employ any Association equipment or other resources, or otherwise obligate the Association to any action providing pecuniary benefit to any member or group of members. Application for approval of agency shall be submitted in writing at any regular or special meeting of the Board of Directors.

New Section

SECTION 14. EXPENDITURE VIOLATIONS: Any Director violating the provisions of Section 11, 12 or 13, above, shall be subject to removal under Article 7 Section 2(j).

SECTION 15. FUNDS: - Stays the same

New Section

SECTION 16. COMPENSATION: An officer or board member shall not receive any salary or other compensation from the Association for the performance of duties as an officer or Board member and shall in no other way benefit financially, either directly or indirectly, from service to the Association. If approved by a 2/3rds majority of the Board of Directors present at a properly called meeting of the Board, the Board may waive the requirement of the preceding sentence.

Please check whichever of the following applies:

_____ I/We APPROVE _____ I/We DISAPPROVE

ARTICLE VI - MEETINGS of the ASSOCIATION

Original

SECTION 3. NOTICE of the MEETING: Notice of all special meetings of the Association shall be given to the members by the Secretary. Such notice shall be delivered to the members or shall be sent through the mail or postage thereon fully prepaid to his address appearing on the books of the Association. Such delivery mailing to occur at least thirty (30) days prior to such meeting and such notice to set forth in general the nature of the business to be transacted. When a vote is to be held at a special meeting there shall be a ballot included in the mailing of the notice.

Updated

SECTION 3. NOTICE of the MEETING: Notice of all special meetings of the Association shall be given to the members by the Secretary. Such notice shall be delivered to the members or shall be sent through the mail **or emailed** postage thereon fully prepaid to his address appearing on the books of the Association. such delivery Mailing **or emailing** to occur at least thirty (30) days prior to such meeting and such notice to set forth in general the nature of the business to be transacted. When a vote is to be held at a special meeting there shall be a ballot included in the mailing **or emailing** of the notice.

Original

SECTION 5. VOTING: At all meetings of the Association, each member may vote in person or by proxy. All proxies shall be in writing, shall designate the person to whom given and shall be filed with the Secretary. A proxy shall be valid for the meeting and question for which it was given. Every proxy shall automatically cease upon completed sale by the member of his lot or other interest in the property. Notice of the completion of sale shall be recorded with the Treasurer.

Updated

SECTION 5. VOTING: At all meetings of the Association, each member may vote in person or by proxy. All proxies shall be in writing, **where none of such person attends such meeting, all such persons must sign any designation of proxy and filed with the Secretary.** A proxy shall be valid for the meeting and question for which it was given. Every proxy shall automatically cease upon completed sale by the member of his lot or other interest in the property. Notice of the completion of sale shall be recorded with the Treasurer.

Please check whichever of the following applies:

_____ **I/We APPROVE** _____ **I/We DISAPPROVE**

ARTICLE VII

ACTIVITIES of the BOARD of DIRECTORS

SECTION I. BOARD MEETINGS:

Robert's Rules will be used as general guidance for the conduct of the Association meetings.

Addition of email

b. SPECIAL MEETINGS: Special meetings of the Board of Directors shall be called upon the written request of two (2) members of the Board or at the discretion of the President of the Association and shall be held at the time and place specified in the respective request and call. Notice of said special meeting shall be given to each Director in person or by telephone at least two days before the day of the meeting or by mailing or emailing such notice to him at his last known post office address or email address at least **five** days before the day of the meeting, including the day of the mailing or emailing.

New Section

c. TRANSITION MEETING: A Transition Meeting shall take place immediately after the Election Meeting. Outgoing members of the Board of Directors shall transfer to the new Board of Directors all Association property in their possession or under their control, including, but not limited to office equipment, tools, maintenance equipment, keys, and electronic and hard copy records. Additional business may be conducted at this meeting as needed. In the case of a resigning member of the Board of Directors, such transfer shall be made by that Director immediately upon acceptance of their resignation by the Board of Directors.

e. ACCESS to MEETINGS: Any member of the Association may observe any meeting of the Board of Directors unless the President of the Association or a **majority** of the Board decides to discuss the issue in Executive Session. (Sentence removed - This should take place ordinarily when sensitive personal issues are to be discussed.)

New Section

f. EXECUTIVE SESSION: The Board of Directors may hold an Executive Session. No final vote or action may be taken during an executive session. An executive session may be held only to: 1. Consult with the Association's attorney, outside accountant or management company; 2. Discuss existing or potential litigation or mediation, arbitration, or administrative proceedings; 3. Discuss labor or personnel matters; 4. Discuss contracts, leases, and other commercial transactions to purchase or provide goods or services currently being negotiated, including the review of bids or proposals, if premature general knowledge of those matters would place the Association at a disadvantage or prevent public knowledge of a matter to be discussed if the Board of Directors determine that public knowledge would violate a right of privacy of any person.

SECTION 2. POWERS and RESPONSIBILITIES of the BOARD: The Board of Directors shall have the following powers and duties:

Original

(e) To maintain, alter, repair and otherwise care for the Common Property. This power is unrestricted except in cases of major changes or improvements to the campground and its facilities that would require expenditure of two thousand (\$2000) dollars except in an emergency situation. In these cases, the Board must obtain the approval of the Association membership for such changes or improvements. This approval may be obtained at any regular or special meeting of the Association.

Updated

(e) To maintain, alter, repair, and otherwise care for the Common Property. This power is unrestricted except in cases of major changes or improvements to the campground and its facilities that would require expenditure of four thousand dollars **(\$4,000.00)** or more, except in an emergency situation. In these cases, the Board must obtain the approval of the Association membership for such changes or improvements. This approval may be obtained at any regular or special meeting of the Association.

New Section

(j) Board members are obligated to comply with all federal, state, and local laws and insure consistent application of Association Covenants, By-Laws, rules, policies and procedures.

Original

(k) To identify any dangerous or unsightly condition of any site and, upon such identification and discussion at a meeting of the Board, to insist upon a reasonable remedy. If the site owner demonstrates lack of reasonable cooperation, the Board may take appropriate action to remove the dangerous or unsightly condition.

Updated - changed from (k) to (l)

(l) To identify any **dangerous or unsightly condition of any site** and, upon such identification and discussion at a meeting of the Board, to insist upon a reasonable remedy. **Site owner shall be notified via registered mail, return receipt requested. If the site owner fails to remedy the condition of the site within 30 days, the Board shall take appropriate action to remove the dangerous or unsightly condition. The site owner will be responsible for any cost involved in accordance with Article III, Section 4 (i) of these By-Laws.**

Original

(m) To establish the following standing committees, and such other committees as the Board of Directors deems necessary, which shall be chaired by a Director:

- **Activities Committee**
- **Construction Committee**
- **Finance Committee**
- **Newsletter Committee**
- **Safety Committee**
- **Site Control Committee**

These Standing Committees shall each have a **Charter** which will be **kept** with the **Association** records.

Updated

(m) To establish the following standing committees, and such other committees as the Board of Directors deems necessary, which shall be chaired by a Director:

- **Activities**
- **Building Maintenance**
- **Finance & Administration**
- **Communications**
- **Safety**
- **Site Control**
- **Roads, Grounds, & Equipment Maintenance**
- **Water & Sewer Systems**
- **Boat Dock Liaison**

All Standing Committees will report directly to the Board of Directors. Standing Committees shall have the power to take all steps necessary to carry out its instructions subject to limitations contained in these By-Laws. Descriptions of all Standing Committee assigned functions shall be kept with the Association records.

Please check whichever of the following applies:

_____ I/We APPROVE _____ I/We DISAPPROVE

