

**Cotuit-Santuit Civic Association  
Bylaws**

**Article I. Name and Location**

The name of this organization shall be the Cotuit-Santuit Civic Association. Its location shall be in the village of Cotuit, in the Town of Barnstable, Massachusetts.

**Article II. Purpose**

This Association shall be a non-profit organization whose purpose shall be to furnish to Cotuit residents a forum for the discussion of matters of civic concern and to take action thereon. It will identify the needs and concerns of the Village, inform residents of matters that affect them, focus action to resolve these matters and present its decisions to town government. It shall further be a purpose of the Association to promote a sense of community by sponsoring activities and programs of general interest.

**Article III. Membership and Dues**

**Section 1:** All persons 18 years age or older who are registered voters or property owners in the village of Cotuit, or Precinct 7 of the Town of Barnstable shall be eligible for membership. Any question with respect to eligibility for membership shall be referred to the Executive Board, and its determination shall be final and binding.

**Section 2:** The Executive Board may establish categories of membership and shall set the amount of dues annually. Dues shall be payable annually at the beginning of the calendar year. Any person joining the association during the calendar year shall pay dues for the full calendar year.

**Article IV. Officers and Members of the Executive Board**

**Section 1:** There shall be an Executive Board of twelve members nominated and elected as hereinafter provided. At the organization meeting, four members shall be elected for one year, four for two years and four for three years or until their successors are elected. At each subsequent annual meeting, four members shall be elected for three years or until their successors are elected.

**Section 2:** The immediate past president and the Chairmen of all committees shall attend Executive Board meetings in an advisory capacity without the power to vote.

**Section 3:** The President, Vice-President, Secretary and Treasurer of the Association shall be elected by the Executive Board from among its members; they shall hold the offices for a term of one year, or until their successors are elected.

Article V. Nominations and Elections

Section 1: At least sixty days prior to the annual meeting the President, with the advice and approval of the Executive Board, shall appoint a nominating committee of five members who are not Executive Board Members.

Section 2: At least thirty days prior to the annual meeting of the Association the nominating committee shall file its report of nominations for Executive Board members with the President.

Section 3: At least 10 days prior to the annual meeting the secretary shall post a copy of the report in a public place and shall release it to at least one local newspaper.

Section 4: Other nominations may be made in writing, and must be signed by five members and filed at least five days prior to said meeting with the secretary who shall forthwith post a copy thereof in said public places. Other nominations may be made from the floor. All nominations shall only be made with the consent of the nominee.

Article VI. Duties of the Executive Board

Section 1: The Executive Board shall represent the Association in all matters affecting the interests and shall have general supervision over, and full power to control affairs during intervals between meetings. In the absence of Association approval, the Executive Board may not obligate the Association nor expend funds thereof for other than customary operating expenses.

Section 2: Acts performed by the Executive Board may be reversed only by a 2/3 vote of the members present at a regular meeting of the Association, or at a special meeting called to review actions of the Executive Board.

Section 3: The Executive Board shall meet at least once between Association Meetings, with dates published in advance. The Executive Board may hold special meetings at the call of the President, or at the call of any three of its members. The President shall notify all Executive Board members of the subject, the time and place of the special meeting.

Section 4: The Executive Board shall maintain records of its actions and report the same to the general membership at the following Association meeting.

Section 5: Any member of the Association who is in good standing may attend meetings of the Executive Board, and be heard on matters of business; but only members of the Executive Board shall vote.

Section 6: A quorum of the Executive Board shall be seven Executive Board members.

Section 7: The Executive Board shall select from the membership an individual to fill any vacancy which occurs in its membership, until the next annual meeting.

**Section 8:** Any Executive Board member who fails to attend at four consecutive regularly scheduled meetings will be subject to replacement.

**Article VII. Duties of Officers**

**Section 1: *President.*** The President shall preside at all meetings of the Executive Board and shall perform other such duties as may be set forth in these article and as may be authorized from time to time by the Association or by the Executive Board. The President may preside or may appoint a Moderator to preside at meetings of the Association.

**Section 2: *Vice President.*** In the absence of the President, the Vice President shall act as President with full powers.

**Section 3: *Secretary.*** The Secretary shall keep appropriate records of the membership and the actions of the Association, including the minutes of the duly constituted meetings of the Association and the Executive Board, and shall give notices of all meetings of the Association and of the Executive Board.

**Section 4: *Treasurer.*** The Treasurer shall have custody of all moneys and investments of the Association; shall keep regular books of account; shall render periodic reports to the Executive Board and the Association, not less frequently than annually; and shall perform all other duties properly incident to the office.

**Section 5: *Committees.*** The President, with the advice of the Executive Board, may appoint such committees from time to time as may be useful in carrying out the purpose of the Association. These committees are responsible to the Executive Board and have no authority unilaterally to commit or act for the Association.

**Section 6:** Cotuit/Santuit Business Association functions as a committee of the Civic Association under its own bylaws. The Chairman of the Business Association, or his nominee, shall be a member of the Executive Board of the Civic Association. Conversely, per bylaws of the Business Association, the President of the Civic Association, or his nominee, shall serve on the Business Association Steering Committee.

**Article VIII. Meetings, Fiscal Year, Eligibility to Vote and Hold Office**

**Section 1: *Annual Meeting.*** The annual meeting of the Association shall be held on the third Friday of July, or such other time as the Executive Board may determine.

**Section 2: *Regular Meetings.*** There shall be at least five regular meetings of the Association during each fiscal year, in addition to the Annual meeting.

**Section 3: *Special Meetings.*** Special meetings of the Association may be called by the President, or at the written request of 10 members. Upon receipt of such a request the President shall, within three days, call a meeting of the Association to be held not more than thirty days after the call.

Section 4: *Notice of Meetings*. The Secretary shall publish notice at least ten days prior to each meeting.

Section 5: *Fiscal Year*. The Fiscal Year of the Association shall be July 1 through June 30.

Section 6: *Quorum*. A quorum shall consist of twenty members present in person for meetings of the Association.

Article IX.                    Amendments

These articles and bylaws may be amended at any annual or duly called meeting of the Association at which a quorum is present, by a two thirds vote of the members present in person or by proxy, provided that a written copy of the proposed amendment shall have been mailed with the call for the meeting.

ADOPTED BY UNANIMOUS VOTE OF THE MEMBERS PRESENT AT THE  
JULY 17, 1987 ANNUAL MEETING.