

JOHNSON'S POND CIVIC ASSOCIATION

# BY-LAWS

AS REVISED SUMMER 1992

AMENDED JUNE 2015

**ARTICLE 1  
NAME**

The name of this organization shall be “JOHNSON’S POND CIVIC ASSOCIATION.”

**ARTICLE II  
PURPOSES**

SEC. 1. The Johnson’s Pond Civic Association is organized exclusively for charitable, scientific and education purposes. The Associations efforts are concentrated on promoting, educating, encouraging, protecting, and enhancing the recreational activities, public safety, and environmental qualities of life in and around Johnson’s Pond.

SEC. 2. The Association shall be non-political and non-sectarian as to its aims and membership and shall abide by the laws of the Constitution of the United States, the State of Rhode Island, and all other governing laws, rules, ordinances, and regulations.

**ARTICLE III  
TERRITORY**

The territory to be included within the jurisdiction of the Association shall be Johnson’s Pond and contributing streams up to the first obstruction.

**ARTICLE IV  
HEADQUARTERS**

The headquarters of the Association shall be conveniently located within the Town of Coventry in the State of Rhode Island.

**ARTICLE V  
MEMBERSHIP**

SEC. 1. All persons attaining the age of eighteen (18) years, interested in subscribing to the purposes of the association as outlined in Article II Sec. 1 above, and meeting one (1) of the following qualifications is eligible for membership in the Association:

- a. Reside on Johnson’s Pond (either own, rent or lease real property fronting on Johnson’s Pond); or
- b. Be a seasonal camper (either own, rent or lease real property or rent or lease campground space fronting on Johnson’s Pond); or
- c. Own water right(s)-of-way to Johnson’s Pond.

SEC. 2. All children of members and living in the member’s(s) household are members of the Association.

SEC. 3. Notwithstanding the above, any person who is a member as of (1 June 2015) shall be allowed to remain such.

SEC. 4. To be considered for membership, an application accompanied by one(1) year's dues must be submitted to the Executive Committee to determine eligibility. All applications that meet the requirements will be carried forward at the next scheduled meeting of the Association for consideration. A three-fourths (3/4) majority vote of the members present is required for membership approval. A member's spouse is automatically a member and is entitled to vote.

SEC. 5. Membership in this Association shall be available without regard to sex, race, color, creed, or national origin.

SEC. 6. Any member of the Association accused of conduct unworthy of membership may be subject to expulsion. Procedure for expulsion shall be:

1. Written notification of the alleged misconduct signed by ten (10) members in good standing must be submitted to the Executive Committee.
2. The accused shall be furnished reasonable notice and given an opportunity to be heard by the Executive Committee.
3. If after review of the facts it appears there is reasonable cause for expulsion, the Executive Committee will be required to produce a four-fifths (4/5) majority vote to carry forward the alleged misconduct to the membership for final dispensation at a regular meeting.
4. A four-fifths (4/5) majority vote of the members present is required for expulsion.

SEC.7. Compensation: Officers and Members shall not be entitled to receive compensation for their services or reimbursement of expenses for attendance at meetings and or events. Members shall not be precluded from serving the organization in any other capacity and receiving compensation for any such services or expense reimbursement for expense directly related to the purposes or activities of the Association.

SEC.8. Associate Membership: Any person, firm, association or corporation interested in subscribing to the purposes of the Johnson's Pond Civic Association shall be eligible to become an associate member of the association. An associate member will pay the same membership fee and can make a contribution of any amount to the association. Associate members are not entitled to a vote, or to hold any office.

SEC.9. Student Membership: Any student 21 years or under who is interested in subscribing to the purposes of the Johnson's Pond Civic Association shall be eligible to become an associate student member of the association. The student member fee will be \$5.00. The student member can make a contribution of any amount to the association. Student members are not entitled to a vote or hold any office.

## ARTICLE VI OFFICERS

SEC. 1. The elected officers of the Association shall consist of a President, Vice President, Secretary, and Treasurer. All Candidates for office shall have been members in good standing for at least (1) year. An elected officer shall hold an office until a successor is duly elected.

SEC. 2. **The President** shall be the Chief Executive Officer of the Association. He/She shall preside at all meetings, appoint all standing and special committee chairpersons who shall serve at his/her discretion unless otherwise provided by the By-Laws. He/She may vote to break a tie in a voice or roll call vote and vote as any other member in a ballot vote.

SEC. 3. **The Vice President** shall assume the duties and responsibilities of the President in the event of his/her absence or inability. He/She shall become President when a vacancy in the presidency occurs. He/She shall assume office with the intent of becoming President.

SEC. 4. **The Secretary** shall record in the minutes the business of the Association Meetings and executive board meetings. The Secretary shall carry on all correspondence of the Association, send out notices of all Association meetings, and perform all other jobs incidental and usual to that office.

