

# **Bylaws of the Eastern Region Commission on the Status of Women and Girls**

Approved on January 2019

## PREAMBLE

The Eastern Region Commission on the Status of Women and Girls (“ERCSW”) was established by House Bill 1110, signed into law on March 15, 2018 as Chapter 45 of the Acts of 2018.

The organization and rules of procedure of the ERCSW shall be as follows:

### **ARTICLE I: NAME**

The name of this organization shall be the Eastern Region Commission on the Status of Women and Girls.

### **ARTICLE II: PURPOSE**

The purpose of the ERCSW shall be to assess and advance the women and girls of Eastern Region of Massachusetts toward full equity in all areas of life and to promote rights and opportunities for all women and girls. The mission of the ERCSW is to provide a permanent, effective voice for women and girls in the Eastern Region of Massachusetts.

### **ARTICLE III: MEMBERSHIP AND TERMS OF COMMISSIONERS**

Members of the ERCSW shall be referred to as “Commissioners.”

#### Section 1. FOUNDING MEMBERS

The Inaugural ERCSW shall consist of nine (9) persons, to be appointed by the Massachusetts Commission on the Status of Women (“MCSW”) for staggered terms of one (1), two (2), and three (3) years.

#### Section 2. MEMBERS

The ERCSW shall consist of nine (9) persons, to be appointed by the MCSW, with the input of the ERCSW. The MCSW shall make appointments from a pool of applicants who reside in Plymouth County communities, which for purposes of this bylaw shall mean each City and Town within Plymouth County.

Nominations shall be solicited annually, from June 1 through July 15, through an open application process that is circulated widely through communities in the Eastern Region of Massachusetts.

Commissioners of the ERCW shall be diverse and represent different communities in the Eastern Region of Massachusetts.

### Section 3. TERM

Commissioners shall serve for three (3)-year terms, and shall continue in office until their successors are appointed.

Commissioners shall not be reappointed for more than two (2) consecutive terms, provided that former members may reapply to serve on the ERCSW, after one (1) year has passed since their last term.

Commissioners shall serve on the ERCSW as volunteers and shall not be compensated.

Commissioners shall be subject to the provisions of chapter 268A of the General Laws as they apply to special state employees.

No person who is now or who later becomes a member of this Commission shall be personally liable to its creditors for any indebtedness or liability, and any and all creditors of this Commission shall look to the assets of this Commission for payment.

### **SECTION 4. VACANCIES**

Any Commissioner may resign by delivering her written resignation to the MCSW at its principal office, or to the Chair of the ERCSW, who shall deliver such resignation to the MCSW. The MCSW will be requested to fill the vacancy with a new Commissioner for the balance of the unexpired term.

Vacancies on the ERCSW shall be filled by the MCSW for the balance of the unexpired term.

### **ARTICLE IV: OFFICERS**

SECTION 1. Annually, after re-appointment, and no later than September 15, the PCCSW shall elect from its Commissioners the following officers whose term shall be one year:

1. A Chair
2. Up to two Vice-Chairs
3. A Secretary and a Recording Clerk, which can be a rotating position, to take meeting minutes. Recording Clerk(s) shall submit meeting minutes to the Secretary for review and distribution at least one week prior to following Board meeting.
4. A Treasurer

Only members of the Commission shall be eligible for nomination and election as officers of the Commission. If an officer of this Commission shall, during her term of

office, no longer be a member of the Commission, she shall automatically cease to be an officer of the Commission.

## SECTION 2. OFFICERS' TERM OF OFFICE

The elected officers shall serve for a term of one year. The elected officers shall not serve more than two successive terms in any particular office. However, through a majority vote of the currently appointed Commissioners, the ERCSW's Chair may serve an additional one-year terms until a successor Chair is elected and qualified, or until the existing Chair sooner dies, resigns, is removed or becomes disqualified.

