

## ORIGINAL VERSION

### ARTICLE I. MEMBERSHIP

#### **Sect. 1. Classes of Membership.**

There shall be two classes of membership in ORC, Corporate Members and Social Members, with different responsibilities and privileges as set forth in ARTICLE II.

#### **Sect. 2. Corporate Membership.**

After a minimum two-week waiting period of Social Membership whereby the Board of Directors interviews the prospective member/s, a qualified person over 21 years of age may become candidates for Corporate Membership by a signed application endorsed by two (2) Corporate Members. Election to Corporate Membership shall require an 11 affirmative vote of the Corporate Members present. The Board shall conduct this election and Club Officers after a bona fide offer has been made by the prospective members to purchase a cottage on the ORC property, and shall become effective only if the 11 affirmative votes is obtained and the purchase is completed satisfactorily.

#### **Sect. 3. Surviving Spouse.**

Upon the death of either member of a couple who hold Corporate Membership, the surviving spouse shall continue as Corporate Member for as long as cottage ownership is retained and membership responsibilities are met. In the event no Corporate Member remains, the estate holders become proxy members. If it is their intention to keep ownership, they must fulfill both Social Membership and Corporate Membership vetting and approval in according with these By-laws, as well as paying any required fees. If selling, the new owners must fulfill both Social Membership and Corporate Membership vetting and approval in according with these By-laws, as well as paying any required fees.

#### **Sect. 4. Social Membership.**

Individuals or couples over 21 years of age may become candidates for Social Membership by a signed application endorsed by two (2) Corporate Members. And after following the required Board interview process in Sec. 2. Election to Social Membership shall require a majority vote of the Board of Directors. The number of Social Memberships in any corporate year shall not exceed twenty (20) unless this number is changed by a majority vote of the Board of Directors. Social Membership is required for eligible persons who are not in the immediate families of Corporate Members and who visit ORC more than three (3) times during the year.

#### **Sect. 5. Resignation.**

Any member may resign from the club, other than by failure to pay dues, by giving written notice to the Secretary, which notice shall be presented to the Board of Directors by the Secretary at the first meeting after it is received.

#### **Sect. 6. Suspension or Expulsion.**

A member may be suspended or expelled for cause such as violation of any of the By-Laws or rules of the Club, or for conduct not in the best interests of the Club. Such suspension or expulsion shall be by a two-thirds vote of the Board of Directors, provided that a statement of the charges shall have been mailed by registered mail to the member at his or her last recorded address at least fifteen (15) days before final action is taken thereon; this statement shall be accompanied by a Notice of the time and place the Board of Directors is to take action on the charges, providing the member an opportunity to present a defense at the time and place mentioned.

## ARTICLE II. RIGHTS & RESPONSIBILITIES

### A. CORPORATE MEMBERS

#### **Sect. 1. Voting.**

As members of this non-profit organization 501(c)3 (effective 2015), Corporate Members shall have one (1) vote per cottage in any such business as may be brought before the Membership at the Annual Meetings or any Special Meeting duly called by the Board of Directors. An Annual Meeting is to be held on ORC premises approximately at the end of May each year at a time announced. Corporate Members will vote on the election of the Board of Directors and on any change in annual dues or special assessment, as well as any other matters presented by the Board. (See Article III, Section 1, Meetings and Section 5, Voting; for specific details.)

#### **Sect. 2. Occupancy.**

Corporate Members and their immediate families may occupy their cottages as desired during the summer season (April through October). Occasional occupancy at other times is also permitted.

#### **Sect. 3. Guests.**

Corporate Members may have guests stay in their cottage and use the ORC facilities during visits. A Corporate Member must be present for the duration of such a visit (brief daytime absence excepted) and must be responsible for the conduct, safety, and welfare of all guests, including their conformity to all ORC Rules and Regulations.

#### **Sect. 4. Rules and Regulations.**

In addition to these By-Laws, the conduct of all Corporate Members and their guests shall be subject to, and guided by, the ORC Rules and Regulations as are approved by the Corporate Membership. (see attached Rules & Regulations at back of this Document beginning on Pg.13)

#### **Sect. 5. Cottage Upkeep.**

Corporate Members are responsible for maintaining their cottages in an attractive, safe, and sanitary condition. In the case of an owner's neglect or inability, the Board will assess the problem to work out terms of correction with the owner.

