



Ponkapoag Civic Association

17 GREENBRIAR ROAD CANTON, P.O. Box 415, MASSACHUSETTS 02021-1086

Telephone: 781-828-1086

BY - LAWS AND HOUSE RULES.

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AGREEMENT OF THE ASSOCIATION

ARTICLE I

The name, location of the principal office, and purposes of the corporation shall be as set forth in the agreement of the association; and these by - laws, the powers of the corporation and of its directors and members, and all matters concerning the conduct and regulation of such provisions in regard thereto, if any, as are set forth in the agreement of association; and the agreement of association is hereby made a part of these by - laws. All references in these by - laws to the agreement of association shall be construed to mean the agreement of association of the corporation as from time to time amended.

ARTICLE II - MEMBERSHIP

The membership of the corporation shall consist of those citizens of the Town of Canton who were members of the Ponkapoag Civic Association on October 9, 1950. Other citizens of the Town of Canton interested in the purposes of the Corporation and paying the requisite dues, as provided in these by - laws, may be elected members of the corporation by a vote of a majority of the Board of Directors.

ARTICLE III - PLACE OF MEETINGS

Any or all meetings of the members and of the Board of Directors shall be held in Massachusetts either at the principal,)6 office of the corporation or at such other place as is stated in the notice of meeting.

ARTICLE IV – MEETINGS

Section 1. Annual Meetings

The annual meeting of the members shall be held each year on a date determined by the Fall Entertainment Event at 8 o'clock in the evening. One of the purposes of the meeting shall be the election of Officers and members of the Board of Directors who shall assume their duties during the month of January. The new and old boards shall meet together at least once prior to the January meeting. If such annual meeting is omitted on the day herein provided therefor, a special meeting shall be held in place thereof, and any business transacted or elections held at such meeting shall have the same effect as if transacted or held at the annual meeting.

Section 2. Regular Meetings

There shall be regular meetings of the members held at 8 o'clock in the evening on the first Monday of such months as the Board of Directors shall determine.

Section 3. Special Meetings

Special meetings of the corporation may be called by the President, Vice President or by a majority of the Board of Directors. Special meetings shall be called on the request of ten or more members of the corporation.

Section 4. Meeting of Board of Directors

The Board of Directors shall hold meetings (1) the first Monday of each month, (2) when ever summoned by the President, or (3) upon the request of three members of the Board.

ARTICLE V - NOTICE OF MEETINGS

Section 1. Meeting of Members

Notice of the time, place and object of each annual and regular meeting of the members shall be given by serving personally or by mailing, at least seven (7) days previous to each such meeting postage prepaid, a copy of such notice, addressed to each member at his/her residence or place of business, as the same shall appear on the membership lists of the corporation. Reasonable notice of the time and place of each special meeting shall be sufficient.

Section 2. Meetings of the Board of Directors

Notice of the time and place of each meeting of the Board of Directors shall be given by serving personally or by mailing, at least two (2) days previous to each such meeting, postage prepaid, a copy of such notice, addressed to each Director at his residence or place of business, as the same shall appear on the membership lists of the corporation.

Section 3. Waiver of Notice

Notice of the time, place and the object of any meeting of the members or of the Board of Directors may be waived by a writing, either before or after such meeting has been held.

ARTICLE VI - QUORUM

Section 1. Quorum of Members

At any annual, regular or special meeting of the members a total of twenty (20) members of the corporation shall constitute a quorum.

Section 2. Quorum of Directors

At any meeting of the Board of Directors a majority of the Directors shall constitute a quorum.

ARTICLE I - Voting and Nominations

Section 1. Voting

Each member of the corporation shall, at every meeting of the members, be entitled to one vote in person upon each subject properly submitted to vote. Unless otherwise provided by statute or by law the vote of a majority of members actually present at a meeting where a quorum is present shall be decisive of any motive, resolution or other subject properly submitted to vote.

Section 2. Nominations

Candidates for the Officers of the corporation and for the Board of Directors shall be nominated by a committee of three (3), such committee to be selected as follows: One (1) to be appointed by the Board of Directors- one (1) to be appointed by the President; and one(1) to be elected by the members at the regular meeting of the members in April (or special meeting in place thereof). The committee shall appraise the Secretary of its nominations and the secretary shall serve notice of such nominations upon each member of the corporation at the same time and in the same manner as the notice of the annual meeting. Members other than those nominated by such committee shall be eligible for election (on nomination by at least ten members at the annual meeting at which the election is to be held).