## SECTION 3. OFFICER VACANCIES

A vacancy in the Chair's office shall be filled until the next annual election by the Vice-Chair. All other vacancies shall be filled by a majority vote of the members of the ERCSW. In the event the Chair and Vice-Chair are both unable to preside, a quorum of the Commission shall elect a temporary Chair.

## **ARTICLE V: DUTIES OF THE OFFICERS**

The duties of the officers are as follows:

### SECTION 1. CHAIR

The Chair shall be entrusted to act and carry out policies and decisions of the ERCSW between meetings of the ERCSW.

The Chair shall:

- a) Call and preside at all meetings of the ERCSW and conduct these in accordance with parliamentary rules;
- b) Call special meetings when deemed necessary or desirable;
- c) Set the agenda for ERCSW meetings;
- d) Serve as spokesperson for the ERCSW or direct such representation before the public and governmental bodies;
- e) Act as liaison, or designate such liaison, with the MCSW;
- f) Oversee all recommendations and reports to the MCSW;
- g) Perform such other duties as the Commission may prescribe from time to time.

### SECTION 2. VICE-CHAIR(S)

The Vice-Chair(s) shall perform all duties of the Chair in the event of the Chair's absence or inability to serve, or in the event of a vacancy in that office until it is filled and shall perform other duties as are designated by the Commission. The Vice-Chair(s) shall undertake other duties as assigned by the Chair and/or as agreed upon by the ERCSW.

### SECTION 3. SECRETARY

The Secretary shall:

- a) Be responsible for distributing the minutes of all regular and special meetings of the ERCSW prepared by herself and/or by designated Recording Clerk(s);
- b) Assure that an attendance roster is maintained for each ERCSW meeting;
- c) Act as historian to the ERCSW by ensuring that all general correspondence, records of meetings, and business before the ERCSW is maintained;
- d) Sign such instruments as shall be authorized by the ERCSW;
- e) Perform all other duties necessary for the maintenance of adequate records, files and communications of the ERCSW.

### SECTION 4. TREASURER

The Treasurer shall:

- a) Ensure that all financial records are maintained and shall oversee budget preparation and reporting;
- b) Monitor the budget and financial records on an ongoing basis and in accordance with the provisions and requirements of the law and state agencies;
- c) Present the Treasurer's report at regular ERCSW meetings;
- d) Strategize with the Executive Director of the MCSW and the ERCSW on how to apply for and receive state, local, private and/or individual grants, appropriations and/or gifts in compliance with applicable state laws and regulations in order to further the purposes of the commission;
- e) Present an annual financial report to the ERCSW;
- f) Perform all of the duties incident to the office of Treasurer and such other duties as from time to time may be assigned.

### **ARTICLE VI: COMMITTEES**

The ERCSW may create such committees as it deems necessary to carry out its mission, purpose, and powers. Any such committees created shall be deemed ad hoc committees unless the ERCSW amends these bylaws to create a standing committee or committees.

All such committees are subject to the Open Meeting Law, as if they were the full ERCSW.

### **ARTICLE VII: MEETINGS**

## SECTION 1. FREQUENCY

The ERCSW shall meet monthly, from September through June. Additional meetings may be called at the discretion of the Chair.

Members of the MCSW may attend the meetings of the ERCSW.

## SECTION 2. QUORUM

A majority of Commissioners currently holding office shall constitute a quorum for the transaction of Commission business. A quorum can also include 2 Commissioners who are Executive Officers and 2 Commissioners.

## SECTION 3. OPEN MEETING LAW

All meetings shall be conducted in compliance with the Open Meeting Law. Executive sessions may be conducted, as per the law.

## SECTION 4. ATTENDANCE

All Commissioners are expected to maintain regular attendance at meetings of the full ERCSW, and to participate fully and effectively in such committees or task forces as are necessary and appropriate to conduct the business of the Commission. The Secretary of the ERCSW shall maintain a record of attendance at each ERCSW meeting. After a commissioner's fourth unexcused absence from regularly scheduled meetings of the full ERCSW the chair will notify the appropriate appointing authority. The ERCSW policy on attendance expectations shall be distributed to each new Commissioner upon appointment.

