

**BY-LAWS OF THE
GREAT SAND LAKES ASSOCIATION, INC**

AS AMENDED JUNE 25, 2022

ARTICLE I – NAME, LOCATION, AND CORPORATE SEAL

Sect. 1. – The name of the corporation is Great Sand Lakes Association, Inc.

Sect. 2. – The principal office of the corporation shall be located at Great Sand Lakes, East Harwich, in the Commonwealth of Massachusetts, which is within the Town of Harwich. The Board of Directors may change the location of the principal office of the corporation at any time.

Sect. 3. – The corporate seal shall consist of a circular die bearing the words “Great Sand Lakes Association, Inc., Massachusetts, Incorporated 1962”, and such device and description as the Board of Directors may determine upon. The form of the seal may be changed by the Board of Directors whenever they shall so order.

ARTICLE II ANNUAL MEETING

Sect. 1. – The annual meeting of the Corporation shall be held each year during June or July at such place in the Town of Harwich, and at such date and time as may be determined by the Board of Directors and stated in the notice of such meeting, for the election of Directors, Treasurer, Clerk and the transaction of such other business as may come before the annual meeting for action.

Sect. 2. – The annual meeting of the Corporation shall be called by a written or printed notice stating the place, date, hour and purpose thereof, which notice shall be given by the Clerk at least ten (10) days before such meeting to each member of the corporation by mail to his/her mailing address.

Sect. 3. – Special meetings of the Corporation may be called by the President or by a majority of the Directors and shall be called by the Clerk upon the application of ten (10) or more members of the Corporation who are entitled to vote. The call of a special meeting shall state the place, date, hour and purpose of the meeting.

Sect. 4. – Notice of the place, date, hour and purpose of any regular or special meeting of the members of the Corporation shall not be required if every member, or his/her attorney thereunto authorized by writing which is filed with records of the meeting, waive such notice.

Sect. 5. – At any meeting of members, annual or special, in person or virtual, members who are present or represented in person, or who have submitted a proxy, shall constitute a quorum for action on a matter. Notwithstanding the foregoing, unless at least 25% of

the voting power is present in person or is represented in person or by proxy, the only matters that may be voted on at a meeting of the members are those that are described in the meeting notice.

Sect. 6. – Membership in the corporation shall be limited to the below East Harwich, Massachusetts property owners, who have paid their current dues or to the legally-defined spouse or domestic partner of such property owners:

- Property owners at Great Sand Lakes;
- Property owners on the north side of Simmons Road;
- Property owners on the east side of John Joseph Road between Simmons and Queen Anne Road;
- Property owners on the south side of Queen Anne Road between John Joseph and Vacation Lane; and
- Property owners on the west side of John Joseph Road at 193 and 205 John Joseph Road.

Membership in the corporation shall cease when any of the above such property owners shall divest himself/herself of title to all of the property at Great Sand Lakes, East Harwich, Massachusetts.

Sect. 7. Members who are entitled to vote are the property owners as set forth in Sect. 6. Co-owners shall have one (1) vote each, but not to exceed two (2) votes per property. Sole owners shall be entitled to two (2) votes. Members of the Corporation may vote either in person or by written or electronic proxy. No proxy which is dated more than six (6) months before the meeting named therein shall be accepted and no such proxy shall be valid after the final adjournment of such meeting.

Sect 8. The annual dues for membership in the Corporation shall be eighty (\$80.00) dollars, due and payable July 1 of the fiscal year.

ARTICLE III – OFFICERS AND THEIR ELECTION

Sect. 1. – The offices of the Corporation shall consist of a Board of nine (9) Directors, which shall include a President, Vice President, Treasurer and Clerk.

Sect. 2. – All Directors shall be members of the Corporation.

