

BY-LAWS OF
WINOOSKI VALLEY PARK DISTRICT

ARTICLE 1 – THE DISTRICT

Section 1. Seal of the District. The seal of the District shall be in the form of a circle and shall bear the name of the District and the year of its organization

Section 2. Office of the District. The office of the District shall be located within one of the member municipalities, and shall be designated and may from time to time be changed by resolution adopted at any regular or special meeting of the Board of Trustees.

ARTICLE II – OFFICERS

Section 1. Officers. The officers of the District shall be a Chairman, Vice-Chairman, Treasurer, and Secretary, and Executive Director if appointed by the Board of Trustees.

Section 2. Chairman. The Chairman shall preside at all meetings of the District. Except as otherwise authorized by resolution of the District, the chairman shall sign all contracts, deeds and other instruments made by the District. At each meeting, the Chairman shall submit such recommendations and information as he may consider proper concerning the business, affairs and policies of the District.

Section 3. Vice-Chairman. The Vice-Chairman shall perform the duties of the Chairman in the absence or incapacity of the Chairman; and in case of the resignation or death of the Chairman, the Vice-Chairman shall perform such duties as are imposed on the Chairman until such time as the District shall select a new Chairman.

Section 4. Treasurer. The Treasurer shall have the custody of all funds, property, and securities of the District, subject to such regulations as may be imposed by the Board of Trustees. He may be required to give bond for the faithful performance of his duties, in such sum and with such sureties as the Board of Trustees may require. When necessary or proper he may endorse on behalf of the District for collection checks, notes and other obligations, and shall deposit the same to the credit of the Corporation at such bank or banks or depository as the Board of Trustees may designate. He shall sign all receipts and vouchers, and, together with such other officer or officers, if any, as shall be designated by the Board of Trustees, he shall sign all checks of the District and all bills of exchange and promissory notes issued by the District, except in cases where the signing and execution thereof shall be expressly designated by the Board of Trustees or by these By-laws to some other officer or agent of the District. He shall make such payments as may be necessary or proper to be made on behalf of the District. He shall enter regularly on the books of the District, to be kept by him for the purpose, full and accurate account of all moneys and obligations received and paid or incurred by him for or on account of the District, and shall exhibit such books at all reasonable times and places to any trustee or member on application at the offices of the District. He shall, in general, perform all the duties incident to the office of the Treasurer, subject to the control of the Board of Trustees.

Section 5. Secretary. The Secretary shall keep the records of the District, shall act as secretary of the meetings of the District and record all votes, and shall keep a record of the proceedings of the District in a journal of proceedings to be kept for such purpose, and shall perform all duties incident to his office. He shall keep in safe custody the seal of the District and shall have power to affix such seal to all contracts and instruments authorized to be executed by the District.

Section 6. Additional Duties. The officers of the District shall perform such other duties and functions as may from time to time be required by the District or the by-laws or rules and regulations of the District.

Section 7. Election of Officers. The above officers shall be elected at the annual meeting of the District from among the members of the Board of Trustees, and shall hold office for one year or until their successors are elected and qualified.

Section 8. Vacancies. Should any of the above offices become vacant, the District shall elect a successor at the next regular meeting of the Board of Trustees, and such election shall be for the unexpired term of said office.

Section 9. Additional Personnel. The District may from time to time, through its Board of Trustees, employ such personnel as it deems necessary to exercise its powers, duties, and functions as prescribed by the agreement of the member towns establishing the District or all other laws of the State of Vermont applicable hereto. Their selection and compensation shall be determined by the Board of Trustees.

ARTICLE III – MEETINGS

Section 1. Annual Meeting. The annual meeting of the Board of Trustees shall be held at the office of the District (or at such other place as may be designated by the Chairman) on the 2nd Tuesday of May in each year. In the event that for any reason the annual meeting is not held on the above date, the Chairman may designate another date for the holding of the annual meeting by notice in accordance with the provisions for the calling of any special meetings as hereinafter provided.

At the annual meeting, the officers for the ensuing year shall be selected, the Chairman or other officers shall submit their annual reports, and any other business proper to come before said meeting shall be conducted.

Section 2. Regular Meetings. Regular meetings of the Board of Trustees shall be held without notice at least once in each calendar month from the transaction of the business of the District. The date and time of said regular meetings shall be fixed, and be subsequently changed, by resolution of the Board at any regular or special meeting, and shall be held at the office of the District unless otherwise designated by resolution.

Section 3. Special Meetings. The Chairman of the District may, when he deems it expedient, and shall, upon the written request of two members of the Board of Trustees, call a special meeting of the Board for the purpose of transacting any business designated in the call. The call for a special meeting shall be delivered to each member of the Board or may be mailed to such member at least two days prior to the

date of such special meeting. However, if all of the members of the Board are present at a special meeting and waive notice thereof, any and all business may be transacted at such special meeting.

Section 4. Quorum. A majority of the existing members of the Board of Trustees shall constitute a quorum, for the purpose of conducting the business of the District and for all other purposes, but a smaller number may adjourn from time to time until a quorum is obtained. When a quorum is in attendance, action may be taken upon a vote of the majority of the members of the Board of Trustees, unless otherwise designated by law or by the agreement establishing the District.

ARTICLE IV – AMENDMENTS

These by-laws may be amended at any regular or special meeting of the Board of Trustees, by affirmative vote of a majority of its members, provided that a text of the proposed amendment is delivered or mailed to each of the members of the Board of Trustees at least seven days before the date of the meeting.

Approved by the Board of Trustees on August 2, 1972.