

**OCEAN BAY PARK ASSOCIATION
BY-LAWS**

The By-Laws of the Ocean Bay Park Association, Inc.

Ocean Bay Park, Fire Island, New York

**As adopted July 1952, approved and ratified September 1953, revised 1956,
1960,1963, 1982, 1984, 1995, 1998, 2000, 2010, 2023**

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Article I: Name & Purpose

Section 1 – Name. The name of the Association is the Ocean Bay Park Association, Inc.

Section 2 – Purpose. To cultivate and promote a spirit of cooperation and good fellowship among the residents of Ocean Bay Park so as to preserve its character as a community of private, owner-occupied summer residences and businesses that provide necessary services to the residents.

Article II: Membership

Section 1 – Qualifications. Every person, corporate or individual, or the spouse or child of such individual or co-owner, holding title of record to a lot or lots, with or without improvements thereon, and designated on a certain map known as “Third Amended Map of Ocean Bay Park (or subsequent modifications thereof), Fire Island Beach, Fire Island, Suffolk County, New York”, dated August 20, 1929, is qualified for membership.

Section 2 – Member In Good Standing. A qualified person whose dues are paid.

Section 3 – Associate Member. Any person, corporate or individual, or the spouse or child of such individual, or co-owner, not otherwise qualified for membership, who is a guest of a member, or who is a renter in Ocean Bay Park, and who resides in Ocean Bay Park for not less than two months during a fiscal year, and who subscribes to the purpose of the Association, is eligible to be an Associate Member. Associate Members shall have a voice in the affairs of the Association but shall not be entitled to vote. Associate Members may serve on committees but shall not be eligible to hold office, nor chair committees.

Section 4 – Honorary Member. Any person, even if not otherwise qualified, who has rendered outstanding service to the community may, by a two thirds vote of the members at a Regular Meeting, may be elected an Honorary Member for one year, or for life, and be exempt from the payment of dues.

Section 5 – Suspension. The non-payment of dues during the fiscal year shall automatically suspend membership and all rights pertaining thereto.

Section 6 – Reinstatement. A person shall be reinstated upon payment of dues for the current year.

Article III: Board of Directors

Section 1 – Titles. The Board of Directors shall consist of President, Vice President, Secretary, Treasurer, Executive Board Member, and four (4) Members at Large. The

immediate past president shall serve as Executive Board Member. All shall serve without compensation.

Section 2 – Qualifications. Members of the Board of Directors shall be owners of improved property. The President and Vice President shall be members of the Ocean Bay Park Association for two full fiscal years immediately preceding the date of election.

Section 3 – Tenure. The terms of office shall be for two fiscal years commencing immediately after the election.

Section 4 – Vacancies. Vacancies of an unexpired term shall be filled by the President, with the approval of a majority of the Board of Directors. If the office of the President should become vacant prior to the conclusion of the term, then the Vice President shall assume the role of President (Successor President) and the office of Vice President shall remain vacant until the conclusion of the term. If the Successor President vacates the position prior to the conclusion of the term, then the Secretary shall call an election consistent with Article VII within 30 days of the vacancy of the Successor President.

Section 5 – Duties of the President. The President shall preside at all Meetings of the Association, and be its official representative. The President shall appoint all committees, the chairs thereof, and be an ex-officio member of each committee. The President shall sign in the name of the Association all contracts approved by the Board of Directors. The President shall enforce these By-Laws and perform such other and further duties as commonly pertain to the office, including, with the advice and consent of the Board of Directors, the hiring, retaining and discharging, as necessary, of persons employed by the Association. The President may authorize the expenditure of Association funds for Association purposes, without the approval of the Board of Directors, in a total amount not to exceed \$1,000 per quarter fiscal year.

Section 6 – Duties of the Vice President. The Vice President shall perform the duties of the President when the President is absent, disabled, has resigned, or been removed.

Section 7 – Duties of the Secretary. The Secretary shall serve, by electronic mail, notices of all Meetings on each member directed to the member's last known electronic address not less than ten (10) days prior to the Meeting. The Secretary shall keep an accurate list of the membership, and shall conduct the correspondence of the Association. The Secretary shall take, record and report the minutes of all proceedings and meetings of the Association, and include therein a copy of the Treasurer's last report. The Secretary shall make a record of actions and decisions of the Board of Directors taken between Regular Meetings and shall report such actions and decisions to the members at the next Regular Meeting. The Secretary shall perform such other duties as may devolve upon the office or as may be delegated by the President.

