

METROWEST COMMISSION ON THE STATUS OF WOMEN
BYLAWS

PREAMBLE

The organization and rules of procedure of the MetroWest Commission on the Status of Women as created by Chapter 335 of the Acts of 2014 shall be as follows:

ARTICLE I—NAME

The name of this organization shall be the MetroWest Commission on the Status of Women.

ARTICLE II—PURPOSE

The purpose of this MetroWest Commission on the Status of Women shall be to advance women toward full equity in all areas of life and to promote the rights and opportunities for all women. The mission of the MetroWest Commission is to provide a permanent, effective voice for women in MetroWest communities, described by Chapter 335 of the Acts of 2014 as including the towns of Ashland, Bellingham, Dover, Framingham, Franklin, Holliston, Hopkinton, Hudson, Maynard, Medfield, Medway, Millis, Natick, Needham, Norfolk, Northborough, Norwood, Sherborn, Southborough, Stow, Sudbury, Walpole, Wayland, Wellesley, Westborough, Weston and Wrentham and the city of Marlborough. The MetroWest Commission stands for fundamental freedoms, basic human rights, and the full enjoyment of life for all women throughout their lives.

This MetroWest Commission shall have the following responsibilities:

- a) Study, review and report on the status of women in the MetroWest communities;
- b) Inform leaders of business, education, health care, state and local governments and the communications media of issues pertaining to women;
- c) Serve as a liaison between government and private interest groups concerned with issues affecting women;
- d) Serve as a clearinghouse for information on issues pertaining to women;
- e) As deemed necessary and appropriate:
 1. Assess programs and practices in all state agencies as they affect women;
 2. Advise executive and legislative bodies on the effect of proposed legislation on women;
 3. Identify and recommend qualified women for appointive positions at all levels of government,
 4. Promote and facilitate collaboration among local women's commissions and among women's organizations in the MetroWest communities;
- f) Establish a method of sharing goals, actions and missions between the MetroWest Commission on the Status of Women and the appointing Massachusetts Commission on the Status of Women.

ARTICLE III—REPORTING REQUIREMENTS

The MetroWest Commission on the Status of Women shall annually, not later than June 2, report the results of its findings and activities of the preceding year and its recommendations to the Massachusetts Commission on the Status of Women.

ARTICLE IV—POWERS OF THE COMMISSION

The powers of the MetroWest Commission on the Status of Women shall include, but not be limited to the following:

- a) Collaborate with concerned organizations, groups, states and local agencies and officers on issues of common concern;
- b) Use voluntary and uncompensated services of private individuals, agencies and organization as may, from time to time, be offered or required,
- c) Recommend policies and make recommendations to state and local agencies and officers to effectual the purposed of the commission;
- d) Enact by-laws for its own governance;
- e) Hold regular public meetings, conduct fact-finding hearings and hold other public forums as it deems necessary; and
- f) Take other actions as it deems necessary to effectual its purposes.

ARTICLE V—MEMBERS

SECTION 1. FOUNDING MEMBERS

The initial members of the MetroWest Commission on the Status of Women shall be appointed as follows:

- a) The Massachusetts Commission on the Status of Women, in consultation with women's organizations, will select the initial members from a pool of women applicants who reside in the MetroWest communities;
- b) Of the initial members appointed to the MetroWest Commission on the Status of Women, three (3) members shall be appointed for a term of one year, three (3) members shall be appointed for a term of two years and three (3) members shall be appointed for a term of three years.

SECTION 2. MEMBERS

The MetroWest Commission shall consist of nine members who are appointed by the Massachusetts Commission on the Status of Women. Members shall not be reappointed for more than two (2) consecutive

terms; provided, however, that former members may reapply to serve on the commission after one (1) year has passed since their last term.

SECTION 3. DIVERSITY

The MetroWest Commission on the Status of Women is committed to diversity. The MetroWest Commission strives to draw its members from diverse racial, ethnic, religious, age, sexual orientation, and socio-economic backgrounds representing different MetroWest communities, all of whom shall have an interest in working toward the improvement of the status of women in society.

SECTION 4. MASSACHUSETTS GENERAL LAWS

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

SECTION 5. TERMS OF OFFICE

Except for the founding members of the MetroWest Commission who have staggered terms, a member of the MetroWest Commission shall serve a term of three years duration and until her successor is appointed.

SECTION 6. VACANCIES

Any Commissioner may resign by delivering her written resignation to the MetroWest Commission on the Status of Women. Upon receipt, the MetroWest Commission shall notify its appointing authority, the Massachusetts Commission on the Status of Women, providing replacement recommendations and requesting the appointment of a new Commissioner to fill the vacancy for the balance of the unexpired term.

