

**THE BYLAWS OF THE  
SUCKER POND NEIGHBORHOOD ASSOCIATION**

**PREAMBLE**

In order to preserve and enhance the quality of life in the neighborhoods adjacent to Big Sucker Pond and Little Sucker Pond in Framingham, MA, this body hereby adopts this document as the of the Sucker Pond Neighborhood Association, hereafter referred to as “the Association.”

**ARTICLE I. NAME**

The name of this organization shall be the Sucker Pond Neighborhood Association (SPNA).

**ARTICLE II. PURPOSE**

The purpose of the Association is the following:

1. To advocate and pursue with town officials appropriate land use/zoning within the neighborhood that maintains the character of the neighborhood.
2. To advocate and pursue appropriate neighborhood public safety measures, such as traffic controls, sidewalks, stop signs, etc. with town officials.
3. To protect the integrity of Big Sucker Pond and Little Sucker Pond in coordination with local, state and federal environmental regulations.
4. To inform concern neighborhood residents of local government policies and procedures that may impact the neighborhood as well as other neighborhoods in Framingham.
5. To act as a forum for discussion on pertinent issues in the neighborhood and other Framingham neighborhoods, and act as an organized conduit to local and state staff and elected officials.
6. To improve the quality of life throughout the neighborhood by fostering communication, civic activism and conservation of natural resources (air, water, land and wildlife).

**ARTICLE III MEMBERSHIP**

The membership of the Association shall be open to all persons living in the neighborhoods surrounding both Big Sucker Pond and Little Sucker Pond as designated on the map of Framingham.

**ARTICLE IV BOARD OF DIRECTORS**

The government and direction of the Association and the control of its property shall be vested in the Board of Directors, hereafter referred to as “the Board.” The Board shall be comprised of Association officers and three trustees. The officers of the Association shall be the President, Vice-President, Secretary and Treasurer. The Officers shall be elected annually from the membership of the Association and may not serve more than two consecutive terms in the same office, provided there are others capable of filling the vacancy.

The duties of the officers are as follows:

President: The President shall preside at all general membership and Board of Directors Meetings and shall see that orders and resolutions of the Board are carried out. The President has authority to appoint committee chairs and committee members.

Vice-President: The Vice-President shall act in the place and stead of the Chair in the event of absence, inability or refusal to act, or disqualification due to conflict of interest. The Vice-President may also arrange the location and time for Board meetings and shall organize such meetings and shall exercise and discharge such other duties as may be required by the Board.

Secretary: The Secretary shall record the votes and keep the minutes of all meetings and proceedings of the Board and of the General Membership, keeps appropriate current records showing the members of the Association together with their addresses, and shall perform such other duties as required by the Board.

Treasurer: The Treasurer shall have the custody and control of the funds of the Association, subject to the action of the Board of Directors and shall, when requested by the Chair or Board, report the state of the finances of the Association at each meeting thereof. The Treasurer shall also perform such other services as the Board may require from time to time. All checks written by the Treasurer shall have written concurrence by the President. The Treasurer, the President and the Vice-President shall have co-signatory authority for all checks.

#### **ARTICLE V. TRUSTEES**

Three trustees to serve on the Board of Directors may be chosen by the members of the Association on an annual basis.

#### **ARTICLE VI. MEETINGS**

One meeting of the Association shall be held annually to elect officers and trustees and to conduct any other business and programs. Other meetings may be called for on an as needed basis.

#### **ARTICLE IX DISSOLUTION**

Upon the dissolution of the Association, the Board shall after paying or making provision for the payment of all liabilities of the Association, dispose of all the assets of the Association to such organization or organizations operating exclusively for charitable, educational or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or corresponding provision of any future U.S. Internal Revenue Law) as the Board shall determine.

#### **ARTICLE X. PARLIAMENTARY LAW**

In all questions involving parliamentary procedure, including election procedures not covered by the Bylaws of the Association, or established by the Board, Robert's Rules of Order (Revised) shall be considered the governing authority.

#### **ARTICLE XI. ASSOCIATION RECORDS AND REPORTS**

##### **Section I - Inspection of Records**

1. The original Bylaws and copies thereof as amended to date, certified by the Secretary, shall be kept on file at a location selected by the Board and open to inspection at all reasonable times.
2. The minutes of the Board and membership meetings, and the membership register shall be kept on file at a location selected by the Board and open to inspection at reasonable time, upon written request of any member, for any purpose reasonably related to his interest as a member.

3. The books of account shall be kept on file at a location selected by the Board and open to inspection at any reasonable time upon written request of any member, for any purpose reasonably related to his interest as a member.

**ARTICLE XII. SAVING CLAUSE**

Should any provisions of the Bylaws of the Association, or the application thereof to any person or circumstance be held invalid, then the remainder of the same or the application of such provision to other circumstances shall not be affected thereby.