



West Edon Village Improvement Society

Incorporated 1898

## BYLAWS

### ARTICLE I: PURPOSE

The Town Hill (West Eden) Village Improvement Society (herein referred to as the VIS) in the village now called Town Hill, has the intent to be a community organization, and to undertake such educational and physical activities as will aid in creating and maintaining a beautiful, healthy and safe place for our residents to enjoy.

The VIS is charged with keeping the organization, active, possessing and maintaining the building formerly known as the old schoolhouse, and conserving the Mountain View Cemetery. The fire house addition to the building is leased to and is the responsibility of the Town of Bar Harbor.

### ARTICLE II: SEAL

The corporation of the West Eden (Town Hill) VIS shall have a seal bearing its name and the words "Incorporated 1898".

### ARTICLE III: BOARD OF DIRECTORS

#### Section 1, Board Constituency and Term

- a. shall consist of an odd number not less than five (5) (inclusive of the officers) and not more than nine (9) members who shall be elected by written ballot at the annual meeting of the VIS
- b. shall be elected in alternating years with the president and secretary elected in one year and the vice president and treasurer the following. If a second vice president is elected that vice presidents term of re-election shall coincide with that of the president and secretary
- c. shall hold office until the date of the next annual meeting. In the event of no election, on that date, they shall hold office until their successors are chosen

#### Section 2 Qualifications of Officer

- a. minimum residency of 6 months in the village of Town Hill
- b. active in the VIS for 3 months
- c. capable of discharging the duties of the office
- d. able to attend 2/3 or more of the meetings.

P.O. Box 757, Mt. Desert, Maine 04660

A.K.A. Town Hill Village Improvement Society

*The West Edon Village Improvement Society is a 501(c)(3) federal tax exempt organization.*

*Contributions are tax deductible.*



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### Section 3 Elections of Officers

- a. Officers to be elected
  - i. officers of the VIS shall consist of a president, vice president(s), a secretary, a treasurer, and a cemetery steward
- b. The treasurer may act as cemetery steward if another individual is not elected
- c. Elections
  - i. the annual meeting to elect officers shall be held in the fall at the second meeting after the summer recess
  - ii. The nominating committee shall be appointed by the president and will give a slate of names with pertinent information to the membership during the first fall meeting for consideration
  - iii. In order for voting to take place a quorum consisting of two (2) officers, one (1) board member, and two (2) general members must be present. In the event that a quorum is not present the president shall reschedule the vote for the next scheduled meeting. Notification of the membership shall be made by the same means used to inform members of upcoming meetings
  - iv. election to office is by simple majority vote (50% + 1) by those present at the meeting

### Section 4 Duties and Responsibilities of Officers

- a. The President:
  - i. is ex officio member of all committees
  - ii. shall have the authority to fill vacancies occurring on the board or in the offices of the society.
  - iii. may call special meetings of the board at any time.
  - iv. shall preside at all regular meetings of the VIS.
  - v. annually appoint a finance committee of three (3) members.
  - vi. shall be responsible for rental of VIS rooms or may delegate this to a vice president or board member
  - vii. appoint any necessary committees
  - viii. execute deeds and contracts as duly charged representative of the membership of the VIS
  - ix. make financial decisions along with the finance committee



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- x. have authority to sign checks
- xi. set the agenda for monthly and annual meetings
- b. The Vice President(s)
  - i. shall perform the duties of the president in his/her absence
  - ii. shall assist the president in performance of duties
  - iii. shall engage in activities to recruit and develop membership involvement
  - iv. shall oversee the management of the physical plants of the properties owned by the VIS
  - v. these responsibilities may be shared by two individuals
- c. The Secretary
  - i. shall take minutes of the board meetings
  - ii. shall make reports to the general membership
  - iii. receive mail (this may be delegated) and distribute same as appropriate
  - iv. receive and record all incoming bills and funds, and present same to treasurer and finance committee for appropriation
  - v. give reports and minutes at the monthly and annual meetings, and at board meetings
  - vi. give public notice of VIS and board meetings and other functions when same is required by these bylaws
  - vii. be responsible for preparation and mailing of materials as requested
  - viii. have custody of a copy of the current books, accounts, and documents in such a fashion as to be made accessible to the officers, board and membership as needed in the conducting of VIS business
  - ix. maintain a roster of members
  - x. provide each member with a copy of officers, directors and bylaws



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## d. The Treasurer

- i. be responsible for oversight, accurate accounting and records of all bank accounts held by the VIS and Mountain View Cemetery
- ii. have authority to make decisions regarding trust accounts and other financial matters along with the finance committee and president
- iii. give the current financial report at each monthly meeting of the VIS, or arrange for another officer to present the information
- iv. give the current and summarized year report at the annual meeting of the VIS, making written copies available to the membership
- v. if requested, make a report at board meetings
- vi. collect dues (\$5.00 per person) at the first meeting year (September)
- vii. submit to and prepare for accounting audit if deemed necessary by the general membership or an outside agency
- viii. file all required government forms for tax exempt status as directed by the laws governing same

## e. The Cemetery Steward

- i. may also be the VIS treasurer
- ii. authority and responsibility for the sale and recording of lots
- iii. keep accurate financial records of cemetery funds
- iv. maintain an accurate map of lots, perpetual care! and maintenance of Mountain View Cemetery
- v. oversee any activity in the cemetery
- vi. appoint two members and an assistant to the cemetery committee.
- vii. shall have custody of the seal (Article III)

