

# POPE'S HILL NEIGHBORHOOD ASSOCIATION BYLAWS



Established 1957

Revised April, 1982

Revised March, 1991

Revised September, 2001

Revised October, 2009

Revised March, 2016

PREAMBLE

We, the residents and friends of the Pope's Hill neighborhood of Dorchester, realizing the efficacious results of well-organized planning and discussion pertinent to maintaining a properly balanced neighborhood, hereby join together to assist each other and actively participate and use whatever means and resources available to maintain and enhance the quality of life in the Pope's Hill neighborhood.

Article I  
Name and Office

§ 1

NAME: This Association shall be known as the Pope's Hill Neighborhood Association, hereafter referred to as "The PHNA" or "The Association".

§ 2

OFFICE: The principal office and business address shall be the residence of the President of the Association.

Article II  
Boundaries

§ 1

BOUNDARIES: The PHNA shall include in its concern and program the residents of the Neponset area of Dorchester.

§ 1.1 Where there is overlap and shared interest with the boundaries of neighboring Civic Associations and/or Neighborhood Associations, PHNA shall endeavor to work alongside its neighbors toward the advancement and betterment of the entire Dorchester community.

Article III  
Purpose

§ 1

STATEMENT OF PURPOSE: The purpose of this Association shall be to work towards the establishment and maintenance of the finest neighborhood possible, by fostering positive relationships between residents and government officials, public safety officials, business owners, and property owners. The Association will endeavor to support positive growth in the neighborhood.

Article IV  
Contracts

§ 1:

CONTRACTING AUTHORITY: No officer or member of this Association shall have the authority to make any contract or commit the Association to any course of action without the expressed prior authorization of the membership. In emergency situations, the President may act with the advice and consent of the Executive Board, and must submit a report of the transaction at the next membership meeting.

Article V  
Membership and Dues

§ 1:

REGULAR MEMBERSHIP: Regular membership in the Association is open to any dues-paying resident of the Neponset area, 18 years of age or older, interested in the goals and aims of the PHNA. Regular members shall be entitled to one vote per person.

§1.1 Non-residents may be granted Regular Member status at the discretion of the Executive Board.

§ 2:

BUSINESS MEMBERSHIP: Individuals owning a business or non-residential property within the neighborhood, but not residing therein, shall be eligible for "Business Membership", but shall not be entitled to voting rights.

§ 3

FAMILY MEMBERSHIP: Any member of a family dues-paying household over the age of 18 shall be eligible for one vote as a Regular Member of the Association. All family members eligible for voting must be on file with the Secretary.

§ 4:

DUES: Dues shall be set by the outgoing Executive Board, with recommendation from the Finance Committee, for the following year. Levels of dues shall be: Individual, Family, and Business.

Article VI  
Officers

§ 1:

OFFICERS: The PHNA shall be governed by a President, Vice President, Secretary, Clerk, and Treasurer. Individuals holding a Business Membership are not eligible for officer positions within the Association.

§ 1.2:

The President shall be the presiding officer of the Association and shall appoint, subject to the approval of the Executive Board, the chairs and members of all standing committees, and shall be an ex-officio member of all such committees; and shall carry out the programs and policies of the Association as determined by the membership. The President shall turn over all papers and correspondence to his/her successor.

§ 1.3:

The Vice President shall act in the absence of the President and shall assist the President in carrying out the duties of that office. The Vice President shall also bear responsibility for the composition of the monthly newsletter.

§ 1.4:

The Clerk shall be responsible for the accurate recording of all proceedings of the regular business meetings of the Association, and such minutes shall be recorded in the official log of the Association. The Clerk shall deliver all records to his/her successor.

§ 1.5:

The Secretary shall maintain an up-to-date list of all members of the Association and shall notify same of all meetings called by the Association. The Secretary shall be the keeper of all official records of the Association and shall deliver all books and records to his/her successor.

§ 1.6:

The Treasurer shall be responsible for receiving and disbursing the funds of the Association as directed by the membership, and shall keep and accurate record of the Association's financial transactions; and shall deposit the Association's funds in such bank as the membership shall direct; and make a monthly report of monies paid out and on deposit. All expenditures of the Association made by the Treasurer must be approved by a simple majority of the Executive Board.

Article VII  
Executive Board

§ 1.

MEMBERSHIP: The Executive Board shall consist of the Association's five officers and no more than 15 elected members. Past Presidents and Senior Advisors shall serve as ex-officio members of the Executive Board.

