



**BYLAWS  
ALPINE VILLAGE IMPROVEMENT ASSOCIATION, INC.**

**ARTICLE 1  
CORPORATION NAME, LOCATION, AND PRINCIPAL OFFICE**

The name of the organization is Alpine Village Improvement Association, Inc., hereinafter referred to as AVIA; a non-profit corporation without capital stock. The location is at the property known as Alpine Village in Bridgton, Cumberland County, Maine. The principal office shall be at the office or residence of a Director of AVIA legally residing in the State of Maine.

**ARTICLE II  
PURPOSES**

a.) To protect and promote the collective and individual interests and rights of all persons owning property in Alpine Village.

b.) To foster a community designed for safe, healthful and harmonious living.

c.) To acquire, own or lease such real and personal property as may be necessary or convenient for the transaction of its business and fulfillment of its purposes.

d.) To manage and maintain properties owned by AVIA for common use (specific reference to waterfront property conveyed to AVIA from Alpine Village Beach Club Inc. on June 10, 1983) and to exercise sole responsibility for making, publishing and posting rules regarding use of such property, subject to any and all reservations contained in conveyances of property to AVIA and subject to specific easements conveyed to individual lot owners regarding use of common property.

**ARTICLE III  
MEMBERSHIP**

Every ownership entity of record of property located within the bounds of what has been and is now known as Alpine Village is entitled upon payment of dues, user fees and assessments, to be a member of AVIA.

**ARTICLE IV  
MEETINGS OF MEMBERS**

a.) Annual Meeting-- There shall be an Annual Meeting of members each year at 9 a.m. on the Saturday immediately preceding the Labor Day holiday, held at such location in the State of Maine as determined by the Directors and announced by the Secretary.

b.) Special Meetings-- Special meetings of the members may be called by the Board of Directors or by a majority of the members.

c.) Notice of Meetings-- Notice of all Annual or special meetings shall be sent to each ownership entity at least 30 days in advance by first class US Mail or, if the member so chooses and so informs the Secretary in writing, to an e-mail address. Mail or e-mail addresses used will be those last known by the Secretary. The Notice shall briefly summarize matters which the Directors intend to introduce and take action upon under " old business" or " new business " .

d.) Quorum-- 25% of the membership of record, present at any meeting or properly represented by proxy under Article IV e.), shall constitute a quorum for the transaction of business at any meeting, but a lesser number may convene any meeting and may adjourn said meeting to a time within 24 hours when a quorum is present. The minutes of all meetings where business is transacted shall reference the presence of a quorum.

e.) Voting-- Each member ( See Article III) shall be entitled to one vote. Votes may be cast by members in person or by written proxy which shall designate another member to cast votes and which shall be produced at the meeting prior to the start of business. No proxy shall be valid if dated prior to the earliest date of issuance of the Notice of Meeting.

**ARTICLE V  
OFFICERS AND DIRECTORS**

a.) Officers-- The officers of AVIA shall be: President, Vice-President, Secretary and Treasurer. They shall perform the duties specifically prescribed in these by-laws and such other duties as are usually incident to their offices.

b.) Duties of Officers--

1. President. The President shall be the executive officer of AVIA and shall also have such powers and duties as the Board shall from time to time determine.

2. Vice-President. The Vice- President shall have such powers and duties as the Board and the President shall designate.

3. Secretary. The Secretary shall be the custodian of all official records and files of AVIA. The Secretary shall be responsible for

initiating correspondence and notifications on behalf of AVIA and for keeping and publishing minutes of all meetings

4. Treasurer. The Treasurer shall bill and collect dues, user fees and assessments and any other monies due AVIA and shall disburse monies owed by AVIA. The Treasurer shall maintain checking, savings and other appropriate accounts on behalf of AVIA and shall keep complete and accurate financial records. He/she shall deliver financial reports at meetings of the members for their acceptance.

c.) Board of Directors-- The Board of Directors, elsewhere in these by-laws referred to as the Directors or as the Board, shall consist of the officers, the immediate past President, the Chairpersons of Standing Committees and as many members elected at large as are needed to bring the membership of the Board to nine (9). At least one member of the Board shall be a LEGAL RESIDENT OF THE STATE OF MAINE and his/her address shall be the "principal office" of the Corporation. (See Article I) The Board is empowered to investigate and resolve issues relating to the "purposes" (See Article II) of AVIA and to implement the letter and intent of these by-laws, subject to the approval of the membership. The Board is charged with all responsibilities and powers conferred by law on directors of corporations.

The Board shall meet on the call of the President or on demand by a majority of their number. At least one (1) meeting of the Board shall be held in each fiscal year.

d.) Nominating Committee--At least two (2) months prior to Annual Meetings held in odd numbered years (when two year terms of officers and Board members are ending), the President shall appoint a Nominating Committee of three members who shall present a slate of officers and directors for the forthcoming two year terms. The President shall designate the immediate past president of AVIA, if said person is available, to serve on and chair this Committee. Otherwise he/she shall designate an alternate. The Committee shall present its slate to the President at least five (5) weeks prior to the annual meeting

e.) Election of Officers and Directors-- The slate of officers and Directors proposed by the nominating Committee shall be sent as part of the notice and agenda of the Annual Meeting. Alternative nominations may be made on the floor of the meeting. Election shall be by ballot and the candidate(s) receiving the highest number of votes shall be elected.

f.) Installation and Term of Office-- The installation of officers and Directors shall take place immediately after the election. Officers and Directors shall serve for a term of two years, beginning when they are installed and until their successors are duly elected. The President and Vice-President may not serve for more than two (2) consecutive terms.

g.) Vacancy-- Any vacancy that may occur during a term of office shall be filled by appointment by the remaining Directors, to remain in effect until the next annual meeting at which time a formal vote of the membership will be taken.

**ARTICLE VI  
OTHER COMMITTEES**

Standing committees and such other committees as the Board may from time to time deem necessary shall be appointed by the President.

**ARTICLE VII  
DUES, USER FEES AND ASSESSMENTS**

The fiscal year of AVIA shall be from Annual Meeting to Annual meeting. Dues, User Fees and Assessments shall be payable by the last day of May of each year.

Members who do not pay their Dues, Fees and Assessments are subject to loss of membership privileges.

The amounts of Dues and User Fees shall be determined annually by the Board and is subject to approval by the membership.

**ARTICLE VIII  
AMMENDMENTS**

These by-laws may be amended at any business meeting of AVIA by a Two-Thirds vote. Amendments may be proposed by the Directors or by written request of ten (10) members of AVIA