ARTICLE VII - BOARD OF DIRECTORS

Section 1. Directors

The business, property, and affairs of the Corporation shall be managed by a Board of Directors, composed of twelve (12) persons who shall be members of the Corporation, nine (9) of whom shall be officers of the Corporation, and three Directors, one of whom shall be elected from the membership of the Corporation at the annual meeting (or special meeting in place thereof). Each Director shall hold office for the term for which he/she is elected, and until his/her successor is elected and qualified. Directors shall be elected for a term of three (3) years and may be re-elected.

Section 2. Vacancies

Vacancies in the Board of Directors or in any office arising from death, resignation or otherwise, may be filled by appointment made by the remaining Directors. Appointment of a director as a result of a vacancy shall be for the balance of the term of that director.

Section 3. Executive Committee

The Board of Directors shall have power to appoint by resolution an Executive Committee composed of two or more Directors who, to the extent provided in such resolution, shall have and exercise the authority of the Board of Directors in the management of the affairs of the corporation.

ARTICLE IX – OFFICERS

Section 1. Election

The officers of the Corporation shall be a President, Vice-President, Secretary, Treasurer, Publicity Director, Entertainment Director, Business Manager, Pool Director and Membership Director. All of whom shall be elected by and from the membership of the Corporation at the annual meeting (or special meeting in place thereof to hold their respective offices for one year.

Section 2. President

The President shall preside over all meetings of the members and of the Board of Directors and shall have general supervision of the affairs of the corporation. He/She shall be ex-officio, a member of " committees and shall have the general powers and duties of supervision and management usually vested in the office of President of a corporation.

Section 3. Vice President

The Vice President shall perform the duties of an assistant treasurer and exercise the powers of the President during the absence or disability of the President.

Section 4. Secretary

The Secretary shall attend all meetings of the members and of the Board of Directors and of the Executive Committee and shall preserve in books of the corporation true minutes of the proceedings of all such meetings. He/She shall give all notices required by statute or by - law and shall -attend to all official correspondence and communications. He/she shall perform such duties as may be delegated by the Board of Directors or by the Executive Committee. In the absence of the Secretary at any meeting a temporary Secretary shall be chosen, who shall record the proceedings of such meetings. The Secretary she be ex-officio) a member of all committees. The Secretary or any temporary Secretary shall be sworn.

Section 5. Treasurer

The Treasurer shall have custody of all corporate funds and financial records belonging to the corporation and shall keep full and accurate accounts of all receipts and disbursements; shall deposit all moneys and other valuables effects in the name of the corporation in such depositories

as may be designated for that purpose by the Board of Directors. He/She shall disburse such funds of the corporation as the Board of Directors or the President shall be empowered to order and shall order disbursements, taking proper vouchers for such disbursements, and shall render to the President and other Directors at the meetings of the Board of Directors and whenever requested by them, an account of all transactions as Treasurer and of the financial condition of the corporation. The Treasurer shall receive from the Membership Director all moneys collected from the membership and shall act as purchasing agent for the corporation. If required by the Board of Directors, the Treasurer shall deliver to the President, and shall keep in force a bond in form, amount and with a surety or sureties satisfactory to the Board conditioned for faithful performance of the duties of this office and for restoration to the corporation in case of his/her death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in his/her possession or under his/her control belonging to the corporation.

Section 6. Publicity Director

The Publicity Director shall post all notices of activities of the corporation and shall assist the Secretary in the mailing of notices of meetings.

Section 7. Entertainment Director

The Entertainment Director shall be responsible for all social activities of the corporation. He/She shall, if deemed necessary, appoint a committee to assist him/her.

Section 8. Business Manager

The Business Manager shall be responsible for the management and operation of the Corporation properties and facilities, and the approval, prior to payment by the Treasurer, of all obligations incurred in the performance of his/her duties.

Section 9. Pool Director

The Pool Director shall be responsible for the management and operation of the pool. Such duties shall include hiring of qualified lifeguards, the assignment of hours of work in order that a sufficient number of personnel shall be in attendance during pool hours, monitoring water quality, ordering chemicals, and general supervision and maintenance of the pool facilities.

Section 10. Membership Director

The Membership Director's duties shall include billing of members for their dues, receiving payment of dues from members, maintaining the ledger of each member's account, and responsibility to turn over to the Treasurer and obtain receipt from same for all money received, and to perform such other functions as the by - laws stipulate such as maintaining and updating the membership list for the Board of Directors.

