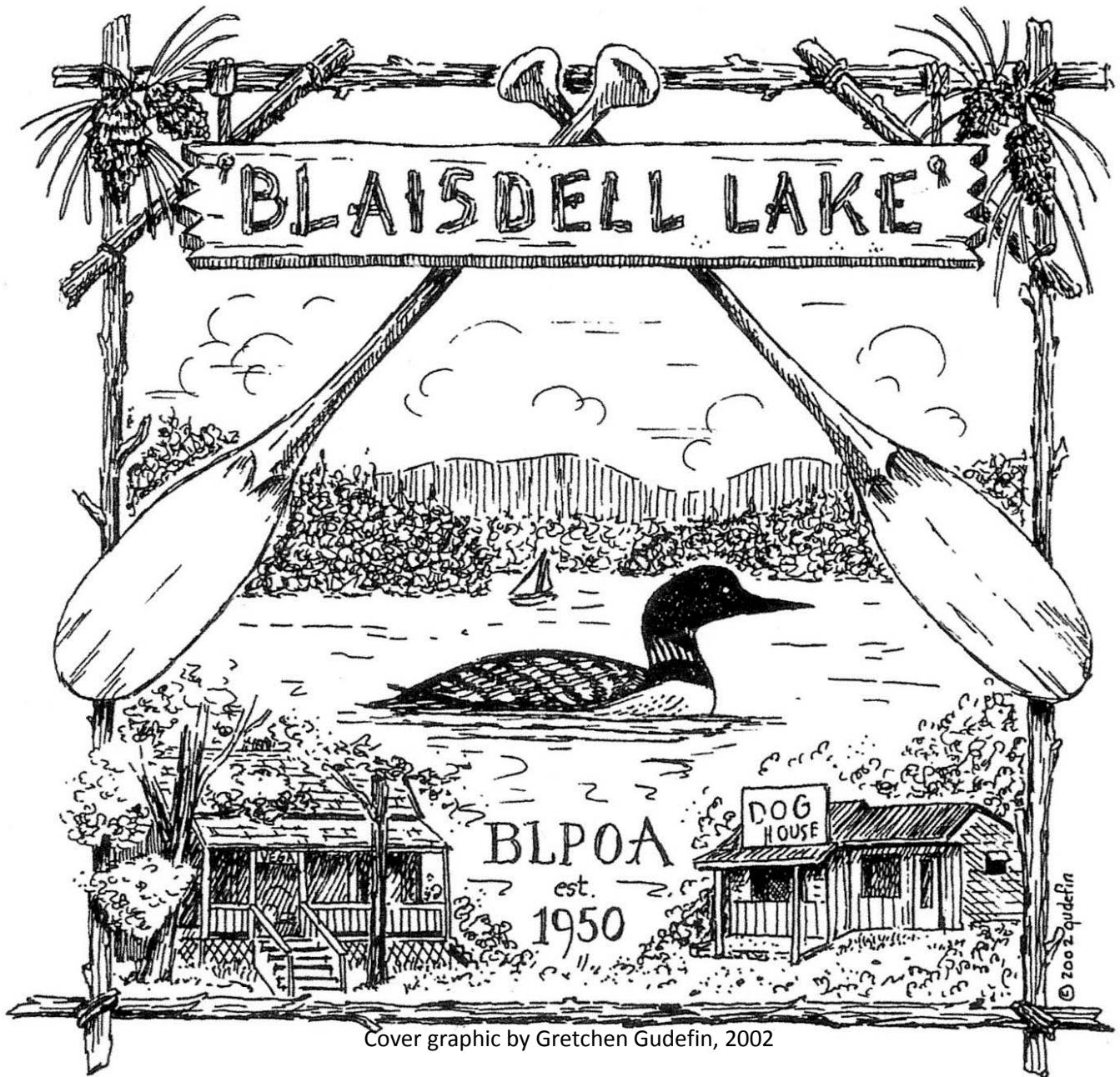


# The Blaisdell Lake Protective Association, Inc.

Sutton, New Hampshire



Cover graphic by Gretchen Guddefin, 2002

By-Laws and Association History

July 28, 2012

# History of Blaisdell Lake and the Blaisdell Lake Protective Association

Blaisdell Lake is a state-owned, 150-acre body of water in Sutton, New Hampshire (population 1,837 in 2010) on which are located approximately seventy-two privately owned predominantly summer residences, and one summer camp owned and operated by the Girl Scouts. The lake level is maintained by an earthen dam which is maintained by the Blaisdell Lake Protective Association (BLPA) under the auspices of the State of New Hampshire Department of Environmental Services.

Prior to 1950, the water rights to the dam were owned by Kearsarge Reservoir Company, a privately owned corporation approximately ten miles downstream of the outflow of the dam. Until approximately 1940, the Kearsarge Reservoir Company regulated the outflow of the lake in order to operate a water wheel that provided power to the Ela Box Company, a wooden box construction facility in Warner, New Hampshire, a town adjacent to Sutton. Upon conversion of Ela Box Company from water power to distributed electricity in the mid-1940's the dam fell into disrepair, causing uncertain water levels during the summer and fall seasons.

In 1949, a group of shorefront property owners initiated actions to stabilize the level of the lake. In 1950, the Blaisdell Lake Property Owners Association was formally organized. Membership was invited to "...any property owner in the Town of Sutton who is interested in the general welfare and development of Blaisdell Lake and the surrounding area..." Articles of Agreement were adopted in 1952 whose primary objective was "To purchase and hold the water rights and dam at the outlet to Blaisdell Lake". It was formed as "...a non-profit Association and therefore has no capital stock". Contributions for repairs to the dam were solicited, and dues of \$2.00 per year were voted by the membership. At the Annual Meeting of the Association in July of 2004 the name of the Association was formally changed to the Blaisdell Lake Protective Association.

In 2006, due to the generous gift of the Wright family, Wright's Beach was deeded to the Association.

