

THE NARROWS POND IMPROVEMENT ASSOCIATION (NPIA) CORPORATION

BY-LAWS

1. The name of the corporation is the NARROWS POND IMPROVEMENT ASSOCIATION CORPORATION, incorporated in the State of Maine as a non-profit corporation, hereinafter referred to as the “NPIA”. This is a non-stock, non-profit corporation; formed pursuant to Title 13 M.R.S.A. Chapter 81, 1964. As a non-stock corporation the members have no financial interest in the NPIA.
2. The purpose of the NPIA is to preserve and improve the water quality and otherwise protect the future of the Narrows Ponds.
3. The property, business, and finances of the NPIA shall be managed by the NPIA Board of Directors. The Board of Directors shall be 9 in number with 4 representatives from the Lower Narrows and 4 representatives from the Upper Narrows; plus the Manager of the Winthrop Water District. Members of the Board shall serve two-year terms and shall be elected at the NPIA Annual meeting, with half the Board members being elected each year. Members of the Board must be members in good standing of the NPIA at the time of their election to the Board. The Board may from time to time increase or decrease the number of Board members by vote of the membership, although the Board membership may not be less than 9 and must maintain equal representation of the Upper and Lower Narrows Ponds.
4. Meetings of the Board shall be held at the call of the Board President and there shall be a minimum of four Board meetings each year.
5. The Officers of the NPIA shall be: President, Vice President, Treasurer, and Secretary. The Officers shall serve two-year terms and shall simultaneously serve as Directors. There is no limit to the number of two-year terms a Board member or Officer may serve.
6. The President shall have the general control and management of the NPIA, subject to any specific power delegated by the Board of Directors and shall preside at all

meetings of the NPIA membership and Board of Directors.

7. The Vice-President shall assume the powers of the President in the President's absence or disability and shall have such powers as may be delegated by the President or Board of Directors.
8. The Treasurer shall keep accurate records of the NPIA membership, and all monies received and paid out and shall have custody of all NPIA property. The Treasurer shall deposit all funds received in a financial institution chosen by the Board. All funds shall be paid out as directed by the NPIA Board of Directors. The Treasurer shall report on NPIA's financial condition at the Board meetings, at the Annual Meeting of the NPIA and at other times as directed by the Board.
9. The Secretary shall keep a record of all meetings and will send out notices of upcoming NPIA meetings. Notices of meetings may be sent electronically to all NPIA members.
10. A Nominating Committee of 5 active members of the NPIA shall be appointed by the President in June of each year. The Nominating Committee shall be responsible for presenting a list of candidates for each open Board position/Board office position to be voted upon at the NPIA Annual Meeting. All Officers and Directors shall be elected at an annual meeting and shall commence their two-year terms at the conclusion of the annual meeting.
11. A majority of the Board of Directors shall constitute a quorum to transact the business of the Corporation.
12. NPIA membership shall be open to any individual, household, business, or organization interested in promoting the purpose of the NPIA by paying the applicable annual membership fee. The Board will establish the annual membership fee for each category of membership: individual, household, business, or organization.
13. An NPIA Annual Meeting shall be held on the first Sunday of August at a time and place to be announced. Notice of the Annual Meeting will be distributed at least three weeks prior to the date of the meeting. Members may participate in person or by electronic means as determined by the Board.

14. The NPIA will not practice or permit discrimination on the basis of race, color, sex, sexual orientation irrespective of gender identity, physical or mental disability, religion, ancestry, or national origin.

15. These By-Laws may be amended at any Annual Meeting by a vote of the majority of the membership present.

July 10, 1977

REVISED DRAFT

9/3/25

REVISED DRAFT 2

1/20/26

REVISED DRAFT 3

3/1/26