§ 2.

ELIGIBILITY: Any dues-paying Association member having been a member of the Association for at least one year, and having attended at least 50% of the General Membership meetings held during the previous year, is eligible for election or appointment to the Executive Board. The President may waive eligibility requirements at his/her discretion.

§ 3.

BUSINESS MEMBERS: Executive Board Membership shall be limited to no more than three Business Members.

§ 4:

ATENDANCE: Executive Board members who are absent from more than 33% of Executive Board meetings may be ineligible for reelection/reappointment.

§ 5:

EXECUTIVE BOARD MEETINGS: From time to time, the President shall call meetings of the Executive Board.

§5.1

NOTICE: Executive Board members shall be notified at least 48 hours in advance of such meeting by the President or a designee.

§5.2

QUORUM: A quorum of the Executive Board shall include at least 5 members, one of whom shall be the President or Vice President of the Association.

§5.2

MINUTES and REPORTING: A report shall be given as to the substance of such Executive Board meetings at the next Regular Meeting of the Association.

§ 5.3

EXECUTIVE BOARD VOTES: Whenever possible, the Executive Board shall cast votes during their meetings. For purposes of convenience, at the discretion of the President, voting by email or "e-voting" shall be permissible, each member allowed a 48 hour response time. If a member fails to reply within 48 hours, his/her vote shall be recorded as an abstention.

§ 5.4

RECUSAL: In the event that an Executive Board member, or a member of his/her family, has a personal or financial interest in any item that

comes before the Executive Board for discussion or a vote, he/she must make his/her interest known, and must recuse him/herself from any and all votes involving the subject in question.

## Article VIII Nominations and Elections

### § 1:

**NOMINATION of OFFICERS:** On or before March 1 of each year, the President shall appoint a nominating committee of three members of the Executive Board, not presently officers, to serve as an ad hoc Nominating Committee. The Nominating Committee shall, at the April meeting, submit a list of eligible nominees to the membership for the offices of President, Vice President, Secretary, Clerk, and Treasurer, to succeed those whose terms will expire. Other nominations may be made from the floor at the annual meeting in accordance with Robert's Rules of Order.

### § 2:

**NOMINATION of EXECUTIVE BOARD MEMBERS:** The Nominating Committee shall, at the April meeting, submit a list of eligible nominees to the membership to succeed those whose terms will expire. Nominations may be made from the floor at the annual meeting.

### § 3:

**ELECTIONS:** All contested elections shall be by secret ballot, unless otherwise ordered by a resolution duly adopted by the membership at the annual meeting at which the election is held. Uncontested elections shall be held by simple voice vote.

3.1 At the annual meeting, the President shall appoint three regular members to serve as an election committee to oversee the distribution and counting of ballots.

3.1.2 Prior to the distribution of ballots, nominees in contested elections shall be afforded the opportunity to make a speech to promote his/her candidacy for not more than three minutes.

### § 4:

**TERMS OF OFFICE:** All officers shall hold office for one year, commencing on June 1<sup>st</sup> through May 31<sup>st</sup>.

### § 5:

**VACANCY OF OFFICES:** In the event that the President is unable or unwilling to complete his/her term, the Vice President shall assume the office of Acting President. In such event, the Acting President shall nominate, for the confirmation of the Executive Board by simple majority, a new Vice President. In the event that the Vice President is

unwilling or unable to assume the office of Acting President, the Executive Board shall nominate and appoint an Acting President to complete the term.

§ 6.

VACANCY OF EXECUTIVE BOARD: In the event of a vacancy or vacancies on the Executive Board, the President may appoint any Regular Member or Business Member meeting the eligibility requirements pursuant to Article VII § 2.

## Article IX Meetings, Notices, and Quorums

§ 1:

REGULAR MEETINGS: Regular meetings of the Association shall be held every month, on the 4<sup>th</sup> Wednesday. Notice shall appear on the Pope's Hill Neighborhood Association website, and in the community newspaper of record.

§2:

ANNUAL MEETING: The Annual Meeting of the Association shall be held on the 4<sup>th</sup> Wednesday in May.

§ 3:

PROCEDURE: All meetings of the PHNA shall be conducted informally in line with the Pope's Hill tradition, but when necessary, or when determined by the presiding officer, Robert's Rules of Order (as revised) shall apply.

