

BEVERLY COVE IMPROVEMENT ASSOCIATION, INC.

BY-LAWS

**Charter granted by Secretary of State of the
Commonwealth of Massachusetts, March 4, 1925**

Revised November 1, 1973

Revised March 1, 1984

Revised May 1, 1999

Revised February 7, 2008

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Previous known revisions occurred November 1, 1973; October 26, 1971;
April 6, 1961; May 5, 1960; May 7, 1959; April 4, 1957; January 10, 1957
(Original By-Laws were unobtainable in 1984.)

ARTICLE I (NAME)

This organization shall be known as the Beverly Cove Improvement Association, Inc.

ARTICLE II (PURPOSE)

The Association is constituted for the purpose of promoting good will in the community, disseminating, upholding, and inculcating the doctrines of honest, liberal and proficient government, advancing objects relating to the general interests and welfare of the inhabitants in and about the Cove section of the City of Beverly, Massachusetts, as defined by Article #3, Section #4, furnishing information to the inhabitants which will broaden their knowledge of people and public measures, thereby enabling them to become influential factors in all questions of social and civic importance, and for other educational, artistic, literary, civic and social purposes of benefit to the general public.

ARTICLE III (MEMBERSHIP)

Section 1. (Eligibility). Membership shall be active, associate, and honorary. An active member shall be eighteen (18) years of age or over and be a resident of Beverly Cove. An associate member shall be eighteen (18) years of age who is not eligible to become an active member. Associate members shall enjoy all privileges except voting and holding office. Honorary members shall be elected for a lifetime by a majority vote at any regular or special meeting. There shall be no resident requirement for honorary or associate membership.

Section 2. Persons attaining twenty-five (25) years of membership on or before January 1, 2010 shall, upon request to the financial secretary, be elected by the membership to the status of honorary membership for a lifetime with all of the privileges of a regular member with an exemption from the requirement of paying any dues.

Section 3. (Application). Applications for membership other than honorary must be in writing and each application signed by at least one active or associate member.

Section 4. (Definition of "Cove"). The boundaries of the Cove district defined as the basis of active membership in this Association shall be: (Definition of "Cove"). The boundaries of the Cove district defined as the basis of active membership in this Association shall be: commencing at the junction of the centerline of Dane Street Extension and Beverly Harbor, thence running northwesterly along the centerline of Dane Street to the junction of Dane Street and Essex Street, thence turning and running northeasterly on the centerline of Essex Street to the right-of-way of the Massachusetts Transportation Authority, thence easterly along said right-of-way to Thissell Brook beyond Paradise Crossing, so-called, thence in the generally southern direction by the various courses of said brook to Hale Street; thence southeasterly by Hale Street to the junction of Hale Street and Prince Street, thence southerly and westerly on Prince Street and Curtis Point to the shore line of Beverly Harbor, thence by various courses along said shore line to the point of beginning. Meaning and intending that house lots on northeasterly side of Dane Street and the southeasterly side of Essex Street, herein described, shall be included in the definition and that both sides of Prince Street and Curtis Point shall be included.

A plan with the foregoing boundaries thereon delineated shall be filed with the Recording Secretary as part of these By-laws.

Section 5. (Withdrawal of Membership). Any member shall have the privilege of withdrawing membership by notice thereof in writing delivered to the Financial Secretary provided that all financial obligations of the member to the Association shall have previously been paid. Whenever written notice is required here or elsewhere hereunder, electronic mail shall qualify as written notice.

Section 6. (Payment of dues). The Financial Secretary shall notify all members in writing on the anniversary date of initial membership that dues for the ensuing year are now due. Any member in arrears for four (4) months shall be notified by the Financial Secretary in writing and if said arrears remain unpaid for two months thereafter, said member shall be suspended. All money collected for dues shall be accounted for to the Treasurer each month.

Section 7. (Process of Expelling). Any member who shall be found guilty by the executive committee, after charges have been preferred in writing, signed by three members, of violating or renouncing the principles necessary to membership, or of any conduct which may endanger the good order and welfare of the Association, may be expelled by a majority vote of the members present at any regular meeting. The member so accused on his or her request, made within five (5) days after he or she is notified of the making of said charges, shall have the privilege of a hearing before the executive committee, before the Association acts on said charges.

