

BYLAWS OF THE GEORGETOWN SPECIAL TAXING DISTRICT

ARTICLE I

THE BYLAWS

Section 1.1 General

A. These Bylaws, adopted pursuant to Special Act No. 05-14 of the January Session of the Connecticut General Assembly (the "Act") and Chapter 105 of the General Statutes of Connecticut, (the "General Statutes"), provide for the administration of the local affairs of the Georgetown Special Taxing District (the "District").

B. Matters of administration of local affairs not provided for by applicable provisions of the Act, the General Statutes or of other Connecticut Special Acts shall be governed as provided in these Bylaws.

ARTICLE II

THE DISTRICT

Section 2.1 Purposes

The purposes for which the District was formed, and in furtherance of which it is authorized to act, include the following: To light streets, to plant and care for shade and ornamental trees, to construct and maintain roads, sidewalks, crosswalks, drains and sewers and sewage treatment facilities, 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, to plan, lay out, acquire, construct, maintain, operate and regulate the use of a qualified green building and sustainable design project, and to collect garbage, ashes and all other refuse matter in any portion of the District and provide for the disposal of such matter.

In addition to all statutory and constitutional powers and authority granted to the District, the District shall have all powers incident to the management of its property, government and affairs, for all purposes not prohibited by law, including but not limited to the right to enter into contracts with providers of management or related services and to wind up its affairs in the event that the corporate existence of the District is terminated.

Section 2.2 Regular Place of Business

The District's regular place of business is located at One North Main Street, Redding, Connecticut 06829-0036.

ARTICLE III
DISTRICT MEETINGS

Section 3.1 Legislative Body

The legislative body of the District shall be the district meeting. The district meeting shall possess all powers conferred on the District under these Bylaws, the Act and by the laws and constitution of the State of Connecticut, except as such powers may from time to time be lawfully delegated to the Board of Directors of the District (hereinafter referred to as the "Board") or to other proper persons or entities.

Section 3.2 Meetings

A. The annual meeting of the voters of the District (the "Annual Meeting") shall be held on the date as provided by an ordinance fixing the date of the Annual Meeting, as the same may be amended, at a time and place as determined by the Board. At the Annual Meeting, the voters shall elect officers and directors of the District, and transact such other business as may properly come before the meeting.

B. Special meetings of the District may be called as necessary from time to time by the President, or by any three (3) of the Directors, or on the application of ten percent (10%) of the total number of voters of the District, or twenty (20) of the voters of the District, to transact such business as may be duly designated in the notice of the Meeting.

C. At least ten (10) days before each Annual Meeting or special meeting of the District, a notice signed by the President or any three (3) of the Directors shall be published in a newspaper having a general circulation in the District. Such notice shall state the date, time and place of the meeting and the business to be transacted thereat. The notice may also include the Board's reasons for recommending approval or disapproval with respect to the business to be transacted.

D. A quorum for the transaction of business at any meeting of the District shall be fifteen (15) voters or a majority of holders of record of interests in real property within the District as long as assessment of such holders is more than one-half (1/2) of the total assessments for all interests in real property within the District. If fifteen (15) voters or a majority of holders of record are not present at such meeting or the assessments of those present constitute less than one-half (1/2) of the total assessments for all interests in real property within the District, the President or, in the President's absence, the Vice President, may adjourn the meeting, from time to time, until at least fifteen (15) voters or a majority of holders of record of interests in real property within the District are present, and the assessments of the holders present constitute more than one-half (1/2) of the total assessments for all interests in real property within the

District. All meetings of the District where a quorum is present may be adjourned from time to time by a vote of a majority of the voters present and voting on the question. Except as otherwise herein provided, all questions arising at any meeting of the District shall be decided in accordance with Roberts Rules of Order.

E. Unless otherwise required by these Bylaws, the adoption of any resolution of the District shall be by majority vote of those present and voting. At any Annual Meeting or special meeting the voters may, by majority vote of those present and voting, discontinue any purposes for which the district is established or undertake any additional purposes which the District is legally authorized to undertake. At any Annual Meeting or special meeting the voters may, by majority vote of those present and voting, adopt a resolution not inconsistent with governing provisions of the Act or the General Statutes to amend these Bylaws. Such amendments shall be duly presented in accordance with the provisions of Section 9.2 hereof.

