

W. 9th Street Tenant Task Force Bylaws

Date submitted: _____

updated 4/29/19

BY LAWS FOR THE WEST 9TH STREET ELDERLY APARTMENTS

ARTICLE I: West 9th Street Elderly Apartments, 195 West 9th Street, South Boston, MA 02127

Section 1 Name: West 9th Street Elderly Apartments Task Force

Section 2 Principal Location: The principal location of the West 9th Street Elderly Apartments shall be within the Boston Housing Authority's West 9th Street Elderly Apartments public housing development. The West 9th Street Elderly Apartments Task Force may change the principal location, which will be effective upon a certificate of the change being filed with the Elderly/Disabled Housing Program.

Section 3 Purpose: The purpose of the Task Force is to empower public housing residents at the Boston Housing Authority's West 9th Street Elderly Apartments public housing development to fully participate in decisions affecting them involving the Boston Housing Authority (BHA) or other agencies, to educate residents regarding their rights and responsibilities, and to enhance economic opportunities and self-sufficiency for all residents.

Section 4 Fiscal Year:

ARTICLE II: Tenants, Task Force, Officers'

Section 1 Tenants

Definition of Tenants: The Tenants of the Task Force shall consist of the residents of the West 9th Street Elderly Apartments public housing development of the BHA who have voting rights.

Voting Rights of Tenants: The Tenants shall have rights to elect or recall the members of the West 9th Street Elderly Apartments Task Force (as described in Article III below), to adopt and revise By-Laws, and to take such other steps as may be necessary to achieve the purpose of the Task Force. The Tenants shall have the right to participate in the Task Force and its committees. Voting rights will be vested in all residents of West 9th Street Elderly Apartments development who are 18 years of age or older, or who are emancipated minors who are leaseholders in such development, as listed on BHA leases or Tenant Status Review (TSR) reports. Residents who have vacated the development will no longer have voting rights, except in instances where the developments are undergoing redevelopment and tenants of the West 9th Street Elderly Apartments must temporarily relocate off site, but have rights to permanently relocate back to the development. Voting rights can only be exercised by persons present at a Tenants meeting; there shall be no voting by proxy. Each member shall only have one vote.

Elderly Apartments Task Force, or to recommend amendments to the By-Laws, the quorum for such a meeting shall be five (5) Officers'. **(All tenants should be notified to attend these special meetings).**

- 2.6 Filling Vacancies of Task Force Officers': If a vacancy occurs in the West 9th Street Elderly Apartments Task Force prior to the next scheduled election, such vacancy shall be filled by the Task Force. The Task Force shall give written notice of such vacancy to the Tenants and give the Tenants a reasonable period of time (but not to exceed two (2) weeks to submit names for consideration for appointment to the Task Force. The Officer' so appointed shall hold office only until the next election. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the West 9th Street Elderly Apartments Task Force to fill the vacancy.
- 2.7 Resignation: Any Officer' may resign from the position by delivering a letter of resignation to the President (or, if the person resigning is the President, the Vice-President). Such resignation shall be effective upon receipt and acceptance of the letter by the West 9th Street Elderly Apartments Task Force and notification to the BHA.
- 2.8 Removal for Good Cause: Any Officer' of the Task Force may be removed from office for good cause at any time by the Tenants at any meeting by a majority vote of the tenants present at such meeting. The following shall constitute good cause: (1) Absence from three (3) Task Force meetings without excuse; (2) Violating the confidentiality of residents; (3) Accepting a paid position with the BHA or a contracted management company at the West 9th Street Elderly Apartments development, or a paid position with the BHA in a policy-making or supervisory position, provided however, a Task Force Officer's participation in a BHA advisory capacity, such as on the Monitoring Committee or the BHA Resident Advisory Board, shall not require the Task Force Officer' to resign or be removed from office; (4) Misusing the organization's office or name; (5) Failure to resign after losing tenant-ship in the Task Force, as described in Sections 1.2 and 2.2 above; or (6) Any breach of the Task Force Officers' duty of loyalty to the Task Force or its tenants; (7) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (8) For any transaction from which the Task Force Officer' derived an improper personal benefit. Any action on removal must be preceded by written notice to all tenants of the West 9th Street Elderly Apartments Task Force, at least one week in advance of the meeting, stating that the issue for removal shall be considered at that meeting, and stating the grounds for removal.
- 2.9 Meetings of the Task Force Officers': The Task Force shall meet once a month at a regular time and place which shall be posted and made generally known to the Tenants. Special meetings may be called by the President (or in the President

supervision and control of the affairs of the Task Force. The President shall have the normal power to vote in the Task Force and to make or second a motion.

