



# Forest Lake Maine

## Forest Lake Association By-Laws

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**Amended July 21, 2018**

*Proposed Amendments July 21, 2018 are shown in red*

### Article One—Name

The name of this organization shall be the Forest Lake Association.

### Article Two—Purpose

The purpose of this association shall be: (1) to perform all acts appropriate to a not-for-profit scientific, literary, or educational corporation dedicated to the promotion of environmental quality standards; and (2) to preserve, enhance, and protect the advantages of Forest Lake and its environs.

### Article Three—Membership

Membership shall be open to all persons interested in the purposes of the association. The dues shall be set in accordance with Article Ten herein; however, those on a fixed income may pay such an amount for their dues as they can afford and shall be considered full members.

### Article Four - **Board of Trustees**

The governing board of this association shall be nine (9) trustees.

Each trustee shall serve for three (3) years, **with a term of office to begin on August 1 of the year elected and an expiration date of July 31 at the end of term.** Three (3) **trustees are to be** elected at each annual meeting, except where lack of said meeting causes more to be elected on a staggered basis at a later date.

Officers shall be elected from among **these** trustees at the annual membership meeting and shall serve a term of one (1) year **or until their successors are elected or appointed.** The officers shall include a President, Vice-President, Secretary, and Treasurer.

**In addition to its regular nine (9) trustees, the** Board may appoint on an annual basis no less than two (2) and no more than five (5) alternate trustees who may constitute a quorum and vote in the absence of a sufficient number of board of trustee members.

Failure to attend three (3) consecutive duly called meetings of the board of trustees constitutes grounds for replacement at the determination of the board of trustees.

**The Board of Trustees shall fill any vacancy that occurs in its elected membership. Trustees thus appointed shall serve until the next regular annual meeting, where they may be elected by the membership to serve a full term.**

#### **Article Five—Nominations and Elections**

The nominating committee shall meet at least six (6) days prior to the annual meeting to select a slate of trustees and officers to be voted at the annual meeting. The nominating committee shall consist of no more than five (5) members, at least three (3) of whom are members of the board of trustees.

In any year where an annual meeting cannot be convened, the board of trustees shall have authority to extend the term of existing officers or to temporarily appoint new officers until such time as the nominating committee can construct, release, and tabulate a vote by mail procedure to all current members of the association.

Members who are necessarily absent from any annual or special meeting may vote by proxy. Such request must be sent by the absentee member to the recording secretary in advance of the meeting.

Elections shall be by plurality vote, as conducted annually.

#### **Article Six—Duties and Responsibilities of Officers**

The board of trustees shall have the responsibility and the authority to conduct all affairs of the association between annual meetings. ~~The president shall be the executive officer of the corporation and serve as chair of the board of trustees.~~

~~To assure that each officer may understand the duties required by their office, the board of trustees shall prepare and keep up to date a description of those duties for each position, as well as for each committee enacted.~~

- **PRESIDENT:** The President shall be the chief executive officer of the Association, shall exercise a general supervision over its interests and welfare, and shall preside at all meetings of the Association and the Board of Trustees. With the approval of the Board, the President may appoint a chairperson for each committee authorized by the Bylaws or by the Board, except the Nominating Committee. The President shall be an ex-officio member of all committees except the Nominating Committee.
- **VICE PRESIDENT:** The Vice President shall have such duties as the President or Board may authorize and shall assume the duties of the President in his or her absence.
- **TREASURER:** The Treasurer shall receive and have custody of the funds of the Association and deposit them in such bank or banks as the Board may approve. He or she shall draw thereon for payment of bills authorized by the Board. The Treasurer shall present a financial statement at each regular meeting of the Association and shall make a report at the annual meeting.

**At the Board meeting preceding the annual meeting the Treasurer shall propose a budget for the ensuing year. The Board shall approve a budget and present it to the full membership for adoption at the annual meeting.**

**The Treasurer shall be bonded in such amount as the Board may determine, the cost to be paid by the Association.**

- **SECRETARY:** The Secretary shall keep a record of all proceedings of the Association and the Board and conduct such correspondence as the Board may direct. A file of correspondence shall be kept.

**Treasurer and Secretary may be combined into one Treasurer/Secretary role at the direction and approval of the Board.**

**Discretionary Funds:** In addition to budgeted funds already approved, the President may authorize expenditures of up to \$500 per instance from general operating funds to support the goals and activities of the Association, with the combined sole authorization not to exceed \$1000 per term. Expenditures over stated limits require majority vote of trustees in attendance at a regular or special board meeting.

#### **Article Seven—Meetings**

An annual meeting shall be held within the month of July at a time and place selected by the president with the advice of the trustees. All residents of the lake, according to current tax listings, shall be notified by mail at least fifteen (15) days in advance of the annual meeting.

The board of trustees shall meet at least five (5) times annually in September, November, February, April, and June, and at such other times as the president or any three (3) trustees may decide. All members of the board of trustees shall be notified in advance of any such meetings. **At least two of these meetings shall be open to the public. Electronic notice by email and social media shall inform residents of said public meetings at least fifteen (15) days in advance.**

Special meetings may be called by the president or by the petition of any ten (10) members. Advance notice of at least seven (7) days shall be given to the members.

A voting member is defined as a member of record whose dues and assessments are currently paid by **on or before** the annual meeting.

#### **Article Eight—Quorum**

Fifteen (15) members whose dues and assessments are fully paid shall constitute a quorum for the transaction of the business of the association **at the Annual Meeting or any Special Meeting called by petition.**

Five (5) trustees shall constitute a quorum for board meetings.

## Article Nine—Committees

The Standing Committees shall be:

- **Nominating and Annual Meeting:** Which is tasked to conduct an annual membership drive each spring, secure arrangements for the annual meeting, including speakers, and function as to article five of these by-laws. They shall meet at least prior to the April and June board meetings and as its chairperson deems needed otherwise. This committee shall be required to report its activities at the noted board meetings and to the Newsletter Committee Chairperson.
- **Special Projects:** Which is tasked to research, develop, implement, coordinate, and conduct board/member approved special projects within budget limits established by the board. Water Quality monitoring shall be a required project. They shall meet as their chairperson deems necessary but must report at each meeting of the board as well as keeping the Newsletter Committee Chairperson informed of activities.
- **Newsletter:** Which is responsible to develop, draft, edit, and release two newsletters for mailing to all residents, one during the spring and one during the fall.
- **Liaison Civic Affairs:** Which is tasked to keep abreast of legislative, regulatory, zoning, and other such issues as may impact the quality of life on the lake; to represent the interests of the lake residents and the board to local and other entities as needed and to keep the board and Newsletter Committee informed of all activities. **The committee shall be comprised of two members of the Board of Trustees, three (3) association members representing the community at large, and up to two (2) additional alternate members.**

## Article Ten—Dues

The general membership shall set the dues for the coming year at each annual meeting.

Special assessments may be levied by majority vote at any annual or special meeting of the membership.

## Article Eleven—Amendment

These by-laws may be amended by majority vote of the membership at any annual or special meeting, provided that written notice of amendments has been sent to the members at least ten (10) days in advance of the meetings date.

## Article Twelve—Parliamentary Authority

In all matters not covered by these bylaws, the parliamentary authority shall be the most recent edition of “Robert’s Rules of Order.”

## Article Thirteen—Dissolution

In the event of the dissolution of this association, its assets shall be given to another association whose purposes are similar.

**Article Fourteen—Enabling Clause**

These by-laws become effective as soon as adopted.