

**DEERING LAKE IMPROVEMENT ASSOCIATION
CONSTITUTION AND BYLAWS**

(As adopted July 4, 1992, incorporating amendments through July 3, 1998)

DRAFT AMENDMENTS through June 30, 2021

CONSTITUTION

Article I. NAME

The name of this association shall be: The Deering Lake Improvement Association, Incorporated, and shall subsequently be referred to as the Association.

Article II. PURPOSE

The purposes of this Association shall be:

(A) To encourage and give opportunities to the members and all lake residents to meet and develop good social relations.

(B) To stimulate interest in, and disseminate information on the conservation, protection, and improvement of Deering Lake, especially with concern to: water quality, recreational resources, safety, and natural resources of the lake and its shoreline.

(C) To be the representative of and collaborate with conservation commissions, planning Boards, state and federal entities, land trusts and other conservation organizations working to conserve or protect natural resources that have an impact on the watershed areas that includes Deering Lake, and that will affect the members of DLIA.

Article III. NON-PROFIT

This Association shall be a non-profit organization, registered in the state of New Hampshire.

Article IV. OFFICERS

The officers of this Association shall consist of a:

- President
- Vice President
- Secretary
- Treasurer

Article V. COUNCIL

There shall be four (4) Directors, and these with the Officers, and the immediate past President shall constitute the Council of this Association.

Article VI. ELIGIBILITY

Any person is eligible for membership subject to conditions defined in the Bylaws Article V, Section 1.

Article VII BYLAWS

This Association shall, by the enactment of suitable Bylaws, provide for the election of Officers, the length of terms, the inclusion of members, the conduct of meetings, the amount of dues, and such other matters as may be necessary. The Bylaws shall contain nothing inconsistent with the Constitution, nor the Certificate of Incorporation, nor the laws of the State of New Hampshire.

Article VIII. AMENDMENTS

Amendments to the Constitution may be proposed in the following way:

A proposal for amendment must be made in writing and adopted at a Regular Meeting. If the proposed amendment is adopted, it will be posted on the DLIA website and emailed to all full members. A vote on the proposed amendment will be held at the Annual meeting, or by a special meeting designated for this purpose. Approval will require a two-thirds (2/3) majority vote of the members in good standing attending the meeting.

BYLAWS

(As adopted July 4, 1992, incorporating amendments through July 3, 1998)

Article I. OFFICERS

Section 1. Duties

1. The duties of the Officers of this Association shall be the usual duties pertaining to these officers. They shall also perform any duties assigned to them by the Bylaws, or by a vote of the members of the Association, or by the Council.
2. Maintain a current list of all DLIA members in good standing.

Duties of the President:

1. Preside and conduct the order of business at all Annual Meetings, General Membership Meetings, Council meetings, and Special meetings.
2. Act as a member ex-officio of all committees of the DLIA.
3. Exercise check signing authority.

Duties of the Vice-President:

1. Act on behalf of the president in his or her absence.

Duties of the Secretary:

1. Record the minutes of all Annual Meetings, General Membership Meetings, Council meetings, and Special meetings, and assure their proper distribution.
2. Carry on all correspondence as directed by the President.
3. Maintain records of the DLIA in an orderly fashion.

Duties of the Treasurer:

1. Maintain all financial accounts of the DLIA in an orderly fashion.
2. Provide a report of the balances of all accounts at all Council meetings and Annual and General Membership meetings, or when called to do so by the President.
3. Submit for approval an annual budget to the Council.
4. Prepare all tax and governmental filings to remain in compliance with the appropriate laws and regulations.
5. Exercise check signing authority.

Section 2. Compensation

No Officer of this Association and no member of the Council shall receive any compensation for their services.

Section 3. Expenditures

Expenditures shall be paid by the Treasurer with the approval of the President. Expenditures more than \$500.00 shall be approved by the Council.

Section 4. Membership Meetings

Membership meetings will be at least two times/year including the Labor Day weekend Annual Meeting.

Section 5. Reports

Formal reports shall be made by the DLIA officers at the Annual Meeting. The Treasurer's report shall be reviewed annually by the Council.

Section 6. Terms of Office

The term of officers shall be two (2) years, commencing at the conclusion of the Labor Day Annual Meeting at which their election was certified.

The Secretary and Treasurer may be re-elected for an indefinite number of terms. Each Director shall hold office for two (2) years. Two (2) Directors shall be elected every year.

Section 7. Employees

The Council of this Association shall have the right to engage professional services and to pay for these services.

Article II. ELECTIONS

Section 1. Time

The certification of Officers and Directors shall be held in connection with the Labor Day Annual Meeting.

Section 2. Procedure

The Council will present a slate of Officers to the membership prior to the Annual meeting. At that time, the President shall call for nominations from the floor. If there are no nominations a motion shall be made from the floor for the election of the slate as presented by the Council.

