

BYLAWS OF
WEST SHORE NEIGHBORHOOD ASSOCIATION

ARTICLE I

INTRODUCTION

These are the Bylaws of West Shore Neighborhood Association, Milford, Connecticut (hereinafter referred to as “WSNA”).

ARTICLE II

OBJECTIVES

The Objectives of the WSNA are:

- A. To provide a venue for resident’s and businesses to discuss and bring about positive changes and improvements in appearance, traffic issues, crime control and to improve the overall quality of life in our area.
- B. To act as a communication link with City Officials and City Departments when needed.
- C. To work with other Neighborhood Associations, sharing goals in an effort to unite the entire district.

ARTICLE III

MEMBERSHIP

3.1 – **Membership**. Membership will be open to anyone who owns, resides or has a vested personal or business interest in the West Shore area of Milford, CT.

3.2 -- **Membership Approval**. A tenant, homeowner or business owner may be admitted to the WSNA upon submission of a written application and upon payment of a membership fee as provided for in section 3.3.

3.3 - **Membership Fees**. As of this time there will be a yearly membership fee of Fifteen Dollars (\$15.00) per address due upon approval of application; renewable thereafter every August. All fees are non-refundable.

3.4 - **Resignation**. Any tenant, homeowner or business owner may resign from WSNA upon the Secretary of the WSNA’s receipt of written resignation.

ARTICLE IV

Boundaries of the Association

The boundaries of the WSNA shall be South of I-95 to Schoolhouse road; Bridgeport Avenue to Meadows End Road to Maplewood Road; Monroe Street to Joy Road to East Broadway to Nettleton Avenue. Outer boundaries being The Housatonic River and Long Island Sound to Nettleton Avenue.

ARTICLE V

WSNA Meetings

5.1 -- Annual Meeting. Annual meetings shall be held at a time to be determined. At such meetings, the Officers shall be elected by ballot of the Association members. The Association members may transact such other business at such meeting as may properly come before them.

5.2 – Regular Meeting. Regular meeting of the Association shall be held on the first Thursday of every month.

5.3 – Special Meetings. Special meeting of the Association may be called by the President or by the Association members having twenty percent of the votes in the Association and shall require 3 days notice.

5.4 – Place of Meetings. Regular meetings shall be held at the Margaret Egan Center, Room 159 at 7:00 p.m. Special Meetings shall be held at such suitable place convenient to the Association members as may be designated by the Board or the President.

5.5 -- Notice of Meetings. Notice of any change in the Regular Meeting, or any Special Meeting will be posted on the Association's website, <http://www.villageofdevon.com>.

5.6 – Adjournment of Meeting. At any meeting, a majority of the Association members who are present at such meeting, either in person or by proxy, may adjourn the meeting to another time.

5.7 – Order of Business. The order of business at all meetings shall be as follows:

- a. Roll call (or check in procedure)
- b. Proof of notice of meeting.
- c. Reading of minutes of preceding meeting.
- d. Reports.

- e. Establish number and term of memberships of the Board (if required and noticed.)
- f. Election of inspectors of election (when required).
- g. Election of members of the Board (when required).
- h. Unfinished business.
- i. New business.
- j. Adjourn meeting.

Robert's Rules of Order shall be the order of the day.

5.8 – Voting

- (a) Votes allocated to an Association member may be cast pursuant to a proxy duly executed by an Association member. An Association member may revoke a proxy given pursuant to this Section only by actual notice of revocation to the person presiding over a meeting of the WSNA. A proxy is void if it is not dated or purports to be revocable without notice. A proxy terminates one year after its date unless it specifies a shorter term.
- (b) Each member shall be deemed one (1) vote.

5.9 – Quorum. Except as otherwise provided in these Bylaws, the Association members present in person or by proxy at any meeting, shall constitute a quorum at such meeting.

5.10 – Majority Vote. The votes of a majority of the Association members present in person or by proxy at a meeting at which a quorum shall be present shall be binding upon the WSNA for all purposes except where, in these Bylaws or by law, a higher percentage vote is required.

ARTICLE VI

Officers

6.1 – Designation. The principal officers of the Association shall be the President, the Vice President, the Secretary and the Treasurer, all of whom shall be elected. In order to be an officer, an individual must be a member in good standing of the WSNA and must have no commercial interests in the operation of the Association. The same person, except the offices of President and Vice President, and the office of President and Secretary, may hold any two offices at the pleasure of the Association

6.2 – Election of Officers. The officers shall be elected annually at the annual meeting and shall hold office at the pleasure of the Association.