The goals of the Blaisdell Lake Protective Association are:

- The preservation of the dam through operating and maintenance procedures accepted by, and periodically inspected by, the State of New Hampshire's Department of Environmental Services.

- The monitoring of the water quality of Blaisdell Lake through a testing program administered by the State of New Hampshire's Department of Environmental Services.
- The monitoring of safe boating practices through a volunteer boating safety inspection program administered and enforced by the State of New Hampshire's Department of Safety.
- The ownership, operation and maintenance of Wright's Beach in a manner that will contribute to the environmental protection of Blaisdell Lake, while providing recreational beach access to voting members of the Association, as well as public boating access to the general public.

The Association has no community identity, such as a gated community, and has no activities except as they relate to fundraising to support the costs of repairs to the dam and environmental protection. The Association holds a single annual meeting, to which the general public is invited, and at which are reported the status of the water quality, the requirements for dam repairs, and a summary of boating activities and safety problems, if any.

The Association has limited control over public accessibility to the lake to the extent that it owns the most convenient boat launch on Blaisdell Lake, and it makes boat launching access available to members of the general public subject to policies established by the Board of Directors. The lake is owned by the State of New Hampshire, and access for boats and swimming is subject to their oversight. As is typical of most New Hampshire lakes, there is no state-owned public access to Blaisdell Lake. Access is reached by crossing private property through a fence which is controlled by the Association.

*Russell "Pud" Ellsworth and Bruce Ellsworth are the BLPA historians and contributed to this summary.*

Revised July 2012

THE BLAISDELL LAKE PROTECTIVE ASSOCIATION

BY-LAWS

July 28, 2001

July 17, 2004 revised

July 28, 2012 revised

ARTICLE I      NAME

The name of this association, a New Hampshire non-profit corporation, shall be ***The Blaisdell Lake Protective Association, Inc.*** (Association) located in Sutton, New Hampshire.

