

**BYLAWS
OF THE
STONE RIDGE ROAD
ASSOCIATION, INC
A MAINE NON-PROFIT
CORPORATION**

BYLAWS
OF THE
STONEY RIDGE ROAD ASSOCIATION, INC.
A Maine Non-Profit Corporation

ARTICLE I

Section 1. Name: The name of the Corporation shall be Stoney Ridge Road's Association, Inc.

Section 2. Purpose: The Corporation is organized for all purposes permitted under the Maine Non-Profit Corporation Act, 13-B M.R.S.A. and specifically the purposes of the Corporation shall be to own land and to construct and maintain thereon a roadway which will connect a town way, namely the Stoney Ridge Road, to homes and land in the vicinity of Stoney Ridge Road and to conduct any lawful activity necessary to the accomplishment of this end. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 3. Location: The location shall be and is located and shall have its principal office in Eddington, County of Penobscot, State of Maine, or elsewhere as the Board of Directors may appoint or the business of the Corporation may require

Section 4. Seal: The corporate seal shall be circular in shape and include the words "Stoney Ridge Road Association, Inc." and the year of its incorporation.

ARTICLE II

Section 1. Membership: Membership in the corporation shall be open to any person, partnership, corporation or other legal entity owning or leasing real estate in the vicinity of Stoney Ridge Road located in Eddington, Maine, and using the common roadway located on the land owned by the corporation. Members shall have the rights, duties and obligations as hereinafter provided. Each Lot cannot have more than one (1) Member of the Corporation. Multiple Lot owners can have one (1) vote for each Lot with a maximum of three (3) votes. There shall be one (1) class of membership.

*** Section 2. Dues and Assessment** Dues shall be assessed against each member of the Corporation at the rate of, one hundred Dollars (\$100.00) twice annually and shall be payable May 1 and October 1st of each year. The dues may be adjusted from time to time by those members of the corporation present and voting at any duly called meeting. Other assessments may be made against the membership by a majority vote of members of the corporation present and voting at any duly called meeting. **(Amended, SEE EXHIBIT F, JUNE 7, 2017.)**

Section 3. Dues and Assessment for Lessee(s): Any landowner that leases land is responsible for collecting dues and fees from the lessee(s) and paid to the Association by May 1st and October 1st of each year in accordance with Section 2.

If any lessee(s) is living in the camp during the winter, they are to pay the snow plowing assessment to the Stoney Ridge Road Association Inc. If the lessee(s) fail to do so, an additional rental payment equal to the snow plowing assessment will be due on November 18th of each year. This amount will be increased annually to reflect any increase in the snow plowing assessment by the Association as determined by a majority vote of members of the Association and voting at any duly called meeting.

*** Section 3A. Non-Payers : Steps to be taken against Non- Payers (SEE EXHIBITS C, D AND E) Amended. 7 June 2011:**

Section 4. Selling of Land: The landowners of the Association have agreed that any land sold by them which uses the Stoney Ridge Road shall include in language in the deed stating that the new owner,(s) of said property will become members of the Association and shall be responsible for all Dues and Assessments due the Association.

Section 5. Insurance and Liability: The Association shall carry a One Million Dollar (\$1,000,000.00) liability insurance policy which said policy shall be paid for by the dues. (The Association shall not be responsible for the condition of the-roadways it owns or has easements over from frost in to frost out from year to year).

Section 6. Voting: Any member who has paid his or her dues and any other assessments established in accordance with Section 2 or 3 of this Article shall be entitled to vote at any meeting of the membership. There is to be one (1) vote for each parcel of property owned or leased

ARTICLE III

Section 1. Directors: The administration of the Corporation shall be vested in a Board of Directors which shall be composed of three (3) Directors, all of whom shall be members of the Corporation. Three (3) Directors shall be elected by the members upon the adoption of these Bylaws to serve until the annual meeting. At the first annual meeting two (2) Directors shall be elected by a majority of the members present and voting at said annual meeting to serve for two (2) years or until their successors are elected and qualified; thereafter two (2) Directors shall be elected for a two (2) year term and the third Director shall be elected, at the first annual meeting for one (1) year.

