

PROPOSED BY-LAWS OF NORTHPORT VILLAGE CORPORATION

Draft as of 7/15/07

President

The President of Northport Village Corporation (hereinafter "Village") shall be elected annually by the voters of the Village. The President shall be the chief executive officer of the Village. The President shall have the power, and it shall be the President's duty, to carry out the instructions given at any legal meeting of the Village or the Board of Overseers. This shall include providing for the supervision of employees of the Village, and entities providing services to the Village.

The President shall publish in accordance with the public access laws the agenda for each meeting of the Board of Overseers.

The President shall appoint the members of such standing and ad hoc committees with the advice and recommendation of the Board of Overseers.

Should any emergency arise in the intervals between the meetings of the Board, the President shall have the authority to call emergency meetings of the Board of Overseers, and if a quorum cannot be assembled in a timely manner to respond to the circumstances of the emergency, the Overseers may waive the duty to conduct such meetings in person and may allow participation by phone. The President in such emergencies shall have authority to take only such minimal actions reasonably necessary for the preservation of the corporate property, and the preservation of health and safety of the public and private property within Village boundaries.

Chairman

A Chairman shall be elected by the Overseers from amongst their members at the organizational meeting following the Annual Meeting, and in the absence of the President shall have all of the duties and powers of the President until such time as the President shall return. Otherwise, the Chairman has no other specific duties or authority not possessed by other Overseers.

Treasurer

The Treasurer shall be elected annually by the voters of the Village. The Treasurer shall have the custody of the money of the Village, and shall deposit same in banks authorized by the Board of Overseers. The Treasurer shall be bonded as the Board of Overseers may direct. The Treasurer shall pay out money consistent with the terms and directions of the warrants for payment authorized by the Overseers. The Treasurer shall keep proper books of account, and shall, with the assistance and participation of the Board of Overseers, present at the Annual Meeting the Proposed Budget for the consideration and approval of the villagers. At that Annual Meeting, the Treasurer shall render a report of the financial standing of the Village; including, but not limited to, a statement of income and disbursements. The Treasurer shall submit a report at regular meetings of the Board of Overseers which reports shall state the financial status of the Village with respect to its assets and liabilities.

Clerk

The Clerk shall be elected annually by the voters of Village. In accordance with the Charter of the Village, the Clerk shall be a resident of the State of Maine . The Clerk shall have custody of the Corporate seal and records of meetings of the Overseers and their actions. The Clerk shall see that public notices are posted and placed in local newspapers as requested by the Board of Overseers.

Overseers

A Board of seven (7) Overseers shall be elected annually at the Annual Meeting of the Village. The Overseers are the municipal officers of the Village and shall have general charge of the affairs of the Village, and may make and authorize such expenditures for general corporate purposes as they may think advisable or necessary. They shall have power to enter into a contract for supply of utilities and services. They may establish a Police Force and a Fire Department, and appoint members of same. They shall render their advice and consent to the President as to who should be appointed to the standing and ad hoc committees of the Village.

Vacancy

[quoting section 16 of the Village Charter]: In the event of the death or resignation of any officer or overseer, [that] place may be filled by vote of a majority of the Board of Overseers, and the new officer or overseer so elected shall hold [that] office until the next annual meeting, or until [a] successor is elected and qualified.

Standing and Ad Hoc Committees

There shall be appointed by the President of the Village, consistent with the advice and recommendation of the Board of Overseers, such committees as are deemed necessary. Each committee shall elect its own Chairman. Committee members shall be drawn from the eligible voters in the Village. The following committees shall be appointed at the first organizational meeting after the Annual Meeting of the Village:

- A. Utilities Committee. The members of said committee shall be appointed in accordance with the terms and conditions of the Utilities Ordinance duly adopted by the Village, as amended from time to time.
- B. Finance Committee.
- C. Safety Committee.
- D. Facilities Committee.

The President shall appoint, with the advice and recommendation of the Board of Overseers, a Nominating Committee no later than June 30 of each year.

The President shall appoint, with the advice and recommendation of the Board of Overseers, a Voter Registration Committee no later than June 30 of each year.

If the Overseers determine that an ad hoc committee ought to be organized and appointed to serve the Village purposes, the President shall appoint, with the advice and recommendation of the Board of Overseers, any such ad hoc committee and identify the terms and conditions of membership thereon.

