

# Square Pond Improvement Association Bylaws

## ARTICLE I Name & Seal

### Section 1

The Corporation shall be known as Square Pond Improvement Association, Inc. The acronym of the name of the Corporation shall be "SPIA".

### Section 2

The seal of the Corporation shall bear the corporate name.

## ARTICLE II Purposes

### Section 1

SPIA is dedicated to preserving and protecting the ecological, scenic and recreational resources of Square Pond for the benefit and enjoyment of all residents and visitors. SPIA will endeavor to safeguard Square Pond water quality by dedicating resources to monitor water quality, identify, manage and eradicate invasive aquatic and land plants that may threaten Square Pond. Additionally, SPIA will continue to support the efforts to remove invasive Chinese Mystery Snails.

SPIA will foster cooperative relationships with nearby Lake Associations for mutual benefit.

SPIA shall have no obligation to improve the shoreline of any privately owned property, nor take action to curb nuisances around the lake, nor to curb the reckless and unsafe operation of watercraft. SPIA will endeavor to educate residents and visitors and encourage compliance with Maine water safety regulations.

To promote social and recreational activities according to the vote of the membership,

To own, maintain and operate whatever property the SPIA acquires in the towns of Shapleigh and Acton.

These purposes are to be carried out in conformity with the laws of the State of Maine and the regulation of nonprofits under the regulations of the Internal Revenue Code specifically 501(c)(3).

### Section 2

No part of the dues, earnings, income or profit of the Association shall ever be divided among the members or inure to the benefit of any private individual.

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## Section 3

If for any reason, the dissolution of the Corporation becomes necessary, it's assets shall be held in Trust by the Selectmen of Shapleigh and Acton, to be used, all or any part thereof, toward any future repairs that may be necessary on the outlet dam, gate or sluiceway of Square Pond as recommended by the Mousam Valley Watershed Coalition.

## ARTICLE III Members

### Section 1

SPIA Membership is open to owners, their families and long term renters on Square Pond. Only those who own or rent and who are in good standing regarding payment of all annual dues shall have the right to vote at meetings.

### Section 2

SPIA Associate Membership will be granted to the TILOA (Treasure Island Land Owners Association) for a mutually agreed annual fee. The TILOA Associate Membership will allow all members of the TILOA to Attend a) all SPIA meetings with voting rights and b) all SPIA functions.

One member of the TILOA governing body, or in the alternative, one member of TILOA recommended by the TILOA governing body, shall be nominated by the SPIA Nominating Committee at the annual meeting for a position on the SPIA board of directors with a term consistent with Article V, Section 1 of these bylaws.

Additional TILOA members may run for the Board of Directors utilizing the normal SPIA nomination procedure guidelines as stated in the SPIA bylaws.

## ARTICLE IV Meetings of Members

### Section 1

Meetings of SPIA members shall be held twice a year. The first meeting shall be held by the end of June and the second meeting by the end of August. Members will be notified of the exact date and time of the meetings for the current year in the Annual SPIA Newsletter and on the SPIA web site. Additionally, there will be signs posted at the main access roads to Square Pond prior to each meeting.

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## Section 2

The report of officers shall be read and acted upon at the Members Meetings. Election of Board members shall take place at the August Members Meeting from a list presented by a Nominating Committee or from nominations from the floor. The Nominating Committee shall be appointed by the President.

## Section 3

Special meetings of the members of SPIA may be held at any time and any suitable place within the two towns before mentioned at the call of the President and may be called upon the written request of any ten members stating the purpose of such meeting.

## Section 4

Members will be notified of the Members Meetings of SPIA at least five days before said meeting, by notification in the Newsletter, posting in locations around the lake, posted on the web site, or by emails.

## Section 5

At any meeting of the members, fifteen members present and voting shall constitute a quorum.

## ARTICLE V Officers

### Section 1

SPIA shall have a Board of Directors, consisting of a President, Vice President, Secretary, Treasurer (The Officers), and additional directors to be elected at the August Meeting, for a total of up to eleven Directors. A quorum of the Board of Directors shall be fifty percent of the Directors plus one. All Directors shall serve staggered three year terms. Board Members may serve consecutive terms.

### Section 2

The Directors may fill any vacancy occurring among the Directors until the next Members Meeting. Any member of the Board of Directors who fails to attend more than two consecutive meetings may be removed at the discretion of the Board.

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## ARTICLE VI Directors

### Section 1

The Directors shall have the power to act for the membership on all matters affecting the Corporation not contrary to a vote of the membership. Acts of the Directors may be ratified at any future meeting of the members.

### Section 2

A meeting of the Directors may be called by the President or at the written request of three directors. A notice of such meeting shall be given in hand, mailed or emailed to the Director's usual address within reasonable time before such meeting. Notice to any Director may be dispensed with if such Director signs a waiver of such notice. A Director present at any meeting of the board shall be presumed to have received due notice thereof.

## ARTICLE VII Powers and Duties of Officers

### Section 1

The President shall be the chief executive officer of the Corporation and have general supervision over its affairs. The President shall preside at all meetings of the members and of the Directors at which he is present. The President shall have such other powers as are prescribed by the Board of Directors and elsewhere in these by-laws.

### Section 2

The Vice-President shall preside at all meetings of the Members and the Board of Directors at which the President is not present and assume other duties delegated to him or her by the President.

### Section 3

The Secretary of the Corporation shall also serve as Secretary of the Board of Directors. The Secretary shall keep a true and accurate record of the meeting of the Members and of the Board or Directors. The Secretary shall cause notice to be mailed for special meetings and meetings of the Board of Directors. The Secretary shall have such other powers and duties as may be prescribed by the President. In the absence of the Secretary at any meeting a Secretary pro tempore shall be appointed by the President.

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## Section 4

The Treasurer shall have custody of all moneys, debts, obligations, contracts and documents belonging to the Corporation, and of the corporate seal. The Treasurer shall have authority to collect all dues and other monies due the Corporation and disburse the same pursuant to the obligations of the Corporation, which have been authorized by the Board of Directors. The Treasurer shall deposit the funds of the Corporation with such bank or Trust company as may meet with approval of the Board of Directors. The President and Vice President shall have the authority to be cosigners as needed.

## ARTICLE VIII Execution of Instruments and Documents

Any documents, which have to be executed by the corporation, may, subject to the approval of the Board of Directors be signed in the name and behalf of the Corporation by the President or Treasurer and either the President or Treasurer may affix the corporate seal thereto.

## ARTICLE IX Amendments

These by-laws may be altered, amended or repealed at any June or August Meeting, or at a Special Meeting called for that purpose, by the Affirmative vote of three-quarters of the members present, provided that a statement of the proposed change shall have been inserted in a notice of the meeting at which the same is to be acted upon.

## Revisions

August 29, 2009

June 30, 2018

June 29, 2024