The Directors shall serve until his or her successor is elected or qualified. Thereafter, the third Director shall be elected for a two (2) year term until successors are elected and qualified. Said Directors shall be elected by receiving a majority of the votes of the members present and voting at the annual meeting. The number of Directors can be increased or decreased by the Members of the Association by a vote of 3/4 of the Members of the Association present and voting at any duly called meeting.

Section 2. Vacancies: Vacancies of any of the Directors' positions shall be filled at a special meeting of the Corporation. Prior to such special meeting, a vacancy shall be filled by a unanimous vote of the Directors present at any meeting of the Board, but only until their successor is elected at a duly called meeting of the Corporation by a majority" of the members present and voting, and the successor is duly sworn.

Section 3. Powers: The Board of Directors shall have, along with its other rights, duties and obligations, the supervision of and be responsible for all affairs and property of the Corporation and shall inspect as often as may be desired all records, books and accounts of the Corporation. It shall transact all business on behalf of the Corporation and its decisions shall, in all cases, be final unless an appeal there from be made and sustained by a majority of the voting members present and voting at any properly called meeting of the Corporation. It may employ such personnel and affix the compensation thereof as it deems necessary or expedient from time to time, and it may be formal action, delegate specific authority of the Board to such personnel or to committees as provided under Title 13-B M.R.S.A. § 709 (1964), as amended. (Tax Forms for the Association which is a non-profit organization, must be filed by April 1st of each year. Any business conducted for and dealing with the Association must use the Association Tax number which is: In addition to the foregoing, the Board shall have the power to accept for and on behalf of the Corporation any contributions, appropriations or grants-in-aid, from whatever source, that maybe tendered in monies, goods, real or personal property, or services for the work of the corporation. It may pledge the faith of the Corporation, with or without security, if occasion should arise in the pursuance of its work.

Section 4. Removal: Any Director can be removed pursuant to Title 13-B M.R.S.A. § 704 and § 704-A, as the same may be amended from time to time.

ARTICLE IV

Section 1. Officers: The officers of the Corporation shall be President, Vice-President, Secretary, Treasurer and Clerk, all of whom shall be elected by the Board of Directors and shall serve for a term of one (1) year or until their successors are duly elected and qualified; however, the officers of the Corporation elected upon the adoption pf these Bylaws shall serve until the first meeting of the Board of Directors following the annual meeting of the members of the Corporation.

Section 2. Vacancies: Any vacancies in an elective office may be filled by the Board of Directors at any meeting, but only for the remainder of the term so vacated.

Section 3. President: Unless otherwise designated by the Board, the President shall be the Executive Officer of the Corporation. He or she shall preside at all meetings of the Corporation and shall be an Ex-Officio member of all committees. He or she shall have the authority to sign checks drawn on any accounts maintained by the Corporation and, upon formal action by the Board, he or she shall have authority to execute any and all legal instruments given on behalf of the corporation. He or she shall, if required by the Board, give such surety bond as may be required at the expense of the Corporation, and shall be a co-signer with the Treasurer on all notes and mortgages. He or she shall have the power to call meetings of the Board of Directors and shall make a full and complete report of the work of the Corporation and the actions of the Board of Directors at such annual meetings of the Corporation.

Section 4. Vice-President: The Vice-President shall have the full power and duty of the President in the absence or disability of the President.