SECTION 7. APPOINTMENTS

Appointments shall be made in consultation with women's organizations. Nominations shall be solicited between August 1 and September 16 of each year through an open application process using a uniform application that is widely distributed throughout the MetroWest communities. The MetroWest Commission shall send its recommendations to its appointing authority, the Massachusetts Commission on the Status of Women. Terms of office shall begin on January 1 of each year.

ARTICLE VI—FINANCES

SECTION 1. FISCAL YEAR

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

SECTION 2. FUNDING

The Commission 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 by the elected Treasurer in a separate account and expended by the MetroWest Commission in accordance with the law and the donor or grantors intent.

ARTICLE VII—COMPENSATION AND LIABILITY

SECTION 1. COMPENSATION

The members of the MetroWest Commission shall receive no compensation for their services.

SECTION 2. LIABILITY

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

ARTICLE VIII—OFFICERS

SECTION 1. OFFICERS

The MetroWest Commission shall elect from among its members a Chair, a Vice-Chair, a Treasurer and a Secretary and any other officers it deems necessary. Only members of the MetroWest Commission shall be eligible for nomination and election as officers of the MetroWest Commission. If an officer of the MetroWest Commission shall, during her term of office, no longer be a member of the MetroWest Commission, she shall automatically cease to be an officer of the Commission.

SECTION 2. ELECTION OF OFFICERS

Officers shall be elected annually, at the first meeting of the calendar year excepting the first year where officers shall be elected in February 2015. The officers shall be elected by written ballot. If there is only one nominee for an officer position, the ballot may be dispensed with by a majority voice and a voice vote may be taken. Election to an office shall be filled by a quorum of the MetroWest Commission with a majority vote.

SECTION 3. 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, under extenuating circumstances as determined by a majority vote by members of the MetroWest Commission, an officer may serve a third consecutive one-year term.

SECTION 4. 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 Commission. In the event the Chair and Vice-Chair are both unable to preside, a quorum of the Commission shall elect a temporary Chair.

ARTICLE IX—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 MetroWest Commission between meetings of the MetroWest Commission. The Chair shall assure that the legislative mandates of the MetroWest Commission are carried out as prescribed by the Legislature and as formulated in these by-laws to:

- a) Call and preside at all meetings of the MetroWest Commission and conduct these in accordance with parliamentary rules;
- b) Be an ex-officio (non-voting) member of all committees with the exception of the nominating committee;
- c) Call special meetings when deemed necessary or desirable;
- d) Set the agenda for MetroWest Commission meetings;
- e) Serve as spokesperson for the MetroWest Commission or direct such representation before the public and governmental bodies. Oversee all recommendations and reports to the Massachusetts Commission on the Status of Women;
- f) Perform such other duties as the MetroWest Commission may prescribe from time to time.

SECTION 2. VICE-CHAIR

The Vice-Chair 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 MetroWest Commission.

SECTION 3. SECRETARY

The Secretary shall:

- a) Be responsible for keeping and reviewing the minutes of all regular and special meetings of the MetroWest Commission;
- b) Assure that copies of the minutes and of the Treasurer's financial statements are distributed to all members of the MetroWest Commission, and to the Massachusetts Commission on the status of women as necessary, within a reasonable length of time;
- c) Assure that an attendance roster is maintained for each MetroWest Commission meeting and committee meeting;
- d) Act as historian to the MetroWest Commission by assuring that all general correspondence, records of meetings and committees, and business before the MetroWest Commission is maintained.
- e) Sign any such instruments as shall be authorized by the MetroWest Commission.
- f) Perform all other duties necessary for the maintenance of adequate records, files and communications of the Commission.

SECTION 4. TREASURER

The Treasurer shall:

- a) Ensure that all financial records are maintained and shall oversee budget preparation and reporting as applicable;
- b) Monitor the budget and financial records on an ongoing basis and in accordance with the provisions and requirements of the law;
- c) Present the Treasurer's report at regular MetroWest Commission meetings;
- d) Strategize with the Massachusetts Commission on the status of women 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 MetroWest Commission;
- e) Present an annual financial report to the MetroWest Commission;
- 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 X—COMMITTEES

SECTION 1. ORGANIZATION

The MetroWest Commission may create such committees as it deems necessary to carry out the work of the Commission.

SECTION 2. STANDING COMMITTEES

The MetroWest Commission may establish Standing Committees for permanent and on-going tasks. The work of the Standing Committees shall be determined by goals and objectives established annually. All committees shall submit their recommendations to the full Commission for approval for such recommendations to be acted upon.

The standing committees may include, but not be limited to, the following:

- Legislative and Public Policy Committee
- Program and Planning Committee
- Marketing and Communications Committee

Only Commissioners may be members of a standing committee. Commission members may volunteer to serve on the committee of their choice. Directors of the standing committees shall be elected by a majority vote by the members of the MetroWest Commission.

