



By Laws

<http://www.RoslindaleBoardofTrade.com>

BYLAW ONE

Name and Address

The name of the Association shall be Roslindale Board of Trade.

The mailing address for the Association shall be PO Box 62, Roslindale MA 02131

BYLAW TWO

Purpose

The aim and objectives of the Association include the following:

- (a) To promote local businesses and professional persons;
- (b) To promote the interests of its members and act for their mutual protection;
- (c) To promote efficiency in the conduct of their businesses and to eliminate unfair business practices and minimize unwise practices;
- (d) To advise and assist the members in the conduct of their businesses and to promote standards of ethical business practices;
- (e) To assist the members in their understanding of government rules and regulations that impact their businesses;
- (f) To serve as support and/or liaison in members' negotiations or disputes with government regulatory entities and/or other groups;
- (g) To provide a coalition for members against unfair taxes and/or legislative enactments;
- (h) To do all things necessary or incidental to the above-stated purposes.

BYLAW THREE

Membership

(a) Membership.

Any business, professional person, or other service or charitable organization doing business in Roslindale is eligible to become an active member of the Association, with full voting and other privileges including holding office, speaking at meetings or proposing items for the agenda.

(b) Voting.

Each member shall be entitled to one vote in the affairs of the Association.

(c) Duration of membership.

Membership in the Association may terminate by voluntary withdrawal as provided in these bylaws. All rights, privileges, and interest of a member in or to the Association shall cease on termination of membership. Memberships shall be non-transferable. Any member may, by giving written notice of such intention, withdraw from membership.

Withdrawals

shall be effective on fulfillment of all obligations to the date of withdrawal.

(d) Suspension and Expulsion.

If, in a written and signed communication addressed to the executive committee, any member of the Association shall be charged with conduct detrimental to the objects or interests of the Association or in violation of its constitution, bylaws, code of ethics, or rules and regulations, the membership shall consider the matter and if it shall decide to take further action, the secretary shall send a copy of the charges to the accused member, who shall be given adequate time to reply, whereupon the executive committee shall take such further action, if any, as it may deem proper.

If 75 percent of the members, after a fair and impartial hearing on due notice to the accused member, such notice to be given by the secretary by registered or certified mail to the accused members last known address at least ten (10) days before the hearing, shall be satisfied of the truth of the charges, the membership may request the offending member to resign or may suspend or expel the member. Should he or she elect not to resign on such request, his or her name shall stricken from the rolls by the officer.

BYLAW FOUR

Dues

(a) Amount of Dues.

The annual dues required for membership in the Association shall be determined by the vote of the members, on recommendation on the executive committee. Dues may be varied from year to year, but shall be the same for all members. Dues for members shall be Seventy-Five Dollars (\$75.00) until such time as the membership votes to increase that amount.

(b) Payment of dues.

Dues shall be payable upon attaining membership and on or before the _____ meeting thereafter.

BYLAW FIVE

Meetings

(a) Annual Meeting

There shall be an annual meeting of the Association during the month of _____ each year, unless otherwise ordered by the executive committee, for election of officers, receiving reports, and the transaction of other business. Meetings shall be open to all members. Notice of such meetings, issued by the secretary or other officer, shall be mailed to the last recorded address of each member at least five (5) days before the time appointed for the meeting.

(b) Regular Meetings

In addition to the annual meetings, regular meetings of members shall be held on the first Tuesday of each month beginning with the annual meeting in _____ and continuing through the following June. No regular meetings will be held during July and August.

(c) Quorum

Fifteen percent (15%) of the members of the Association, when present at any meeting,

shall constitute a quorum, and in case there are less than this number, the presiding officer may adjourn from time to time until a quorum is present.

(d) Order of Business

The order of business at the annual and regular meetings shall be as follows:

- (1) Call to order.
- (2) Reading of minutes of previous meeting.
- (3) Receiving communications.
- (4) Reports of officers.
- (5) Reports of committee heads and committee members.
- (6) Unfinished business.
- (7) New business.
- (a) Election of officers (at annual meeting only).
- (9) Adjournment.

The order of business may be altered or suspended at any meeting by a majority vote of the members present. The usual parliamentary rules as laid down in the most recent edition of Robert's Rules of order shall govern, when not in conflict with these bylaws.

(e) Special Meetings

Special meetings of the Association may be called at any time by the president, and must be called at any time by the president, or in the president's absence by the vice-president or secretary, on the written request of a majority of the Association, or on the written request of not less than ten (10) members of the Association. Seven (7) days notice of any special meeting must be given to the members of the Association, and the notice must state the object of the meeting.

BYLAW SIX

Officers

(a) Elective Officers

The elective officers of the Association shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established and appointed by the members of the Association at the regular annual meeting.

