

ARTICLE I
NAME, PURPOSE AND LOCATION

Section 1 - NAME: The name of the Tax District shall be “CANDLEWOOD SHORES TAX DISTRICT”, hereinafter referred to as the District.

Section 2 - PURPOSE AND LOCATION: The purpose of the District shall be to acquire, construct, maintain and regulate the use of recreational facilities, to plan, lay out, acquire, construct, maintain and operate and regulate the use of a community water system, to acquire, construct and maintain roads, crosswalks and drains, to appoint and employ watchmen and police officers, and to accomplish any of the purposes which are set forth in Connecticut General Statutes §7-326, without limiting the generality of the foregoing in that area commonly known as “Candlewood Shores” and having as the territorial limits of Candlewood Shores Tax District all those certain pieces or parcels of land, together with the buildings and improvements thereon, including all roadways, and their areas dedicated to Tax District use, situated in the Town of Brookfield, County of Fairfield and State of Connecticut, more specifically shown and designated on the eleven maps recorded in the Office of the Clerk of the Town of Brookfield as follows: “Map of Cedar Ridge in Candlewood Shores dated May 1945” and recorded in Map Book 5 at Page 60 in the Office of the Brookfield Town Clerk; “Map of Maplewood in Candlewood Shores dated August 1945” and recorded in Map Book 5 at page 60 in the Office of the Brookfield Town Clerk; “Map of Bayside in Candlewood Shores dated May 1946” and recorded in Map Book 5 at page 62 in the Office of the Brookfield Town Clerk; “Map of Sunset Point in Candlewood Shores dated June 1946” and recorded in Map Book 5 at page 63 in the Office of the Brookfield Town Clerk; “Map of Oakridge, Section 1, in Candlewood Shores dated December 1946” and recorded in Map Book 5 at page 64 in the Office of the Brookfield Town Clerk; “Map of Pinehurst in Candlewood Shores dated May 1946” and recorded in Map Book 5 at page 62 in the office of the Brookfield Town Clerk; “Map of Oakridge, Section 2, in Candlewood Shores dated December 1945” and recorded in Map Book 5 at page 65 in the Office of the Brookfield Town Clerk; “Map of Beechwood in Candlewood Shores dated January 1948” and recorded in Map Book 5 at page 66 in the Office of the Brookfield Town Clerk; “Map of Woodhaven in Candlewood Shores dated January 1948” and recorded in Map Book 5 at page 67 in the Office of the Brookfield Town Clerk; “Map of Birchwood in Candlewood Shores dated January 1948” and recorded in Map Book 5 at page 68 in the

Office of the Brookfield Town Clerk; “Map of Elmwood at Candlewood Shores dated March 1957” and recorded in Map Book 5 at page 69 in the Office of the Brookfield Town Clerk.

Section 3 - OFFICE: The principal place of business, location and address of the District shall be Candlewood Shores Tax District, 55 Longview Drive, Brookfield, Connecticut 06804.

ARTICLE II VOTERS AND MEETINGS

Section 1 - VOTERS: Any person who lives, resides or is domiciled within the limits of said District and who is a legal Voter of the Town of Brookfield, Connecticut, or any citizen of the age of eighteen (18) years or more who, jointly or severally, is liable to the District for taxes assessed against him on an assessment of not less than One Thousand Dollars on the last completed Grand List of such District, or who would be so liable if not entitled to an exemption as set forth or referred to in §7-6 of the Connecticut General Statutes, or any other person who otherwise is eligible to vote in the Tax District pursuant to §7-6, may vote. In case of conflict, those persons entitled to vote within the District shall be governed by the General Statutes of the State of Connecticut pertaining to voting rights as may apply to this District only.