ARTICLE II      PURPOSE

The purpose of this Association is the establishment and promotion of the following educational, environmental, safety and general welfare objectives related to Blaisdell Lake (Lake):

- A. Hold the water rights and dam at the outlet to the Lake and strive to maintain the water level for the Lake at the highest level permitted by the construction of the dam;
- B. Preserve the dam through operating and maintenance procedures accepted by, and periodically inspected by, the applicable New Hampshire state regulatory agencies.
- C. When required, the water level may be temporarily lowered by a vote of the Board of Directors for repair of the dam or other environmental reasons.
- D. No more often than every five (5) years, the water level may be temporarily lowered for the convenience of the membership. The water level shall only be lowered for the convenience of the membership upon a favorable vote of the membership based on a

recommendation by the Board of Directors or a written petition submitted by no fewer than ten (10) voting members of this Association.

- E. Monitor the water quality of the Lake through a testing program administered under the auspices of the applicable New Hampshire state regulatory agency and promote and coordinate any required actions necessary to maintain water of the highest quality possible;
- F. Promote and support activities designed to insure the protection of the lake and its environs;
- G. Cooperate with local and state authorities to insure the safety of all those involved in boating or other recreational activities on the Lake, as well as insure safety on those public roads passing through the congested areas around the Lake;
- H. Cooperate with the New Hampshire Fish and Game Department to improve the natural habitat for fishing in the Lake and to conserve wildlife in the area surrounding the Lake;
- I. Perform any public service work or undertaking which improves or conserves the Blaisdell Lake watershed, strengthens the commitment and participation of property owners on the Lake and adjoining areas to promote the general welfare and maintain good will and fellowship with the community at-large.
- J. Own, operate and maintain Wright's Beach in a manner that will:
  - 1. Contribute to the continued environmental protection of Blaisdell Lake.
  - 2. Provide recreational beach access to voting members of the Association.

3. Manage boat launching access to the general public.
4. Develop and enforce beach regulations.
5. Allow consideration of non-member beach usage.

**ARTICLE III    FISCAL YEAR**

The Fiscal Year of the Association shall be from May 1<sup>st</sup> to April 30<sup>th</sup> inclusive, beginning May 1, 2002.

**ARTICLE IV    MEMBERSHIP**

- A. Membership in this Association shall consist of any property owner or resident (including seasonal resident), in the Town of Sutton who is interested in the general welfare and preservation of Blaisdell Lake and the surrounding area, and who pays annually the dues assessed according to Article V of the By-Laws.
- B. Voting members shall consist of any property owner on the Lake, property owners with a deeded right of access to the Lake, and property owners within close proximity to the Lake interested in the general welfare and protection of the Lake and the surrounding area who pay the dues set forth in Article V;
- C. Non-voting members shall consist of any other property owner or resident (including seasonal resident) in the Town of Sutton interested in the general welfare and protection of the Lake and surrounding area who pays the dues set forth in Article V.

**ARTICLE V    DUES**

- A. Membership dues shall be recommended annually by the Board of Directors for approval by the membership at the annual meeting.

- B. Dues for each fiscal year shall be paid prior to or at the annual meeting.

**ARTICLE VI   MEETINGS**

- A. The annual meeting of the members of this Association shall be held during July or August of each year on a date and at a time and place designated by the Board of Directors;
- B. Special meetings of the Association may be called by the Board of Directors at any time;
- C. The Clerk of the Association shall notify, in writing, every member of the Association of the date and place of the annual or special meeting at least fifteen (15) days in advance of the date set by the Board of Directors. Such notice shall be deemed given when deposited in the United States mail and addressed to the member at the address recorded in the Association address list.
- D. A majority of the votes properly cast upon the question shall decide the question, except where a larger favorable vote is required by law or by these By-Laws;
- E. Eligibility of voting members, described in Article IV B, shall be determined as follows:
  - 1. Persons owning property, or their designees, are entitled to one vote per single family ownership.
  - 2. Multiple owners of a property, or their designees, are entitled to one vote for that property.
  - 3. Owners of multiple properties, or their designees, on the Lake or contiguous to the Lake are

entitled to one vote.

