

**AMENDED BY-LAWS**  
**NORTH LAKE IMPROVEMENT ASSOCIATION**

ADOPTED: JANUARY 20, 2007

AMENDED: AUGUST 12, 2022

AMENDED: AUGUST 31, 2024

**ARTICLE I**

NAME

**Section 1.01 NAME:** The name of this organization shall be the North Lake Improvement Association, Inc, (NLIA) North Lake, Luzerne County, Pennsylvania, adopted January 20, 2007 and under the jurisdiction of “the Board”, composed of: President, Vice President, Treasurer, Secretary and Directors (as elected by membership).

**ARTICLE II**

PURPOSE

**Section 2.01 GENERAL PURPOSES:** The Corporation is a nonprofit corporation, organized under the Nonprofit Corporate Law of Pennsylvania of 1933 for charitable purposes. The purposes for which the Corporation is organized and shall exclusively be operated are charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (“Code”), or the corresponding provision of any subsequent federal tax laws.

Notwithstanding any other provision of these ByLaws, this Corporation shall not, except to an insubstantial degree, carry on or engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation. We operate under the jurisdiction of Ross Township, Luzerne County, The Pennsylvania Fish & Game Commission, and the Commonwealth of Pennsylvania.

**Section 2.02 SPECIFIC PURPOSES:** Within the context of the foregoing general purposes, the specific and primary purposes for which the Corporation is organized and shall be exclusively operated are as follows:

- a. To monitor the body of water known as North Lake in order to insure the health of that body of water; and
- b. To provide a forum for discussion and education for the North Lake community.
- c. To facilitate community activity for the purpose of fundraising and camaraderie.

### **ARTICLE III**

#### **MEMBERSHIP**

**Section 3.01 MEMBERSHIP:** The Membership of this Corporation shall consist of any home or property owner living within the North Lake Community who has paid annual NLIA dues by May 1st.

**Section 3.02 VOTING:** Only members who have paid dues for the year will be permitted to vote for that year. There shall be one vote per membership household.

### **ARTICLE IV**

#### **FEES AND DUES**

**Section 4.01 ANNUAL DUES:** The amount of annual dues to the Corporation shall be determined by the Board by January 1st.

### **ARTICLE V**

#### **DEPOSITS OF CORPORATION MONIES**

**Section 5.01 DEPOSITS:** All monies collected by the Corporation will be deposited into the North Lake Improvement Association, Inc. accounts by the Treasurer.

### **ARTICLE VI**

#### **OFFICERS**

**Section 6.01 OFFICERS:** The officers of the Corporation shall be the President, Vice President, Secretary, and Treasurer.

**Section 6.02 QUALIFICATIONS:** To be eligible to hold office in the Corporation, a person must be a home or property owner and active member of NLIA for at least two

**(2) consecutive years or, another household member of an eligible membership household.**

**Section 6.03 COMPENSATION:** No officers shall receive compensation for any services rendered to the Corporation in his/her official capacity.

**Section 6.04 DUTIES:**

**PRESIDENT:** The President shall (a) preside at all meetings of the Board and the Corporation; (b) issue the call for regular and special meetings of the Board and the Corporation; (c) appoint special committees; (d) cooperate with chairpersons in regular functioning and report to membership; and (e) see that regular elections are called, noticed and held.

**VICE PRESIDENT:** If the President is unable to perform the duties of office for any reason, the Vice President shall occupy that position and perform duties with the same authority as the President.

**SECRETARY:** The Secretary shall be under the supervision and direction of the President and the Board and:

Will be the custodian of records of the Corporation including: minutes of general membership meetings and of Board meetings; meeting attendance; committee appointments; election nominations and results; and the names, addresses and telephone numbers of all members.

**TREASURER:** The Treasurer shall be under the supervision and direction of the President and the Board and:

Shall receive all monies and deposit the same in a Bank recommended by the Officers and approved by the Board.

Disburse monies in payment of Corporation obligations in accordance with the policies and procedures established by the Corporation.

Prepare and submit a Treasurer's Report at every meeting, as well as an Annual Treasurer's Report on or before December 30 of each year to the Board.

File tax returns and other such filings, as required, on behalf of the Corporation.

Facilitate the proper insuring of all Corporation property as well as a Bond and Directors & Officers insurance.

Arrange for an audit if and when requested by the Board.

## **ARTICLE VII**

### **THE BOARD**

**Section 7.01 BOARD DEFINITION:** Members of the “Board” shall be: President, Vice President, Secretary, Treasurer, the seven (7) Elected Directors, the Immediate Past President (for one year only, following his/her term).

If the past president cannot or does not want to serve, the office shall remain vacant. If an Elected Director cannot or does not want to serve, the position can be filled by the executive officers.