Section 8 – Duties of the Treasurer. The Treasurer shall be the custodian of the funds of the Association, and collect and deposit those funds in a depository approved by the

Board of Directors. The Treasurer shall keep permanent books of account, which shall be available for inspection and examination by the Board of Directors, The Treasurer shall prepare financial statements within ten (10) days after the end of the month, and shall submit them the President for approval, and then disseminate them to the Board of Directors. The Treasurer and the President shall both sign all checks and authorize all requests for electronic transfers for the withdrawal or payment of funds, and shall perform such other and further duties as are appropriate to the office. The Treasurer shall provide the Secretary and President with a current membership list prior to each Regular Meeting. The Treasurer shall submit a detailed report in writing of the financial status of the Association at the Winter Meeting, serving a copy on the President and Secretary before distribution to Members.

Section 9 – Duties of the Executive Board Member. The immediate past President shall serve in an advisory capacity and perform such duties as assigned by the President. The immediate past President may serve, at his or her option, as a member of the Board of Directors during the initial term of his or her successor.

Article IV: Meetings

Section 1 – Regular Meetings. There shall be four Regular Meetings of the Association, three of which shall be held in Ocean Bay Park at a place and time to be fixed by the President. Such meetings shall be held on or about the second Sunday in May, (the Spring Meeting), on or about the second Sunday in July, (the Summer Meeting), and on or about the second Sunday next succeeding the Sunday after Labor Day, (the Fall Meeting). A meeting shall also take place during the winter, (the Winter Meeting), which Meeting shall consist of a regular business meeting followed by a social affair to be determined by the Board of Directors. Members attending the social affair may be requested to help defray the expense thereof.

Section 2 – Petitioned Special Meetings. The President will, on petition stating the necessity and purpose signed by twenty-five (25) members, call a Special Meeting to be held at a time and place reasonably convenient.

Section 3 – Special Meetings. With approval of the Board of Directors, the President, or the Secretary, upon the vacancy of the Successor President, may call a Special Meeting to be held at a time and place reasonably convenient.

Section 4 - Meetings may be held in person, telephonically or electronically as long as all participants have the opportunity to participate in the discussion in real time.

Section 5 – Notice. Notice of Meeting shall include, as the circumstances warrant:

- a. Special propositions, if any, to come before the meeting.

- b. Slates as set forth in Article VII below.
- c. Full text of By-Laws to be repealed or suspended and/or full text of proposed amendments.
- d. Time, place, purpose and necessity of Special Meetings.

Section 6 – Quorum. A quorum shall not be less than one-quarter (1/4) of the Members in Good Standing.

Section 7 – Order of Business. The following shall be the sequence of topics discussed at Regular Meetings:

- a. Approval of the minutes of the previous Meeting
- b. Introduction of new members
- c. Reports of Officers and Committees
- d. Unfinished business
- e. Election of Board members, when appropriate
- f. New business
- g. Adjournment

Section 8 – Procedure. Procedure shall be in accordance with the rules and practice of Robert’s Rules of Order, except when the same shall be in conflict with these By-Laws. In such event, the By-Laws shall prevail.

Article V: Standing Committees

Section 1 – Appointments. The President may, but shall at the request of a majority of the members of the Board of Directors, appoint Standing Committees. A majority of the members of each Standing Committee shall constitute a quorum. Reports of their respective activities shall be submitted in writing to the President at least once per quarter.

Section 2 – Nominations Committee. Shall consist of three Members to be appointed at the Spring Meeting. No member thereof shall be a candidate for office. It shall propose, after diligent inquiry a Slate of candidates for the elected offices of the Association consistent with Article VII below.

Section 3 – Special Committees. For special purposes, Special Committees may be appointed at any time, provided the purpose does not conflict with jurisdiction of any Standing Committee.

Article VI: Board of Directors

Section 1 – Composition. The elected officers and directors of the Association, including the previous President shall constitute a Board to be known as the Board of Directors. The Board of Directors is the representative and governing body of the Association. Expenditures of Association funds in excess of \$5000 and all decisions affecting personnel hired or retained by the Association shall be approved by a two-thirds (2/3) vote of the Board of Directors.

Section 2 – Procedure. Decisions of the Board of Directors can be reconsidered by the membership under the following procedure:

- a. Upon motion of any Member in Good Standing, or between meetings, upon written request signed by fifteen (15) Members in Good Standing, the Board of Directors may be requested to reconsider and modify or rescind any action or decision of the Board of Directors taken between Regular Meetings.
- b. All requests for reconsideration shall be reconsidered by the Board of Directors within seven (7) days of such request.