Section 2 - ANNUAL MEETING: The Annual Meeting shall be held on the third Saturday of May in each year at Candlewood Shores, Brookfield, Connecticut, or at such other place in the Town of Brookfield, Connecticut, as may be designated by the Directors. At said Annual Meeting, the Officers and Directors of the District shall be elected, the annual budget shall be adopted, the tax laid, the tax rate fixed, and the Voters shall do any and all things permissible or necessary within the limits of §7-327 of the Connecticut General Statutes, in particular, but without limiting the generality of the foregoing and the relevant sections of the Connecticut General Statutes pertaining to the District and the purposes established hereunder.

Section 3 - SPECIAL MEETINGS: Special Meetings of the District may be called as set forth and pursuant to the procedures outlined in Connecticut

General Statutes §7-327 by the President or by any three (3) Directors or upon application of fifty(50) persons qualified to vote in the District meeting. Any special meeting called on the application of the Voters shall be held within twenty-one (21) days of receiving the application.

Section 4 - QUORUM: Not fewer than twenty-five (25) Voters of the District shall constitute a quorum for the transaction of business at any meeting of the District.

Section 5 - ADJOURNMENT: At all meetings of the District where a quorum is present, the meeting may be adjourned from time to time by a majority of the Voters voting on the question. If twenty-five (25) Voters are not present at any meeting, the President of the District or, in the President's absence, the Vice-President, may adjourn such meetings from time to time, until at least twenty-five (25) Voters are present. No meeting shall be adjourned for a period of more than twenty-one (21) days or less than ten (10) days.

Section 6 - NOTICE OF MEETINGS: Notice of all Annual Meetings and all special meetings, and any adjournments thereof, shall be given by publication of a notice of such meetings in a newspaper having a general circulation in the District at least ten (10) days before the day of such meeting, signed by the President or any three (3) Directors, which notice shall designate the time and place of such meetings and the business to be transacted thereat.

The President of the Tax District shall file not later than August 1 of each year, with the Clerk of the District, a schedule of regular meetings of the Tax District for the ensuing year and no such meeting except special meetings shall be held sooner than thirty (30) days after the schedule has been filed.

The agenda of the regular meetings of the District shall be filed not less than twenty-four (24) hours before meetings to which they refer in the Tax District office.

Section 7 - VOTING: All questions arising in such meetings shall be decided by a majority vote of the qualified Voters present and voting. The President shall vote only when there is a tie-vote. Voting at all meetings shall be a viva voce or such other method as a majority vote of the qualified Voters present and voting shall determine. The within and foregoing shall

not limit the rights of any Voter pursuant to the Connecticut General Statutes pertaining to voting in a tax district or the requirements of any vote pursuant thereto. Each Voter shall have one (1) vote.

ARTICLE III BOARD OF DIRECTORS

Section 1 - QUALIFICATIONS AND NUMBER: There shall be nine (9) members of the Board of Directors, consisting of the following: the President of the District, the Vice-President of the District, the Treasurer of the District, the Clerk of the District, and five other Directors, all of which shall be qualified Voters of the District pursuant hereto and the Connecticut General Statutes.

Section 2 - ELECTION AND TERM OF OFFICE: The Board of Directors shall be elected at the Annual Meeting of the Voters of the District, shall take office on the first day of July and serve until June 30 of the following year or until each successor has been duly elected and qualified, whichever is later.

Section 3 - DUTIES OF DIRECTORS: The Board of Directors shall have control and general management of the District. The Directors shall in all cases act as a Board and individual Directors shall have no power as such unless otherwise provided herein or by the Connecticut General Statutes. They may adopt such rules and regulations for the conduct and management of the District, as they may deem proper, not inconsistent with this Charter and the laws of the State of Connecticut.

The President shall designate the duties upon each of the five (5) Directors and appoint all Committees and Boards of the District.

The President shall appoint a Nominating Committee to prepare and present to the Annual Meeting of the Voters a proposed slate of officers for the ensuing year. In any year not more than one person from each Tax District household may serve on the Board of Directors.

The Nominating Committee shall consist of five (5) persons and shall be appointed by the President by October of each year and present a slate of officers to the President by March 1 of each year. Such proposed slate of

candidates will be published in the Candlewood Shores Tax District Newsletter or other publication at least twenty-five(25) days prior to the Annual Meeting.