(B) Vice-President: The Vice-President shall perform the duties of the President when the President is absent or unable to perform his/her duties.

(C) Secretary: The Secretary shall record and maintain minutes of all Task Force and Tenants meetings and shall insure that proper notice of Board meetings and Tenants meetings is given. The Secretary shall also function as the Clerk of the Task Force under the terms of these By-Laws. In the absence of the Secretary, a temporary secretary may be elected to record the minutes of the meeting concerned.

(D) Treasurer: The Treasurer shall have general charge of all financial affairs of the Task Force. The Treasurer shall ensure accurate recordkeeping with respect to the Task Force financial affairs, and shall sign off on checks authorized by the Task Force. The Treasurer shall provide regular financial reports to the Task Force and to the Tenants on the Task Force financial affairs, and the BHA. All checks issued by the West 9th Street Elderly Apartments Task Force shall have, in addition to that of the Treasurer, the signatures of at least the President (or, in the President absence, the Vice-President) or Secretary.

(E) Alternate: The Alternate is to attend all Task Force/Residents meetings to stand in for any elected Officers'. The Alternate shall educate themselves on the roles and responsibilities of the other elected Officers' on the Task Force.

3.2 Term of Office; Resignation, Removal from Office, and Filling of Vacancies: The Officers' term of office shall be the same as the Task Force. An Officer' may resign by giving written notice to all other members of the Task Force. The Task Force may also remove any Officer' for good cause by a majority vote. "Good cause" shall be defined in the same manner as in Article II, Section 2.8 of these By-Laws. The Tenants shall fill any vacancies in Officer' positions from the tenants of the West 9th Street Elderly Apartments Task Force. The resignation or removal of an Officer' shall not be deemed to also be a resignation or removal from the Task Force unless this is stated in the resignation, or the Tenants decision. Any Officer' who resigns or is removed from Office shall have the responsibility to turn over any of the Task Force's records and accounts to the West 9th Street Elderly Apartments Task Force. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the Task Force to fill the vacancy.

- 1.4 Number of Signatures Required for Nominations: Each candidate for the Task Force must obtain twenty (20) signatures from Tenants in order to be eligible as a nominee for the Task Force. Members of the Tenants may sign more than one candidate's nominating papers. Multiple signatures by the same member on a candidate's nomination papers shall be stricken. **(OPTIONAL)**
- 1.5 Period for Nominations; Submission of Signatures to the BHA for Verification; Certified Papers Remaining on File: Nominations must remain open for a minimum of at least three (3) weeks from the date of the initial election notice. BHA shall not certify if the signatures are authentic. To ensure candidates an opportunity to avoid having their nomination papers rejected for an insufficient number of certifiable names, a preliminary inspection of nomination papers by BHA management shall be conducted fifteen (15) days prior to the end of the nomination period. Those candidates who fail to submit nomination papers on or before this preliminary date do so at risk of being rejected from the election. The certified nomination papers shall be maintained on file with the Election Committee and the West 9th Street Elderly Apartments Task Force until the following election. **Optional) (TBA)**
- 1.6 Encouraging Diversity in Candidate Pool: The Task Force and the Election Committee shall attempt to achieve reasonable representation on the West 9th Street Elderly Apartments Task Force of all racial and ethnic groups and all geographic areas within the West 9th Street Elderly Apartments development.
- 1.7 Notice of Nominations; Encouraging Resident Participation: The Election Committee and the Task Force shall give written notice to all tenant households by way of leaflets regarding the certified nominees for the West 9th Street Elderly Apartments Task Force. The notices shall display a sample ballot with each candidate's name and address listed. Such notices shall be posted in every hallway, management, and the Task Force office at a minimum of thirty (30) days prior to the election. The Election Committee and the Task Force shall conduct a broad range of activities to encourage resident participation in the election through candidates' nights, providing poster and leaflet materials to candidates for campaign purposes, and/or issuing election reminder notices to residents, consistent with resources available to the West 9th Street Elderly Apartments Task Force.
- 1.8 Conduct of Election: The Task Force and the Election Committee shall obtain an impartial third party to monitor the balloting and tabulation processes. At the time of the election, polling stations will be located in an area of adequate size to provide voters a sufficient level of privacy to mark ballots. A secured ballot box shall be provided at each station, and the Election Committee shall verify each voter's eligibility (based on lease and TSR information provided by BHA). The