#### **Sect. 6. Labor and Talents.**

Corporate Members are expected to contribute - - to the best of their ability – their labor and talents to the maintenance and improvement of ORC property and facilities. Contribution can be in many forms; labor, creative ideas, serving on the board or on committees, providing support and/or food & drinks to a work crew, providing use of equipment or supplies, are all considered ways you may contribute to the ORC and to making the organization better.

#### **Sect. 7. Dues.**

Annual dues established equally for each cottage shall be paid by the cottage owner of record as of June 30 of each year. This single annual dues payment covers the cottage for the year regardless of subsequent change of ownership during the year; it is the responsibility of any seller to recover all or part of the dues paid when the contract sale terms are set. Annual Dues are payable on or before June 30 each year. A late-payment fee will increase dues that are paid after July 1 in accordance with the following schedule: July 1 – 31, \$50; Aug. 1 -31, \$100; and so forth, increasing at \$50 per month/s or fraction thereof. In a case of extenuating financial circumstances a Corporate Member may be forgiven any late fee if the member pays at least \$50 during June and arranges with the Treasurer receiving dues for a payment schedule that completes the annual obligation

by Sept. 30. Any failure to adhere to the schedule shall result in liability for the late fee as established above. Any banks changes for non-sufficient funds charge backs will be passed on the cottage member, and are required to be r funded to the organization by the member/s being the cause for those bank charges or fees.

**Sect. 8. Special Assessments.**

To provide adequate funding for ORC's operations, maintenance, and fiscal obligations the Board of Directors may establish, as needed, special assessments payable equally by each Corporate Member within a time period fixed by the Board. Written notice to Corporate Members of each assessment must be given at least 60 days before payment is due. A late charge of 10% shall be added for each month of delinquency of payment, or fraction thereof.

A separate Capital Improvement Fund has been approved and set-up to set aside and earmark certain incoming funds for future capital projects (into effect June 1 2016).

**Sect. 9. Sale of a Cottage.**

Any Corporate Member must notify the Board of Directors if desiring to sell a cottage. A cottage owner may not advertise in any way other than a simple For Sale sign being placed upon their cottage. An offer to sell can be made only to a Social Member. The Board of Directors will assist in locating eligible buyers. When a sale is pending, the Corporate Membership must elect the Social Member as Corporate Member/s before the sale can be completed.

(as amended by vote at fall 2008 meeting to have Treasurer create ORC club website, and to list cottages for sale along with other information, ORC history, photographs, pertaining to the club and grounds on the website "www.oakfieldcottages.com." No other changes were agreed concerning sale of cottages and no other individual advertising is permitted without additional vote by the Corporate Membership).

**B. SOCIAL MEMBERS**

**Sect. 1.** Social Members shall have no voting privilege in ORC.

**Sect. 2. Annual Dues.** The Board of Directors shall established any required dues for Social Members, if any, which shall be paid in full by June 30 each year or immediately on activation of such membership. Social Memberships are valid from June 30th to the following June 30th in the season in which they are paid.

**Sect. 3. Privileges.** Social Members may enjoy ORC privileges and will be subject to ORC By-Laws in addition to all ORC Rules & Regulations as approved and disseminated by the Board of Directors. Social Members will be required to acknowledge they have read the Regulations and signed the waiver included as part of their application.

**Sect. 4.** Social Members who are sons or daughters of Corporate Members may occupy the family-owned cottage for a period up to Two (2) weeks during any summer season. Or as designated by a Board review.

**ARTICLE III. MEETINGS.**

**Sect. 1. Annual Meetings.**

There shall be an annual meeting of the Corporate Members of the Club approximately the end of May each year for the election of members of the Board of Directors and for receiving the annual report of treasurer, officers, directors, and committees, and the transaction of other business. Notice of such meeting, signed by the Secretary or President, shall be mailed, phoned, or emailed at least ten (10) days, and not more than

twenty (20) days, before the time appointed for the meeting. All notices of meetings shall set forth the place, date, time, and purpose of the meeting. A fall annual meeting will also be held generally to conduct normal business approximately around Labor Day weekend.

