

**BYLAWS**  
**OF THE**  
**MOUSAM LAKE**  
**REGION ASSOCIATION**

**Adopted July 21, 1956**

**Revised July 1, 1976**

**Revised July 1984**

**Revised July 2005**

**Revised August 2006**

**Revised July 2007**

**Revised July 24, 2010**

## **ARTICLE 1 – NAME AND OBJECT**

**Section 1.** The name of this organization will be the Mousam Lake Region Association. Mousam Lake and the Association are located in Acton and Shapleigh, Maine.

**Section 2.** The Mousam Lake Region Association is organized for the purpose of preserving and protecting the natural character of Mousam Lake and its surroundings, enhancing the water quality and to educate and promote responsible use of the lake as a public recreational facility for today and for future generations.

**Section 3.** The Association will be nonpartisan, nonsectional and nonsectarian.

## **ARTICLE 2 – MEMBERSHIP**

**Section 1.** Any person, association, corporation, partnership, or estate owning real estate on Mousam Lake may be eligible for membership in the Mousam Lake Region Association. Membership may also be expanded to property owners on Goose Pond and to members of immediate families of property owners as proposed by those members in good standing.

**Article 2.** Each member will pay membership dues annually. The maximum level of dues will be set by a majority vote of the membership at the annual meeting based on the recommendation of the Board. The Board has the authority to set the dues at a level below the maximum should a lower dues level be appropriate.

## **ARTICLE 3 – BOARD OF DIRECTORS**

**Section 1.** The government of the Association and the direction of its work will be vested in a Board of Directors consisting of eleven (11) members. The Directors will have power to fill all vacancies on the Board. They may adopt rules for conducting the business of the Association. They will meet not less frequently than once every three (3) months, at such time and place as will be determined by them. A quorum will consist of not less than five (5) members.

**Section 2.** Vacancies on the Board of Directors will be filled by election at the annual meeting of the Association or at a special meeting called for that purpose.

**Section 3.** Any member of the Board of Directors who fails to attend more than two (2) consecutive meetings may be removed from office at the direction of the Board.

**Section 4.** The President will appoint a Nominating Committee whose duty it will be to nominate, from the membership of the Association, persons who will serve three-year terms on the Board of Directors. The Nominating Committee will file a list of the nominees recommended with the Secretary. Nominations other than the ones recommended by the Committee may be made by any member from the floor, or by filing the name of the nominee with the Secretary.

**Section 5.** The Secretary will notify the membership of nominees recommended by the Nominating Committee, or any Nominees filed with her/him, prior to the election.

**Section 6.** All voting will be by ballot. The nominees who receive the highest number of votes will be declared elected to the vacant positions on the Board of Directors.

**Section 7.** The President will appoint judges, who are members of the Association and who are not candidates for election, to supervise the election until the results are ascertained.

#### **ARTICLE 4 – OFFICERS**

**Section 1.** Within two (2) weeks after the annual election, the Directors will meet and elect Officers for the ensuing year as follows: a President, a Vice President, a Secretary, a Treasurer and an Assistant Treasurer.

**Section 2.** The President will preside at all meetings of the Association and of the Board of Directors and perform all duties incident to this office. He will, subject to the approval of the Board of Directors, appoint all committee members and he will be an ex-officio member of all committees.

**Section 3.** The Vice President will act in the absence of the President. In the absence of both the President and the Vice-President, the Treasurer and the Secretary will be chosen to act temporarily. In the absence of all Officers, the President will designate a Director to act temporarily.

**Section 4.** The Secretary will conduct the official correspondence, preserve all books, documents and communications, and maintain an accurate record of the Association and of the Board of Directors.

**Section 5.** The Treasurer will receive and distribute the funds of the Association. No disbursements will be made unless the Board of Directors has authorized them. All disbursements will be made by check, which will be signed by the Treasurer or other Officers as authorized by the President. The Treasurer will make monthly reports to the Board of Directors.

**Section 6.** The Assistant Treasurer, in the absence or the incapacity of the Treasurer, shall exercise the authority given to the Treasurer by these bylaws.

#### **ARTICLE 5 – COMMITTEES**

**Section 1.** The Board of Directors will authorize and define the powers and duties of all committees.

**Section 2.** The President will appoint all committees, subject to confirmation by the Board of Directors, for a period not to exceed the term of the President.

#### **ARTICLE 6 – MEETINGS**

**Section 1.** The Board of Directors may hold special membership meetings whenever it may be considered necessary or desirable.

**Section 2.** The Board of Directors will call a membership meeting upon receipt of a petition signed by not less than ten percent (10%) of the members.

**Section 3.** The annual meeting of the Association will be held at a time and place to be determined by the Board of Directors. The membership will be notified a minimum of thirty (30) days prior to said meeting.

**Section 4.** Five (5%) of the paid membership will constitute a quorum at all membership meetings.

#### **ARTICLE 7 – FISCAL YEAR**

**Section 1.** The Fiscal year will be January 1<sup>st</sup> to December 31<sup>st</sup>.

#### **ARTICLE 8 – DISTRIBUTION OF ASSETS UPON DISSOLUTION**

**Section 1.** Upon dissolution of the corporation, the Board of Directors will, after paying or making provision for the payment of the liabilities of the corporation, dispose of all the assets of the corporation to another such organization or organizations organized and operated exclusively for the purposes set forth in ARTICLE 1, as will at the time qualify as an exempt organization **or** organizations under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United State Internal Revenue Laws), as the Board of Directors will determine. Any such assets not so disposed of will be disposed of by the Superior Court of York County, Maine, to such organization(s) as the court will determine which is organized and operated exclusively for such purpose.

**Section 2.** No part of the net earnings of the corporation will inure to the benefit of or be distributed to its Directors, Officers or other private persons, except that the corporation will be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in ARTICLE 1 hereof. No substantial part of the activities of the Corporation will be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office, but nothing herein will preclude the corporation from expressing its views with respect to legislation which may affect its operation, assets or finances. Notwithstanding any other provision of these Articles, the corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

#### **ARTICLE 9 – GOVERNANCE AND AMENDMENT**

**Section 1.** Robert's "Rules of Order" will be the parliamentary guide and will govern the proceedings of the Association, the Board of Directors, and the committees when not in conflict with the specific provisions of these Bylaws.

**Section 2.** These Bylaws may be amended by the members of the Association at any annual meeting, upon briefly indicating the nature of such amendment, by majority vote of the members present at such meeting.