ARTICLE IV (PERSONNEL STRUCTURE)

Section 1. (Officers). The officers shall be a President, Vice President, Treasurer, Financial Secretary, and Recording Secretary, all of whom shall be elected annually by the Association and an executive committee consisting of the President, Vice President, Treasurer, Financial Secretary, Recording Secretary, three (3) trustees and six (6) members of the Association at large, two (2) of whom shall be elected annually by the Association to serve for three (3) years. All officers shall hold office until their successors have been elected and have qualified, except that if any one of the six (6) members of the membership at large shall fail to attend three (3) or more consecutive meetings of said committee, he or she may be removed from such office by affirmative majority vote at any regular meeting of members at which a quorum is present and voting; and if such removal be so affected, the members present at such meeting shall thereupon elect from the membership at large another member to fill such vacancy for the unexpired portion of the term of the committee member so removed.

Section 2. (Election of officers). There shall be a nominating committee consisting of three (3) members, one of whom shall be appointed by the President, the other two to be nominated from the floor. The duties of this committee shall be to bring in one or more names for each office. It shall be their duty to interview each person named for office to see if he or she is willing to stand for said office. They shall also consider any names suggested to them by members of the Association. They shall report their findings to the Association at the March meeting, and if approved, those names shall appear on the ballot and be voted on at the May meeting. Additional nominations for any office may be made from the floor at the March meeting. The persons receiving the largest vote shall be declared elected to the office specified. In

the event of a vacancy in any office of the Beverly Cove Improvement Association, Inc., the Executive Committee may fill such a vacancy for the balance of the unexpired term.

Section 3. (Permanent Committees). There shall be the following permanent committees, appointed annually by the President: (1) Executive Committee, (2) Civic and Educational Committee, (3) Program Committee, (4) House Committee, (5) Publicity Committee, (6) Ways and Means Committee.

The President shall serve as chairman of the Executive Committee, and shall appoint the chairman of all other permanent committees, except the Program Committee which shall elect its own chairman. The Board of Trustees shall elect its own chairman and shall be completely independent of the formal organization of the association.

Section 4. (Trustees). There shall be a Board of Trustees consisting of three (3) members, each of whom shall reside in Beverly Cove, one trustee to be elected annually for a term of three (3) years. Vacancies in the board shall be filled in the usual manner of any office (see Article IV, section 2). The Trustees shall be answerable to the membership and not to the Executive Committee.

ARTICLE V (DUTIES)

Section 1. The President shall preside at all meetings and perform all the duties usually performed by the chief executive of an active, non-profit, civic association accomplishing the purposes as stated in Article II.

Section 2. In case of the absence of the President, the Vice President shall preside; and in the absence of the President and Vice President, the Recording

Secretary shall call the meeting to order and a President pro-tempore shall be chosen from the members present.

Section 3. The Recording Secretary shall keep a true and accurate record of all meetings of the Association and of the executive committee, and when necessary shall in some suitable way notify members of all meetings.

Section 4. The Treasurer shall take charge of all funds, with the exception of those in the hands of the trustees, unless otherwise provided for by vote of the Association. He or she shall make a written report to the Association of the financial standing of the Association semi-annually at a regular business meeting in the months of May and October. He or she shall deposit all moneys of the Association in such banks as may be approved by the executive committee and pay all bills and make all other disbursements by voucher checks drawn upon such deposits.

All bills and expenditures contracted by any of the permanent committees shall be paid by the Treasurer of the Association after being approved by the chairman of the committee involved, but the Association shall not be liable for, nor without specific authorization voted by it or its executive committee shall the Treasurer pay any such bills in excess of the appropriation voted such committee for the purpose, project, or activity involved.

Section 5. The Financial Secretary shall keep a correct list of all members of the Association and shall perform all duties specified in Article III, Section 6.

Section 6. The books of the Treasurer, Financial Secretary and trustees shall be audited annually by a Certified Public Accountant who has been employed by the Executive Committee.

Section 7. Duties of the permanent Standing Committee:

- (1) The Executive Committee shall perform all duties provided by the By-laws, have charge of all personal property of the Association, and shall be charged with the general business administration and welfare of the Association as expressed at a business meeting or special meeting. The committee shall hold monthly meetings and eight (8) members shall constitute a quorum. The committee shall, from time to time, establish the annual dues structure and shall determine and set, from time to time, any assessments of the membership as needed for operations or capital purposes.
- (2) The Civic and Educational Committee shall promote discussion and dissemination of information on public affairs, give assistance and cooperation to all groups of worthy purpose, such as the scouts and other such groups assisted by the United Fund, do anything to promote the general welfare of the City of Beverly, and make recommendations of awards of scholarships and other appropriate awards of recognition to students whose worthiness shall be determined by the committee.
- (3) The Program Committee shall consist of at least three (3) members appointed by the President, who shall choose its own

chairman and secretary. The Committee shall initiate its own program for entertainment of a social or instructive nature, but the Executive committee shall give advice and consent to the proposals of this committee.

