



29 Conifer Road | PO Box 693 | Rindge, NH 03461 | monomonac.org

## **MLPOA By-Laws**

### **I. PURPOSE**

The purpose of the Association shall be to preserve and promote recreational interests in areas bordering upon and laying in the waters of Lake Monomonac and connecting waters, more particularly to: preserve and protect the natural beauty, water quality, and recreational value of Lake Monomonac and its surrounding watershed, promote responsible enjoyment of the lake, support public safety and law enforcement, educate community about lake stewardship, and manage resources in service of these goals for the benefit of current and future generations.

### **II. MEMBERSHIP AND VOTING**

Any property owner, tenant, or other individual interested in the purposes set forth above, shall upon payment of dues for the current year as herein set forth, become an active voting member, subject to a limit of one voting member per household. As such, the voting member shall be a member in good standing and entitled to a single vote on all matters which come before MLPOA for the calendar year in which dues were paid through the commencement of the annual meeting of the following calendar year. Upon the request of not fewer than ten (10) members, a Paper Ballot will be conducted. Any matter voted upon by the Association shall be passed with a simple majority of those voting.

### **III. MEETINGS**

An Annual Meeting shall be held on the third Saturday in July at a time and place within the Town of Rindge to be designated by the President. Under extraordinary circumstances, meetings may be held electronically, virtually, or using any other available technology, and in such event, a quorum shall be determined by all those who vote electronically, and those members who do not vote shall not be counted in determining a quorum, but under no circumstances shall a quorum be less than thirty (30) voting members. A written notice of such time and place shall be sent by an officer at least (7) days prior to such Annual Meeting to each member of the association, addressed to the Post Office address or e-mail address provided by such member when admitted to membership, or subsequently changed by notice in writing, or by e-mail.

Officers and Directors for the ensuing year shall be elected at such meeting, and any other business pertinent to the purposes of the Association may be transacted.

A special meeting may be called at any time by the President, or by a majority of the members of the Board of Directors, by notifying the Secretary of the time, place, and purpose of said meeting. The Secretary shall notify members as provided above as in the case of the Annual Meeting. In order to conduct the business at any meeting there shall be present a quorum of not less than (30) thirty members.

### **IV. BOARD OF DIRECTORS**

There shall be a Board of up to fifteen (15) regular Directors, including officers. Whenever possible, Directors shall be selected from and represent the various geographic sections of the lake. Members of the Board shall be elected at the Annual Meeting for three-year terms. Upon the premature departure of a board member and/or officer, the Board shall fill the vacancy by appointing a member of the Association whose term shall expire at the next Annual Meeting. At that time a member of the Association shall be elected to fill the remainder of the departed member's term or the beginning of a new full term, whichever applies.

Board members seated in their place shall exercise all rights and powers of the Association, except those which are conferred by law or these bylaws upon the active members of the Association, and perform all duties usually incident to such a Board of Directors, including the power to fill vacancies caused by premature departure in said Board or in any of the offices of the Association.

The Board shall meet regularly at such times and places during the year as they may determine. A quorum at such meetings shall be five (5) Board members. A majority of Board members shall be necessary for the adoption of any resolution, and records of all their meetings shall be kept by the Secretary.

## **V. OFFICERS**

The officers of the association shall be President, Vice President, Secretary, and Treasurer. The duties of said officers are as follows:

(a) **PRESIDENT:** The president is an elected position and shall be limited to a two-year term. The President of the Board shall serve no more than two (2) consecutive terms. The President shall have the following duties: Provide leadership as the Chief Executive Officer of the Association; Set schedules and agendas as well as preside over all Association meetings; Cast the tie breaking vote in case of a tie vote at any Association meeting; Act as the official spokesperson of the Association; and be responsible for issuing any responses to the media or others. The President appoints Association Committee members to two-year terms. The President oversees and monitors the performance of Association officers and committees. The President is an ex-officio member of all Association committees. The President serves as liaison for Town, State and Federal agencies.