ARTICLE IV: Committees

- 1.1 Standing Committees: The West 9th Street Elderly Apartments Task Force shall establish standing committees to carry out the goals and objectives of the Task Force. It shall actively recruit the Tenants to serve on committees to ensure democratic participation and to further the goals of the Task Force. The standing committees shall report to the Task Force and to the Tenants on their ongoing work.

ARTICLE V: External Representation

- 1.4 The Task Force shall appoint representatives of the Task Force who will serve on other boards and organizations.
- 1.5 Any such representative may be removed for good cause at any time by the Task Force at any meeting upon the vote of the majority present.

ARTICLE VI: Personal Liability of Officers and Members of the West 9th Street Elderly Apartments Task Force; Conflict of Interest

Section 1 Personal Liability

The Task Force shall not have the power to bind the tenants of the Task Force personally or call upon such tenants to discharge any debts. The members of the Task Force and the Officers' shall not be held personally liable for any debt, liability or obligation of the Task Force. This provision, however, shall not eliminate or limit the liability of an Officer' or a member of the Task Force for any breach of the Officer' or Officers' duty of loyalty to the Task Force or its members, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which the Officer' or Officers' derived an improper personal benefit.

Section 2 Conflict of Interest

- 2.1 The Conflict of Interest provisions of any state or federal statutes or regulations that apply to public housing or non-profit Task Forces shall be in force with respect to the Task Force, including any decisions to hire personnel or to expend funds. No member of the Task Force or members of the immediate families of members of the Task Force shall be employed by the Task Force.
- 2.2 Gifts, goods, services, and funds provided to the West 9th Street Elderly Apartments development must be equitably distributed, and no member of the Task Force, members of Committees, or members of the immediate families of such persons shall benefit from such gifts, goods, services, or funds in a manner

ARTICLE IV: Committees

- 1.1 Standing Committees: The West 9th Street Elderly Apartments Task Force shall establish standing committees to carry out the goals and objectives of the Task Force. It shall actively recruit the Tenants to serve on committees to ensure democratic participation and to further the goals of the Task Force. The standing committees shall report to the Task Force and to the Tenants on their ongoing work.

ARTICLE V: External Representation

- 1.4 The Task Force shall appoint representatives of the Task Force who will serve on other boards and organizations.
- 1.5 Any such representative may be removed for good cause at any time by the Task Force at any meeting upon the vote of the majority present.

ARTICLE VI: Personal Liability of Officers and Members of the West 9th Street Elderly Apartments Task Force; Conflict of Interest

Section 1 Personal Liability

The Task Force shall not have the power to bind the tenants of the Task Force personally or call upon such tenants to discharge any debts. The members of the Task Force and the Officers' shall not be held personally liable for any debt, liability or obligation of the Task Force. This provision, however, shall not eliminate or limit the liability of an Officer' or a member of the Task Force for any breach of the Officer' or Officers' duty of loyalty to the Task Force or its members, for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or for any transaction from which the Officer' or Officers' derived an improper personal benefit.

Section 2 Conflict of Interest

- 2.1 The Conflict of Interest provisions of any state or federal statutes or regulations that apply to public housing or non-profit Task Forces shall be in force with respect to the Task Force, including any decisions to hire personnel or to expend funds. No member of the Task Force or members of the immediate families of members of the Task Force shall be employed by the Task Force.
- 2.2 Gifts, goods, services, and funds provided to the West 9th Street Elderly Apartments development must be equitably distributed, and no member of the Task Force, members of Committees, or members of the immediate families of such persons shall benefit from such gifts, goods, services, or funds in a manner

BY LAWS FOR THE WEST 9TH STREET ELDERLY APARTMENTS

ARTICLE I: West 9th Street Elderly Apartments, 195 West 9th Street, South Boston, MA 02127

Section 1 Name: West 9th Street Elderly Apartments Task Force

Section 2 Principal Location: The principal location of the West 9th Street Elderly Apartments shall be within the Boston Housing Authority's West 9th Street Elderly Apartments public housing development. The West 9th Street Elderly Apartments Task Force may change the principal location, which will be effective upon a certificate of the change being filed with the Elderly/Disabled Housing Program.