**Sect. 2. Special Meetings.**

The Board of Directors may call special Meetings of the Corporation. Reasonable notice is to be given for any special meeting.

**Sect. 3. Vote/Quorum.**

The presence of an 11 member majority of paid-up Corporate Members of the club to vote shall be necessary to constitute a quorum for the transaction of business.

**Sect. 4. Inspectors of Elections.**

Two inspectors of election shall be chosen by the vote of the Corporate Members present at the annual meeting or any special meeting duly called.

**Sect. 5. Voting.**

Each fully paid corporate membership shall exercise one vote per cottage at any Corporate meeting of ORC. Electronic or written absentee votes are permitted. For Corporate votes, particularly for Corporate Membership votes, electronic votes must be sent to the President and the Secretary (or two persons designated by the Board) to ensure validity.

**Sect. 6. Order of Business.**

The order of business shall be as follows at all regular meetings of the Club and Board of Directors to generally follow the Robert's Meeting Rules of Order.

- a) Calling of the Roll.
- b) Proof of Notice of Meeting.
- c) Reading of the minutes of previous meeting.
- d) Receiving communications.
- e) Election of Officers.
- f) Reports of Officers.
- g) Report of Committees.
- h) Unfinished Business.
- i) New Business.

The Chair without debate shall decide any question as to priority of business. This order of business may be altered or suspended at any meeting by a vote of the majority of the members present.

Voting will follow a discussion, or topic, and a member shall make a proposal, needing a second, and then put before the board, or membership, for a vote.

**ARTICLE IV. DIRECTORS.**

**Sect. 1.** The property, affairs, business and concerns of the club shall be vested in to Directors consisting of nine (9) directors, included the President and Vice President. The members of the said Board shall, upon election, immediately enter upon the performance of their duties and shall continue in office until their successors shall be duly elected.

**Sect. 2. Election of Directors.**

At each annual meeting a number of directors equal to that of those whose term has expired shall be elected

for the term of three (3) years. In the case of other vacancies, elections will be held to complete terms of office. At the expiration of their term any directors may be re-elected.

**Sect. 3. Duties of the Directors.**

The Board of Directors shall have the power to hold meetings at such times and places as they may think proper; to appoint committees on particular subjects from the members or from other members of the Club, to audit bills and disperse the funds of the Club to employ lifeguards, caretakers, janitors, or other necessary employees, and to advise and carry into execution such other measures as they may deem proper and expedient to promote the goals of the Corporation and protect the interest and welfare of all members.

**Sect. 4. Meetings of the Board.**

Regular meetings of the Board of Directors shall be held succeeding the annual election and notice of such meetings, signed by the Secretary, shall be electronically mailed to the last recorded address of each member of the Board of Directors at least ten (10) days before the time appointed for the meetings; but the President may, when he deems it necessary, or the Secretary shall, at the request of three (3) members of the Board, issue a call for a special meeting for the Board, and only five (5) days notice shall be required for such special meetings. The requirement of notice of any such meetings may be waived by all of the Board of Directors.

**Sect. 5. Quorum for the Board of Directors.**

Five of the Board of Directors shall constitute a quorum for the transaction of business. In the absence of the President and Vice-President the quorum present may choose a Chairman for the meeting. If a quorum is not present, a less number may adjourn the meeting to a later day, not more than ten (10) days later.

**Sect. 6. Vacancies.**

Whenever any vacancies shall occur on the Board of Directors by death, resignation, or otherwise, the same shall be filled without undue delay by a majority vote by ballot of the remaining members of the Board at a special meeting which shall be called for that purpose. Such election shall be held within sixty (60) days after the occurrence of such vacancy. The person so chosen shall hold office until the next annual meeting, or until his successor shall have been chosen at a special meeting of the members.

**Sect. 7. Hold Harmless / Liability Waiver.**

Except in the event of gross negligence, directors and officers shall be indemnified by the Corporation for any acts done by said directors and officers on behalf of the Corporation as are authorized for such indemnification by the Business Corporation Law or other laws of the State of New York.

