

AMENDED AND RESTATED CHARTER OF THE CANDLEWOOD SHORES TAX DISTRICT

Approved July 20, 2016

ARTICLE I – DISTRICT ESTABLISHED

Section 1 – There is established pursuant to Chapter 105 of the Connecticut General Statutes the Candlewood Shores Tax District within the Town of Brookfield, Connecticut.

Section 2 – The District includes all real property within the boundaries identified in Map Book 5 at Pages 60, 62, 63, 64, 65, 66, 67, 68, and 69 in the Office of the Town Clerk of the Town of Brookfield, including all roadways and watercourses.

Section 3 – The purposes of the District shall be: To light streets; to plant and care for shade and ornamental trees; to construct and maintain roads, sidewalks, crosswalks, drains, and sewers; to appoint and employ watchmen or police officers; to acquire, construct, maintain and regulate the use of recreational facilities; to plan, lay out, acquire, construct, reconstruct, repair, maintain, supervise and manage a flood or erosion control system; to plan, lay out, acquire, construct, maintain, operate and regulate the use of a community water system; and such other lawful purposes of districts provided in Section 7-326 of the Connecticut General Statutes and any other applicable general or special act as amended as the District shall decide to undertake.

Section 4 – The Board of Directors may, from time to time, adopt office location(s) and/or mailing address(es) for the District.

ARTICLE II – VOTERS AND DISTRICT MEETINGS

Section 1 – Except as otherwise provided by law, the voters of the District shall be all persons who are at least 18 years old, citizens of the United States, and either (a) bona fide residents of the District who are registered to vote in the Town of Brookfield or (b) individually or jointly liable for or statutorily exempted from taxes upon property located within the District on an assessment of at least \$1,000 on the last grand list. Each voter shall be entitled to a single vote regardless of the amount or number of properties the voter owns or occupies within the District.

Section 2 – The voters shall hold an annual general meeting on a date in April or May selected by the Board, and may be adjourned due to lack of quorum, severely

inclement weather, emergency, or other cause. At this meeting, the voters shall elect the District's directors, adopt the budget for the following fiscal year, lay the tax and fix the tax rate for the budget, and conduct such other business as is either stated in the meeting's agenda or, if not stated in the meeting's agenda, approved for consideration by two-thirds of the voters.

Section 3 – The voters shall hold a special meeting within 21 days after the Board of Directors receives an application to do so from either (a) ten percent of the District's voters, (b) twenty of the District's voters, (c) the District's President, or (d) any three members of the Board. At such a meeting, the voters shall act only upon the business stated in the application.

Section 4 – All meetings shall be held at a time and location selected by the Board. Notice of annual and special meetings shall be published, along with the purposes of the meeting, in a local newspaper at least 10 days in advance and signed by the President or any three directors. The President shall prepare and file an agenda for each annual, special, and regular meeting with the District's Clerk at least 24 hours in advance.

Section 5 – The presence of fifteen voters shall constitute the quorum necessary to conduct business at any District meeting. When a quorum is present, the affirmative vote of a simple majority (or such higher proportion required by law or this Charter) of the voters present and voting shall be deemed the approval of the voters for all questions arising. Meetings may be adjourned for lack of a quorum until such time as a quorum is present.

Section 6 – District meetings shall be open to the public. The President may impose and enforce such rules, procedures, and directives as are reasonably necessary for the orderly transaction of business at all meetings.

ARTICLE III – DIRECTORS AND OFFICERS

Section 1 – At each annual meeting, the voters shall elect at least three members of a nine-member Board of Directors which shall include a President, a Vice President, a Clerk, a Treasurer, and five other Directors. A person may only serve as an Officer of the District if, and for so long as, the person is a member of the Board of Directors.

Section 2 – Any voter of the District is eligible to run for and serve as a Director in accordance with this Charter and applicable law. Nominations may be submitted by any voter, but must be submitted to the nominating committee in writing at least 30

days in advance of the election unless the number of nominations by that deadline is fewer than the number of seats on the Board to be filled.

Section 3 – In any fiscal year in which the District’s receipts from all sources exceeds two hundred fifty thousand dollars, no more than two-thirds of the Board shall be members of the same political party.

Section 4 – Directors elected at the annual meeting shall take office on July 1 and serve staggered three-year terms. Any vacancy on the Board occurring between annual meetings may be filled until the next annual meeting by a voter appointed by a majority of the remaining Directors at a regular or special meeting of the Board, even in the absence of a quorum. No Officer or member of the Board shall be eligible to serve more than three consecutive full terms in the same position.

Section 5 – The President shall be the District’s chief executive officer, preside at all meetings of the voters and of the Directors, designate the duties of each Director consistent with those provided in this Charter and by law, appoint the chairpersons of committees and officials of the District subject to confirmation by the Board, appoint or delegate to such chairpersons the power to appoint all other members of such committees, and serve as an ex officio member of all such committees.

Section 6 – The Vice President shall have such authority and duties as may be assigned by the President, and all authority and duties of the President whenever the President vacates office, is absent, or is otherwise unable to exercise the same for any reason.