(b) Terms

The president, the secretary, and the treasurer shall take office immediately upon their election, and shall serve for a term of one year and until successors are duly elected. Officers are eligible for re-election. Vacancies in any office may be filled for the balance of the term of such offices by the other officers.

(c) President

The president shall be the chief officer of the organization, and shall be present at meetings of the Association and of the executive committee, if any. The president shall be a member ex-officio of all committees. The president shall communicate to the Association such matters and make such suggestions as may in the president's opinion tend to promote the welfare and increase the usefulness of the Association, and shall perform such

other duties as are necessarily incident to the office.

(d) Vice-President

The vice-president shall perform event planning, oversee committees/ reports, and assume all duties of the president during the absence of the president. The vice-president shall be a member ex-officio of all committees.

(e) Treasurer

The treasurer shall keep in account of all monies received and expended for use of the Association, and shall make disbursements authorized by the executive committee or such other persons as the association members may prescribe. All sums received shall be deposited by the treasurer in the bank or banks approved by the executive committee, and the treasurer shall make a report at the annual meeting or when called upon by the president. Funds may be drawn only on the signature of the treasurer. The duties of the treasurer, under the approval of the membership, may be delegated to an assistant treasurer.

The funds, books, and vouchers in the hands of the treasurer shall, with the exception of confidential reports submitted by members, at all times be subject to verification and inspection of the elective officers of the Association. At the expiration of the treasurer's term of office, the same shall deliver to his or her successor all books, monies, and any other property of the Association currently in the treasurer's possession.

(f) Secretary

The administration and management of the Association shall be vested in the secretary. The secretary shall direct the activities of the association and perform such other duties as may be defined by the executive committee. It shall be the duty of the secretary:

(1) To give notice of and attend all meetings of the Association and all committees and to make provision for the keeping of a record of proceedings;

(2) To conduct correspondence and to carry into execution all orders, votes and resolutions not otherwise committed;

(3) To keep a list of the members of the Association;

(4) To establish machinery for the collection of dues and their payment to the treasurer;

(5) To keep records of any agents retained by the Association, and to take charge of and supervise the performance of such agents of their duties;

(6) To prepare, with the concurrence of the treasurer, an annual report of the transactions and condition of the Association, and generally to act in the best interests of the Association.

BYLAW SEVEN
Elections

(a) Officers

The election of association officers shall take place annually at the time and place of

the regular annual shall be eligible for office, and all members in good standing shall be entitled to vote. Candidates who receive a majority votes so cast shall be elected.

(b) Members of the Executive Committee

At the annual meeting next held after the adoption of these bylaws, there shall be elected by vote a minimum of three (3) members of the executive committee, a minimum of two (2) whom shall be elected for a term of two years, and one of whom shall be elected for a term of three years. At each annual meeting thereafter, a number of executive committee members equal to that of those whose terms have expired or are about to expire shall be eligible for re-election. The members of the executive committee shall, on election, immediately enter on the performance of their duties and shall continue in office until their successors are duly elected. All elected officers shall be deemed member of this committee.

BYLAW EIGHT
Committees

(a) Executive Committee

The executive committee shall have supervision, control, and direction of the affairs of the

Association, shall execute the policies, and decisions of the membership, shall actively prosecute the Association's objects, and shall have discretion in the disbursement of funds. It may adopt such rules for the conduct of its business as shall be deemed advisable, and may, in the execution of powers granted, appoint subcommittees or agents to work on specific problems or reports. The executive committee shall have a regular meeting at the time and place of the annual meeting, and shall report to the membership on its activities. It shall meet on the call of the president or secretary. It shall also meet on demand of a majority of the members of the association.

BYLAW NINE
Amendments

These bylaws may be amended, repealed, or altered, in whole or in part, by a majority vote at any two consecutive meetings provided written notice has been given to all members a minimum of five (5) days before the second meeting of the Association.

BYLAW TEN
Liabilities

Nothing in these bylaws shall constitute members of the Association as partners for any purpose. No member officer, agent, or employee shall be liable for the acts or failure to act of any other member, officer, agent, or employee of the Association. Nor shall any member, officer, agent, or employee be liable for his or her acts or failure to act under these bylaws expecting only acts of criminal wrongdoing.

BYLAW ELEVEN
Funds

(a) Finances

This Association is not intended as a profit-making organization, nor is it founded with

the expectation of making a profit. The Association shall use its funds only for objects and purposes specified in these bylaws.

(b) Bonding

Persons intrusted with the handling of Association funds may be required, at the discretion of the executive committee, to furnish, at Association expense, a suitable fidelity bond.

BYLAW TWELVE

Insignia

The executive committee may adopt insignia, colors, badges, and flags for the Association as it deems desirable.

BYLAW THIRTEEN

Dissolution

The Association may be dissolved by the vote of a two-thirds majority of its members. In the event of dissolution, the property of Association shall be distributed as determined by the vote of the membership.