

**BYLAWS**  
**The Six Ponds Improvement Association**  
**Plymouth, Massachusetts**

**ARTICLE I – Name**

The name of this organization shall be “THE SIX PONDS IMPROVEMENT ASSOCIATION” (hereinafter called the “Association”).

**ARTICLE II– Geographic Area**

The geographic area includes the neighborhoods surrounding Bloody Pond, Gallows Pond, Halfway Pond, Little Long Pond, Long Pond, and Round Pond

**ARTICLE III– Purposes**

The Association shall concern itself with the following matters pertaining to the Six Ponds area:

- A. To enhance the livability of the Six Ponds area and preserve and protect its water and unique environs;
- B. To collect and disseminate information to all members concerning any matter affecting the Six Ponds area;
- C. To propose and support such group or community initiatives, as may, from time to time, be for the benefit of the area;
- D. To establish and maintain an open line of communication between the neighborhoods as defined in Article II above, government agencies, and other neighborhoods and organizations.
- E. To provide an open process by which all members of the neighborhoods as defined in Article II above may involve themselves in the affairs of the neighborhoods.
- F. To represent the Association before any agency, board, body, authority or commission of the Commonwealth, or any town or county, when matters affecting the area are under consideration, said representation in no way to limit any appearance or action by any individual or Member of the Association on his/her own behalf.

- G. To consider other matters, including but not limited to:
- (i) Matters and activities affecting the comfort and quiet enjoyment of property and property rights
  - (ii) Building Laws, Zoning Laws and Permits;
  - (iii) Road maintenance, road signs and traffic control;
  - (iv) Health, Water, Safety and Sanitation;
  - (v) Fire Laws and Regulations.

## **ARTICLE IV– Membership**

- A. Membership in the Association shall be open to all current residents and property owners located within the boundaries of the Association as defined in Article II of these bylaws.
- B. This membership shall be in the form of a household membership (“Household Membership”), and will be granted upon application to the Secretary of the Association.
- C. Corporations, societies and associations owning land in the Six Ponds Area, or with an interest compatible with the purposes of the Association, may have an organizational membership (“Organizational Membership”) in the Association and may designate an individual as its representative. Organizational Membership will be granted upon application to the Secretary and approval by the Board of Directors (consisting of the elected Officers and Members-at-Large).
- D. Membership shall be terminated after a year of non-contribution or upon the vote of the Board of Directors.
- E. Any person may acquire Non-Resident Membership in the Association, upon full payment of the Association dues.
- F. To become a member, a membership form must be completed and filed with the Association Secretary and annual dues or other fees as established by the Association must be paid.
- G. Voting Rights:
1. Household Membership: The full payment of the annual dues will entitle every person over age eighteen in the Member’s household to one vote apiece in all Association elections.
  2. Organizational Membership: The full payment of the annual dues will entitle a representative designated by the organization to one vote in all

Association elections.

3. Non-Resident Membership: The payment of annual dues does not include voting rights.

## **ARTICLE V– Officers**

The Officers of the Association shall be President, Vice President, Secretary and Treasurer.

All Officers shall be elected at the Annual Meeting of the Association, and shall serve until the next Annual Meeting (a term of one year).

The Duties of the Officers shall be:

### **A. President**

1. The President shall preside at all meetings of the Board of Directors, and at all meetings of the Association. The President shall manage the general affairs of the Association subject to the approval of, and in consultation with, the Board of Directors.
2. The President may execute all necessary official documents on behalf of the Association, except when the execution is expressly delegated to another officer of the Association.
3. The President shall appoint any committee necessary for the functioning of the Association and to accomplish the Purposes of the Association stated in Article II.
4. The President shall have access to, and authority over, all financial accounts of the Association in case the Treasurer is unable to fulfill his or her duties,
5. At least 30 days prior to the Annual Meeting the President shall appoint a Nominating Committee Chair who has previously served on the Board of Directors and is not currently serving on the Board. That chair shall select two other Association members to serve on the 3 member Nominating Committee. No member of the Board of Directors shall be a member of this Committee.

**B Vice President**

1. In the absence or disability of the President, the Vice President shall perform the duties of the President.
2. The Vice President shall perform such other duties as may be assigned by the Board of Directors.

**C Secretary**

1. The Secretary shall keep an accurate record of all meetings of the Board of Directors and the Association
2. The Secretary shall notify the Board of Directors of the time and place of all meetings of the Board of Directors, and similarly notify members of Association meetings verbally, by email, or other similar means.
3. The Secretary shall maintain a roll of members, and shall maintain the necessary documents of record for the organization.

**D Treasurer**

1. The Treasurer shall have the care and custody of all funds and securities of the organization.
2. The Treasurer shall be responsible for keeping an accurate account of all monies received and expended.
3. The Treasurer shall submit financial reports at each meeting of the Board of Directors and the Association.
4. The Treasurer shall provide the President with access to all financial accounts.
5. Checks or drafts in excess of \$500 shall be signed by both the Treasurer and President.