Sect. 3. – Directors, Treasurer and clerk shall be elected annually by the members by ballot. The President and Vice President shall be elected annually by and from the Board of Directors. Three (3) Directors shall be elected by the members at each annual meeting, each for a term of three (3) years. If a Director dies, or is unable to complete the term, the Board of Directors is empowered to appoint an eligible member of the Corporation to fill the vacancy for the remainder of the unexpired term. To insure continuity, the immediate Past President shall remain on the board for one (1) year as a non voting member. The manner of choosing and appointing any other officers and agents shall be at the discretion of the Board of Directors.

Sect. 4. – Vacancies in any office shall be filled by the Board of Directors.

ARTICLE IV – BOARD OF DIRECTORS

Sect. 1. – The Board of Directors shall meet as often as the needs of the Corporation may require. They may fix the time and manner of giving notice of the meeting and may determine the form and contents of the notice to be given. Any meeting of the Board of Directors shall be a legal meeting if each Director, by a writing which is filed with the records of the meeting, waives such notice. Unless otherwise specified in the notice, any and all business may be transacted at any meeting of the Board.

Sect. 2. – A majority of the Board of Directors shall constitute a quorum. Though less than a quorum be present at any meeting, any meeting may, without further notice, be adjourned to a subsequent date or until a quorum be had.

Sect. 3. – The Board of Directors shall have the control and management of the affairs and property of the Corporation and also have and exercise all of the powers conferred upon them as set forth in the Charter of the Corporation, any general laws or these by-laws. Without in any manner limiting the general powers otherwise conferred, it is hereby expressly declared that the Board of Directors shall have the following powers:

(a) To purchase, lease, or otherwise acquire for the Corporation any and all rights, privileges, services, franchises or property, whether real or personal, whenever they, in their judgment deem it beneficial for the purposes of the Corporation and which the Corporation is authorized to acquire, and to pay for the same either wholly or partially in money, notes, mortgages, debentures on such terms and conditions and for such consideration as they may think fit, (provided, however, that no obligation hereunder shall be incurred exceeding the sum of Three Thousand (\$3000) Dollars except on approval of a two-thirds majority of the membership of the Board of Directors).

(b) To sell, let, mortgage, dispose of or otherwise deal with any and all of the property or property rights of the Corporation on any terms deemed expedient when, in their opinion, the interests of the Corporation would be best protected thereby.

(c) To hold their meeting, to have one or more offices and to keep the books of the Corporation outside of the Commonwealth at such place or places as they may from time to time fix upon. Such books and records as may be required by the laws of the Commonwealth of Massachusetts shall be kept within the said Commonwealth.

(d) From time to time to provide for the management of the affairs of the Corporation in such manner as they may think desirable, and in particular, from time to time, to delegate such power and authority as the laws of the Commonwealth of Massachusetts will permit to any Committee, Officer, or agent.

(e) At their discretion, to appoint and remove managers, subordinate assistants, committees, clerks, agents, servants, employees, permanent or temporary, fill vacancies

in their positions and determine their duties and fix from time to time and change their salaries or compensation and require security consistent with the other provisions of these by-laws. The Board may, in its discretion, invest any officer or committee of the Corporation with any or all of the powers in the section contained.

ARTICLE V – PRESIDENT

Sect. 1. – The President shall have the powers and duties usual and incident to his/her office subject to any provisions contained elsewhere in these by-laws concerning his/her powers and duties. The President shall, when present, preside at all meetings of the members of the Corporation and the Board of Directors. In the absence of the President, the Vice President shall preside at meetings of the members of the Corporation and the Board of Directors.

ARTICLE VI – TREASURER

Sect. 1. – The Treasurer shall give bond to the Corporation, if required by the Board of Directors, in such sum and with such sureties as they may require for the faithful performance of his/her duties. He/She shall be subject to such conditions and restrictions as may be made by the Board of Directors, have the custody of all monies, debts, obligations, contracts, documents and other papers belonging to the Corporation and of its corporate seal, and shall safely keep the same, and shall collect all monies from time to time due and owing to the Corporation, and disburse the same pursuant to the contracts and obligations of the Corporation or the orders of its Board of Directors or the members of the Corporation. Together with the President, he/she shall sign all contracts and obligations of the Corporation, and execute and deliver in behalf of the Corporation, all such instruments under its corporate seal as may be ordered by the members of the Corporation or the Board of Directors.