ARTICLE X - COMMITTEES

All committees shall be appointed by the President unless otherwise provided in the by - laws or unless other provisions for their election shall be made on motion approved by a vote of two-thirds of the members present and voting. Committees shall determine the times at which their meetings shall be held. Reasonable notice of such meetings shall be given.

ARTICLE XI - EXECUTION OF INSTRUMENTS

All checks, drafts and orders for payment of money shall be signed in the name of the corporation by any one of the following officers of the corporation, namely the President, Vice President, Treasurer, or Business Manager.

ARTICLE XII - DUES

The dues of all members shall be set by the Board of Directors no later than January 1st. Dues are payable by March 15th.

ARTICLE XIII - RESIGNATIONS AND REMOVALS

Section 1. Resignations

If at any time a member wishes to resign from the corporation, he/she shall give notice of intent in writing to the Secretary who shall present resignations to the Board of Directors at their next meeting. No cancellation of outstanding balances shall be made if a member resigns. Any member whose dues are not paid by March 15th shall be given written notice of such non-payment by the Treasurer. If the dues in arrears remain unpaid at the expiration of thirty (30) days from the date of mailing such notice, the membership of such members shall automatically cease and terminate.

Section 2. Removals

Any member may be removed from membership by a vote of three - quarters of the members present and voting at any meeting of the members, for conduct prejudicial to the cause of civic-well being or inimical to the purposes of the corporation, provided that such member shall have been served with written notice of the charges against him/her at least two weeks previous to the meeting at which the vote to remove from membership shall be taken, and shall have been given an opportunity to be heard, if he/she so desires, at the meeting at which such vote shall be taken.

ARTICLE XIV - EXPENDITURES AND APPROPRIATIONS

All expenditures or appropriations of moneys shall be ordered and approved by the Board of Directors- but the Board of Directors may authorize expenditures and/or appropriations of moneys without such order and approval by such Officers and in such sums as it may from time to time designate. A vote of two-thirds of the members of the corporation present at any meeting shall be required for the disposition of corporate property, other than moneys, exceeding twenty-five dollars (\$25.00) in value.

ARTICLE XV - ACCOUNTS, BOOKS AND RECORDS

Section 1. Examinations

Every member shall, at all reasonable times, be entitled to examine its books and records.

Section 2. Audit

The accounts of the Treasurer shall be audited biannually by June 30th by a Committee composed of two members of the corporation appointed by the Board of Directors; such committee shall submit a report of its audit to the Board at its next regular meeting.

ARTICLE XVI - ORDER OF BUSINESS

The order of business at all meetings of the corporation shall be as follows:

1. Meeting called to order
2. Reading of minutes of previous meeting
3. Treasurer report
4. Communications
5. Reports by committees
6. Unfinished business
7. New business
8. Addresses and entertainment

9. Adjournment

In the absence of any objection, the presiding officer may vary the order of business at his/her discretion.

ARTICLE XVII - PARLIAMENTARY AUTHORITY

Cushing's "Manual of Parliamentary Practice" shall be the authority on all questions of parliamentary law or procedure.

ARTICLE XVIII - AMENDMENTS

These by - laws may be amended, altered, changed, added to or repealed by the affirmative vote of a majority of the members entitled to vote at any meeting of the members if the subject matter of the proposed amendment, alteration, change, addition or repeal shall have been proposed in a writing signed by three(3) members of the corporation at a preceding meeting and if notice of the proposed amendment, alteration, change, addition to or repeal shall have been given the members in the notice of the meeting at which the vote shall be taken. The Board of Directors shall make a recommendation either favoring or opposing the proposal.

ARTICLE XIX - PROFITS AND INCOME

The corporation shall be non-profit and non-stock. Net income, if any, shall not inure in whole or in part to the benefit of individual members thereof, nor shall any dividends or pecuniary profits be declared to the members. Any and " receipts of the corporation shall be applied to carry out the purposes of its organization and operation or to charitable, benevolent, recreational or social purposes.