The President and Directors shall review the annual budget and prepare comments and recommendations to be transmitted to the annual budget meeting of the District.

Section 4 - SPECIAL MEETINGS: Special Meetings of the Board of Directors may be called by the President or any three (3) Directors upon giving notice as hereinafter provided.

Section 5 - QUORUM: Not fewer than four (4) members of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board.

Section 6 - ADJOURNMENT: At all meetings of the Board of Directors where a quorum is present, the meeting may be adjourned from time to time by a majority of the members present voting on the question.

If four (4) members of the Board of Directors are not present at any meeting, the majority of the Directors present may adjourn the meeting from time to time until four (4) members are present.

No meeting shall be adjourned for a period of more than thirty-one (31) days or less than four (4) days, except in the case of an emergency meeting.

Section 7 - NOTICE OF MEETINGS: Notice and an agenda of business of any meeting of the Board of Directors shall be given to each

Director at least three (3) days before the day of such meeting, authorized by the President or any three (3) Directors, which notice shall designate the time and place of such meeting, except in the case of an “emergency meeting” called solely for purposes of preservation of life or property where a quorum of Directors present may waive notice. Any adjournments thereof shall have notice sent to each member not less than three (3) days before the meeting.

Section 8 - VOTING: All questions arising at such meetings shall be decided by a majority vote of the Directors present and voting. The President shall vote only to dissolve a tie. Each Director shall have one (1)

vote. Voting at all meetings shall be a viva voce or such other method as a majority vote of the Directors present shall determine.

Section 9 - VACANCIES (TAX DISTRICT OFFICERS AND BOARD OF DIRECTORS MEMBERS): Any vacancy arising in the elective Tax District office shall be filled by appointment by a majority of the Board of Directors (even though the remaining Directors may not constitute a quorum) for the unexpired portion of the term of the office or until the next regular annual Meeting for the election of Officers as defined in §7-327 of the Connecticut General Statutes, whichever shall occur first. Within ten (10) days after a vacancy occurs and prior to the filling of any vacancy, notice of said vacancy shall be given by the Clerk of the Tax District for publication in a newspaper having general circulation in the Tax District for the purpose of filling said vacancy.

ARTICLE IV OFFICERS

Section 1 - NUMBER: The Officers of the District shall be:

1. President
2. Vice-President
3. Clerk
4. Treasurer

Section 2 - ELECTION, TERM OF OFFICE AND QUALIFICATIONS: The Officers of the District shall be elected at the Annual Meeting of the Voters of the District, shall take office on the first day of July following the Annual Meeting and shall hold office until the 30th of June of the following year, or until their successors shall have been duly elected and qualified, whichever is later. Voting, election and qualification shall be in accordance with Article II hereof, and the relevant sections of the Connecticut General Statutes.

Section 3 - PRESIDENT: The President of the District shall be a member of the Board of Directors and the Chief Executive Officer thereof. The President shall preside at all meetings of the Board of Directors. The President shall preside at all meetings of the Voters of the District. At all meetings at which the President presides, the President shall vote only to dissolve a tie-vote.

The President shall designate the duties devolving upon each of the five (5) Directors. The President or the General Manager shall approve all bills for payment. All checks drawn for \$5000 or greater shall be countersigned by two officers. The President shall, ex officio, be a member of all committees and boards of the District.

The President may appoint an Assistant Treasurer from the elected Directors of the Tax District. The President shall cause to be called regular and special meetings of the Voters or the Board of Directors in accordance with this Charter and the General Statutes of the State of Connecticut.

The President or the designee shall appoint, remove, employ, discharge, and fix all the compensation of all employees of the District, other than the duly appointed Officers and Directors, subject to and upon approval of the Board of Directors.

The President or the designee shall sign and make all contracts and agreements in the name of the District, subject to and upon approval of the Board of Directors. The President shall have general direction and management of the affairs of the District. The President shall do any and all things required by the General Statutes of the State of Connecticut.