It shall be the duty and responsibility of the each standing and ad hoc committee to publish in accordance with the public notice laws the agendas for any meetings of the each said committee.

Meetings

All Meetings of the Overseers or any standing committee of the Village shall be public meetings and shall be conducted in accordance with the requirements of the 1 Me. Rev. Stat. Ann. §§ 401 et seq. As such, they shall be conducted in person, and open to the public, subject to the limited executive session requirements of the law. These provisions cannot be waived even in the event of emergency meetings permitted above.

The Board of Overseers shall meet no less frequently than once a month, with the exception that the Board may determine whether a meeting will be necessary in December. At the first Organizational Meeting of the Overseers after the Annual Meeting, the Overseers shall identify and declare the day of the week when such meetings will usually occur so as to assure a quorum at all meetings. A majority of the Overseers shall be a quorum for the transaction of business. Additional or Special meetings may be called at any time with notice by the Board of Overseers, or in the event of an emergency as set forth above

All notices of all meetings of the Overseers shall be posted in accordance with the requirements of the laws of the state of Maine . At a minimum, the notices shall be posted in four (4) conspicuous places within the territorial limits of the village. All notices shall identify the purpose and agenda items known at the time of posting.

Annual Meeting

In accordance with the State authorized charter for the Village, the Annual Meeting of the Village shall be held on the second Tuesday of August of each year. Seven (7) days prior to such meeting, the President and Clerk, or either of them, shall cause notices to be posted in four (4) public places within the territorial limits of the village, and in a newspaper of general circulation in the geographic area of the Village, the notices stating the time and place of such meeting. A warrant shall be posted seven (7) days prior to the Annual Meeting alerting voters as to specific issues to be voted upon.

Items shall be added to the Warrant for the Annual Meeting by the Overseers if present by a written petition signed by at least fifteen (15) persons authorized to vote at the Annual meeting. Such petition to be accepted must be presented to the Overseers no later than 30 days prior to the Annual Meeting. Such citizen initiated warrant items shall be identified as such on the Warrant.

Registration of Voters

The Overseers, with the assistance of the Voter Registration Committee shall schedule an opportunity for villagers to register to vote at the Annual Meeting. Such opportunity shall be publicly noticed by posting in four (4) conspicuous places in the Village. The Voter Registration Committee shall assure that prior to such opportunity, a current list of registered voters shall be obtained from the Town of Northport . On the day of the annual meeting, the Registration Committee shall accept new registrations beginning at least one hour prior to the start time of the Annual Meeting.

Prevention of Fires

The Board of Overseers shall have power to make regulations providing for the manner in which any explosive or illuminating substance, which said Overseers judge to be dangerous to the lives or safety of the citizens, shall be kept. Said Board of Overseers may also prescribe penalties for breach of such regulations, not in excess of the penalties permitted by statute.

Police Officers

The Board of Overseers may appoint and fix the compensation of the police officers. Such appointment shall be in writing, signed by a majority of the Overseers, and recorded by the Clerk, and shall be for such time not exceeding one year as the Overseers shall determine. The Overseers shall have power to remove any police officers so appointed when they shall deem that the interests of the village require such removal.

Fire Department

The Overseers shall have power to prescribe rules and regulations for the care and management of the fire department, and one vested with authority to purchase from time to time, as may be needed, supplies for existing apparatus, and to repair the same. They may appoint officers and personnel for the management and control of the department, and may prescribe the rank, powers and duties of such appointees, and their compensation. The Chief of the fire department shall make the inspections required by statute, and shall report any violations thereof to the President.

Village Agent

The Board of Overseers shall have the power to appoint and fix the compensation of a Village Agent, who preferably (but not necessarily) should be a permanent resident within the territorial limits of the village. The Village Agent shall act under the direction of the Overseers as defined by his contract with the Village, or as modified at the periodic meetings of the Overseers. Between meetings his work shall be directed by the President, or Chairman in the absence of the President.

Wharfmaster

The Board of Overseers shall appoint annually a Wharfmaster, who shall perform all of the duties regarding and shall have the authority with respect to the Wharf and waterfront property of the Village set forth in any waterfront regulations and rules duly adopted by the Overseers.