**ARTICLE VII** **BOARD OF DIRECTORS**

- A. The management of the business, property, and affairs of the Association shall be vested in a Board of Directors consisting of no more than thirteen (13) persons, each of whom shall be a voting member as set forth in Article IV(B);
- B. All Directors shall serve without pay.
- C. The Board shall consist of the Officers of the Association - President, Vice-President, Treasurer, and Clerk, and no more than nine (9) Directors at large (Directors) elected from the membership of the Association;
- D. Directors shall be elected at the annual meeting to serve in that office until the close of the third annual meeting following their election. The nine Directors may not succeed themselves until after the lapse of one year. Election shall be by voice vote unless a majority of voting members present at such meeting requests a written ballot. A majority of all votes cast by voting members shall be required to elect;
- E. A Director may be removed for cause by vote of a majority of the Directors then in office at a special meeting of the Board of Directors called for such purpose;
- F. Any vacancies in the Board of Directors shall be filled by vote at the next annual meeting. This elected Director shall complete the unexpired term. This service of an unexpired term shall not be counted as a "term" for purposes of Article VII D. The Board will have full power regardless of the number of vacancies.



- G. The Board of Directors shall meet as often as necessary, but no less than three (3) times per year, to transact the business of the Association.
  
- H. In the discharge of its duties, the Board of Directors shall exercise all of the powers of the Association except as such powers may be exercised by the members in meeting:
  - 1. Prepare and submit an itemized budget for adoption at the annual meeting of the Association.
  - 2. Recommend for approval, at the annual meeting, the membership dues for the following fiscal year.
  - 3. Provide for an audit of the financial transactions of the most recent fiscal year ending April 30<sup>th</sup> prior to the annual meeting.
  - 4. Recommend for approval any additional financial assessments necessary to achieve the purposes of the Association set forth in Article II. Approval shall require a two-thirds favorable vote of voting members present at such annual or special meeting.
  - 5. Take charge of all projects approved by the Association and be responsible for keeping expenditures within the budget approved for a specific project.
  - 6. Establish committees to assist the Board in its responsibilities, but without the delegation of significant powers of the Board to such committees. Committees will be established and continue at the

discretion of the Board, and will be subject to the applicable provisions of the laws of the state of New Hampshire. Subcommittees may be formed as appropriate.

**ARTICLE VIII OFFICERS**

- A. The Officers of the Association shall consist of a President, Vice-President, Treasurer, and Clerk. Election at the annual meeting shall be by voice vote unless a majority of voting members present at such meeting requests a written ballot. A majority of all votes cast by voting members shall be required to elect.
- B. All Officers shall serve without pay.
- C. No President or Vice President shall be eligible to serve in that office for more than two successive one year terms.
- D. A vacancy in the office of President shall be filled for the remainder of the term by the Vice-President. A vacancy in any of the other offices shall be filled by the Board of Directors. The appointee is to hold office until the next annual meeting of members. This service of an unexpired term shall not be counted as a "term" for purposes of Article VIII C;
- E. Any officer may be removed for cause by the vote of a majority of the Board of Directors then in office at a special meeting of the Board called for such purpose.

**ARTICLE IX DUTIES OF OFFICERS**

- A. The President shall:

1. Be the principal executive officer of the Association and, subject to the control of the Board of Directors, shall supervise the business and affairs of the Association.
2. Serve as Chair of the Board of Directors, Chair of the Executive Committee, and a member ex-officio, of all other committees.
3. Preside at all meetings of the Association.
4. Appoint, with the approval of the Board of Directors, members to committees established by the Board of Directors.
5. Perform such other duties as may be prescribed by the membership of the Association or the Board of Directors.