ARTICLE VII – CLERK

Sect. 1. – The Clerk shall be sworn each year to the faithful discharge of his/her duties and a record of oath with the evidence thereof shall be made on the records of the Corporation. He/She shall attend the meetings of the Corporation and of the Board of Directors and shall record the proceedings thereof. He/She shall notify the members of the Corporation and Directors of their respective meetings in accordance with the by-laws of the Corporation, and shall perform such other duties as the Board of Directors from time to time prescribe.

Sect.2. – In the absence of the Clerk at a meeting, a Clerk pro tempore may be chosen, who shall be duly sworn.

ARTICLE VIII – FISCAL YEAR

Sect. 1. – The fiscal year of the Corporation shall be from January 1 to December 31 beginning with the year 2013.

ARTICLE IX – AMENDMENTS

Sect. 1. – These by-laws may be altered, amended or repealed by a majority vote of a quorum as herein defined at any annual or special meeting of the members of the Corporation, provided that notice of such proposed alteration, amendment or repeal is given in the call for the meeting.

ARTICLE X – VOLUNTARY DISSOLUTION

Sect. 1. – The Corporation may be voluntarily dissolved by a two-thirds vote of the members of the Corporation at any regular or special meeting duly called for such purposes and notice of such meeting shall be sent by registered mail at least thirty days before such meeting to consider dissolution is called.

RECORD OF AMENDMENTS VOTED BY MEMBERS OF THE CORPORATION

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 22, 1991

-----ARTICLE 2, SECTION 8

CHANGE WORDING OF PARAGRPH FROM “ANNUAL DUES FOR
MEMBERSHIP IN THE CORPORATION SHALL BE FIFTEEN (\$15.00).....TO
“ANNUAL DUES FOR MEMBERSHIP IN THE CORPORATION SHALL BE
TWENTY FIVE (\$25.00).....”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 20, 1992

-----ARTICLE 3, SECTION 1

ELIMINATE THE WORDS “EXCEPT THAT THERE MAY BE THIRTEEN (13)
DIRECTORS FOR THE FISCAL YEAR ENDING IN 1973 AND ELEVEN (110
DRECTORS FOR THE FISCAL YEAR ENDING IN 1974.” THE PARAGRAPH
NOW ENDS WITH THE WORD “CLERK.”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 26, 1999

-----ARTICLE 2, SECTION 8

CHANGE WORDING OF PARAGRAPH FROM “ANNUAL DUES FOR
MEMBERSHIP IN THE CORPORATION SHALL BE TWENTY FIVE (\$25.00).....”
TO: “ANNUAL DUES FOR MEMBERSHIP IN THE CORPORATION SHALL BE
THIRTY FIVE (\$35.00).....”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 26, 2001

-----ARTICLE 2, SECTION 8

CHANGE WORDING OF PARAGRAPH FROM “ANNUAL DUES FOR
MEMBERSHIP IN THE CORPORATION SHALL BE THIRTY FIVE (\$35.00).....”
TO: “ANNUAL DUES FOR MEMBERSHIP IN THE CORPORATION SHALL BE
FORTY (\$40.00).....”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 10, 2002

“Membership in the corporation shall be limited to:

- Property owners at Great Sand Lakes
- *Property owners on the north side of Simmons Road*
- *Property owners on the east side of John Joseph Road between Simmons and Queen Anne Road*
- *Property owners on the south side of Queen Anne Road between John Joseph and Vacation Lane*

East Harwich, Massachusetts, who have paid their current dues or the husband or wife of such property owners. Membership in the corporation shall cease when any of the above such property owners shall divest himself of title to all of the property at Great Sand Lakes, East Harwich, Massachusetts.”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JULY 10, 2004

“Membership in the corporation shall be limited to:

- Property owners at Great Sand Lakes
- Property owners on the north side of Simmons Road
- Property owners on the east side of John Joseph Road between Simmons and Queen Anne Road
- Property owners on the south side of Queen Anne Road between John Joseph and Vacation Lane
- *Property owners on the west side of John Joseph Road at 193 and 205 John Joseph Road*

East Harwich, Massachusetts, who have paid their current dues or the husband or wife of such property owners. Membership in the corporation shall cease when any of the above such property owners shall divest himself of title to all of the property at Great Sand Lakes, East Harwich, Massachusetts.”