Section 3 – Board Chair. The President shall be Chair of the Board of Directors and shall call and preside at board meetings.

Section 4 – Budget. The Board of Directors shall prepare the budget on or before the Winter Meeting and shall transmit the Budget to the Members both electronically and at the Winter Meeting.

Section 5 – Dues.

- a. Dues shall be an amount established by the Board of Directors and ratified at a Regular Meeting that immediately precedes or follows the beginning of the first fiscal year for which the revised dues amount is required.
- b. Dues for Associate Members shall be an amount established by the Board of Directors and ratified as above. Dues shall be payable and suspensions and reinstatements are the same as for full memberships. Voting rights do not accrue to Associate Members.

Article VII: Election of Directors

Section 1 – Slates. No later than fifteen (15) days prior to the Fall Meeting (Nomination Deadline), individuals interested in being elected to the Board of the Directors of the Association must submit to the Nominating Committee a slate (Slate) of nine (9) individuals indicating which office they wish to hold. Within five (5) days of the Nomination Deadline, the Chair of the Nominations Committee and/or the Secretary shall serve public notice of the election of the Slates, including the date, time and location of the election

by: a) posting a copy of the Slate or Slates on the bulletin board near the Fire House; and
b) giving notice of the Slate or Slates to all Association Members.

Section 2 – Election Procedures. The Chair of the Nominations Committee and/or the Secretary shall formally place in nomination the Slate(s) at the Fall Meeting. When no competing Slates are placed in nomination, voting may be had by show of hands. When more than one Slate is placed into nomination, the Chair of the Nomination Committee and/or the Secretary, shall prepare a Ballot for each Member eligible to vote, as provided in Article VIII below. The Member shall then cast a Ballot by marking on the Ballot a preference for a Slate and presenting their Ballot either electronically, or if paper Ballots are used, to the Chair of the Nominations Committee and/or the Secretary. The Chair of the Nominations Committee and/or the Secretary shall then confirm that the person submitting the Ballot is a Member of the Association pursuant to Article II, Sections 1 & 2. If paper ballots are used, the Chair of the Nominations Committee and/or the Secretary shall appoint two tellers to count and record, after the voting, each Ballot cast, and compute the totals. Slates shall have the right to choose an observer to witness the counting of the Ballots. The Slate with the most Ballots shall be declared to be the Directors and Officers of the Association for the forthcoming term.

Article VIII: Voting

All Members in Good Standing are eligible to vote on issues arising at Regular and Special Meetings, for elections and the amendment, repeal or suspension of the By-Laws. The record owner of one or more properties is eligible to one vote, unless additional full memberships are paid for each additional property.

Article IX: Fiscal Year

The fiscal year shall begin January 1 and end on December 31.

Article X: By-Laws

Section 1 – Modification. The By-Laws may be suspended, amended or repealed by a two-thirds (2/3) vote of the Members in Good Standing voting, provided notice of the full text of the proposed amendment and/or the part proposed to be repealed or suspended has been sent to all Members in Good Standing.

Section 2 – Ratification. The By-Laws shall become effective and in force as of the time of ratification by the membership at a Regular Meeting of the Association.

Section 3 – Force and Effect. All customs, practices, resolutions, rules and/or regulations heretofore passed, approved or adopted at any time by the Association in

conflict with these By-Laws shall be null and void and the same shall no longer have any force or effect as of the date of ratification of the By-Laws.

Article XI: Notice

Any written notice required to be given pursuant to these By-Laws, may be delivered in person, by postal mail, by telephone, by fax, by mail, by email, or by any other electronic means to the telephone number, fax number, address, or email address of the intended recipient as shown by the records of OBPA. If sent by fax or email, or other electronic means, such notice is given when directed to the person's fax number, email address, or other address as it appears in the records of OBPA.

Any consent or waiver that any person is required or permitted to give under these By-Laws may be written, including by electronic means. If written, the waiver or consent must be executed by the person giving such waiver or consent by signing such waiver or consent, or causing their signature to be affixed to such waiver or consent, by any reasonable means including, but not limited to, facsimile or electronic signature. A waiver or consent may also be submitted electronically, provided the transmission of such waiver or consent sets forth, or is submitted with, information from which it can reasonably be determined that the transmission was authorized by the person submitting such waiver or consent.