## f. Board members

- i. shall serve as advisors to the officers



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## **ARTICLE IV: Records**

### **Section 1 Storage**

- a. A copy of all non-current VIS records should be kept in the safe in the VIS hall
- b. current records shall be kept by the appropriate officer until presented to the membership or committees requiring update

### **Section 2 Accessibility**

- a. this safe shall be made accessible to the president, vice president (s), secretary and treasurer

## **ARTICLE V: Finance Committee**

### **Section 1 Membership**

- a. consists of the president of the VIS and three (3) members appointed by the president

### **Section 2 Responsibilities**

- a. oversee fundraising efforts
- b. the president and any other single member of the finance committee may approve and initial any bill which has not come before the finance committee, but which requires immediate disposition. Any such action will be reported to the finance committee at the next scheduled meeting



## **ARTICLE VI: Nomination Committee**

### **Section 1 Membership**

- a. shall consist of 3-5 individuals appointed by the president

### **Section 2 Responsibilities**

- a. shall consider potential candidates for elected positions
- b. shall contact said individuals to ascertain interest
- c. shall obtain information from the potential candidate pertinent to the office (e.g. skills, experience, etc.)
- d. shall provide said information to the membership in written form at the first meeting of the year (September)

## **ARTICLE VII: Meetings**

### **Section 1 Monthly Meeting**

- a. shall be held in the VIS hall
- b. the first meeting of the new year is to be held in September
- c. day and time to be determined by the general membership
- d. a quorum as defined in III. 3. b. iii must be in attendance for voting to take place
- e. an agenda, set by the president, shall be followed
- f. minutes and committee reports shall be heard. Reports shall be accepted as read, accepted with modifications, or rejected, as voted on by the membership present.
- g. committees may be appointed by the president as needed
- h. special projects or plans may be discussed and acted upon
- i. if the town meeting (Bar Harbor) falls on the same evening, the VIS shall postpone until the same night of the following week.



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## **Section 2 Annual Meeting**

- a. shall be held in the VIS hall in October
- b. date and time to be determined by the general membership
- c. a slate of candidates shall be presented to the general membership by the nominating committee prior to this meeting for the purpose of electing officers

## **Section 3 Special Meetings**

- a. a. special meetings for the VIS general membership, standing committees, or board members may be called by the president as needed
- b. notice of place time, and purpose of such meeting shall be made by a means selected by the president and implemented by the secretary

## **Section 4 Summer Recess**

- a. the general membership shall determine the length of the summer recess at its May meeting
- b. this information shall be made public in the same means that meetings are announced

## **ARTICLE VIII: Membership**

- a. any resident of Town Hill (residency is determined by official documents available in the Bar Harbor municipal offices) being of at least 16 years of age, may become an active member of the VIS
- b. membership is granted to those who have interest, and intent to support, attend and participate in the meetings and functions sponsored by the VIS
- c. membership dues will be \$5.00 per person per year
- d. honorary membership may be granted for exemplary service or substantial donation upon the majority vote of the general membership



## **ARTICLE IX: Deeds and Contracts**

- a. upon discussion with, and approval by the general membership, deeds and contracts to bind the VIS shall be executed by the president, the treasurer, and one (1) board member.
- b. a copy of all pertinent documents shall be maintained in the safe as well as in the files of the current president in order to safeguard the information
- c. should a safe be unavailable critical documents shall be placed in a fireproof; secure location (e.g. lockbox at bank) with appropriate access for officers

## **ARTICLE X: Dissolution**

### **Section 1 Disposition of Property**

- a. in the event of dissolution of the VIS, any real estate, with the exception of the Mountain View Cemetery shall become the property of the Town of Bar Harbor
- b. any and all funds remaining in the VIS shall become the property of the Mountain View Cemetery Committee and shall be administered by the same in a fashion complying with generally accepted accounting standards and all applicable government regulation

### **Section 2 Mountain View Cemetery Operation**

- a. in the case of dissolution of the VIS, the Mountain View Cemetery Committee shall become a private entity. Any and all funds in the name of the Mountain View cemetery shall be administered by a designated, approved financial institution
- b. perpetual care and management of the Mountain View Cemetery shall continue under the supervision of the cemetery committee consisting of the cemetery steward, two members and an assistant who shall be appointed by the cemetery steward





## ARTICLE XI: Use of Real Estate

### Section 1 VIS Hall

a. Governance

- i. a committee of three (3), consisting of the presidents of the VIS, the Town Hill Fire Company and the Ladies Aid Society shall be responsible for the general administration of the building
- ii. should either entity in XI. 1 .a.i. cease to maintain regular operation, or disband, or fail to honor the original and revised covenants in the VIS bylaws, they shall be removed from the committee of administration. They may be requested to remove stored materials from the premises, and forfeit the right to use of the property outside of the conditions expressed in the bylaws for occasional use by means of hall rental

b. Use

- i. the Town Hill Fire Company shall have use of the fire station (within the provisions of Article XI. 1 .a.i) and shall be responsible for the maintenance and upkeep of that portion
  - ii. the Ladies Aid Society may utilize the upstairs of the VIS building (within the provisions of Article XI.1 .a.i)
  - iii. all portions of the building are bound by applicable health and safety codes. No materials, supplies, appliances, or activities shall be allowed in the any portion of the building which violates town, state, or federal standards. Oversight of this shall be responsibility of the VIS officers. Violations may result in the loss of privilege of use
  - iv. any parties granted use of VIS property shall sign and return a rental agreement. The signatories must be adult (18 or older) and legally capable of signing as representative for the group
- ii. any charitable group in the community may use the VIS facilities free of charge with approval of the general membership or if time does not permit the presentation of the request at a meeting, the board may give permission