If additional nominations are made a ballot vote will be used.

Section 3. Official Ballot

The official ballot shall be posted on the DLIA website and emailed to all full members if two (2) or more persons are nominated to an office.

Section 4. Ballot Voting

A vote on the ballot will be held at the Labor Day Annual meeting. The candidate receiving the largest number of votes for each office shall be declared elected to that office upon certification by the Council.

Section 5. Vacancy

If a vacancy occurs on the Council, a quorum of the Council present at a meeting duly called for that purpose may elect a member to fill such vacancy until the next Election Meeting.

Article III. THE COUNCIL AND DIRECTORS

Section 1. Composition

The Council shall consist of the immediate and past President, the Officers, and the Directors.

Section 2. Duties

The Council may delegate to the elected Officers special assignments in addition to the usual duties pertaining to such Officers.

The Council shall enforce the Constitution and Bylaws by declaring null and void any practices or procedures on the part of any Officer or Committee that are not in accordance with the Constitution and Bylaws. The Council shall have final decision in all disputed matters.

Section 3. Council Meetings

One (1) or more meetings of the Council shall be held in connection with each Regular-or Special Meetings of the Association.

A Special Meeting of the Council may be called at any time by the President or by a majority of the Board of Directors, providing reasonable notice is given.

Council members may participate in meetings by means of conference telephone or similar telecommunication designed to allow all persons to hear each other.

Section 4. Quorum

A majority of Council members shall constitute a quorum, provided there are present at least two (2) of the elected Directors. Attendance can be in-person or by means of telecommunication. Consent provided by telecommunication or other electronic consent are considered written consent for the purposes of this section.

Section 5. Officers

The President and Secretary of the Association shall be President and Secretary of the Council.

Section 6. Reports

A report of all Council Meetings shall be made at each Regular or Special Meeting by the Secretary.

Section 7. Committees

Committees may be created at any time with the approval of the President and shall consist of one or more Council members. These Committees shall be responsible to the Council. Any committee shall be dissolved automatically upon completion of the special duties for which it was formed, and the Committee Chairperson shall forward to the President, immediately, all records pertaining to the work of the Committee.

There shall be two (2) ongoing **Committees**; Membership Committee and Nominating Committee. The Membership Committee is charged with the duties prescribed in Article V of the Bylaws. The Nominating Committee is charged with nomination of Officers and Directors and supervision of elections of Officers and Directors as prescribed in Article II of the Bylaws.

Article V. MEMBERSHIP

Section 1. Eligibility

A. Full membership shall be limited to owners of Deering Lake real property with deeded access to the waterfront.

B. Associate membership in the Association requires sponsorship by a full member.

Section 2. Definition

A. A group with common or joint ownership will be considered as a single member and have only one (1) ballot vote.

B. Associate member will not have ballot voting rights.

Section 3. Annual Dues

The annual dues shall be determined by the Council.

The annual dues are due and payable by full members each year in advance of the **Memorial Day** Meeting. If not paid within two months thereafter the member shall become suspended automatically.

Associate members are not required to pay annual dues.

Section 4. Resignation

A member wishing to resign their membership shall so notify the Secretary in writing. There shall be no remission of dues. He/She may be reinstated upon application providing their membership was in good standing upon resignation.

Section 5. Roster of Members

The roster of full members shall be kept up to date by the **Council**.

Article VI. MEMBERSHIP MEETINGS

Section 1. Annual Meeting

The Annual Meeting shall be held on Labor Day weekend.

Section 2. Special Meetings (for general body)

Special Meetings may be called at any time by the President with the approval of a majority of the Council.

Section 3. Quorum

The presence in person or by proxy of five (5) full members shall be necessary to constitute a quorum for the transaction of business.

Section 4. Notices

Notices of all Regular or Special Meetings must appear in the Deering Lake Improvement Association Newsletter not less than seven (7) days before the date of such meeting.

Article VII. GUEST PRIVILEGES

Guests may be present at any social activity of the Association provided they are vouched for and accompanied by a member in good standing. They shall have the usual privileges of guests, but not of members.

Article VIII. FISCAL YEAR

For the purposes of this Association the fiscal year shall be from July 1 to June 30.

Article IX. RULES OF ORDER

The procedure of the Association, Council and **Committee** Meetings shall follow and be governed by Roberts Rules of Order in all matters not specifically covered in the Constitution and Bylaws.

Article X. AMENDMENTS

Amendment to the Bylaws may be proposed in the following way:

A proposal for amendment must be made in writing and adopted at a Regular Meeting. If the proposed amendment is adopted, it will be posted on the DLIA website and emailed to all full members. A vote on the proposed amendment will be held at the Labor Day meeting, or by a special meeting designated for this purpose. Approval will require a two-thirds (2/3) majority vote of the members in good standing attending the meeting.