Section 5. Secretary: The Secretary shall attend all meetings of the Corporation and of the Board of Directors and shall keep accurate records of all business transactions at such meetings. He or she shall keep an accurate record of the membership of the Corporation; he or she shall give adequate notice to all members in advance of the annual meetings and any special meetings of the Corporation, and he or she shall make a full report of the membership status of the Corporation at each annual meeting. At the request of the President, and as otherwise provided herein, he or she shall give adequate notice of all meetings of the Board of Directors. For the purposes set forth herein, "adequate notice" shall mean at least sufficient time to reach the person's place of business or residency under normal conditions, at least one day prior to a meeting, unless otherwise agreed or waived. The records of the Secretary shall be turned over to the Clerk, who shall retain the records; A Secretary Pro Tempora may be elected by a simple majority at any meeting to serve for that meeting in the absence of the Secretary.

Section 6. Treasurer: The Treasurer shall be the custodian of all corporate funds. He or she shall receive all corporate funds, depositing the same in the name of the Corporation in such bank or trust company as may be designated by the Board of Directors, and shall keep an accurate record of all receipts and disbursements. He or she shall be a co-signer with the President on all notes and mortgages and may, upon the discretion of the Board of Directors, execute all of the legal instruments given on behalf of the Corporation, and shall, if required by the Board, give such surety bond as may be required at the expense of the Corporation. He or she shall give a full report of the financial status of the Corporation at each annual meeting and, upon request, at any meeting of the Board of Directors. He or she shall have the authority to sign checks drawn on any accounts maintained by the Corporation.

Section 7. Clerk: The Clerk shall maintain all records of the Corporation and file all necessary reports with all governmental agencies. The Clerk shall be the custodian of the corporate seal.

Section 8. Absences: In the absence of any officer from a meeting at which his or her presence is necessary for the orderly conduct of the business thereof, the chairman may appoint a temporary substitute therefore

Section 9. Other Personnel: The Board of Directors may establish such other personnel as it may deem necessary for the orderly conduct of the Corporation.

Section 10. Committees: The Board of Directors shall have the right to establish such Committees as it deems appropriate and necessary for the orderly operation of the Corporation

Section 11. Removal: Officers may be removed in accordance with Title 13-B M.R.S.A. § 711, As the same may be amended from time to time .

ARTICLE V

Section 1. Indemnification: The Corporation shall indemnify any director or officer or former director or officer of the Corporation, or any person who may have served at its request as a director or officer of another corporation in which it owns shares of capital stock or of which it is a creditor, against expenses actually or reasonably incurred by him or her in connection with the defense of any action, suit or proceeding in which he or she is made a party by reason of having been such director or officer, except in relation to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of duty to the Corporation. Such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled under any Bylaws, agreement, vote of members or otherwise.

ARTICLE VI

Section 1. Compensation. Neither the Directors nor the Officers of the Corporation shall receive compensation for their service, but shall, however, be reimbursed for their expenditures in relation to fulfilling their obligations to the Corporation.

ARTICLE VII

Section 1. Annual Meeting: The Annual meeting of the Corporation shall be held at Comins Hall, Eddington, Maine, or in some other suitable location at 7:00 P.M. on the third Tuesday of March each year, except the first meeting shall be held as part of the organizational meeting. A notice of the place, time and date of such meeting shall be sent to all members who were present at the prior meeting, and to new members since said annual meeting. The Clerk shall send notices to their last known addresses.

Section 2. Special Meetings: By vote of the Board of Directors upon written petition of at least five (5) voting members of the Corporation, it shall be the duty of the President to call a special meeting of the Corporation at such time and place as may be designated by the Board of Directors as the petitioners, as the case may be, and the Secretary shall give notice thereof in the same manner as the annual meeting. Only such business as has been clearly set forth in the notice there for shall be transacted at this special meeting of the Corporation.

Section 3. Proxy: There shall be no voting by proxy at any annual or special meeting of the Corporation. The President may allow non-voting members and invited guest to take part in discussions before any meeting so long as the decorum thereof is not unduly disturbed.