Section 4 - VICE-PRESIDENT: The Vice-President of the District shall be a member of the Board of Directors. The Vice-President shall have all the authority, power and duties of the President whenever the President vacates the office, is absent or from any cause is unable to perform the duties.

The Vice-President shall have such other powers and duties as the President shall from time to time delegate according to this Charter and the General Statutes of the State of Connecticut.

Section 5 - CLERK: The Clerk shall be a member of the Board of Directors. The Clerk or the designee shall keep a record of all the meetings of the Voters or the Board of Directors. The Clerk shall at all times keep a list of the Voters (as defined in Article II, Section 1 herein) of the District and perform all other tasks as required of Tax District Clerks as set forth in the Connecticut General Statutes.

The Clerk shall give and serve all notices of the District. The Clerk shall present to the Board of Directors at their stated meetings all communications addressed to the Clerk officially as an officer of the District. The Clerk shall maintain all seals, records, correspondence and files of the Tax District. The Clerk shall have such other duties and powers as the President shall from time to time delegate in accordance with this Charter and the General Statutes of the State of Connecticut.

Section 6 - TREASURER: The Treasurer shall have charge of the collection and payment of all monies of the District, including without limitation all annual or special assessments by the District, under such rules and regulations as shall be prescribed by the Board of Directors. The Treasurer or the designee shall prepare the annual budget which the Treasurer shall submit to the Board of Directors. The Treasurer or the designee shall have the care and custody and be responsible for all the funds and securities of the District, and shall deposit all such funds in the name of the District in such bank, savings bank, savings and loan association, or bank and trust company as the Board of Directors may designate.

The Treasurer or the designee shall have the power to sign, make and endorse in the name of the District all checks, drafts, warrants, and orders for the payment of money.

The Treasurer or the designee shall exhibit, at all reasonable times, his books and account to any Officer, Director or Voter of the District upon application at the office of the District during business hours.

The Treasurer or the designee shall render a statement of the finances of the District at the regular meeting of the Board of Directors, and at such other times as shall be required by the President, Board of Directors, Voters, or the General Statutes of the State of Connecticut.

The Treasurer or the designee shall have such other powers and duties as the President shall from time to time delegate in accordance with this Charter and the General Statutes of the State of Connecticut.

Section 7 - ASSISTANT TREASURER: The Assistant Treasurer of the District shall be a current Director appointed by the President to assist the Treasurer, but the Assistant Treasurer shall have no additional voting authority other than that which accrues to the Assistant Treasurer as a

Director of the Tax District. The Assistant Treasurer shall have, under the direction and supervision of the Treasurer, all the authority, power and duties of the Treasurer, including the power and authority to co-sign checks, whenever the Treasurer is absent or for any cause is unable to perform his duties.

The Assistant Treasurer shall have such other powers and duties as the Treasurer shall from time to time delegate according to this Charter.

Section 8 - BOND: Security for the faithful discharge of duties by the President, Treasurer and Assistant Treasurer or their designees shall be provided.

ARTICLE V BUDGET

Section 1 - PREPARATION: Prior to the Annual Meeting of the Voters of the District, the Treasurer shall prepare the annual budget to be proposed by the Board of Directors of the District at the Annual Meeting. The annual budget shall contain in reasonable detail: (1) an itemized statement of all actual receipts from all sources during its current fiscal year; (2) an itemized statement by classification of all actual expenditures during the same year; (3) an itemized estimate of anticipated revenues during the ensuing fiscal year from District property taxes and an estimate of the amount which should be raised by District property taxation for the ensuing fiscal year; (4) an itemized estimate of expenditures of the District for such ensuing fiscal year; (5) the amount of revenue surplus or deficit of the District at the beginning of the fiscal year for which estimates are being prepared; and (6) such other information, statements, accounts or estimates as the Board of Directors or the General Statutes of the State of Connecticut may require.