**Section 7.02 BOARD MEETINGS:** Board meetings shall be held at such time and place as determined by the President. An agenda should be announced prior to the meeting.

**Section 7.03 SPECIAL BOARD MEETINGS:** Special meetings of the Board shall be held when called by the President, or requested by a majority of the Board, at such time and place as determined by the President or the Board.

**Section 7.04 QUORUM:** The majority of the Board shall constitute a quorum at any Board meeting. Except as otherwise specifically provided, the act of a majority of the Board members present at any meeting of the Board shall be the act and decision of the entire.

### **Section 7.05 DUTIES AND POWERS:**

In addition to those duties and powers, expressed or implied, set forth elsewhere in these Bylaws, the Board shall have the following powers:

- All new business and policies of the Corporation shall be considered and shaped by the Board for presentation to and approval by Corporation members at a regular or special meeting.
- The power to modify and override the action of any officer in the Corporation.

## **ARTICLE VIII**

### **ELECTION**

The Board of the Corporation, excluding the immediate past president, shall be elected as follows:

**Section 8.01 NOMINATING COMMITTEE:** The President shall appoint a nomination committee by July 1 which shall submit the names of nominated candidates by July 30.

**Section 8.02 ELECTION:** At the Final meeting, nominations for all offices to be filled in the succeeding year may also be taken from the floor.

**Section 8.03 TERM:** All officers shall hold office for two (2) years. The Elected Directors shall also hold office for two (2) years.

**Section 8.04 MANNER:** The election shall be by ballot by those present and eligible to vote.

## **ARTICLE IX**

### **MEMBERSHIP MEETINGS**

**Section 9.01 REGULAR MEMBERSHIP MEETINGS:** Regular meetings of the Corporation shall be held monthly during the Summer season at the time and place recommended by the President. Meetings will be conducted according to Robert's Rules of Order and inclusive of the following:

- An agenda will be announced at least five (5) days in advance
- Any significant items that require membership vote will be detailed in the agenda
- A separate proxy ballot will be included with the agenda in which eligible members who cannot attend the meeting in person, may fill out and submit to the secretary either via email or in person, prior to the meeting.
- All meetings shall begin promptly at the announced time
- Each Officer is responsible to report

**Section 9.02 SPECIAL MEETINGS:** Special meetings of the Corporation may be called by the President, in his/her discretion, and shall be called by the President when requested by the Board, at a time and place determined by person or body requesting the same. Special meetings will be conducted according to Robert's Rules of Order and inclusive of the following:

- Notice of special meeting must be made ten (10) days prior to said meeting

- Special meetings will be conducted in person, if possible, otherwise they will be hosted remotely using a communication platform that allows members to connect with video, audio, or phone.
- An agenda will be announced at least five (5) days prior to the special meeting.
- Any significant items that require a membership vote will be detailed in the agenda.
- A separate proxy ballot will be included with the agenda in which eligible members who cannot attend the meeting, may fill out and submit to the secretary via email or in person prior to the meeting.
- Voting on any significant agenda item(s) for those attending the meeting on the communication platform will be conducted via roll call.

**Section 9.03 QUORUM:** The presence of eligible members constitutes a quorum at any meeting.

## **ARTICLE X**

### AMENDMENTS

**SECTION 10.01 REQUIRED VOTE:** These bylaws may be amended at any regular meeting or special meeting of the Corporation, at which a quorum is present and the affirmative vote of 2/3 of the members present in person and voting providing the Board has previously considered the merits of the Amendments.

## **ARTICLE XI**

### STANDING COMMITTEES

**Section 11.01 STANDING COMMITTEES:** The standing committees may be appointed by the President as needed.

**Section 11.02 SPECIAL COMMITTEES:** Special Committees shall be appointed by the President with the approval of the Board.

**Section 11.03 COMPOSITION:** All committees shall consist of a Chairperson who shall report at the monthly meeting.

## **ARTICLE XII**

### **BOATING REGULATIONS**

**Section 12.01 BOATING RULES:** All Policy on Boating Rules are to be followed according to the Pennsylvania Fish and Boating Commission's Boating Laws and Regulations.

## **ARTICLE XIII**

### **EXEMPT ACTIVITIES**

**Section 14.01** Notwithstanding any other provisions of these Bylaws, no representative of this Corporation shall take any action or carry on any activity by or on behalf of the Corporation not permitted to be taken by either (I) an organization exempt under Section 501(c)(3) of the Code and the regulations thereunder, as they now exist or as they may hereafter be amended, or (II) an organization, contributions which are deductible under Section 170(c)(2) of the Code thereunder as they now exist or as they may hereafter be amended.