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 11, 2005:

Approved changes to Article II, Section 6 of the bylaws (changes in italics):

Membership in the corporation shall be limited to the below East Harwich, Massachusetts property owners, who have paid their current dues or to the legally-defined spouse or domestic partner of such property owners:

- Property owners at Great Sand Lakes;
- Property owners on the north side of Simmons Road;
- Property owners on the east side of John Joseph Road between Simmons and Queen Anne Road;

- Property owners on the south side of Queen Anne Road between John Joseph and Vacation Lane; and
- Property owners on the west side of John Joseph Road at 193 and 205 John Joseph Road.

Membership in the corporation shall cease when any of the above such property owners shall divest himself/herself of title to all of the property at Great Sand Lakes, East Harwich, Massachusetts.

Approved changes to Article II, Section 7 of the bylaws:

Members who are entitled to vote are the property owners or the legally-defined spouse or domestic partner of a property owner as set forth in Sect. 6 and shall have one (1) vote each. Co-owners, other than the legally-defined spouse or domestic partner, shall also have one (1) vote each, but not to exceed two (2) votes in total. Sole owners having no spouse shall be entitled to two (2) votes. Members of the Corporation may vote either in person or by proxy. No proxy which is dated more than six (6) months before the meeting named therein shall be accepted and no such proxy shall be valid after the final adjournment of such meeting.

The remaining Bylaw changes approved are:

Article II, Section 2 – Change “him” to “him/her” and “his” to “his/her” in two sentences;
 Article II, Section 4 – Change “his” to “his/her”;
 Article V, Section 1 – Change “his” to “his/her”;
 Article VI, Section 1 – Change “his” to “his/her” and “He” to He/She” and “he” to “he/she”; and
 Article VII, Section 1 – Change “He” to He/She” in two sentences.

CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING THE ANNUAL MEETING OF THE CORPORATION ON JUNE 26, 2010

-----ARTICLE II, SECTION 8

CHANGE WORDING OF PARAGRAPH FROM “ANNUAL DUES FOR MEMBERSHIP IN THE CORPORATION SHALL BE FORTY (\$40.00).....”
 TO: “ANNUAL DUES FOR MEMBERSHIP IN THE CORPORATION SHALL BE SIXTY (\$60.00).....”

-----ARTICLE IV, SECTION 3 (a)

CHANGE THE AMOUNT IN SUB PARAGRAPH (a) FROMOne Thousand (\$1000) to Three Thousand (\$3000).....

**CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS ATTENDING
THE ANNUAL MEETING OF THE CORPORATION ON JUNE 30, 2012**

ARTICLE II, SECTION 1

ADD THE WORDS “or July” into the first sentence, which then reads, “The annual meeting of the Corporation shall be held each year during June or July at such place.....

ARTICLE II, SECTION 2

OMIT THE WORDS “by leaving such notice with him/her or at his/her residence or usual place of business or mailing it, postage prepaid, and addressed to each member of the Corporation at his/her address as it appears on the books of the Corporation.”

ADD THE WORDS, “by mail to his/her mailing address.”

SENTENCE THEN READS, “The annual meeting of the Corporation shall be called by a written or printed notice stating the place, date, hour and purpose thereof, which notice shall be given by the Clerk at least ten (10) days before such meeting to each member of the corporation by mail to his/her mailing address.”

ARTICLE II, SECTION 7

OMIT THE WORDS “having no spouse” from the third sentence, which then reads, “Sole owners shall be entitled to two (2) votes.”

ARTICLE III, SECTION 3

OMIT THE SENTENCE “No Director shall serve more than three (3) consecutive years.”