SEC. 5. **The Treasurer** is custodian of all funds of the Association. The Treasurer receives and disburses funds (by check), gives an itemized report of receipts and disbursements at business meetings, sends out dues notices, keeps an accurate list of all Association members. All Association financial business shall be recorded and maintained utilizing Accounting Software. In addition, the Treasurer is responsible for annual filing with the Internal Revenue Service as well as State of Rhode Island Non-Profit annual report.

SEC. 6. All newly elected officers of the Association and members of the Executive Committee shall assume their duties following the annual meeting. All books, records, and monies shall be transferred to the newly elected officers within thirty (30) days of the annual meeting, but not before completion of the annual audit.

## ARTICLE VII EXECUTIVE COMMITTEE

SEC. 1. The Executive Committee shall consist of the elected officers of the Association and the Chairpersons of the Standing Committees and the immediate Past President. The Chairperson of the Executive Committee shall be the President of the Association.

SEC. 2. The Executive Committee shall be the policy-making body of the Association. It shall perform the specific duties stated herein. It shall have full power to fill vacancies of elected officers except in the case of President where the Vice President shall assume the duties of President.

SEC. 3. The Treasurer shall present an annual operating budget for approval by the membership at the first regular meeting of the year.

## ARTICLE VIII STANDING COMMITTEES

SEC. 1. The Association will have the following regular committees: **Water Affairs, Recreation, Publicity, Social, Fireworks, and Apparel.** Chairpersons of these committees will be appointed by the President for a term of one (1) year. The Chairperson of each committee shall be a member of the Executive Committee. (If Co-Chairpersons are appointed, the committee will be represented by one vote on the Executive Committee.) The Chairperson shall appoint at least two (2) other members to serve on his/her committee with the exception of the Publicity Committee. Meetings of the Committees shall be called by the Chairperson when necessary.

- A. **Water Affairs Committee.** The purpose of this committee shall be:
  - 1. To try and maintain, to the best of their ability, high water; and
  - 2. To encourage and promote boating safety and the enforcement of boating regulations; and
  - 3. To protect all environmental aspects of the Pond
  
- B. **Social Committee.** The purpose of this committee shall be to organize, provide, and run social and fundraising events for the members and/or guests.
  
- C. **Publicity Committee.** The 'duties' of this committee shall be to advertise any and all functions or news of the Association in the media and to otherwise cause public notice of the Association and Maintain and update the Association's website with all current events and activities and Distribute e-mails notifying members regarding Association news and events. The Chairperson shall secure a special sub-committee to assist in the publication of the Association's newsletter and Annual Ski Show booklet.
  
- D. **Recreation Committee.** The purpose of this committee is to suggest, organize, and promote recreational activities on the Pond.
  
- E. **Apparel Committee.** The purpose of this committee is to secure, store, and make available to the membership, items of apparel bearing the Johnson's Pond logo.
  
- F. **Fourth of July Fireworks Celebration Committee.** The purpose of this committee shall be:
  - 1. To run a capital fundraising campaign to cover all costs associated with the Association's annual Fourth of July Fireworks Celebration.
  - 2. To seek and maintain annual grants from government agencies to help defray the costs of required police and fire department details.
  - 3. To arrange required public health and safety Police and Fire Department Details and all required Town Permits.
  - 4. To hire and coordinate all aspects of the Pyrotechnics Company including signed contract and insurance verification.

SEC. 2. The Chairperson of each standing committee may prepare a plan of events and budget for his/her area of responsibility and submit to the Executive Committee for consideration at the first Executive Committee meeting after February 1.

SEC. 3. Upon Executive Committee approval, the annual plan and budget for a standing committee will be carried forward to the membership for consideration at the first regular meeting.

SEC. 4. After general membership approval of a standing committee's annual plan and budget, the Chairperson has the authority, upon approval of the Treasurer, to draw from his/her allocated budget to execute the activities detailed in his/her plan. The Chairperson shall deposit the funds received from any activity with the Treasurer within seventy-two (72) hours after the activity's completion. It shall be the Treasurer's responsibility to ascertain that a committee is operating within its budget and that activities are within the plan approved by the membership.

SEC. 5. The Chairperson of a standing committee shall submit a financial report and return to the general fund any outstanding balance in his/her allocated budget at the end of the season and prior to the annual meeting.

## **ARTICLE IX MEETINGS**

SEC. 1. A minimum of four (4) regular meetings of the Association will be held with at least one (1) meeting in the months of May, June, July, and August. The annual meeting and installation of officers will be held in late August. Additional meetings may be called by the President at any time.

SEC. 2. Special meetings shall be held at the discretion of the President or upon receiving a petition signed by twenty percent (20%) of the membership of the Association. Such meetings shall be called by the President or Secretary upon receipt of said petition. The Secretary must give written notice to all members stating the reason for a special meeting.

SEC. 3. A quorum sufficient to conduct business shall consist of fifteen (15) paid-up members of the Association present at a special or regular meeting of the Association.

