

Article I – Members

The annual meeting of the members of the corporation of the Lake Groton Association shall be held at or in the vicinity of Lake Groton during the months of May, June, July, August or September of each year, the exact time, date and place to be determined and announced by the Board of Trustees, for the purpose of electing trustees and for the transaction of such other business as may be brought before the meeting. If for any reason the annual meeting is not called or held as herein prescribed, the trustees shall order a special meeting to be called and held in lieu of the annual meeting.

Special meetings of the members may be called at the discretion of the President, at the principal office of the corporation or at such other place as he/she may deem feasible, and must be called by him/her when requested by resolution of the Board of Trustees, or upon written request of not less than twenty members, provided that such meetings shall be held in the State.

Notices of meetings shall be prepared and e-mailed to the last known e-mail address of each member. Those currently without e-mail access may elect to receive postage pre-paid notices upon notification of the acting clerk.

A quorum at any meeting of the members shall consist of not less than twenty members.

The election of trustees shall be held at the annual meeting of the members.

Article II – Trustees

A board of six trustees, a minimum of two of whom shall be residents of the State of Vermont, shall manage the affairs of the corporation. Such trustees shall be elected annually by the members for the term of three years, and shall serve until the election and acceptance of their duly qualified successors. Two trustees will be elected to the office annually in order to effect the replacement of one-third of the members of the trustees on an annual basis. The Board may fill vacancies in the Board of Trustees for the unexpired term.

An annual meeting of the Board of Trustees for the election of officers and for the transaction of other proper business shall be held at or near Lake Groton, following the annual meeting of the members.

Special meetings of the Board of Trustees may be held at any place in the State of Vermont at any time on reasonable notice and on call of the President, or on call of any two members of the Board, or may be held at any time and place without notice and for the transaction of any business by unanimous written consent of all members or by presence of all members at such meeting.

The Board of Trustees at their first meeting following the annual meeting of the membership shall elect officers of the corporation if any changes are made after the election of the Trustees each year. If any office becomes vacant during the year, the Board of Trustees shall fill said office for the remainder of the unexpired term.

Trustee positions of the corporation including all officers and the president are voluntary with no financial compensation.

Article III – Officers

The officers of the corporation shall be a President, Vice-President, Treasurer and clerk who shall be elected by the Board of Trustees from within themselves. All of such officers, after those first elected, shall hold office until the next following annual meeting.

The President shall preside at all meetings, shall sign or countersign all contracts and other instruments of the corporation as shall be authorized by the Board of Trustees, and shall make such reports to the Board of Trustees and to the members as he/she may deem necessary or advisable, or as may be required of him/her and shall perform all such other duties as are incident to his/her office or are properly required of him/her by the Board of Trustees. In the absence of or disability of the President, the Vice-President shall exercise all his/her functions.

The Clerk shall record and keep the minutes of all meetings of the Board of Trustees and those of the annual meeting of the membership of the Lake Groton Association. Notices to the Lake Groton Association members, correspondence and other administrative tasks will be shared between the officers of the Lake Groton Association.

The Treasurer shall collect all dues and have the custody of all moneys of the corporation and shall keep regular books of account. He/she shall sign or countersign instruments as require his/her signature, and shall perform all duties incident to the office or that may properly be required of him/her by the Board of Trustees.

Article IV – Committees

The Board of Trustees may appoint such standing committees, as it may deem necessary. Upon the request of any member, the board of trustees shall appoint a finance committee consisting of two or more members (not trustees) to audit the books of the Treasurer and submit a report of such audit to the members at the annual meeting.

Article V – Membership

Any person or persons may become a Member of the corporation upon payment of annual dues to the Treasurer. Dues will be for the period of payment up to and excluding the following annual meeting.

Voting eligibility within the membership requires lakefront, land ownership or right of way designation to waterfront access on Lake Groton. Members that do not meet the land ownership requirements do not have voting privileges.

There is one vote per eligible paid membership, with a limit of two votes for two paid memberships per property.

In the event of a disputed voice vote at any meeting of the Lake Groton Association, the President will call for a hand vote of eligible voting members.

Article VI – Annual Dues

The amount of the annual dues shall be recommended by the Trustees and voted on at the annual meeting by the membership.

Article VII – Amendments

These By-Laws may be amended, repealed or altered, in whole or in part, by a majority vote of the membership at any annual meeting of the members or at any special meeting of the members, provided such action has been announced in the call and notice of such meeting. Members who will not be present at such meeting can grant in writing before said meeting occurs, through the Clerk, his/her proxy to a trustee of his/her choice for the purpose of making known his/her member voting action on the matter or matters in question, his/her instruction in proxy will be to favor, oppose or abstain in the case of each proposition in question.

Originated September 18, 1947. Revised August 16, 1966. Revised August 1982. Revised August 2002. Revised and Amended August 31, 2019