

WINTERPORT UNION MEETING HOUSE

BY-LAWS

As amended and restated April 10, 2005

ARTICLE I - Name

The name of the corporation shall be WINTERPORT UNION MEETING HOUSE, and it also may be referred to as "the corporation" or as the "association" in these By-Laws.

Its purpose shall be to preserve, maintain and encourage appropriate use of the building known as the Winterport Union Meeting House, an historic landmark listed in the National Registry of Historic Places.

ARTICLE II - Members

Members are those persons who share the objectives of the association and pay annual dues as set by the Executive Board.

ARTICLE III - Meetings

1. The annual meeting of the members shall be held during the month of April at a time and place set by the Executive Board.

2. Special meetings of members may be called by the President or by order of the Executive Board, or shall be called by the Secretary upon written request of at least ten (10) members.

3. Seven (7) members, present in person, shall constitute a quorum at any membership meeting.

4. At least ten days written notice shall be given of annual meetings, and at least five days written notice shall be given of special meetings of the members. At special meetings no business may be transacted other than indicated in the notice of the meeting.

ARTICLE IV - Officers and Trustees

1. The officers shall be a President, Vice-President, Treasurer, and a Clerk/Secretary elected by the members at the annual meeting.

2. There shall be five (5) trustees elected by the members, each to serve a term of three years, such terms so arranged that the terms of no more than two shall expire each year.

3. These officers and trustees shall constitute the Executive Board and shall serve until successors have been chosen.

4. Any officer or trustee may be re-elected for an additional term or terms.

5. The Immediate Past-President shall serve for one year in an advisory and consultative role as a non-voting member of the Executive Board

ARTICLE V - Duties of Officers and Trustees

1. The president shall preside at all meetings of the Association and Executive Board and shall appoint such committees as needed, including a nominating committee prior to the annual meeting. The President shall serve ex-officio on all committees except the nominating committee.

2. The Vice-President shall perform the duties of the President in his/her absence and such other duties as assigned by the President.

3. The Treasurer shall have the supervision and control of the collection and disbursement of the funds of the corporation and shall keep accurate accounts of all financial transactions. The Treasurer shall collect the dues and keep a list of members and their addresses.

4. The Clerk/Secretary shall record in books kept for that purpose all votes of the corporation and the Executive Board, and shall give notice of all meetings as required by these By-Laws.

5. It shall be the duty of the Executive Board to fill vacancies that may arise, transact the business of the corporation, and in general assume the responsibility for the direction of the affairs of the corporation between meetings of the members of the Association.

6. Five (5) voting members of the Executive Board, present in person, shall constitute a quorum at any meeting of the Board.

ARTICLE IV - Nominating Committee

A nominating committee consisting of three members appointed by the President shall present to the annual meeting a slate of officers for the ensuing year. The slate shall include trustees to replace those whose terms expire at this time.

ARTICLE VII - Reports

1. The fiscal year shall begin on the 1st day of January, and end of the 31st day of December.

2. An auditor appointed by the Executive Board may be employed to audit the accounts of the Treasurer at such times as are deemed expedient.

3. The Treasurer shall present a financial report to the members at the annual meeting.

ARTICLE VIII - Revisions

These By-Laws may be amended by a vote of two-thirds of the members present and voting at any meeting, provided the members have been given written notice of the meeting at which changes in the By-Laws are to be voted on. See #4 ARTICLE III.

ARTICLE IX - Dissolution

In the event of a dissolution, no part of the assets of the corporation shall inure to the benefit of any individual or member, but shall be used exclusively for such charitable and educational purposes as the members may determine.