**ARTICLE V. OFFICERS.**

**Sect. 1. Designations.**

The officers of ORC shall be President, Vice-President, Secretary, and Treasurer. The same person may hold the offices of Secretary and Treasurer.

**Sect. 2. Method of Election.**

The Board of Directors shall elect all Officers for a period of one year. The President and Vice-President must be elected from the Board of Directors. The Secretary and Treasurer need not be members of the Board of Directors. A quorum present shall be necessary to constitute an election.

**Sect. 3. Duties of Officers.**

The duties and powers of officers of the Club shall be as follows:

**PRESIDENT**

The President shall preside at the meetings of the Club and of the Board of Directors and shall be a member, ex-officio, with right to vote, of all committees except the Nominating Committee. He shall also, at the annual meetings of the Club, and such other times as he shall deem proper, communicate to the Club or to the Board of Directors such matters and such suggestions as may, in his opinion, tend to promote the prosperity and welfare and increase the usefulness of the Club and shall perform other duties incident to the office of President of the Club.

**VICE PRESIDENT**

In case of death or absence of the President or of his inability from any cause to act, the Vice-President shall perform the duties of the President.

**SECRETARY**

It shall be the duty of the Secretary to give notice of and attend all meetings of the Club and all committees and to keep a record of their business; to conduct all correspondence and to carry into execution all orders, votes, and resolutions not otherwise committee; to keep a list of all the Corporate and Social members of the Club; to notify the officers and members of the Club of their elections; to prepare, under the direction of the Board of Directors, an annual report of the Club, and generally to devote his/her best efforts to forwarding the business and advancing the interest of the Club. In case of absence or disability of the Secretary, the President or presiding officer may appoint someone to be acting Secretary.

**TREASURER**

The Treasurer shall keep an account of all money received and expended for the use of the Club; collect the annual dues, and shall make disbursements upon vouchers approved by the Board of Directors. He/she shall deposit sums received in the official depository of the ORC and make a report at the annual meetings of the transactions and financial condition of the Club when called upon by the President. Funds may be drawn only upon the signature of the Treasurer or President.

The funds, books and vouchers in his hands shall at all times be under the supervision of the Board of Directors and subject to its inspection and controls; and at the expiration of his term of office he shall deliver over to his successor all books, money, and other property, or in the absence of the Treasurer-elect, to the President. In case of the absence or disability of the Treasurer, the President or Presiding officer may appoint a Treasurer pro tem.

**Sect. 4. Bond of Treasurer.**

The Treasurer shall, if required by the Board of Directors, give to the Club such security for the faithful discharge of his duties as the Board may direct. Should a bond be required, any associated fees would be reimbursed by the organization.

**Sect. 5. Vacancies.**

All vacancies in any office shall be filled by the Board of Directors without undue delay, at its regular meeting or at a meeting specially called for that purpose.

**ARTICLE VI. COMMITTEES.****Sect. 1. Nomination for Board of Directors**

Shall be made from the floor at the Annual Meeting, or special meeting, of the Corporate Members.

**Sect. 2. Appointed Committees.**

As soon as practical after the Annual Meeting the President shall appoint needed committees for ORC operations, subject to approval of the Board of Directors. The President and Board shall define Powers and duties of each committee.

**Sect. 3. Committee Quorum.**

A majority of its membership shall constitute a quorum for the conducting of business by any committee.

**Sect. 4. Committee Vacancies.**

The President is empowered to fill any committee vacancy by appointment.

**ARTICLE VII. REPOSSESSION.**

**Sect. 1.** Any member who shall have withdrawn from the Club, or shall have been expelled, or shall have forfeited all rights and privileges of membership shall without further action lose all title and interest of any kind or nature in any and all property whether real or personal located within the confines of the Club area. Title thereto shall, upon being lost by former member, be held by the corporation.