SEC. 4. The meeting agenda shall be as follows: 1) Call to Order; 2) Reading and Approval of Minutes; 3) Treasurer's Report; 4) Reading of Correspondence; 5) Reports of Committee Chairpersons; 6) Unfinished Business; 7) New Business; 8) Approval of Membership Applications; 9) Closing of Meeting.

SEC. 5. A meeting attendance sheet shall be kept at all regular or special meetings of the Association.

## **ARTICLE X DUES AND ASSESSMENTS**

SEC. 1. The membership dues of the Association shall be Thirty Dollars (\$30.00) per year, payable April first for the period from April 1 thru March 31 of the following year. Members who have not paid their dues by August 1 shall lose their voting rights for the year.

SEC. 2. Any member whose payment of dues is more than one (1) year in arrears shall have his/her membership revoked.

SEC. 3. Each member shall be subject to additional assessments as the Association approves or determines at a special meeting. All members shall be notified by mail ten (10) days before the special meeting. A two-thirds (2/3) majority vote of the members present at a special meeting would be necessary to approve an assessment.

SEC. 4. Any member who fails, neglects, or refuses to pay his/her proportionate part of any special assessments within one year from the date of such assessment shall have his/her membership revoked.

## ARTICLE XI MONIES

SEC. 1. No money other than that budgeted and approved by the membership shall be paid or transferred from the treasury between meetings. However, the sum of One Thousand Five Hundred (\$1,500.00) dollars with no single amount greater than Five Hundred (\$500.00) dollars as necessary for the orderly conduct of business of the Association may be authorized at the discretion of the President of the Association.

SEC. 2. The Executive Committee shall appoint an Auditing Committee at least two (2) weeks before the annual meeting. The Audit Committee may perform an audit within a thirty (30) day period after the annual meeting for the fiscal year September 1 thru August 31.

SEC.3. Interim Contract Approval: The Executive Committee shall approve all contracts or other corporate action taken between the annual membership meetings in regards to initial expenditures relating to fundraising or event activities. These expenditures such as deposits and or necessary procurement of food or materials to produce the fundraising or event activity with knowledge that the event or activity will return the funds to the general treasury upon completion. Membership approval shall be required prior to any expenditure by the Executive Committee for the above purposes of One Thousand Five Hundred Dollars (\$1,500.00) or more.

Sec.4. Dissolution Clause: The Elected Officers, by a two-thirds affirmative vote of all officers, may recommend that the Association be dissolved and that the question of such dissolution be submitted to a vote at a subsequent meeting of members. Notice of the meeting shall highlight the question of dissolution. At the meeting, a two-thirds affirmative vote of members present and entitled to vote shall be required to approve a resolution of dissolution. Such a resolution shall direct the Elected Officers to prepare a dissolution plan for subsequent approval by the members as provided under Rhode Island law. Dissolution of the Association shall not be final until the members, by majority vote, shall have approved the dissolution plan, either at a meeting or by a binding mail referendum.

In the event that this Association disbands or dissolves, all assets shall be disbursed to one or more exempt or nonprofit organizations within the meaning of section 501 (c) (3) of the Internal Revenue Code, as directed by the Board of Directors under the dissolution plan.

## ARTICLE XII VOTING

A majority of members present shall decide any questions coming up before the Executive Committee or membership meeting, except as otherwise stated herein.

## ARTICLE XIII AMENDMENTS TO THE BY-LAWS

SEC. 1. No amendments to the By Laws shall be acted upon unless written notice thereof is given to the Executive Committee and the Executive Committee approves such amendment prior to its being submitted to the membership for adoption. A two-thirds (2/3) majority vote of members present shall be necessary for the adoption of any amendment.

SEC. 2. Before the adoption of any amendment, a notice in writing shall be sent to all members stating that the approval of the Executive Committee has been obtained and such notice shall be sent to the membership at least ten (10) days prior to the meeting of the Association at which said amendment shall be considered. Said notice shall state the nature of the amendment and article and section of amendment which is to be amended, added, or deleted.

## ARTICLE XIV NOMINATING COMMITTEE

SEC. 1. The Nominating Committee shall consist of three (3) members. Prior to the regular June meeting, the Executive Committee shall elect one (1) of its members to serve on the Nominating Committee. Two (2) members shall be nominated and elected from the floor at the regular June meeting.

SEC. 2. The Nominating Committee shall prepare a slate of candidates willing to serve as officers of the Association and present the slate at the July meeting to be voted on at the regular August meeting.

SEC. 3. Additional nominations for office will be accepted from the floor at the July and August meetings.

SEC. 4. Election and installation of officers shall take place at the regular August meeting.

## ARTICLE XV PARLIAMENTARY AUTHORITY

All meetings shall be conducted according to rules of parliamentary law, "Roberts' Rules of Order Newly Revised" being the authority unless otherwise specified herein.