Section 7 – The Clerk shall keep a record of the minutes of all meetings of the voters and of the Directors, request and keep a list of the voters of the District from the registrar of voters and the assessor of the Town, and annually receive from the assessor of the Town and provide to the District’s Treasurer a copy of the grand list of all property in the District after it has been completed by the Town’s board of assessment appeals.

Section 8 – The Treasurer shall be in charge of the collection and payment of all moneys of the District under such rules and regulations as shall be prescribed by the Board of Directors, except that all payments shall be approved in advance by the President or Community Manager (if one is appointed by the Board), and all negotiable instruments of \$5,000 or more shall be signed by two Officers. The Treasurer shall serve as, or supervise the person employed or appointed by the Board to be, the District’s Tax Collector. By September 28 following the end of any fiscal year in which the District’s receipts from all sources do not exceed one million

dollars, the Treasurer shall file with the Town's Clerk a statement of the District's accounts and finances for that fiscal year, including major disbursements, sources of receipts, and such other information as may be required by law or deemed relevant by the Treasurer. At least once during any year in which the District's receipts from all sources exceed one million dollars, the Board shall cause all of the District's accounts to be audited by an independent auditor in accordance with Chapter 111 of the Connecticut General Statutes.

Section 9 – The Board may, by ordinance, require Officers and other officials to give security or bond for the faithful discharge of their duties, any premiums on which will be paid by the District.

Section 10 – The District shall protect and save harmless its employees, appointees, and Directors from financial loss and expense, including legal fees and costs, arising out of any claim, demand, suit, or judgment for acts or omissions in the discharge of their duties in accordance with Section 7-101a of the Connecticut General Statutes.

ARTICLE IV – GOVERNING BODY

Section 1 – The District's Board of Directors shall be its governing body, manage the District and conduct its affairs, appoint its committees and officials, hire and fire its employees, execute and perform its contracts, and exercise all other powers provided by this Charter and all applicable general or special acts, as amended, not otherwise specifically reserved to the voters.

Section 2 – The Board may enact ordinances for carrying out the District's purposes with penalties to secure their enforcement. Except as otherwise provided by law or this Charter, ordinances shall be deemed enacted upon the approval of a majority of the Directors at any duly-called meeting of the Board. An ordinance shall become effective 30 days after publication of its full text in a local newspaper if enacted at a Board meeting, or 15 days after such publication if enacted at a meeting of the voters. A summary of the ordinance may be published in lieu of its full text so long as (a) the ordinance does not make or require an appropriation, (b) the summary adds, "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 District for any purpose," and (c) the District's Clerk will provide for inspection or mailing at no charge a copy of the full text to any member of the public so requesting.

Section 3 – The Directors shall hold regular meetings on such dates and at such times and locations as they determine. At these meetings, the Directors shall conduct such business as is either stated in the meeting’s agenda or, if not stated in the meeting’s agenda, approved for consideration by two-thirds of the Directors.

Section 4 – The Directors shall hold a special meeting at the request of the President or any three members of the Board. At such a meeting, the Directors shall act only upon the business stated in the request.

Section 5 – By January 31 of each year, a schedule shall be filed with the District’s Clerk stating the dates of all regular meetings of the Board anticipated for that calendar year and of the District’s annual meeting. Absent an emergency, the President shall prepare and file an agenda for each meeting of the Board with the District’s Clerk at least 24 hours in advance.

Section 6 – The presence of five Directors shall constitute the quorum necessary to conduct business at any Board meeting. Meetings may be adjourned for lack of a quorum until such time as a quorum is present. When a quorum is present, the affirmative vote of a simple majority (or such higher proportion required by law or this Charter) of the Directors present and voting shall be deemed the approval of the Board for all questions arising. The President shall conduct all meetings, and may impose and enforce such rules, procedures, and directives as are reasonably necessary for the orderly transaction of business.

Section 7 – Board meetings shall be open to the public, unless two-thirds of the Directors vote to hold a closed executive session for the stated purpose of discussing (A) appointment, employment, performance, evaluation, health or dismissal of a public officer or employee, unless that individual requests an open meeting; (B) strategy and negotiations with respect to pending claims or pending litigation to which the District or any voter thereof, because of the voter’s conduct as a voter, employee, appointee, or Director of the District, is a party until such litigation or claim has been finally adjudicated or otherwise settled; (C) matters concerning security strategy or the deployment of security personnel, or devices affecting public security; (D) discussion of the selection of a site or the lease, sale, construction, or purchase of real estate by the District when publicity would cause a likelihood of increased price until such time as all of the property has been acquired or all proceedings or transactions concerning it have been terminated or abandoned; and (E) any matter which would result in the disclosure of records exempt from public disclosure under state or federal law. Votes shall not be taken during executive sessions.

Section 8 – All records relating to the conduct of the voters’ business which are maintained or kept on file by the District, and not exempt from disclosure by state or federal law, shall be available to the general public for inspection during regular office or business hours. Within 4 business days after receiving a written request for specified non-exempt records the District shall provide either (A) copies of the records requested; (B) the anticipated date by which the records can be produced, compiled, and copied; or (C) the reasons why the records are exempt from disclosure along with a refund of any prepayment. The District may charge the actual reproduction costs associated with such a request up to fifty cents per page, and require prepayment if such costs are estimated to be ten dollars or more.

