

**BY-LAWS**  
**OF**  
**WHITE ISLAND POND CONSERVATION ALLIANCE**

**ARTICLE I – PURPOSE**

The purposes of the corporation are to protect the ecosystems within the White Island Pond watershed; to educate the public about watershed nutrient abatement practices; and, to identify and stop sources of nutrients accelerating the eutrophication of the pond.

**ARTICLE II – OFFICERS – DUTIES**

**SECTION 1.**

The officers shall consist of a President, Vice President, Treasurer, Secretary, all to be elected by ballot at the annual meeting for a term of two (2) years, and a board of seven (7) Directors [four (4) board members shall be comprised of the officers] and the remaining three (3) board members are to be elected for a one year term on a rotating basis, at the annual meeting.

Every such officer and director shall hold office until his successor is chosen and qualified. Vacancies shall be filled by the Directors until the next annual meeting, and then filled at the meeting. Other officers and committees may be appointed and removed by the President, and duties may be assigned them as the President so directs.

**SECTION 2.**

The President shall preside at all meetings, and if absent, the Vice President shall so preside and perform all other duties of the President.

**SECTION 3.**

The President, subject to the direction of the Board of Directors, shall manage the affairs of the corporation, and may, at his discretion, call special meetings of the corporation or any committee, and shall perform all other duties required by law and by vote of the members.

**SECTION 4.**

The Vice President shall assist the President and shall, with the assistance of the Treasurer and Secretary, be in charge of membership.

**SECTION 5.**

The Board of Directors shall consist of the President, Vice President, Treasurer, Secretary, and three (3) other members. The Directors shall determine the general policy and management of the corporation; shall examine and cause to be properly kept, the books, records, accounts, reports, and other property of the corporation; shall submit an annual report to the members concerning the corporation's business affairs, general progress and accomplishments; shall act only by a majority vote of those directors present, and four (4) Directors shall constitute a quorum.

## SECTION 6.

The Treasurer shall collect all dues, fees, moneys, and income due to, and pay all bills from the corporation; shall keep books and records of all money received or expended; shall deposit at such bank as the Directors approve; shall draw or execute, jointly with the President all checks on funds of the corporation in such sum as the Directors decide; shall have the books audited prior to the annual meeting and submit to the members at its meetings, a report of the corporation's finances, balance, income and disbursements, and shall notify the Vice President and Secretary of the corporation as to all members who are in arrears in their dues.

## SECTION 7.

The Secretary shall keep a detailed record and all minutes of all proceedings at meetings duly called; shall send notices of all such meetings to every member; shall notify all delinquent members of their arrears and the amount thereof, and perform all other secretarial or clerical duties required by law, by the President, and the Board of Directors.

# ARTICLE III – MEETING

## SECTION 1.

There shall be an annual meeting of the organization on the last Sunday of March of each year and other meetings at such times as the President may direct or as required by the Board of Directors.

## SECTION 2.

At any annual or special meeting, twenty (20) members present and entitled to vote shall constitute a quorum for the transaction of any business of the corporation and for the election of officers.

## SECTION 3.

At any business meeting, a vote by a simple majority of the members present shall decide all questions and matters properly before it for action. Any business meeting not legally held, and any questions, transactions, matters or things not properly acted upon, may be ratified at any subsequent meeting duly held.

## SECTION 4.

The Secretary shall notify all members of any duly called meeting, by a notice in writing specifying the date, time, and place thereof, at least seven (7) days prior to holding such meeting.

# ARTICLE IV – ELECTIONS

## SECTION 1.

Any member in good standing with dues paid up at the annual meeting may be a candidate for any of the officers of the organization. A nominating committee shall be appointed by the President, comprised of five (5) members of the corporation, with no more than three (3) from the Board of Directors. Nominations shall be made and seconded from the floor. Each nominee must either be present at said nominations or a signed written acceptance must be submitted by his nominator. A candidate who has been nominated shall be declared elected to office by a simple majority vote of the members

present. Balloting shall be secret unless waived by a majority of the members at the meeting. All officers duly elected shall be installed immediately following the annual meeting.

## ARTICLE V – MEMBERSHIP AND DUES

### SECTION 1.

Any owner or resident of a home or cottage located within the watershed of White Island Pond as defined by the corporation, and that map made part of these By-Laws, shall be eligible to become a member of this corporation. Admittance to membership shall be by vote of the majority of members present and voting.

### SECTION 2.

Each member shall pay the organization the sum of twenty-five (\$25) dollars per year as dues, payable thirty (30) days prior to the annual meeting thereof.

In the event a member shall neglect to pay his dues as provided herein, the member may be suspended from the corporation, and denied the use and privileges of the corporation and its benefits.

Dues may be increased or decreased, as determined by vote of the members at any annual meeting.

A member in good standing shall be entitled to vote at any meeting and all members have equal rights and privileges as a member of the organization.

## ARTICLE VI – DISSOLUTION AND DISTRIBUTION OF ASSETS

### SECTION 1.

All property, both real and personal, and all funds acquired by the corporation belong to the corporation, and in the event the corporation is dissolved, all assets and property shall be distributed to the members in such shares as they shall vote at a meeting called for such purposes. A majority vote of two-thirds (2/3) of the members shall be required for dissolution of the corporation and for distribution of the assets as aforesaid.

## ARTICLE VII – AMENDMENTS

### SECTION 1.

These By-Laws may be repealed, amended, or altered at any meeting by two-thirds (2/3) vote of the members present and entitled to vote, provided said proposal is submitted in writing at the previous meeting by the proponent thereof.

## ARTICLE VIII – GENERAL RULES

### SECTION 1.

Any member found to be a detriment to the purpose of the corporation or conducts himself in a manner contrary to the best welfare of the corporation, or the By-Laws and charter thereof, may be expelled or suspended after a fair hearing at a meeting of this corporation by vote of three-fourths (3/4) of the majority of the members present and voting thereof.