For regularly scheduled meetings of the Board, members are expected to attend in person. A member of the Board may participate in a meeting by conference telephone however telephonic participation will not count as part of the quorum. To be considered active and participating, members must attend 6 out of 10 monthly meetings.

A member who cannot participate in a meeting in person or via telephone must provide sufficient notice (at least 24 hours, absent an emergency) by email or telephone to the Chair. A member who does not participate in 2 consecutive meetings without good cause will be contacted by the Chair. A member who does not participate in 4 out of 10 annual meetings will meet with the Chair to discuss future participation on the ERCSW.

## **ARTICLE VIII: VOTING PRIVILEGES**

At any Commission meeting or committee meeting, each member of the Commission shall be entitled to one vote. Only members who attend a meeting in person shall count toward a quorum for voting purposes. There shall be no proxy voting.

## **ARTICLE IX: REPORTING REQUIREMENTS**

The ERCSW shall annually, by the first week of June, report the results of its findings and activities of the preceding year to the MCSW.

## **ARTICLE X: POWERS OF THE ERCSW**

The powers of the ERCSW shall include but not be limited to the following:

To accept and solicit funds, including any gifts, donations, grants or bequests and federal funds for any of the purposes of this act. The funds shall be deposited in a separate account to be expended at the discretion of the commission.

(i) The ERCSW may: (i) use voluntary and uncompensated services of private individuals, agencies and organizations as may, from time to time, be offered or required; (ii) recommend policies and make recommendations to state and local agencies and officers to effectuate the purposes of the commission; (iii) enact by-laws for its own governance; (iv) hold regular public meetings, conduct fact-finding hearings and hold other public forums as it deems necessary; and (v) take other actions as it deems necessary to effectuate its purposes.

## **ARTICLE XI: FINANCES**

### **SECTION. FISCAL YEAR**

The fiscal year of the ERCSW shall be July 1 through June 30.

### **SECTION 2. FUNDING**

The ERCSW may accept and solicit funds, including any gifts, donations, grants, or bequests, or any federal funds for any of the purposes of the enabling legislation.

### **SECTION 3. ACCOUNTS**

Such funds shall be deposited in a separate account with the state Treasurer, be received by said Treasurer on behalf of the Commonwealth, and expended by the ERCSW in accordance with the law and the donor or grantor's intent.

## **ARTICLE XII: AMENDMENTS TO THE BYLAWS**

These bylaws may be amended at any regular meeting of the ERCSW by a two-thirds (2/3) vote of the Commissioners present and voting provided that the proposed amendment has been submitted to the ERCSW in writing, by no later than the regular

monthly meeting prior to the regular monthly meeting at which the proposed amendment is to be discussed, considered, and voted.

### **ARTICLE XIII: POLICY ADOPTION AND AMENDMENTS**

The ERCSW, as needed, shall adopt policies. Policies may be adopted, amended, or repealed by a majority of all votes cast by the ERCSW present and voting, provided that the proposed material has been submitted in writing by no later than the regular monthly meeting prior to the regular monthly meeting at which the proposed policy is to be discussed, considered, and voted.

### **ARTICLE XIV: PARLIAMENTARY AUTHORITY**

When not in conflict with these bylaws, Robert's Rules of Order shall govern the actions of the Commission.

### **ARTICLE XV: COMMISSIONER EMERITA and ADVISORY COUNCIL**

Any former Commissioner is eligible to become a Commissioner Emerita. To become Commissioner Emerita, such Commissioners whose terms have expired may request such a title from the ERCSW, which shall be approved at the ERCSW's discretion. The purpose of a Commissioner Emerita is to remain connected to the work of the ERCSW and to continue to participate and have a voice. Commissioner Emeritus may participate in all meetings of the ERCSW but shall have no voting privileges.

The ERCSW may also establish an Advisory Council to discuss and/or informally advise members on issues of interest to the ERCSW. Membership on the Advisory Council must be approved by the ERCSW. Advisory Council members shall have no voting privileges.