(a) **PRESIDENT:** The president is an elected position and shall serve an initial two-year term, limited to no more than two (2) terms, either consecutive or non-consecutive. The President shall have the following duties: Provide leadership as the Chief Executive Officer of the Association; Set schedules and agendas as well as preside over all Association meetings; Cast the tie breaking vote in case of a tie vote at any Association meeting; Act as the official spokesperson of the Association; and be responsible for issuing any responses to the media or others. The President appoints Association Committee members to two-year terms. The President oversees and monitors the performance of Association officers and committees. The President is an ex-officio member of all Association committees. The President serves as liaison for Town, State and Federal agencies.

(b) **VICE PRESIDENT:** The Vice President is an elected position and shall serve a two-year term without limits to the number of terms. The duties of the Vice President include: Assist the President in performance of Association activities; Assume the duties of the President in his/her absence; Assume the President's position should it become permanently vacant; and Perform any administrative duties or assignments that may be delegated by the President.

(c) **SECRETARY:** The Secretary is an elected position and shall serve a two-year term without limits to the number of terms. The duties of the Secretary include: Prepare and publicize notifications of meetings; Maintain and publish minutes, including vote tallies of all meetings; and maintain all official Association correspondence.

(d) **TREASURER:** The Treasurer is an elected position and shall serve a two-year term without limits to the number of terms. The duties of the Treasurer include: Receive, collect and track all monies due the Association from any source; Pay all bills and keep records of all disbursements (those in excess of \$250 require Presidential approval); and deliver a yearly financial report at the Annual Meeting. The books shall be open for inspection by any active member at any time. The members hereby authorize the Board to make annual donations of up to \$1,000 each to organizations that support, benefit, and/or promote Lake Monomonac causes, such as, but not limited to, the Loon Preservation Committee, Winchendon Springs Lake Association (WSLA), and NH LAKES.

## **VI. COMMITTEES**

There shall be six (6) standing committees as specified below. In addition thereto there shall be ad-hoc committees as the President may from time to time appoint to assist in such projects and investigations as he/she shall specify.

(1) **LAKE ECOLOGY COMMITTEE:** Shall lead the efforts to monitor and maintain the water quality of Lake Monomonac, with duties that include, but are not limited to: Prepare and submit applications for state grant monies to support the control of various invasive species; Work with the Treasurer to engage a contractor for the mitigation of said invasive species; Assist the contractor in any matters requested, such as contractual requirements conducted by the contractor in coordination with NHDES and Special Permit conditions; and Assist in the management of the Volunteer Lake Assessment Program (VLAP).

(2) **LAKE HOST COMMITTEE:** Shall lead the efforts to implement the Lake Host Program, with duties that include, but are not limited to: Coordinate with NH Lakes, NHDES or any other such organization to secure grant funding for the Program; and Execute any other matters required for the successful performance of the Program.

(3) **LAKE EDUCATION COMMITTEE:** Shall lead the efforts to promote lake stewardship and environmental awareness through educational programming, with duties that include, but are not limited to: Work with area teachers and other important participants to plan and execute a successful Lake Education Day program.

(4) **INFORMATION TECHNOLOGY COMMITTEE:** Shall lead the efforts to support and enhance the Association's technological infrastructure, with duties that include, but are not limited to: Partner in the maintenance and processing of the Association membership database; provide technical support to Association officers and Directors; evaluate hardware and software equipment to optimize technology resources; and Set up and manage the operation of audio visual equipment.

(5) **AUDIT COMMITTEE:** Shall lead the efforts to ensure financial transparency and accountability within the Association, with duties that include, but are not limited to: Conduct an annual audit of the Treasurer's records, including all receipts and disbursements of the Association for that fiscal year.

(6) **COMMUNICATION COMMITTEE:** Shall lead the efforts to foster effective communication and engagement among members, the broader lake community and related stakeholders, with duties that include, but are not limited to: Partner in the maintenance and processing of the Association membership database; and Ensure timely communication about lake news, events, stewardship efforts, and community engagement in order to support the Association's mission and encourage active participation.

## **VI. COMMITTEES**

There shall be five (5) standing committees as specified below. In addition, thereto there shall be ad-hoc committees as the President may from time to time appoint to assist in such projects and investigations as he/she shall specify.

