

FORESTVILLE VILLAGE ASSOCIATION, INC.

MISSION AND PURPOSE

The Corporation is organized to deal with matters involving the beautification and improvement of the Village of Forestville.

MEMBERS

Class and Qualification. The corporation shall have a single class of members.

Membership is open to anyone interested in promoting the mission and purpose of the Association. Membership is granted after completion and receipt of a membership application and annual dues.

Annual Dues. The amount required for annual dues shall be \$20 for single member of family; \$25 for non-for-profit; \$50 for business or corporation.

Resignation of Member. A member may resign by filing a written resignation with the secretary. Failure to pay annual dues will remove Member from voting status.

MEETINGS

Place of Meetings. The Members may hold meetings, regular or special, within the City of Bristol, CT as they may from time to time by resolution determine or as shall be specified or fixed in the respective notices or waivers of notice thereof. A minimum of one meeting shall be held each fiscal quarter.

Annual Meetings. An annual meeting of the Members for the election of officers and for the transaction of such other business as may properly come before the meeting shall be held in October of each year, as specified in the notice thereof.

Special Meetings, Notice and Waiver. Special meetings of the Members shall be held whenever called by the President or by the Secretary. At least seven (7) days written notice of each such special meeting stating the time and place of the meeting shall be given to officers and members. The attendance of any member at a meeting without protesting prior to the commencement of the meeting the lack of proper notice shall be deemed to be a waiver by him/her of notice of such meeting.

Quorum, Adjournment and Manner of Acting. A simple majority of the number of members present at a noticed meeting shall constitute a quorum for the transaction of business. Any meeting of the Members may be adjourned from time to time by a majority vote of the members present at such meeting.

VOTING

Voting. Each member shall have one vote and must be present to vote.

Members must be current with Annual Dues in order to vote. Members not present cannot vote by proxy.

OFFICERS

Number, Qualifications, Term and Election. The officers of the Corporation shall be the President, Vice President, a Secretary, a Treasurer, and such other officers as shall be specially elected from time to time by the Members. Any two (2) or more offices may be held by the same person except the offices of President and Secretary. The officers of the corporation shall be elected annually by the Members. The term of office of each officer shall be one year from the first meeting after the start of the new fiscal year until his successor shall have been duly elected following the next annual meeting of directors, or until his/her death or until he/she shall have resigned or shall have been removed as provided in these By- laws.

Removal. Any officer, agent or employee of the corporation may be removed, with or without cause, at any time by resolution adopted by the affirmative vote of Members holding a three-fifths majority of the membership at a special meeting of the Members called for that purpose .

The President. The President shall be the chief executive officer of the Corporation and shall have general supervision over the business of the Corporation, subject to the control of the Members. He/she shall preside at each meeting of the Members. He/she shall see that all orders and resolutions of the

Membership are carried into effect. In general, he/she shall perform all duties incident to the office of President and such other duties as may from time to time be assigned to him/her by these Bylaws or by the Members.

Vice President. Any Vice President, if appointed, shall perform all such duties as from time to time that may be assigned to him/her by the Members or the President. At the request of the President, or in case of his/her absence or inability to act, the Vice President shall perform the duties of the President and when so acting shall have all the powers of and be subject to all the restrictions upon the President.

The Treasurer. The Treasurer, if appointed, shall have charge and custody of and be responsible for all the funds and securities of the Corporation; he/she shall keep full and accurate accounts of assets, liabilities, receipts and disbursements and other transactions of the corporation in books belonging to the Corporation; he/she shall cause regular audits of such books to be made; and he/she shall deposit all monies and other valuable effects in the name of and to the credit of the Corporation in such banks and other depositories as may be designated by the Members. He/she shall disburse the funds of the Corporation as may be ordered by the Members, taking proper vouchers for such disbursements, and shall render to the President and to the directors at the meetings of the Members, or

whenever they may require it, a statement of all his transactions as Treasurer and an accounting of the financial condition of the corporation. In general, he/she shall perform all the duties incident to the office of Treasurer and such other duties as may from time to time be assigned to him/her by the Members or by the President. The Treasurer is responsible for the Finance Committee (if appointed) and is responsible for developing and reviewing the annual budget. The Members must approve the budget and all expenditures within the budget. The fiscal year shall be the calendar year. The financial records of the corporation are public information and shall be made available to the membership, officers and the public.

The Secretary. The Secretary shall act as secretary of and keep the minutes of all meetings of the Members; he/she shall cause to be given notice of all meetings of the Members; he/she shall have charge of the other books, records and papers of the Corporation relating to its organization as a corporation and shall see that the reports, statements and other documents required by law are properly kept or filed; and he/she shall in general perform all the duties incident to the office of Secretary and such other duties as may from time to time be assigned to him/her by the Members or by the President.

Vacancies, Resignations and Indemnity

Vacancies. Except as otherwise provided by the Bylaws , in case of any officer, agent or employee appointed by the Members becomes vacant due to death, resignation or removal, the vacancy may be filled for the unexpired term by action of the sole remaining officers in office, until such time as a replacement officer can be elected.

Resignations. Any officer, agent or employee appointed by the Members, may resign his/her office at any time by giving written notice of his resignation to the President or the Secretary of the Corporation. Such resignation shall take effect at the time specified therein or, if no time is specified therein, at the proceeding of the Corporation's directors and committees of directors.

Negotiable Instruments. All checks, notes or other negotiable instruments of the corporation shall be signed by the person or persons authorized to do so by the Members.

Fiscal Year. The fiscal year of the Corporation shall end on the last day of December in each year.

Amendments. These Bylaws may be amended or repealed or new Bylaws may be adopted at any annual or special meeting of the Members by resolution adopted by the affirmative vote of directors holding a three-fifths majority of the

membership, provided that the proposed action in respect thereof shall be stated in the notice of such meeting.

Dissolution of Forestville Village Association: Should the Forestville Village Association vote to dissolve, a subcommittee will be formed to close out any contracts and accounts; as well as negotiate the legacy trustee to oversee ongoing maintenance of Central Square. Any and all remaining funds will be first used to pay outstanding invoices and commitments and then put into a trust to fund for the benefit of Central Square. Should the City of Bristol be deeded the property, therefore negating the need for a trust fund, any remaining funds will be donated to other non-for-profits located in the City of Bristol, subject to a majority vote of the members.

Adopted: 2002
Revised: 2017
Amended: 2021