§ 4:

AGENDA: The agenda for all regular business meetings shall be as follows. Agenda items may be taken out of order at the discretion of the President:

- I. Call to Order
- II. Approval of the Minutes
- III. Treasurer's Report
- IV. Public Safety Update
- V. Guest Speakers
- VI. Committee Reports
- VII. Old Business
- VIII. New Business
- IX. Adjournment

§ 4.1 GUEST SPEAKERS: The Association encourages elected and nonelected public officials to provide updates as to legislation, services, neighborhood improvements, etc. that may have impact on the community.

§ 4.1.1 The Association shall allow candidates for public office to address the membership at regular meetings. Candidates must contact the Association at least two days in advance of a regular meeting to request time on the agenda. Addresses shall be of an introductory nature and shall not exceed five minutes in length. Question and answer sessions are not allowed.

§ 5:

QUORUM: A quorum for the transaction of business at any membership meeting shall consist of not less than 10 members, two of whom shall be officers. In the event that a quorum is lacking, the President or presiding officer may direct the Secretary to submit any matter of business, including elections or amendments to these articles, to the membership by mail ballot. A majority vote of the members who return properly executed ballots to the Secretary by the designated date shall decide the issue.

§ 6:

SPECIAL MEETINGS: Special meetings may be called by the President or upon request, in writing, signed by no less than 10 members. Upon such written request, the President shall call the special meeting at the time and place specified in such request or petition.

## ARTICLE X Votes

§ 1:

TIMING: Issues to be voted on may be moved and seconded at the meeting prior to that at which the vote will take place.

§ 2:

ELIGIBILITY FOR VOTING: New Regular Members must submit an application for membership and their membership dues at least 30 days in advance of a vote, or at the regular meeting prior to that at which the vote will be held. New Regular Members may not join the Association and vote at the same meeting. Lapsed members may renew a lapsed membership and vote immediately.

§ 3:

VOTING FOR OTHERS: Members must be present to vote. Absentee voting shall be allowed only in extreme circumstances or at the discretion of the President.

ARTICLE XI  
Committees

§ 1

STANDING COMMITTEES: The following shall be standing committees and their purpose(s), consisting of at least three members, one of which must be a member of the Executive Board, and the President as an ex-officio member:

**1.1 Finance Committee**

- 1.1.2 Chaired by the Treasurer, shall work to ensure the fiscal health of the Association and make recommendations to the membership therewith.
- 1.1.3 Shall create and monitor a budget for the operation of the Association.

**1.2 Planning & Development Committee**

- 1.2.2 Shall work to ensure development in the neighborhood is done in a fashion that is consistent with the goals of the Association, and make recommendations to the membership therewith.
- 1.2.3 Shall represent the Association at Abutters' meetings and prepare reports for the Executive Board and membership.

**1.3 Public Safety & Basic Services Committee**

- 1.3.2 Shall foster positive relationships with public safety officials and apprise them of concerns of the Association.
- 1.3.3 At least one member shall attend regular community meetings held at District C-11.
- 1.3.4 Shall endeavor to liaise with appropriate City of Boston departments to address concerns of the neighborhood residents.

**1.4 Event Planning Fundraising Committee**

- 1.4.2 Shall plan and execute social events.
- 1.4.3 Shall work with the Finance Committee to properly budget for events and ensure that all events are executed in a fiscally sound fashion.

§ 2:

AD-HOC COMMITTEES: The President may, at his/her discretion, appoint ad-hoc committees to carry out specific tasks or address specific issues as they arise.

§ 3:

COMMITTEE REPORTS: Committee Chairs or designees shall report, if applicable, on any action(s) taken by, or recommendations made by their committees at each monthly meeting.

§4

RECUSAL: In the event that a Committee Member, or a member of his/her family, has a personal or financial interest in any item that comes before a committee for discussion or a vote, he/she must make his/her interest known, and must recuse him/herself from any and all votes involving the subject in question.

Article XII

Revisions and Amendments to the By-Laws

§1

REVIEW: On even numbered years, the President shall name an ad-hoc committee of not less than 3 members of the Executive Board to review and recommend revisions to the By-Laws of the Association.

§2

REVISION PROCEDURE: The By-Laws of the Association may be revised, amended, repealed, or rewritten at any time. Changes must be ratified by a 67% majority of members present at any meeting at which there is a quorum, provided that notice of the proposed change was discussed at the previous meeting and included in the monthly newsletter to all members.