

**BY-LAWS OF
THE VIENNA TOWN HOUSE COMMITTEE**

DATE ACCEPTED: June 4, 2007

**ARTICLE I
COMMITTEE NAME**

SECTION 1: The name of this committee shall be the Vienna Town House Committee, hereinafter referred to as the "Committee."

**ARTICLE II
PURPOSE**

SECTION 1: The purpose of this committee is to act as stewards of the Dorothy S. Waugh Irrevocable Trust for the Town of Vienna, hereinafter referred to as the "Trust," and to facilitate the preservation, maintenance and upkeep of the Vienna Town House.

The Committee shall:

1. Adhere to the terms of the Trust to ensure the preservation, maintenance and upkeep of the Vienna Town House.
2. Determine to the best of its ability, given the guidelines of the Trust, what are appropriate expenditures from the Waugh Trust for the Vienna Town House.
3. Develop lists of priorities and act to accomplish each task as the Waugh Trust funds become available.
4. Advise the Selectmen regarding all purchases and disbursements necessary or desirable for the preservation, maintenance and upkeep of the Vienna Town House.
5. Do or cause to be done all other things necessary for the preservation, maintenance and upkeep of the Vienna Town House.

**ARTICLE III
MEMBERSHIP**

SECTION 1: Membership in the Committee shall be comprised of twelve (12) members appointed by the Board of Selectpersons.

SECTION 2: Membership shall consist only of residents of Vienna, Maine who shall:

1. Attend regular and special meetings.
2. Have the right to vote, to participate in the conduct of the business of the Committee, and to hold office.
3. Each member shall have one (1) vote.

SECTION 3: Members shall immediately notify the Secretary of this Committee of changes in their address.

SECTION 4: A member may resign from the Committee at any time by signifying his or her intentions in writing to the Chair.

**ARTICLE IV
GOVERNMENT / ELECTIONS**

SECTION 1: The power and authority to transact all business of this Committee is vested in the Executive Committee, which is comprised of the elected officers, subject to the power and authority of the Members while in a general meeting of this Committee.

SECTION 2: OFFICERS: The officers of this Committee shall consist of a Chair, Vice-Chair, Secretary and Treasurer.

SECTION 2a: FILLING OF VACANT OFFICES: If a vacancy occurs in the office of Chair, the remainder of the term shall be filled by the Vice-Chair. If a vacancy in the office of the Vice-Chair, Secretary or Treasurer occurs, the remainder of the term shall be filled at the discretion of the Committee, by a majority vote of the Committee.

SECTION 2b: ELECTIONS OF OFFICERS: Officers of this Committee shall be elected for a term of one (1) year. Beginning in January 2007, the election of the Chair, Vice-Chair, Secretary, and Treasurer shall be every year.

SECTION 3: MEMBERS: The members of this Committee shall consist of residents of the Town of Vienna, Maine.

SECTION 3a: ELECTIONS OF MEMBERS: There will be no term limits for any Committee member. Committee members can retain their position for as many years as desired provided they are duly nominated and elected by a majority vote.

SECTION 3b: FILLING OF MEMBER VACANCIES: If a vacancy occurs in membership a notice will be put in the Vienna Record and the bulletin board at the Vienna Town House. Open posts will be filled by a majority vote of approval by the Committee and appointment by the Board of Selectpersons.

ARTICLE V DUTIES OF OFFICERS

SECTION 1: CHAIR: The Chair shall normally preside at all meetings of the Committee. The Chair shall be a member ex-officio of all sub-committees and shall initiate and effectuate plans which, in the Chair's judgment, are in the best interest of the Committee. The Chair shall appoint all sub-committees of this Committee unless the method of selection is otherwise directed or provided for. The Chair shall assign tasks to members of the Executive Committee and sub-committees that are within the scope of these by-laws.

SECTION 2: VICE-CHAIR: The Vice-Chair shall be the direct assistant to the Chair and shall act for the Chair in his/her absence. The Vice-Chair shall assist and advise the Chair in all matters pertaining to this Committee.

SECTION 3: SECRETARY: The Secretary shall be responsible for the custody of official papers, proceedings and ballots of this Committee and the record of its proceedings. The Secretary shall give notice of meetings as directed by the Chair. The Secretary shall record and prepare minutes of all meetings of this Committee. The Secretary will communicate with Bangor Savings Bank and report to the Committee.

SECTION 4: TREASURER: The Treasurer shall be responsible to communicating with the Treasurer of the Town of Vienna regarding the Trust and will give a report at each regular meeting of the Committee, regarding income and expenditures of the prior month with a final balance.

SECTION 5: EXECUTIVE COMMITTEE: Shall serve as required to represent the general membership in the transaction of all business before the TOWN of VIENNA SELECTMEN.

ARTICLE VI MEETINGS

SECTION 1: Meetings of this Committee shall normally be held once a month. There will be one annual meeting in January for the election of officers. The Chair may call special meetings of this Committee.

SECTION 2: COMMITTEE MEETINGS:

1. Regular meetings: The Committee shall hold regular meetings at such time and place, as it shall resolve.
2. Special Meetings: The Committee shall hold special meetings upon call of the Chair. Upon request of two or more members, the Chair shall call a meeting of the Committee.

SECTION 3: NOTICE, QUORUM & VOTING:

1. Notice: Members shall be given notice of all meetings of this Committee in writing or verbally a minimum of one (1) week in advance of said meeting.
2. Quorum: Six (6) of the Committee Members shall constitute a quorum for the transaction of business.
3. Voting: Two-thirds majority of the Committee members present at any meeting will be required to carry a motion.

SECTION 4: PARLIAMENTARY PROCEDURES: Parliamentary procedures shall be in accordance with these by-laws and Robert's Rules of Order, Revised. A parliamentary may be appointed by the Chair to advise/assist on such matters.

**ARTICLE VII
MISCELLANEOUS**

SECTION 1: If any of the provisions of these by-laws or any rule or regulation is held as a violation of existing law, the other provisions of the by-laws, rules and regulation shall be separable and in full force and effect.

SECTION 2: Neither this Committee nor any of its members shall discriminate nor shall they be discriminated against by reason of race, color, national origin, sex, age or disability.

**ARTICLE VIII
AMENDMENTS**

SECTION 1: These by-laws may be amended, repealed, or new by-laws may be adopted by a two-thirds majority of the members present at any meeting or special meeting called for the purpose of amending, repealing, or adopting new by-laws.