SECTION 3. LEGISLATION AND PUBLIC POLICY DIRECTOR

The Legislation and Public Policy Director shall:

- Lead the Legislative and Public Policy Committee;
- Identify and track policy and legislation related to the goals of the MetroWest Commission;
- Advise the MetroWest Commission of upcoming opportunities to advocate on behalf of legislative issues in line with the mission of the MetroWest Commission;
- Draft legislation, regulatory revisions or legislative or policy advocacy letters;
- Assist the MetroWest Commission in legislative or policy advocacy strategy.

SECTION 4. MARKETING AND COMMUNICATIONS DIRECTOR

The Marketing and Communications Director shall:

- Lead the Marketing and Communications Committee;
- Design and manage a social media presence for the MetroWest Commission;
- Post up-to-date information on social media for public meetings hosted by the MetroWest Commission;
- Develop annual documentation on MetroWest Commission accomplishments and goals.

ARTICLE XI—MEETINGS

SECTION 1. SCHEDULE

The MetroWest commission on the status of women shall meet at least four (4) times a year, at the members' discretion. Members of the Massachusetts Commission on the status of women may attend the meetings of the MetroWest commission on the status of women.

A calendar of dates shall be set at the first meeting of the calendar year. This calendar of dates shall be communicated to all Commissioners and can be amended by a majority vote of the Commission. The Chair shall work with the Commissioners to designate the time and place of the meetings which shall be rotated throughout the MetroWest communities.

At each full MetroWest Commission meeting, there shall be reports from the Directors of each Standing Committee or any temporary task force, as well as financial reports and any other relevant matters.

SECTION 2. QUORUM

Five members of the MetroWest Commission shall constitute a quorum and the affirmative vote of five members shall be necessary for any action taken by the MetroWest Commission. No vacancy in the membership of the MetroWest Commission shall impair the right of a quorum to exercise all the rights and perform all the duties of MetroWest Commission.

SECTION 3. OPEN MEETING LAW

All meetings shall be conducted in compliance with the Open Meeting Law (see [http://www.mass.gov/ago/government-resources/open-meeting-law/.](http://www.mass.gov/ago/government-resources/open-meeting-law/))

SECTION 4. SPECIAL MEETINGS

The special meeting of the MetroWest Commission can be called by

- a) the Chair or
- b) by a majority vote of the MetroWest Commission.

The purpose of the meeting shall be stated in the call. No business can be transacted at the meeting except that stated in the call and except in cases of emergency, at least three day notice must be given to the membership. A special meeting can be conducted only if a quorum of the Commissioners is present.

SECTION 5. PUBLIC COMMENT

Observers may attend meetings of the MetroWest Commission and may be granted the privilege of the floor by majority vote of the MetroWest Commission members. Normally, fifteen minutes will be set-aside at the

beginning of the meetings for this purpose. In addition, visitors may speak to specific issues as that arise during the meeting at the discretion of the Chair and the MetroWest Commissioners.

SECTION 6. ATTENDANCE

All Commissioners are expected to maintain regular attendance at meetings of the full MetroWest Commission, and to participate fully and effectively in such committees or task forces as are necessary and appropriate to conduct the business of the MetroWest Commission.

The Secretary of the MetroWest Commission shall maintain a record of attendance at each MetroWest Commission meeting. After a Commissioner's fourth unexcused absence from regularly-scheduled meetings of the full Commission, the Chair will notify the appointing authority. The MetroWest Commissions' policy on attendance expectations shall be distributed to each new Commissioner upon appointment.

ARTICLE XII—VOTING PRIVILEGES

At any MetroWest Commission meeting or committee meeting, each member of the MetroWest Commission shall be entitled to one vote each time a vote is called. The Chair shall not vote except in the event of a tie. Voting by proxy shall not be allowed.

ARTICLE XIII—AMENDMENTS TO THE BYLAWS

These bylaws may be amended at any regular meeting of the MetroWest Commission by a two-thirds vote of the Commissioners present and voting provided that the proposed amendment has been submitted at the previous meeting.

ARTICLE XIV—POLICY ADOPTION AND AMENDMENTS

The MetroWest Commission, as needed, shall adopt policies. Policies may be adopted, amended, or repealed by a majority of all votes cast by the Commissioners present and voting, provided that the proposed material has been submitted at the previous meeting.

ARTICLE XV—PARLIMENTARY PROCEDURE AUTHORITY

When not in conflict with these bylaws, Robert's Rules of Order (see <http://www.rulesonline.com/>) shall govern the actions of the MetroWest Commission.