

**BY-LAWS
OF
RAQUETTE LAKE PRESERVATION FOUNDATION, INC.**

Incorporated under the Not-for-Profit Corporation Law of the State of New York
Approved by the members on July 6, 1996
Last Revision by the members on August 8, 2014

ARTICLE I. NAME AND LOCATION

The organization shall be known as the Raquette Lake Preservation Foundation Incorporated. It is referred to in these By-laws as the "Foundation." The principal place of business shall be in the Hamlet of Raquette Lake, Town of Long Lake, in Hamilton County.

ARTICLE II. PURPOSES

The purpose of this Foundation is to promote cooperation and friendship among the inhabitants of the area and to unite its members in the material understanding of Raquette Lake and its problems, so that the entire membership will go forward in carrying out the preservation and conservation of Raquette Lake and its watershed: through education, advocacy, broad-based community involvement and;

1. To build a broad-based constituency, including all those who use or benefit from the lake
2. To encourage dialogue and coordination between the Foundation and governmental bodies and other organizations
3. To act as an informational and environmental action group for matters concerning Raquette Lake and its watershed, in conjunction with individuals, other organizations, the news media, and all levels of government
4. To engage in studies, research, and fact finding in all areas of common Foundation concern
5. To raise such funds as may be needed to carry out the purposes of this Foundation
6. To promote common interest and understanding of the matters which relate to the purposes of the Foundation by means of meetings, programs, and the distribution of information.

ARTICLE III. MEMBERSHIP

Membership in the organization shall be open to any individual who supports the Purposes of the RLPF. Any member current in dues payment, may be an officer, board member or serve on a committee.

ARTICLE IV. DUES

1. The annual dues for each fiscal year, or any part thereof, shall be \$20.00. A completed application for membership, or associate membership, shall accompany the first year's dues.

2. On or before the first day of July each year, the Secretary and/or one of the other officers of the Foundation shall mail to each member a statement of dues for that year. The annual dues shall be due and payable on or before January 1st.

ARTICLE V. BOARD OF DIRECTORS

1. The function of the Directors is to identify, define, evaluate, develop recommendations, and communicate to the membership.

2. The Board of Directors shall consist of four Officers and six Directors at Large. The Directors at Large shall serve for three years with two elected annually. In the initial election one Director will be elected for a one year term, one for a two year term, and one will serve the full three year term. If the number of Directors is changed in the future, three year terms with one third being replaced or reelected each year will be retained.

3. The Officers and the Directors at Large shall be elected by members in good standing at a General Membership Meeting.

4. No person shall be eligible to be elected as a Director unless he or she is a member in good standing.

5. If a vacancy shall occur among the Directors the vacancy may be filled for the unexpired term, by a vote of the Board of Directors.

6. Meetings of the Board: At any meeting of the Board, five members of the Board of Directors shall constitute a quorum. Meetings of the Board shall be called by the President on his or her initiative at least twice during the period beginning Memorial Day and ending Labor Day, and at such other times during the year as the President of the Board shall determine are necessary. Notice of such meetings shall be given at a previous meeting, if possible, and by mail at least one week before the meeting.

7. No monies of the Foundation in excess of \$200 shall be expended, nor shall the Foundation become obligated in excess of \$200, except upon the authorization of the Board of Directors.

ARTICLE VI. OFFICERS

1. The officers of the Foundation shall consist of a President, a Vice-president, a Treasurer, and a Secretary.
2. Officers shall be elected at a General Membership Meeting for two (2) year terms or until their successors are chosen. Officers shall be eligible for reelection.

ARTICLE VII. DUTIES OF OFFICERS

1. **PRESIDENT** - The President shall be chief executive officer of the Foundation. He or she shall call and preside at all regular meetings. He or she, with the consent of the Board, shall make appointments to those committees set forth in the By-Laws and to any other committees as he or she or the Directors shall consider expedient and necessary.
2. **VICE-PRESIDENT** - In the absence of the President, or if for any reason the President is unable to perform the duties of the President, then the Vice-President shall occupy the position and perform his or her duties, having the same authority as the President.
3. **SECRETARY** - The secretary shall keep the minutes of the meetings of the Foundation and the Board of Directors and shall cause to be delivered or mailed all notices for meetings of the Foundation or Board of Directors and perform such duties as may be required.
4. **TREASURER** - The Treasurer shall have charge of all monies of the Foundation and shall deposit them in such bank as may be designated by the Board of Directors. The Treasurer shall pay out monies only on the authority of the membership, with the exception of amounts up to \$200. All checks and vouchers must be signed by the President or the Treasurer. The Treasurer shall keep regular accounts of the Foundation's receipts and disbursements and in cooperation with the Secretary assist in collection of annual dues and in keeping an accurate roster of paid-up current members. He or she shall issue written reports at regular meetings.

ARTICLE VIII. - COMPENSATION OF DIRECTORS AND ATTENDANCE AT MEETINGS

1. No Director shall receive directly, or indirectly, any salary, compensation, or emoluments from the Foundation. No Director shall be interested in any contract, directly or indirectly, relating to the operations conducted by the Corporation, nor in any contract for furnishing supplies or services.
2. Any Director who has been absent for more than two consecutive meetings of the Board, unless excused by the President, shall be deemed to have resigned. The vacancy thus created shall be filled by the Board of Directors.

ARTICLE IX. - MEETING NOTICES

1. Notice of the General Membership Meeting must be given no less than four weeks before said meeting. Such notice shall be included in the President's spring letter and/or included with the annual billing.
2. Time and location of the general meetings shall be decided at one of the Directors' Meetings.

ARTICLE X - FOUNDATION MEETINGS

1. The General Membership Meetings of the Foundation shall be held on such dates and at such places as may be selected by the Board of Directors or as set by the membership at the previous General Membership Meeting.
2. There shall be at least one General Membership Meeting a year. If there is only one meeting, it should be held as close to the middle of the summer as practical.
3. Special meetings of the Foundation may be called by the President at any time he or she shall deem necessary, provided proper notice is given to the members. The Secretary shall call a special meeting upon the written request of ten percent of the members of the Foundation, provided proper notice is given to the members. At special meetings there shall be considered only the business specified in the notice of the meeting.

ARTICLE XI. - QUORUMS AND VOTING

1. Quorums

a. Twenty-five percent of the membership shall constitute a quorum at any General Membership Meeting. In addition to those members in attendance at the meeting both mail-in ballots and proxies will count when determining whether there is a quorum.

b. A majority of the membership of a committee shall constitute a quorum at any committee meeting. A majority vote of the members present shall constitute the act of the committee.

c. Five members of the Board of Directors shall constitute a quorum at any Board Meeting.

2. Voting

- a. One vote per full membership.

b. Notification of meetings which contain issues to be voted upon must include a mail-in ballot and a proxy form pertaining to these issues.

c. Mail-in ballots and proxy forms must be mailed to the voting membership four (4) weeks prior to the General Meeting.

d. Mail-in ballots and signed proxies must be received by an officer prior to the start of the General Meeting.

e. Mail-in ballots and signed proxies will count towards a quorum on these issues.

ARTICLE XII. FISCAL YEAR

The fiscal year of the Foundation shall be January 1 to December 31.

ARTICLE XIII. - AMENDMENTS

These By-laws may be amended at any General Membership or special meeting of the Foundation by a vote of a majority of all the members in good standing provided that written notice shall have been included with the notice of the meeting.