ARTICLE IV

OFFICERS AND DIRECTORS

Section 4.1 Board of Directors

The Board of Directors (the "Board") shall consist of nine (9) members: the President; the Vice-President; the Clerk; the Treasurer and five (5) Directors. The maximum number of members of the Board who may be members of the same political party shall be six (6).

Section 4.2 Responsibilities of the Board

A. Except as otherwise provided by law or by these Bylaws, the Board shall be responsible for the management of the affairs of the District, and shall possess all powers proper, incidental, or convenient with respect to these responsibilities, including without limitation all powers and authority conferred on the Board by these Bylaws, the Act and by the laws and constitution of the State of Connecticut.

B. The Board shall be responsible for the carrying out of the acts, policies, and ordinances of the District, except where the voters of the District otherwise designate, and shall maintain an adequate set of books and records reflecting the affairs of the District.

Section 4.3 Meetings of the Board

A meeting of the Board may be called by the President or by any three (3) of the Directors. Five (5) members of the Board shall constitute a quorum, and the approval of any resolution of the Board shall be by majority vote of those present and voting. Subject to the requirements of the Connecticut Freedom of Information Act, the members of the Board may participate in a meeting of the Board by telephone.

Section 4.4 Election of Officers and Directors

The Officers and Directors shall be elected each year at the Annual Meeting of the District and shall serve for a term of one (1) year or until their successors are elected and qualified, whichever is later.

Section 4.5 Vacancies

Vacancies on the Board or among the Officers shall be filled for the duration of the unexpired term by a majority vote of the remaining Directors.

Section 4.6 President

The President shall be the chief executive officer of the District and shall be a member of the Board. The President shall preside at all meetings of the voters of the District and at all meetings of the Directors and at all meetings where the President presides the President shall vote to dissolve a tie when necessary. The President shall designate the duties devolving upon each of the five (5) Directors, shall approve all bills for payment by the Treasurer, and shall be, ex officio, a member of all committees and boards of the District.

Section 4.7 Vice-President

The Vice-President shall be a member of the Board and shall have all the authority, power, and duties of the President whenever the President vacates the President's office, is absent, or from any cause is unable to perform the President's duties.

Section 4.8 Clerk

The Clerk shall be a member of the Board, shall keep a record of the minutes of all meetings of the voters of the District and of the Board, and shall keep at all times a list of the voters of the District.

Section 4.9 Treasurer

The Treasurer shall have charge of the collection and payment of all moneys of the District, under such rules and regulations as shall be prescribed by the Board, and shall prepare the annual budget as provided in Section 5.1 hereof.

Section 4.10 Committees

A. The Board may establish any committees as deemed appropriate to advise the Board.

ARTICLE V
BUDGET AND TAXES

Section 5.1 Preparation by Treasurer

A. When the preparation and review of the grand list of the Town of Redding has been completed in each year, the Treasurer shall prepare a proposed annual budget for the District for the fiscal year beginning the following July 1. The Treasurer shall submit the proposed annual budget to the Board in April of each year.

Section 5.2 Review by Board

Upon receiving the proposed annual budget from the Treasurer, the Board shall review such budget and transmit the same to the voters of the District at the Annual Budget Meeting or at a special meeting of the District.

Section 5.3 Annual Budget Meeting

The annual budget meeting of the voters of the District (the "Annual Budget Meeting") shall be held on the date as provided by an ordinance fixing the date thereof, as the same may be amended, at a time and place as determined by the Board. At the Annual Budget Meeting or at a special meeting of the District, the voters shall meet to adopt the annual budget, lay the tax and fix the tax rate for the ensuing fiscal year.