The Board of Directors shall review the budget and make comments and recommendations thereon, all of which shall be transmitted to the Voters at the Annual Meeting for adoption.

Section 2 – BUDGET HEARINGS: Annually, in May, prior to the beginning of the fiscal year beginning on July 1, there shall be a meeting of the Voters of the District for the purpose of adopting the budget, laying the tax and fixing the tax rate.

Such meeting shall take action upon the budget estimate and recommendations, and may make such specific appropriations as appear advisable, but no appropriation shall be made exceeding an amount for the same purpose recommended by the Board of Directors, and no appropriation shall be made for any purpose not recommended by the Board of Directors.

Section 3 - LIMITATION: The limitations shall be as set forth in the Connecticut General Statutes, specifically §7-328, et seq., which provides that no contract or obligation which involves an expenditure in the amount of Ten Thousand Dollars (\$10,000.00) or more in any one (1) year shall be made by the Board of Directors unless the same is specially authorized by a vote of the District, nor shall the Directors borrow money without like authority.

Section 4 - FISCAL YEAR: The fiscal year of the District shall be from July 1 of each year through June 30 in the following year.

ARTICLE VI WATER SYSTEM ACCOUNT

Section 1: All funds authorized by the Tax District for operation of the Water System and all funds generated by Water System users' fees, capital charges or assessments and connection charges of whatever kind and in whatever amount will be allocated to a sub-account of the Tax District. The use of funds in said account shall be limited to those proper purposes of the Candlewood Shores Tax District Water Department.

ARTICLE VII RULES AND PROCEDURES FOR TAX DISTRICT MEETINGS

Section 1: Tax District meetings shall be conducted in accordance with the parliamentary procedure as set forth in *Robert's Rules of Order, Revised*, and the President of the Tax District shall act as moderator and decide all questions of parliamentary procedure.

Section 2: The Tax District meetings, both general and special, shall act only on those matters that are specified in the notice of said meeting.

Section 3: Any person eligible to vote in the Tax District meeting, when recognized, may speak to the business before the meeting. Others may be

permitted to speak to the business when recognized by majority vote. All speakers shall first identify themselves to the Board of Directors.

ARTICLE VIII ORDINANCES

Section 1: Ordinances may be enacted by the Board of Directors of the Tax District as provided by the Connecticut General Statutes. Any ordinance so enacted shall become effective thirty (30) days after publication thereof in some newspaper having circulation in the District, provided upon a petition of not less than fifteen percent (15%) of the electors of such Tax District filed with the Clerk of the Tax District, within thirty (30) days after the publication of such ordinance, asking that the same be submitted to the Voters of the Tax District at its next regular or special meeting, it shall be so submitted and in such event shall not become effective unless a majority of the Voters voting at such meeting vote in favor thereof. Any ordinance enacted at a Tax District Meeting shall become effective fifteen (15) days after publication in some newspaper having a circulation in such District.

Section 2: As provided by Statute, the Tax District may adopt ordinances with penalties to secure their enforcement for the purpose of regulating the carrying out of the provisions of Connecticut General Statutes §7-324 to §7-329, inclusive.

Section 3: Whenever the Tax District is required to publish any ordinance in accordance with Section 1 hereinabove, the Board of Directors of the Tax District may provide that a summary of such ordinance shall be published in lieu of such ordinance, provided that, in any case where a summary is published, the Clerk of the Tax District shall make a copy of such ordinance available for public inspection and shall, upon request, mail a copy of such ordinance to any person at no charge.

Any summary so published shall bear the disclaimer as follows: “this document is prepared for the benefit of the public solely for purposes of information, summarization and explanation. This document does not represent the intent of the legislative body of the Candlewood Shores Tax District for any purpose”. The summary format shall not apply to any ordinance which makes or requires an appropriation.