**ARTICLE VI– Members at Large**

There shall be nine (9) Members-at-Large of the Association, who, together with the Officers, shall constitute the Board.

Members-at-Large shall be elected at the Annual Meeting of the Association, and shall serve until the next Annual Meeting (a term of one (1) year), notwithstanding, however, that the intention is to have each member serve for up to three consecutive

years. Members-at-large serving on the Board shall represent the Association members.

## **ARTICLE VII – Board of Directors**

There shall be a Board of Directors (the Board”) consisting of the Officers and the Members-at-Large. The establishment of the Board of Directors is intended to replace the former Executive Committee.

### Composition of the Board

(A) Insofar as possible, the Board should have members from each of the six ponds named in Article II.

(B) No more than one person from a household should serve on the Board at the same time.

(C) In the event of a vacancy on the Board, the President shall select a replacement to be approved by the Board to fill the vacancy and complete the one-year term of the elected member. At times this may become an exception to (B) above.

### Duties of the Board

(A) The Board shall at all times act for and represent the Association in pursuit of the Purposes identified under Article III above.

(B) The Board shall (through the President) prepare and present a report to the Members at the Annual Meeting concerning the Board’s activities during the year.

(C) The Board shall prepare a budget for presentation and approval of the Members at the Annual Meeting.

(D) The Board may, in good faith, modify the approved budget, provided that such modification is in accordance with the Purposes of the Association as stated in Article III. Modification of the budget shall require a 2/3 vote of the Board.

(E) The Board shall meet at such times and places as shall be determined by the Board. Meetings of the Board can also be called by the President. All meetings shall be scheduled at least 7 days before they occur, unless the President determines that extraordinary circumstances make it necessary to waive the requirement. All Board members shall be notified of these Meetings

verbally, by email, or other similar means.

(F) All meetings shall be conducted in accordance with Roberts Rules of Order, and shall be open to all Members of the Association.

(G) A majority of the members of the Board shall constitute a quorum for the transaction of business.

(H) The President shall chair meetings of the Board, and may not vote except to break a tie vote among the members. In the absence of the President, the Vice President shall act as chair.

(I) Any action required or permitted to be taken at a Meeting of the Board may be taken without a formal meeting if a written, email or documented verbal consent is provided by 2/3 of the Board members. Modification to the budget requires a Meeting. Any actions taken at such a meeting shall be reported at the next open meeting of the Board and recorded in the minutes.

(J) Special meetings of the Board can also be called by the President. All such meetings shall be scheduled at least 7 days before they occur, unless the President determines that extraordinary circumstances make it necessary to waive the requirement. All Board members shall be notified of these Meetings verbally, by email, or other similar means. Any action required or permitted to be taken at a Meeting of the Board may be taken without a formal meeting if a written, email or documented verbal consent is provided by 2/3 of the Board members.

## **ARTICLE VIII– Meetings of the Association**

### **A General**

All meetings shall be chaired by the President and shall be conducted in accordance with Roberts Rules of Order.

### **B Quorum**

Fifty (50) Members in good standing shall constitute a quorum for the conduct of business. (All persons over the age of 18 in a member household are considered individual members for the purposes of determining a quorum and voting.)

### **C Annual Meeting**

1. There shall be an Annual Meeting of the Association during the month of June unless otherwise authorized by the Board.
2. All Members of the Association shall be notified of the Annual Meeting in writing at least twenty-one (21) days prior to the meeting. Included in the notification shall be any agenda items.
3. The President shall preside at the Annual Meeting.
4. At the meeting, reports shall be presented by the Secretary, the Treasurer, and the President on behalf of the Board
5. A budget shall be presented to the Meeting for approval.
6. The Nominating committee shall present a slate of Officers and Members-at-Large for election by the members.
7. The Board may present motions to the Annual Meeting for consideration of the members of the Association.

### **D Special Meetings**

1. Special Meetings of the Association may be called by the Board for business or other purposes.
2. Special Meetings of the Association may also be called by a petition of ten (10) members in good standing of the Association, provided that the petition is presented to the Secretary at least 30 days prior to said meeting. The petition must contain the purpose of the meeting or motion to be presented so that it can be included in the Meeting notice.

## **ARTICLE IX – Amendment**

These Bylaws may be amended at any Annual Meeting by two-thirds (2/3) of the members present provided that notice of the proposed amendment has been given in the meeting notice (at least twenty one (21) days prior to the meeting).

Amendments may be proposed by the Board, or presented to the Board in writing by petition of any ten (10) members in good standing of the Association.

Following approval of the Board, amendments must be presented to the membership in writing at least one (1) week prior to the Annual or Special Meeting at which they are to be considered.

## **ARTICLE X – Adoption**

These Bylaws shall take effect immediately following acceptance by 2/3 of the members voting at a meeting called for that purpose, provided that the proper notice is given and a quorum is present.

*Adopted: June 9, 2019*