Section 5.4 Levy of Tax

The annual budget shall be final when approved by the voters of the District. When the District has fixed a tax rate, the Clerk shall prepare a rate bill, apportioning to each owner of property in the District such owner's proportionate share of the taxes, which rate bill, when prepared, shall be delivered to the Treasurer. The tax levied by the District shall be sufficient, in addition to other estimated yearly income of the District, to pay the expenses and appropriations of the District for the ensuing year, and also to absorb any revenue deficit of the District at the end of the preceding fiscal year.

Section 5.5 Payment of Tax

Taxes of the District shall be payable in two (2) semi-annual installments, due on the first day of July and January in each year. The amount of any installment remaining unpaid on the first day of the month next succeeding the month in which such installment became due shall thereupon become delinquent and shall be subject to interest from the due date at the rate of eighteen percent (18%) per annum.

Section 5.6 Special District Meeting

In the event that the needs of the District in any year exceed the amount included in the annual budget, the Board may call a special budget meeting of the voters of the District for the purpose of approving an emergency appropriation. Notice of any such special budget meeting shall be given in accordance with the provisions of Section 3.2.C. hereof.

Section 5.7 Fiscal Year

The fiscal year of the District shall begin on July 1 in each year and end on the following June 30.

ARTICLE VI

ORDINANCES

Section 6.1 Adoption of Ordinances

The District may adopt ordinances, with penalties to secure their enforcement, for the purpose of regulating the carrying out of its purposes as defined in Section 2.1 hereof. Except as otherwise herein provided the voters of the District shall have the sole power to enact ordinances; provided, however, that the enactment or amendment of ordinances may only be done at a special meeting called by the Board for such purpose.

Section 6.2 Presentation to District; Administrative Regulations by Board

A. All proposed ordinances presented to the voters of the District shall be presented by the Board. With each such presentation the Board shall include its recommendations regarding the proposed ordinance.

B. Notwithstanding Section 6.1 hereof, the Board may enact administrative regulations pursuant to Article VIII hereof, or any subsequent enabling ordinance, upon the affirmative vote of a majority of its members. Such administrative regulations shall be for the purposes enumerated in and subject to the restrictions of Article VIII and any subsequent enabling ordinance. No such administrative regulation may enlarge or diminish the powers granted to the Board. The voters of the District may vote to rescind any such administrative regulation at the Annual Meeting or a special meeting.

ARTICLE VII

BORROWING

Section 7.1 Bonds, Notes, Certificates of Indebtedness

Subject to the provisions of the Act and the General Statutes, the District may issue notes, bonds or certificates of indebtedness and the Board may pledge the credit of the District for any money borrowed for the construction of any public works on the acquisition of recreational facilities which the District is authorized by law to undertake, or for any other purpose permitted by law.

Section 7.2 Approval of Borrowing

Issuance of bonds or other obligations shall require approval of the voters of the District. A draft of the resolution for any proposed borrowing shall be included in the notice of the Annual Meeting or special meeting at which such borrowing is to be considered.

Section 7.3 Custody of Funds; Records of Borrowing

All moneys received by the Board on behalf of the District from the sale of any bonds or other obligations shall be paid to the Treasurer. The Board shall keep a record of all notes, bonds and certificates of indebtedness issued, disposed of, and pledged by the District.

ARTICLE VIII

ADMINISTRATIVE REGULATIONS, RESOLUTIONS AND ENFORCEMENT PROCEDURES

Section 8.1 Administrative Regulations

The Board may adopt administrative regulations pursuant to Section 6.2.B., following a public hearing as provided under Section 6.3, for the following purposes:

A. To prevent nuisances in the property of the District, or any use or practice which is a source of annoyance to residents or which interferes with their peaceful possession and proper use by the residents, guests and invitees.

B. To prohibit immoral, improper, offensive or unlawful use to be made of the property of the District, and to enforce all valid laws, zoning ordinances and regulations of governmental bodies having jurisdiction thereover.

C. To limit the use of the property of the District to owners, residents and voters of the District, their tenants, guests and invitees.

D. To regulate the construction and maintenance of roads, sidewalks, crosswalks, drains, and sewers, including the establishment of speed limits and other use restrictions.

E. To adopt such fines and penalties as may be established by resolution of the Board, not to exceed \$100 per violation plus actual damages and costs of collection, for violation of the ordinances and regulations of the District.