GENERAL RULES AND INFORMATION

1. A membership to the **Ponkapoag Civic Association, Inc.** shall be defined as the Father and/or Mother and members of the family residing permanently in the same household. Children of members must be under the immediate parental supervision or be present by special invitation.
2. A member who is interested in bringing a friend or neighbor into the membership (Canton residents only and must be at the time of application must be living in the town), may do so by following the prescribed procedure, The sponsor or applicant may write or call the Secretary and ask for an application. This must be filled in completely including the endorsement of two members in good standing. Return same to the Secretary within thirty (30) days. If and when the Board of Directors accepts the application, the applicant and sponsors will be so notified by the Secretary and must attend (with at least one of the sponsors) a regular meeting or notify the Secretary if unable to attend. After each monthly meeting the Secretary will mail to all new members a copy of the "Calendar of Events", the appropriate letter, (whether it will Civic membership or Civic & Pool membership), and an invoice for dues prepared by the Treasurer to be paid within thirty (30) days. A " House Rules and Information" booklet will also be enclosed. If applying for pool membership, upon receipt of Civic membership dues, the applicant's name will be placed on the pool waiting list. When an opening becomes available, an additional initiation fee will be due plus the current yearly maintenance dues.
3. If a membership is dropped, it would then be necessary to fill out a new

application to be acted upon by the Board of Directors.

26. If a member fails to pay the yearly Civic dues, within the specified period, the member shall also forfeit their pool membership. This would mean a new application to be acted upon, and if accepted, the applicants name placed at the bottom of the waiting list. When an opening is available the applicant must again pay the initiation fee plus the current maintenance dues.
27. Dues must be paid as described in Article 12 of the By - Laws.
28. If a member elects to drop pool membership and continues Civic membership, the member may be reinstated to pool membership by vote of the Board of Directors without paying an additional initiation fee.
29. Special assessments or fees to pool members only must be proposed and approved by the Board of Directors. Corporation membership must be provided written notification prior to a vote on the proposed assessment. Such assessments must be approved by a majority of the members of the Corporation attending the December business meeting or a special meeting thereof.
30. Reservations for any functions must be made in advance of the closing date. A reservation that is not canceled by the deadline, shall be the responsibility of the member and will billed for same. The Board of Directors shall have the final say regarding a valid reason for not doing so.
31. Members are expected to attend at least two of the regular monthly business meetings and at least one major social event during the regular season, (Sept. - June).
32. New members are encouraged to take an active part in the club and should know that any suggestions in any phase of its activities she be gratefully accepted and considered.
33. The club is available to functions such as weddings, anniversaries, showers, etc., to members at a reduced rate. The member is responsible for any and all costs over and above the donation. All donations must be approved by the Board of Directors or their designated agent. Costs to be paid by the responsible members will include but not be limited to caterers, tablecloths, silverware, decorations, police, bartenders, tables and/or chairs (other than our own), etc. A contract form must be completed at the time the reservation for the building is made. A set fee for building rentals will be established by the Board of Directors and provided by the Business Manager at the time of application for the use of the building.
34. Member will be responsible for cleaning the building or arrangements must be made at the expense of the member involved for cleaning up after the event.
35. Arrangements for liquid refreshments are to be made through the Business Manager. When liquor is to be consumed on the premises, a representative of the Business Manager must be on hand. This attendant is available for a rate set by the Board of Directors.
36. The bringing of liquor, wines, etc., on the premises is strictly forbidden.
37. The use of the swimming pool and its surrounding facilities are not available (under any circumstances).
38. The building and facilities of the club are available for organizations. Requests will be made through the Business Manager. The Business Manager is empowered to approve contracts. Fees to organizations and

groups will be based on the set schedule of fees as outlined in Section 11 of this Article.

39. Maximum occupancy of the building is 185 persons.
40. The member is responsible for the conduct of his/her guests and the care of all Civic property, Also, for the conduct of guests leaving the Civic building, who are asked to respect the privacy of our neighbors.
41. All cars should be parked off the street whenever possible. Due to fire restrictions, only one side of any and all streets surrounding the building may be used.
42. Hours for afternoon affairs are 1 to 6. Evening affairs must end at 12:00am. Any change in hours must be arranged in advance.
43. There will be no borrowing of any equipment at any time by anyone.
44. The Association is not responsible for articles lost or stolen.
45. Any communication to be read to the membership at any meeting must be submitted for review in advance to the Board of Directors.
46. The November Board of Directors meeting will be a joint session of both the incoming and outgoing Boards of Directors for the purpose of updating all unfinished business.
47. Pool rules and regulations are revised as necessary and are made available to all members under separate cover. It is the responsibility of the member to know and adhere to the regulations as written.