Section 4. Directors' Meetings: The Board of Directors shall meet immediately following the annual meeting each year to elect the officers and transact such business as may properly come before the meeting. It shall also meet, subject to the call of the President, or upon the written petition of at least two (2) of its members mailed to all other Directors, as often throughout the year as may be deemed necessary by the President or other members of the Board.

Section 5. Quorum: A quorum shall be defined under Title 13-B Maine Non-Profit Corporation Act.

Section 6. Procedure: Robert's Rules of Order shall govern the conduct of any meetings unless inconsistent with these Bylaws or the laws of the State of Maine.

ARTICLE VIII

Section 1. Amendments: These Bylaws may be repealed or amended at any meeting of the voting members of the Corporation by two-thirds vote of those members present and voting, provided notice of the proposed action, setting forth the substance thereof, has been given to all voting members with the call of the meeting.

Section 2. Amendments: Whenever the Board of Directors or five (5) or more active voting members of the Corporation recommend in writing that the Bylaws be amended, the President shall direct the Secretary to send out notice of the proposed action as hereinbefore set forth.

Stoney Ridge Road Association Inc.

EXHIBIT A

Purpose: The Corporation is organized for all purposes permitted under the Maine Non-Profit Corporation Act, 13-B MRSA and specifically the purpose of the corporation shall be to own land and to construct and maintain thereon a roadway which will connect to a town way, namely the Stoney Ridge Road and to conduct any lawful activity necessary to the accomplishment of the end. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office

Stoney Ridge Road Association Inc.

EXIBIT B

Membership: Membership in the corporation shall be open to any person, partnership, corporation or other legal entity owning or leasing real estate in the vicinity of Stoney Ridge Road located in Eddington, Maine, and using the common roadway on the land owned by the corporation. Members shall have the rights, duties and obligations as Hereafter provided. Each Lot cannot have more than one (1) Member of the corporation. Multiple Lot owners can have one (1) vote for each Lot with maximum of (3) votes. There shall be one (1) class of membership.

Stoney Ridge Road Association Inc.

* EXHIBIT C

ACTION THAT MAY BE TAKEN AGAINST NON-PAYERS

A. What action can be brought into play in cases of Non-Payers? The status reads; The President or Chairman of the Board chosen under **Maine Law 23 section 3101, 3102, 3103 and 3104**, with respect to the private road, private way or bridge, has the powers of a road commissioner. If any owner, on requirement of the president or board, neglects to furnish that owner's proportion of labor, material or money, the same may be furnished by the other owners and recovered of the owner neglecting to pay in a civil action, together with costs of suit and reasonable attorney's fees.

B. What civil action? The more typical course is bringing a small claims court action. Once a judgment is obtained, then a writ of execution may be readied at the Registrar of Deeds to be a lien on the property. Notice of the recorded lien must be given in accordance with statute.

C. What may be collected? Assessment plus cost of suit and reasonable attorney's fees may be collected.

D. What documentation will be required? The statute reads. Money recovered under **Maine Law 23 sections 3101, 3102, 3103 and 3104**, is for the use of the owners. In any process for its recovery, a description of the owners in general terms as owners of parcels and land benefited by the [private road, private way of bridge, clearly describing the private way or bridge, is sufficient.

E. Does the obligation to pay survive of death or transfer of interest of an owner? YES. The statute reads. Such process is not abated by the death of any owner or y the transfer of any owner's interest.

F. a copy of Maine Law 23 sections 3101, 3102, 3103 and 3104, is available for review at (Stoney Ridge Road Association Inc. P.O. Box 304, Eddington, Me. 04428)

**Stoney Ridge Road Association Inc.
P.O. BOX 304
EDDINGTON, MAINE 04428**

*** EXHIBIT D**

30 DAY NOTICE OF OVERDUE ROAD DUES

TO: Mr. &/ or Ms. _____

It has been brought to our attention, of an oversight that may have occurred. Our records currently indicate that you are behind in your Road Dues as of _____ in the amount of \$_____. You are requested to please bring this account up to date as soon as possible, but not later than _____. After which date the Association will take the necessary steps. To file a Tax Lien against said property for the overdue Road Dues In accordance with **Maine Law 23, Section 3101, 3102, 3103, 3104, plus any additional costs incurred for processing said action.**

Thank You for your prompt attention to this matter.