F. To schedule and establish charges for reasonable fees and other use charges for use of the recreational facilities which places additional burdens on the facilities or staff beyond that necessary for normal day to day activities or which offer a unique facility limited to fewer than all voters, residents and guests of the District.

G. To prevent increases in the hazard of, or diminution of safety of, the property and facilities of the District, and by reference to adopt the regulations of the New England Fire Underwriting Bureau for such purposes.

H. To provide for licenses, concessions, permits, identification systems and administrative procedures to: (i) restrict access to, and use of, the property of the District to voters, residents, owners and their guests, members of family, invitees, employees of the District or its contractors, suppliers or their employees or invitees for purposes of security, prevention of vandalism and overcrowding; (ii) regulate operations by concessionaires and control of persons using facilities, including age and skill and other classifications related to ability, safety, health and training for such purposes and need for such use; and (iii) issue guest passes for the limited use of recreational facilities.

Section 8.2 Administrative Resolutions

The Board may by resolution, and without public hearing, undertake such actions, resolutions, investigations, execution of documents, delegation of powers to officers, as may be reasonably necessary to effectuate the purposes of this ordinance including:

A. To provide for internal administration, employment, and dismissal of personnel, contracting, accounting, handling of funds, obtaining and disposing of services and property of the District, entering into contracts with management and other service contractors for fulfilling the purposes of the District, and delegating thereto such administrative powers to fulfill their duties as required by such contract. No disposition of property may be in violation of any covenants contained in conveyance of property to the District. Agents and employees of the District may be appointed and removed, their compensation established and such fidelity and security bonds may be required as the Board deems prudent. Members of the Board may be employed in any capacity whatsoever.

B. To acquire, lease, sublease, build, operate and maintain the roads, utilities, recreation parks, playgrounds, swimming pools, trails, parking lots, open space, commons, streets, footways, including building structures, personal property incident thereto with respect to the real property of the District within budgets established therefor by ordinance.

C. To open bank accounts in the name of the District and designate signatories required therefor.

D. To obtain and maintain insurance on any property which the District is authorized to utilize for District purposes.

E. To establish enforcement, collection, hearing, meeting conduct, and other procedures required for the administration of its duties.

F. To do all things reasonably necessary to effectuate the above purposes and as permitted by law or the enabling or other ordinances of the District.

Section 8.3 Enforcement Procedures

Following notice to the effected party, and opportunity to be heard by either designated officers, employees, committees of the Board with appeal to the Board, or by the Board itself, pursuant to procedures established by resolution of the Board for fundamental fairness to the effected party, the Board may undertake the following actions in enforcing the administrative regulations adopted under Section 8.1, and the general ordinances of the District:

A. Suspend the right to use recreational facilities of the District not necessary for access to a highway for such period as violation of the ordinances and regulations adopted thereunder exist, and for an additional period up to thirty (30) days.

B. Levy such fines and penalties as may be established by resolution pursuant to Section 8.1.D.

C. Commence actions to enjoin, abate, or collect damages for, such violation, or damage as may be incurred by any person within the jurisdiction of the District.

Section 8.4 Records of Regulations, Resolutions and Actions Taken Under This Section

The District shall publish all regulations and amendments therefor passed under Section 8.1, and shall make available copies thereof to all voters of the District, in a form that can be supplemented by additional regulations as passed and distributed, and maintained in a unified manner.

ARTICLE IX

MISCELLANEOUS PROVISIONS

Section 9.1 Authority for Contract Expenditures

No contract or obligation which involves an expenditure in the amount of ten thousand dollars (\$10,000) or more in any one year shall be made by the Board unless the same is

pecially authorized by a vote of the District or is an item or part of an item in the annual District budget or is an emergency appropriation authorized pursuant to Section 5.6 hereof.

Section 9.2 Amendment

These Bylaws may be amended as provided in Section 3.2.E. hereof, upon the presentation of a proposed amendment to the voters of the District by the Board. The language of any such proposed amendment shall be included in the notice of the District meeting at which the proposed amendment is to be considered.

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