(1) **LAKE ECOLOGY COMMITTEE:** Shall lead the efforts to monitor and maintain the water quality of Lake Monomonac, with duties that include, but are not limited to: Prepare and submit applications for state grant monies to support the control of various invasive species; Work with the Treasurer to engage a contractor for the mitigation of said invasive species; Assist the contractor in any matters requested, such as contractual requirements conducted by the contractor in coordination with NHDES and Special Permit conditions; Assist in the management of the Volunteer Lake Assessment Program (VLAP), Lead efforts to implement and support the Lake Host program.

(2) **FINANCE AND AUDIT COMMITTEE:** Shall lead the efforts to ensure the financial health, transparency, and accountability within the Association. Key responsibilities shall include, but not necessarily be limited to, assisting the Treasurer in the preparation and monitoring of the annual budget, reviewing financial statements, and ensuring the timely 501(c)(3) filing and if applicable, grant reporting. Additionally, the Committee shall function as the Audit Committee, focusing on the integrity of the Association's financial reporting by means of an annual audit of the Treasurer's records, reviewing the adequacy of internal controls, and ensuring the Association meets its fiduciary responsibilities.

(3) **COMMUNICATION COMMITTEE:** Shall lead the efforts to foster effective communication and engagement among members, the broader lake community and related stakeholders, with duties that include, but are not limited to: Partner in the maintenance and processing of the Association membership database; Lead the efforts to plan and execute Lake Education Day, and Ensure timely communication about lake news, stewardship efforts, and community engagement in order to support the Association's mission and encourage active participation.

(4) **NOMINATING COMMITTEE:** Shall lead the efforts to identify, evaluate, and recommend qualified candidates for leadership positions within the Association, with duties that include, but are not limited to: soliciting interest and nominations from the membership; assessing candidates to ensure a diverse and balanced representation of skills, perspectives, and lake stakeholders; preparing and presenting a slate of nominees for election in accordance with the Association's bylaws; and supporting a smooth and orderly transition of leadership.

(5) **EXECUTIVE COMMITTEE:** Shall serve in an advisory capacity to the President, providing guidance, perspective, and support on matters related to the Association's priorities and operations, with duties that include, but are not limited to: offering counsel on agendas and organizational initiatives; serving as a sounding board on key financial, ecological, and community matters; and being called upon, as needed, to assist in the consideration of select issues or time-sensitive matters. The Executive Committee shall also help ensure continuity of leadership through the inclusion of the Past President and may support special projects through the engagement of Ad Hoc members. The Executive Committee shall consist of the President, Vice President, Treasurer, Secretary, Past President, and up to two (2) appointed Ad Hoc members.

## **VII. DUES AND ASSESSMENT**

All members shall pay annual dues as the Board shall determine. The Board may establish annual dues criteria with commensurate membership levels as they see fit. This may include a minimum amount due for membership. The Directors may review and change any or all membership levels from time to time. Dues are defined as a cash contribution or asset of agreed upon value of at least the minimum membership level as set by the Board.

Assessments for special purposes may be made, upon two-thirds majority vote of members in attendance at the Annual Meeting, or any special meeting or electronic vote called for that purpose, in such amount as may be determined by the voters and shall be assessed equally among all members.

## **VIII. SEAL**

The seal of the organization shall be in such form as the Directors may determine.

## **IX. DISSOLUTION CLAUSE**

In the event MLPOA should cease to function and a two-thirds majority of the membership in attendance at a specially constituted meeting therefore, shall vote to dissolve it, the Board of Directors, after paying or making provision for the payment of all liabilities of MLPOA, shall distribute, in any proportion considered prudent, all of the assets of the MLPOA to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes and at the time qualifying as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of the federal tax code in effect at that time, as well as any New Hampshire statutes then in effect, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the MLPOA is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine.

## **X. AMENDMENTS**

These Bylaws may be amended at any Annual Meeting or special meeting called for that purpose by two-thirds (2/3) vote of all members present at such meeting at which there is a quorum.