- (4) The House Committee shall be responsible for the maintenance, operation, and rental of the Cove Community Center. (See Article IX).
- (5) The Publicity and Membership Committee shall give appropriate information to the public concerning any of the activities of the Association which may be of interest to the membership as well as to the general public. The committee shall perform a hospitality function to welcome new residents and also be responsible for membership development and outreach.
- (6) The Ways and Means Committee, in cooperation with the Executive Committee, shall prepare an annual budget for the following fiscal year and submit it to the membership at the March business meeting for approval. The budget approved by the membership shall be the controlling financial plan for the Association. This committee may be asked to raise funds so that operating deficits may be avoided.

Section 8. The Board of Trustees shall receive and hold all invested funds belonging to the Association and receive, invest and reinvest all legacies and gifts, the income of which is to be devoted to the use of the Association. They shall disburse the

income of the invested funds according to the provisions under which the funds were received or the vote of the Association and present a report at the annual meeting of the Association. They shall invest the funds only in such securities as are legal for savings banks of the Commonwealth of Massachusetts, or in paid-up or matured shares of Massachusetts Cooperative Banks, or in accounts in Massachusetts savings banks or savings department of national banks or of Massachusetts trust companies, but not in excess of the insured limit of any one bank. They may also invest funds of this Association in standard and adequate stocks and bonds such as trustees acting with sound discretion are accustomed to invest the trust fund with which they are charged, having at all times strict regard and concern for the safety of their principal rather than the amount of income to be derived therefrom. The trustees in their discretion may, however, retain and hold any and all securities of whatever name and kind received by them under the will of the late Gideon F. Foster, deceased. They shall deposit any uninvested funds only in such banks as have the unanimous approval of the trustees.

The trustees in their discretion may appoint a bank authorized to hold trust funds, as custodian of the securities of the Association and as their investment agent and counsel, and are authorized to pay the reasonable fees and expenses of such custodian, agent and counsel.

The trustees shall give bonds for the faithful performance of their duties. In the event that they do employ such custodian, agent and counsel, as aforesaid, no surety shall be required on their bonds; otherwise, they shall furnish surety company bonds. The amount of the trustees' bonds shall be fixed by vote of the Association, and bonds themselves shall be approved by the Executive Committee. The provisions of this

Article in respect to the powers of the trustees shall be controlling, anything in these By-laws to the contrary notwithstanding.

ARTICLE VI (MEETINGS)

Business meetings shall be held on the first Thursday in the months of October, January, March and May, unless otherwise directed by the vote of the Executive Committee. Other informational meetings and entertainment activities may be scheduled from time to time by the Executive Committee, upon recommendation of the Program Committee, notice of which shall be made in substance and by means as appropriate. Special meetings may be called by the President when deemed expedient, and shall be called by the president on the written request of ten (10) members of the Association.

Thirty (30) members entitled to vote shall constitute a quorum at any business or special meeting.

The Recording Secretary shall notify members in writing of a special meeting not less than three (3) days before such meeting.

Officers for the ensuing year shall be elected at the May business meeting of each year. The newly elected officers will take office at the same May business meeting.

The fiscal year of the Association shall run from May 1st and close on April 30th.

ARTICLE VII (PAYMENT OF DEBTS)

No indebtedness shall be incurred unless an appropriation therefor shall have been duly made by the Association, provided, however, that in case of emergency the

Executive Committee is authorized to expend an amount not exceeding three thousand (\$3,000) dollars in any one month.

ARTICLE VIII (PROCEDURES FOR AMENDMENTS)

Alterations of and amendments to the By-laws may be made at a business meeting of the Association by a two-thirds vote of the members present, provided that such proposed alteration or amendment shall have been proposed in writing at a previous meeting, and notice of the proposed changes and the date of the business meeting at which a vote thereon will be taken is given at the business meeting next prior to the vote .

ARTICLE IX (THE COVE COMMUNITY CENTER)

The building which the Association has built at 19 East Corning Street, Beverly, Massachusetts 01915, shall be known as the Cove Community Center.

ARTICLE X

At any regular or special meeting of the Association, the order of business shall be as follows:

1. Call to order
2. Reading of records of previous meeting
3. Communications and Treasurer's report
4. Report of Membership Committee
5. Report of standing and special committees
6. Unfinished business
7. New business

ARTICLE XII

Robert's Rules of Order shall govern procedure at all meetings, not otherwise provided for by the By-laws.

Appendix

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