B. The Vice-President shall:

1. Serve as a member of the Executive Committee.
2. Serve in the Office of President in the absence or disability of the President and perform the duties of such office stated in Article IX(A) with all the powers of, and subject to all the restrictions upon, the President.
3. Perform such other duties as from time to time may be assigned by the President or the Board of Directors.

C. The Treasurer shall:

1. Serve as a member of the Executive Committee.

2. Receive all monies for the Association, deposit them in depositories approved by the Board of Directors, and be custodian of all funds of the Association.
3. Disburse the funds of the Association upon receipt of properly authorized bills in accordance with the annual budget and the instructions of the Board of Directors.
4. Prepare a current financial status report of the Association for each meeting of the Board of Directors, and otherwise as required by the Board or the Executive Committee.
5. Submit an audited financial report for the past fiscal year at the annual meeting, such financial report to be audited by an individual appointed by the Board of Directors.
6. Maintain all current and historical financial records of the Association.
7. Perform such other duties as from time to time may be assigned by the President or the Board of Directors.

D. The Clerk shall:

1. Serve as a member of the Executive Committee.
2. Keep an office within New Hampshire and maintain all records of the Association except those pertaining to the office of Treasurer including, but not limited to, By-Laws, minutes of meetings, list of committee members, and an up-to-date mailing list of all Association

members.

3. Perform the duties incumbent upon the office of the Clerk under the laws of the State of New Hampshire.
4. Conduct all correspondence and send out all notices and assessment bills as directed by the Board of Directors.
5. Record and maintain records of all actions taken by the Board of Directors, Executive Committee and the annual and special meetings of the Association membership.
6. Perform such other duties as from time to time may be assigned by the President or the Board of Directors.

**ARTICLE X    EXECUTIVE COMMITTEE**

- A. The Officers of the Association - President, Vice-President, Treasurer, and Clerk shall serve as the Executive Committee.
- B. Under the supervision of the Board of Directors, the Executive Committee shall exercise such duties as may be assigned by the Board, and may act on their behalf.
- C. Actions taken by the Executive Committee are subject to review and ratification by the Board at its next scheduled meeting.

**ARTICLE XI    DISSOLUTION**

- A. Subject to the applicable provisions of the State of New Hampshire Revised Statutes, the Association may dissolve by the affirmative written vote of at least two thirds of the entire voting membership.

- B. Upon the dissolution of the Association, assets shall be distributed for one or more exempt purposes within the meaning of Section 501[c](3) of the Internal Revenue Code or corresponding section of any future federal tax code or shall be distributed to the federal government or to a state or local government for a public purpose.
- C. No part of the assets of the Association remaining shall in any way inure to the benefit of any member of the Association.

**ARTICLE XII RESTRICTIONS ON ACTIVITIES**

Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501[c](3) of the Internal Revenue Code or corresponding section of any future federal tax code or (b) by an organization, contributions to which are deductible under section 170[c](2) of the Internal Revenue Code or corresponding section of any future federal tax code.

**ARTICLE XIII PERSONAL LIABILITY**

No Director or Officer of the Association shall be personally liable for any debt, liability, or obligation of the Association while acting on behalf of same. Directors and Officers shall be liable for things such as misappropriation of funds or gross misconduct. All persons, corporations or other entities extending credit to, contracting with, or having any claim against the Association may look only to the funds and property of the Association for the payment of any such contracts or claims or for the payment of any debt, damages, judgment or decree or for any money that may

otherwise become due or payable to them from the Association.

**ARTICLE XIV** **AMENDMENTS**

The By-Laws may be amended at any annual meeting or special meeting duly called for that purpose, by a two-thirds favorable vote of the voting members present. The text of any such proposal shall accompany the notice of meeting at which the amendment(s) is/are to be considered.