ARTICLE IX
INDEMNIFICATION OF DIRECTORS, OFFICERS AND EMPLOYEES

Section 1: The Candlewood Shores Tax District shall protect and save harmless any District Officer, Director or employee, whether elected or appointed, from financial loss and expense, including reasonable legal fees and costs, if any, arising out of any claim, demand, suit or judgment by reason of alleged negligence or for any infringement of any person's civil rights, on the part of such Officer, Director or employee while acting in the discharge of his or her lawful duties.

Section 2: In addition to the protection provided under Section 1, the Tax District shall protect and save harmless any such District Officer, Director or employee from financial loss and expense, including reasonable legal fees and costs, if any, arising out of any claim, demand or suit instituted against such Officer, Director or employee by reason of alleged malicious, wanton or willful act or ultra vires act, on the part of such Officer, Director or employee while acting in the discharge of his or her lawful duties. In the event such Officer, Director or employee has a judgment entered against him for such act in a court of law, however, the Tax District shall be reimbursed by such Officer, Director or employee for expenses incurred in providing such defense and shall not be held liable to such Officer, Director or employee for any financial loss or expense resulting from such act.

ARTICLE X
AUDITS

The Tax District and the Tax District Water Department shall have its accounts audited at least once annually. Such audit shall be made by an independent public accountant who shall be selected by the Tax District Board of Directors. The accountant shall conduct his audit in accordance with the procedures set forth by the Secretary of the Office of Policy and Management, pursuant to Connecticut General Statutes §7-392.

Independent public accountant means any practicing public accountant or firm of public accountants which has practiced or engaged in public

accounting as a regular vocation for a period of at least three (3) years. Such public accountant shall not have any connection as an employee or official of the Tax District.

ARTICLE XI
AMENDMENTS AND GENERAL STATUTES

Section 1 - AMENDMENTS: This Charter may be altered, amended, repealed or added to by an affirmative vote of the Voters of the District at an Annual Meeting or at a Special Meeting called for that purpose, provided that notice pursuant to Article II herein shall have been given, stating the alteration, amendment or changes proposed. Only such changes as have been specified in the notice shall be made.

Section 2 - GENERAL STATUTES: Insofar as this Charter or any amendment thereto limits or conflicts with the General Statutes of the State of Connecticut or any amendment, addition, repeal or alteration thereto, said General Statutes and its amendment, addition, repeal or alterations shall govern.

CHARTER ADOPTED: May 16, 1987
2003

This amendment adds the following article to the Charter:

ARTICLE XII
ALTERNATE MEMBERS OF THE BOARD OF DIRECTORS

Section 1 - QUALIFICATIONS AND NUMBER: There may be up to three (3) alternate members of the Board of Directors, all of whom shall be qualified Voters of the District pursuant hereto and pursuant to the Connecticut General Statutes.

Section 2 - NOMINATION: At the discretion of the Nominating Committee, a slate of up to three (3) candidates proposed for alternate membership on the Board of Directors may be presented to the President at the same time each year that the Nominating Committee presents the proposed slate of Officers and Directors. The proposed slate of alternate members shall be published in accordance with Article III, Section 1 of this Charter.

Section 3 - ELECTION AND TERM OF OFFICE: The alternate members of the Board of Directors shall be elected at the Annual Meeting of the Voters of the District, shall take office on the first day of July and serve until June 30 of the following year or until each successor has been duly elected and qualified, whichever is later.

Section 4 - DUTIES OF ALTERNATE MEMBERS OF THE BOARD OF DIRECTORS:

The alternate members of the Board of Directors shall attend regularly the meetings of the Board of Directors, may participate in discussions at such meetings, shall serve on committees as appointed by the President, and shall perform such other duties as may be assigned by the President, the Board of Directors, or committee chairmen. The alternate members shall not vote on any question arising at any meeting of the Board of Directors when such question is to be decided by a majority of the Directors present and voting.

Date Enacted: May 21, 1988
Date Published: June 30, 1988
Date Effective: July 15, 1988

ATTEST:

Ann Bisenius, Clerk
Candlewood Shores Tax

District