Section 9 – Other than executive sessions, minutes of all Board meetings shall be taken which reflect the votes of each Director and which are made available for public inspection within 48 hours.

Section 10 – The Board may purchase and maintain such liability, property, and/or other insurance on the District’s behalf as it deems appropriate.

Section 11 – The Board shall have all powers, and may employ all remedies and mechanisms, which are available at law or equity for effectuating the District’s purposes, enforcing its Charter and ordinances, collecting its taxes and other receivables, exercising its lawful rights, and protecting its interests in the District’s name, except as specifically prohibited by law.

Section 12 – The District’s employees, appointees, and Directors shall be reimbursed for their reasonable expenses incurred in connection with their duties with Board approval. Employees, if any, shall receive such compensation as provided by written contract with the Board. Directors and appointees shall serve without compensation unless, at a duly-called annual or special meeting, the voters authorize the Board to establish such compensation by ordinance.

ARTICLE V – BUDGET AND TAXATION

Section 1 – The fiscal year of the District shall be from July 1 to June 30.

Section 2 – In accordance with Chapters 204 and 205 of the Connecticut General Statutes and all other applicable laws, the District shall annually levy and collect taxes, along with delinquency interest and fees, upon all non-exempt real property within the District, and also such other taxes as the Board may by ordinance lawfully

impose, to raise revenue for the District's governmental purposes and for the general public welfare.

Section 3 – At least thirty days before the annual meeting, the Treasurer shall prepare and present an annual budget for the following fiscal year to the Board of Directors for review. The budget shall contain itemized estimates of anticipated receipts and expenditures for the following fiscal year, and of anticipated surpluses or deficits after the prior fiscal year, and such other information as may be required by law or deemed relevant by the Treasurer. At least fifteen days before the annual meeting, the Board shall hold a public hearing at which the voters may be heard on the proposed budget. The budget shall be presented, along with any comments and recommendations of the Board, at the District's annual meeting.

Section 4 – A majority of the voters present at the annual meeting may approve the budget for the following fiscal year in full or with any lawful changes. If a proposed budget is rejected, the budget last approved by the voters will continue until the voters approve a subsequent budget. If two consecutive meetings of the voters called for the purpose of approving a budget fail to attract a quorum, the proposed budget shall be deemed approved.

Section 5 – Approval or adoption of the budget shall not be considered an obligation or limitation on the amount of expenditures, in total or for any item therein, for the period covered by the budget, except as to specifically-described projects for which lesser or greater allocations were rejected by the voters by separate vote.

Section 6 – The Board shall fix a mill rate for all taxes to be levied (or, at the Board's discretion, separate mill rates for each type of tax to be levied) which shall equal the total of the approved budget, multiplied by one thousand, divided by the total of all assessed values of the properties taxed. The principal tax due on each item of property shall equal its assessed value, divided by one thousand, multiplied by the mill rate.

Section 7 – Annual taxes shall be fully payable in one annual, two biannual, or four quarterly installments as the Board shall determine, the first of which shall be due on July 1 or, if the District's tax bills have not yet been issued by that date for any reason, 30 days after they are mailed or otherwise distributed. Special taxes shall be fully payable in a single installment on a date determined by the Board.

Section 8 – The District shall levy such charges and take all other actions as it deems necessary in accordance with applicable law to plan, lay out, acquire, construct, maintain, operate, and regulate the use of the community water system.

Section 9 – As it deems appropriate and as allowed or required by law, the Board may establish and maintain funds and accounts, and transfer funds from one budget item, fund, or account to another.

Section 10 – No contract or obligation which involves an expenditure by or loan to the District of \$10,000 or more in any year in which the District’s grand list is less than or equal to twenty million dollars, or \$20,000 or more in any year in which the District’s grand list is greater than twenty million dollars, shall be made by the Board unless specifically authorized by the voters in the budget or any other duly-called annual or special meeting. The District’s Clerk shall give written notice to the Town’s treasurer within 30 days after any final decision of the Board to borrow money.

Section 11 – In the event of an emergency not provided for in the budget, the Board by resolution approved by two-thirds of the Directors may contract for or spend up to \$10,000 per emergency. Any resulting deficit will be a mandatory item in the following year’s budget.

Section 12 – The District may issue bonds in accordance with applicable law.

ARTICLE VI – AMENDMENTS

Section 1 – Article 1, Section 2 of this Charter may be amended in whole or part pursuant to the procedures set forth in Section 7-325(b) of the Connecticut General Statutes.

Section 2 – Any other section of this Charter may be amended in whole or part upon the approval of a simple majority of the voters at any duly-called annual or special meeting.

Section 3 – Within 30 days after any vote to amend this Charter, the District’s Clerk shall file a copy of the amended Charter with the Town’s clerk.

Section 4 – If any provision of this Charter or of any Ordinance of the District is adjudicated as invalid or unenforceable, the validity and enforceability of the remaining provisions shall remain unaffected.