**Sect. 2.** Within 30 days from such loss title the Club shall appoint one (1) appraiser, a member of the Club, who shall within ten (10) days thereafter notify the former member or the executor or administrator or heirs-at-law of such former member, as the case may be, of such appointment in writing. Thereafter, within thirty (30) days, the Club shall appoint an appraiser to represent the former member, if the former member shall not have appointed an appraiser to represent himself and which appraiser shall have so notified the first appraiser in writing within fifteen (15) days from the first notification referred to herein. The two (2) appraisers shall then appoint a third appraiser, being a member of the Club within one hundred (100) days from the date the former member lost such title; in the event the two appraisers cannot amicably appoint such third appraiser within such one hundred (100) days then the President of the Club shall appoint such third appraiser within 135 days from such member losing title. Within thirty (30) days from the appointment of the third appraiser then the appraisers shall meet, after five (5) days notice in writing to determine the value of the property to which such former member lost title. The agreement of two appraisers shall be binding on all parties as to value. The report of the appraisers shall be given in writing to the President of the Club and to the former member (or executor, administrator, or heirs) within ten (10) days of the meeting to determine the value.

**Sect. 3.** Within 120 days from the receipt of such report by the President, the Club shall pay to such former member the determined value and upon such payment the former member or his representative, as the case may be, has no further claim against the Club. Failing to make such payment by the Club within such time to former member or his representative, as the case may be, may sue the Club in any court having proper jurisdiction for the recovery of the determined value, as determined by the appraisers.

**Sect. 4.** At the meeting of the appraisers to determine the property value, the appraisers shall give all interested parties the right to be heard, if they so desire.

**ARTICLE VII. AMENDMENTS.**

**Sect. 1.** Any of these BY-LAWS may be amended or repealed, by recommendation of the board of directors, in whole or in part by a 11 member affirmative vote of the corporate membership present (one vote per cottage) at any duly called corporate meeting of ORC, provided the proposed change has been submitted by electronic mail (to the last recorded address of each Corporate Member) at least ten (10) days prior to the meeting.

**RULES AND REGULATIONS OF OAKFIELD RECREATION CLUB, INC.**

Revised October 5, 2024

1. **Any violation of these rules may result a forfeiture of membership.**
2. **Dues are payable by June 30th annually.** Amounts are determined at the Spring meeting after review of the Treasure's financial report and recommendations based on the annual budget and capital improvement needs. Any change in the annual dues amount is then voted on by the Corporate Membership. Current dues are \$1500.
3. **Membership** is deemed to cover all members of the immediate family.
4. **No children under 18** years of age allowed on premises unless accompanied by parents or other consenting adults except for short-term, daytime stays.
5. **New Corporate Members** are responsible for the payment the \$150.00 Social Member fee, as well as the Initiation fee, as determined by the Board of Directors. Once approved as a Corporate Member, a one-time \$1250 initiation fee will be due immediately. (Or they may choose a fee of \$1500, payable in 3 equal installments, the 1st being due immediately, and the 2nd and 3rd being due on subsequent June 30ths after becoming members.) Any dues or initiation balances due must be paid in full prior to any sale of a cottage to another member (new or existing).
6. A corporate member may allow **occupancy** of their cottage when not present to another corporate members immediate family for (14) fourteen days during the summer season (May–Oct). This is a total of 14 days per cottage, not per family member. Formal notification **MUST** be submitted to BOD **PRIOR** to occupancy. As a cottage owner, you cannot rent your cottage or offer it through services such as AirBnB.
7. EACH Cottage Owner is responsible for making their guests aware of the ORC Rules & Regulations.
8. A Corporate and Social Member must be knowledgeable to the whereabouts and activities of his family, guests, friends, and pets, and be available for responding to their emergency needs while on ORC property.
9. **Cottage sizes** and general layout/footprint:
  - a. No cottage shall exceed 20' x 24' for new construction if space is available.
  - b. No existing cottage can be expanded with additions beyond the size of 16' x 28'.
  - c. No second stories shall be constructed.
  - d. All construction shall be approved by prior consent of the Board of Directors.
10. There shall be no **construction** of any kind on the premises without the sanction of the Board of Directors.
11. A \$100 **spending limit** for ORC emergency repairs **ONLY** is pre-approved if the majority of the board is not available. Both the Petty Cash Fund and Laundry collection coin box will be assigned and managed by Full Corporate Members.
12. All **outside storage buildings** & structures must be approved by the Board. This includes but is not limited to: wood, built on site, built off site and dropped on site, portable and/or prefab, plastic such as Tupperware or Rubbermaid type. (As amended May 2012.)
13. There shall be **NO portable housing** of any kind included, but not limited to, tents, RVs, trailers, etc., on the ORC property or adjacent roadways without prior Board approval. Prior to their stay, persons approved to do so will be required to sign a Board-provided waiver.