ADD THE WORDS “or is unable to complete the term” to the next sentence. This sentence then reads, “If a Director dies, or resigns, or is unable to complete the term, the Board of Directors is empowered to appoint an eligible member of the Corporation to fill the vacancy for the remainder of the unexpired term.”

ADD THE FOLLOWING SENTENCE DIRECTLY AFTER THE ABOVE SENTENCE, “To insure continuity, the immediate Past President shall remain on the board for one (1) year as a non-voting member.”

ARTICLE VIII, SECTION 1

CHANGE THE DATES OF THE FISCAL YEAR FROM “July 1 to June 30” TO “January 1 to December 31”.

CHANGE THE YEAR THIS IS IN EFFECT FROM “beginning with the year 1962” TO “beginning with the year 2013”.

**CHANGES APPROVED BY MAJORITY VOTE OF MEMBERS FOLLOWING
THE ANNUAL MEETING OF THE CORPORATION ON JUNE 25, 2022**

Article II

Sect. 5. – Twenty five (25) percent of the members of the Corporation entitled to vote shall constitute a quorum for the transaction of any business. Though less than a quorum is present, any meeting, annual or special, may without further notice, be adjourned to a subsequent date or until a quorum be had.

Change to

Sect. 5. – At any meeting of members, annual or special, in person or virtual, members who are present or represented in person, or who have submitted a proxy, shall constitute a quorum for action on a matter. Notwithstanding the foregoing, unless at least 25% of the voting power is present in person or is represented in person or by proxy, the only matters that may be voted on at a meeting of the members are those that are described in the meeting notice.

Sect. 7. – Members who are entitled to vote are the property owners or the legally-defined spouse or domestic partner of a property owner as set forth in Sect. 6 and shall have one (1) vote each. Co-owners, other than the legally-defined spouse or domestic partner, shall also have one (1) vote each, but not to exceed two (2) votes in total. Sole owners shall be entitled to two (2) votes. Members of the Corporation may vote either in person or by proxy. No proxy which is dated more than six (6) months before the meeting named therein shall be accepted and no such proxy shall be valid after the final adjournment of such meeting.

Change to

Sect. 7. Members who are entitled to vote are the property owners as set forth in Sect. 6. Co-owners shall have one (1) vote each, but not to exceed two (2) votes per property. Sole owners shall be entitled to two (2) votes. Members of the Corporation may vote either in person or by written or electronic proxy. No proxy which is dated more than six (6) months before the meeting named therein shall be accepted and no such proxy shall be valid after the final adjournment of such meeting.

Sect. 8. – The annual dues for membership in the Corporation shall be sixty (\$60.00) dollars, due and payable July 1 of the fiscal year.

Change to

Sect 8. The annual dues for membership in the Corporation shall be eighty (\$80.00) dollars, due and payable July 1 of the fiscal year.

Article IV

Sect 3 (a) To purchase, lease, or otherwise acquire for the Corporation any and all rights, privileges, services, franchises or property, whether real or personal, whenever

they, in their judgment deem it beneficial for the purposes of the Corporation and which the Corporation is authorized to acquire, and to pay for the same either wholly or partially in money, notes, mortgages, debentures on such terms and conditions and for such consideration as they may think fit, (provided, however, that no obligation hereunder shall be incurred exceeding the sum of Three Thousand (\$3000.00) Dollars except on the approval of a majority of the members entitled to vote.)

Change to

Sect. 3 (a) To purchase, lease, or otherwise acquire for the Corporation any and all rights, privileges, services, franchises or property, whether real or personal, whenever they, in their judgment deem it beneficial for the purposes of the Corporation and which the Corporation is authorized to acquire, and to pay for the same either wholly or partially in money, notes, mortgages, debentures on such terms and conditions and for such consideration as they may think fit, (provided, however, that no obligation hereunder shall be incurred exceeding the sum of Three Thousand (\$3000) Dollars except on approval of a two-thirds majority of the membership of the Board of Directors).