Sincerely

**Stoney Ridge Road Association Inc.
President**

**.Stoney Ridge Road Association Inc
P.O. Box 304
Eddington, Maine 04428**

*** EXHIBIT E**

NOTICE OF NON-PAYMENT OF ROAD ASSOCIATIONS DUES

I _____ President of Stoney Ridge Road Association Inc. of Eddington, Maine and after being duly sworn and under oath, states that the following is true based upon his knowledge and the records of the Association.

1. I am the President of the Stoney Ridge Road Association Inc of Eddington, Maine

2. The Stoney Ridge Road Association Inc. is a road association created and existing pursuant to Maine law at 23 M.S.R.A. section 3101 to 3104 and an annual meeting was properly called and held _____ for a twelve-month period from 24 May _____ to 23 May _____ for the purpose of maintaining Stoney Ridge Road and Barker Ridge and Rocky Ledge and Brook Way in Eddington, Maine and the assessment of maintenance fees on the property owners on said roads as provided for in said state

3. _____ and _____ are owners of land on _____ pursuant to a deed to them dated _____ and which is recorded in the Penobscot County Registry of Deeds in Book _____ page _____.

4. Said owners have refused, and continue to refuse, to pay the assessments of \$ _____ for the year beginning Date _____ Year _____, and ending Date _____ Year _____, which was due to be paid but Date _____ Year _____.

5. The Stoney Ridge Road Association Inc., pursuant to 23 M.R.S.A. sections 3103 and 3104, has the authority and standing to enforce the payment of and to collect the assessment plus interest and costs.

6. Notice is hereby given that said current owners and any new owners of the lot, if said assessment, interest and cost are not paid are subject to the rights of the Association to seek full payment of the unpaid assessments, interest and costs, which is a debt that runs with the land.

7. Anyone interested in obtaining additional information or a release of this lien may contact _____, President, **Stoney Ridge Road Association Inc. Eddington, Maine 04428**, Telephone Number 207-_____- E-MAIL, _____

Date _____ Year _____

President / Road Commissioner

State Of Maine
County of Penobscot

Date _____ Year _____

Personally appeared the above named _____ and made oath that the foregoing affidavit is based upon personal knowledge and is true and correct and that to the extent is based on information and belief that he believes it to be true.

Notary Public/Attorney-at-law
Printed Name _____
Mt Commission Expires _____

Stoney Ridge Road Association Inc.

* EXHIBIT F

CHANGE FOR DUES AND ASSEMENTS

Section 2. Dues and Assessment: Dues shall be assessed against each member of the Corporation at the rate of, Two Hundred Dollars (\$200.00), annually and shall be paid by May 1st of each year.

The dues may be adjusted from time to time by those members of the corporation present and voting at any duly called meeting. Other assessments may be made against the membership by a majority vote of members of the corporation present and voting at any duly called meeting

* Denotes changes

REVISED: JUNE 7, 2011, This updated version of the Stoney Ridge By-Laws will supersede all others. Effective this date, 07 June 2011

Updated: JUNE 10, 2017, This updated version of the Stoney Ridge By-Laws will supersede all others. Effective this date, 07 June 2017

Member's Meeting:

Call a meeting of Members

Make a list of members

Elect a Chairman for the meeting

Adopt the Articles of Incorporation

Adopt the Bylaws

Elect three (3) Directors

Board of Directors' Meeting

Elect a Chairman

Elect a President

Elect a Vice-President

Elect a Secretary

Elect a Treasurer

Elect the Clerk – Joel A. Dearborn

Authorize the President and Clerk to sign any and all documents to incorporate the Association