14. All persons shall be responsible for any **willful damage** done by them to any property and shall be required to pay for it.
15. Grounds must be free and clear of all **refuse and debris**. Fires to be built only in fireplaces constructed for this purpose. All fires must be extinguished before leaving the grounds.
16. **NO SMOKING** in any ORC common buildings, pavilion, tents, or other enclosed/covered areas. Cottage owners/Corporate Members AND Guests can smoke in their cottages or their attached decks/awning areas or out of doors. (Adopted 9/4/21).
17. Under no conditions must anyone molest, open or close the **dam, outlet, or sluice ways** or do any damage to any building, trees, shrubs, or flowers unless duly authorized by the Board of Directors.
18. No **dogs** shall be permitted to run loose in cottage areas. They must be on a leash when outdoors. Our ORC vacant lot across Etzold from cottage #13 (behind Terry Wadams house) will be designated as approved for open dog area accompanying dog owner **MUST** be present. In addition, Dogs will be permitted in swimming pond only if no persons are swimming and owner **MUST** be present. All members, and their guests, are responsible for disposing of their own pets' waste, anywhere on ORC grounds, and are to carry with them plastic bags to pickup and properly dispose of immediately.
19. **No hunting**, trapping, shooting or spearing to be allowed on the premises, except the shooting of vermin by special permit from the Board of Directors. Firearms shall not be carried around on ORC property.
20. Open season for **fishing** is the same as State Law. All persons shall have a fishing license as required by law. Fishing without issue in the fishing pond. Fishing permitted in the swimming pond **ONLY** if no swimmers are present. No fishing from the beach at any time. There will be signs installed pointing out from that point to the road fishing areas, from that point no fishing all the way to the dam. Any fishing must comply with NY State law and age restrictions for licensing and permits.
21. No **boating** on the front/main pond ("swimming pond") other than small, self-propelled craft such as a kayak or canoe. The rowboats will stay beside the pond at all times when not in use for lifesaving purposes. (They may be stored for the winter.) Sets of oars will be kept securely under each of the 2 rowboats. Oars **MUST** remain with each boat in case of emergency. No motor driven boats of any description shall be allowed on the water.
22. **All beginners or non-swimmers must have adult supervision**. The Buddy System should be observed for all swimmers. It is a requirement that all children be wearing life preservers/jackets at all times when in or on the ponds.
23. All **bicycles and motorbikes** will use only existing roadways and paths.
24. **Parking**, (as amended June 2012). There will be no parking on any gravel driveway, only temporary and reasonable stoppage to unload or reload.
- a. In addition, all ORC property has general member parking in certain grass areas, and no assigned, owned, private, or partial parking will be agreed to or tolerated. No member or members have the right to assign private parking or transfer a certain parking spot or area to another member, as all ORC parking is first come and first serve on the appropriate grass areas, but on no gravel or paved areas. Common sense, respect, and courtesy to other members and their guests should always apply.
25. Regarding **trees on ORC property** (vote added & amended as of May 2005). Each individual situation is to be interpreted by the Board of Directors and Board vote. The following parameters are agreed upon in 2005 per ORC membership vote:
- a. Trees that are dead, pond pays 100%.

b. Trees that are one-half dead, owner pays \$100, multiple owners \$100 each, and pond pays the balance.

c. Trees that are deemed a nuisance by an individual owner/s, cottage owner/s pays 100%.

d. **All tree removal requires a board review and vote.**

26. Annual **Labor Day Games** will be funded from the ORC General Fund as follows: \$5 x 20 cottages = \$100.