6.3 – Removal of Officers. Upon the affirmation vote of a majority of the members, any officer may be removed, either with or without cause, and his/her successor may be elected at any regular meeting, or at any special meeting called for that purpose.

6.4 – President. The President shall be the chief executive officer of the WSNA, He/She shall preside at all meeting of the Association members. He shall have all of the general powers and duties which are incident to the office of the President of a non-stock corporation organized under the laws of the State of Connecticut, including but not limited to, the power to appoint committees from among the Association members from time to time as he/she may in his/her discretion decide is appropriate to assist in the conduct of thre affairs of the WSNA. He/She may fulfill the role of the Treasurer in the absence of the Treasurer. The President, as attested by the Secretary, may cause to be prepared and may execute amendments to the Bylaws on behalf of the Association following authorization or approval of the particular amendment as applicable.

6.5 – Vice President. The Vice President shall take the Place of the President and perform his/her duties whenever the President is absent or unable to act. If neither the President nor the Vice President is able to act, the membership shall appoint some other person to act in the place of the President on an interim basis. The Vice President shall also perform such other duties as may be imposed upon him/her by the President.

6.6 – Secretary. The Secretary shall keep the minutes of all meeting of the Association; he/she shall have charge of such book and papers as the Board may direct; and he/shall, in general, perform all the duties incident to the office of the Secretary of a nonstock corporation organized under the laws of the State of Connecticut. The Secretary may cause to be prepared and may attest to the execution by the President, and may execute amendments to the Bylaws on behalf of the Association following the authorization or the approval of the particular amendment as applicable.

6.7 – Treasurer. The Treasurer shall have the responsibility for the WSNA funds and security and shall be responsible for keeping full and accurate financial records and books of account showing all receipts and disbursements, and for the preparation of all required financial data.

6.8 – Compensation. No officer may receive a fee from the WSNA for acting as such.

6.9 – Standing Committees. To be determined.

6.10 – Executive Committee. The Executive Committee shall consist of the following members; President, Vice President, Secretary, Treasurer and Chairpersons of the Standing Committees.

ARTICLE VII

Indemnification

The Officers of West Shore Neighborhood Association shall have the liabilities and be entitled to indemnification, as provided in Sections 33-455 and 33-454a of Chapter 600 of the Connecticut General Statutes.

ARTICLE VIII

Records

8.1 – Records and Audits. The association shall maintain all records and any financial records shall be audited in accordance with the Connecticut Corporation Law.

8.2 – Examination. All records maintained by the Association shall be available for examination and copying by any Association member, or by any of their duly authorized agents or attorneys, at the expense of the person examining the records, after reasonable notice.

ARTICLE IX

Amendments to Bylaws

The Bylaws may be amended only by a vote of a majority of Association members present and voting after the amendment has been submitted in writing and discussed as a topic of New Business at two (2) Association meetings.

ARTICLE X

Termination

Termination of the Association may be accomplished only in accordance with the Laws of the State of Connecticut.

ARTICLE XI

Miscellaneous

11.1 Notices. All notices to the Association shall be delivered to the President of the Association or to such other address as the Board may hereafter designate from time to time, by notice in writing to all Association members. Except as otherwise provided, all notices to any Association member shall be sent to its address as it appears in the records of the Association. All notices shall be deemed to have been given when mailed, except notices of changes of address that shall be deemed to have been given when received.

11.2 – Waiver. No restriction, condition, obligation or provision contained in these Bylaws shall be deemed to have been abrogated or waived by reason of any failure to enforce the same, irrespective of the number of violations or breaches which may occur.

11.3 – Captions. The captions contained in the Bylaws are inserted only as a matter of convenience and for reference, and in no way define, limit or describe the scope of the Bylaws nor the intent of any provision thereof.

11.4 – Gender. The use of the masculine gender refers to the feminine and neuter genders and the use of the singular includes the plural, and vice versa, whenever the context of the Bylaws so requires.

11.5 – Invalidity. The Invalidity of any provision of the Bylaws does not impair or affect in any manner the validity, enforceability of effect of the remainder, and in such event, all of the other provisions of the Bylaws shall continue in full force and effect.

11.6 – Conflict. The Bylaws are intended to comply with the requirements of Chapter 600 of the Connecticut General Statutes. In the event of any conflict between the Bylaws and the provision of the Statutes, the provisions of the Statutes shall control.

11.7-- Notification to City. Upon election annually, the Secretary shall notify in writing, the City Clerk's Office of the names, addresses and telephone numbers of the elected officers.

Certified to be the Bylaws adopted by consent of the Association members of the West Shore Neighborhood Association this 4th day of August, 2005.

President

Secretary