THE BLACK POINT BEACH CLUB ASSOCIATION

Preambles and Resolutions Proposed for Adoption at the

Meeting of the Board of Governors on 6/25/2026

WHEREAS, by special act of the legislature of the State of Connecticut in 1931, an association known as The Black Point Beach Club Association (the "Association") was formed for the purposes of the improvement of the lands in the locality known as Black Point in the town of East Lyme as set forth in Section 2 of the Restated Charter of The Black Point Beach Club Association, as amended through August 26, 2021, and for the health, comfort, protection and convenience of the inhabitants thereof; and

WHEREAS, the Board of Governors of the Association (the "Board") seeks to facilitate the establishment of an endowed fund (the "Fund") with HFPG, Inc., a 501(c)(3) tax exempt affiliate of the Greater Hartford Gives Foundation, formerly known as the Hartford Foundation for Public Giving (collectively, the "Foundation"), to promote public benefit activities and projects; and

WHEREAS, establishment of the Fund is deemed beneficial for the Association and its members; and

WHEREAS, pursuant to Section 4 of the Restated Charter of the Association, the governing board shall have the power to contract for and obligate the Association for its corporate purposes; and

WHEREAS, pursuant to Article III Section 6 of the By-Laws of the Association, the Board has the power to annually appoint standing committees to advise the Board with respect to assigned areas of responsibility.

NOW, THEREFORE, BE IT:

RESOLVED, that the Board hereby approves entering into that certain HFPG, INC. DESIGNATED FUND INSTRUMENT OF GIFT (the "Fund Agreement") with the Foundation, in the form substantially as attached to these Resolutions (it being understood that the terms of the Fund Agreement may be modified as part of finalizing the agreement with the Foundation);

RESOLVED, that as part of finalizing the Fund Agreement, the Board hereby approves the distribution of Ten Thousand and 00/100 Dollars ($10,000.00) to the Foundation, for purposes of establishing the Fund as contemplated by the Fund Agreement;

RESOLVED, that, consistent with Article III Section 6 of the By-Laws, the Board hereby establishes a standing committee (to be referred to as the "Fund Committee," "Endowment Committee," or the "Committee") to assist with the creation, management and expenditures of the

Fund in partnership with the Foundation, on the terms and conditions hereinafter set forth in these Resolutions;

RESOLVED, that the Committee shall operate on the following terms and conditions:

1. The Committee shall serve as the general point of contact with the Foundation on all matters pertaining the Fund and the Fund Agreement, and the Board hereby delegates to the Committee all of the power and authority to act on behalf of the Association to the extent necessary on all such matters.

2. Without limiting the generality of the foregoing, the Committee shall take such steps as are necessary or appropriate, in the Committee's discretion, to promote the Fund and fundraise on behalf of the Fund from members of the general public; conduct legacy campaigns and planned giving projects; coordinate and manage the relationship with the Foundation concerning management and use of the Fund; make recommendations to the Foundation concerning distributions from the Fund, including but not limited to in support of community infrastructure as guided in the community master plan; and interface with the Board.

3. The Committee shall have no less than five nor more than nine members.

4. The initial members of the Committee shall be the following individuals:

Sharon Bruce	Diana Kycia
Brian Comer	Anita Schepker
Larry Connors	Sherrie Weiss
Margie D'Agata	

5. The initial term of the members of the Committee shall be for two years. The Committee is intended to be self-perpetuating. As such, the Committee may enact, amend, and keep in force from time to time such policies, procedures and governance provisions that it deems necessary or prudent. Examples of such governance provisions include, but shall not be limited to, appointment of successor committee members; removal and replacement of committee members; regular and special meetings of the committee; quorum and voting rules within the committee; establishment of a "chairperson" or other officers of the committee; and any other matter which might otherwise be regularly found in the bylaws of a Connecticut nonstock corporation that is exempt from taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code.

6. No member of the Committee shall incur any personal liability of any kind in connection with his or her service on the Committee, so long as his or her actions are performed in good faith.

7. The Committee shall present a summary report of its activities to the Association at least annually.

8. That all activities of the Committee shall comply with applicable state laws and the Association's Restated Charter and By-Laws.

9. The Committee shall not be disbanded by the Board, nor its functions assumed by the Board, except upon approval of the members, acting by a majority of the members present at a meeting of the members for which notice of the proposed action was given prior to the meeting.

RESOLVED, that this resolution shall take effect immediately upon adoption.

Agreed to by Association Board of Governors, June 25, 2026
In favor (7-0):
Bill Bayne
Dominick Reis
Colleen Chapin
Kelly Fecteau
Mike Walsh
Dave Weiss