Section 3 Purpose: The purpose of the Task Force is to empower public housing residents at the Boston Housing Authority's West 9th Street Elderly Apartments public housing development to fully participate in decisions affecting them involving the Boston Housing Authority (BHA) or other agencies, to educate residents regarding their rights and responsibilities, and to enhance economic opportunities and self-sufficiency for all residents.

Section 4 Fiscal Year:

ARTICLE II: Tenants, Task Force, Officers'

Section 1 Tenants

Definition of Tenants: The Tenants of the Task Force shall consist of the residents of the West 9th Street Elderly Apartments public housing development of the BHA who have voting rights.

Voting Rights of Tenants: The Tenants shall have rights to elect or recall the members of the West 9th Street Elderly Apartments Task Force (as described in Article III below), to adopt and revise By-Laws, and to take such other steps as may be necessary to achieve the purpose of the Task Force. The Tenants shall have the right to participate in the Task Force and its committees. Voting rights will be vested in all residents of West 9th Street Elderly Apartments development who are 18 years of age or older, or who are emancipated minors who are leaseholders in such development, as listed on BHA leases or Tenant Status Review (TSR) reports. Residents who have vacated the development will no longer have voting rights, except in instances where the developments are undergoing redevelopment and tenants of the West 9th Street Elderly Apartments must temporarily relocate off site, but have rights to permanently relocate back to the development. Voting rights can only be exercised by persons present at a Tenants meeting; there shall be no voting by proxy. Each member shall only have one vote.

Elderly Apartments Task Force, or to recommend amendments to the By-Laws, the quorum for such a meeting shall be five (5) Officers'. **(All tenants should be notified to attend these special meetings).**

- 2.6 Filling Vacancies of Task Force Officers': If a vacancy occurs in the West 9th Street Elderly Apartments Task Force prior to the next scheduled election, such vacancy shall be filled by the Task Force. The Task Force shall give written notice of such vacancy to the Tenants and give the Tenants a reasonable period of time (but not to exceed two (2) weeks to submit names for consideration for appointment to the Task Force. The Officer' so appointed shall hold office only until the next election. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the West 9th Street Elderly Apartments Task Force to fill the vacancy.
- 2.7 Resignation: Any Officer' may resign from the position by delivering a letter of resignation to the President (or, if the person resigning is the President, the Vice-President). Such resignation shall be effective upon receipt and acceptance of the letter by the West 9th Street Elderly Apartments Task Force and notification to the BHA.
- 2.8 Removal for Good Cause: Any Officer' of the Task Force may be removed from office for good cause at any time by the Tenants at any meeting by a majority vote of the tenants present at such meeting. The following shall constitute good cause: (1) Absence from three (3) Task Force meetings without excuse; (2) Violating the confidentiality of residents; (3) Accepting a paid position with the BHA or a contracted management company at the West 9th Street Elderly Apartments development, or a paid position with the BHA in a policy-making or supervisory position, provided however, a Task Force Officer's participation in a BHA advisory capacity, such as on the Monitoring Committee or the BHA Resident Advisory Board, shall not require the Task Force Officer' to resign or be removed from office; (4) Misusing the organization's office or name; (5) Failure to resign after losing tenant-ship in the Task Force, as described in Sections 1.2 and 2.2 above; or (6) Any breach of the Task Force Officers' duty of loyalty to the Task Force or its tenants; (7) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (8) For any transaction from which the Task Force Officer' derived an improper personal benefit. Any action on removal must be preceded by written notice to all tenants of the West 9th Street Elderly Apartments Task Force, at least one week in advance of the meeting, stating that the issue for removal shall be considered at that meeting, and stating the grounds for removal.
- 2.9 Meetings of the Task Force Officers': The Task Force shall meet once a month at a regular time and place which shall be posted and made generally known to the Tenants. Special meetings may be called by the President (or in the President

supervision and control of the affairs of the Task Force. The President shall have the normal power to vote in the Task Force and to make or second a motion.

(B) Vice-President: The Vice-President shall perform the duties of the President when the President is absent or unable to perform his/her duties.

(C) Secretary: The Secretary shall record and maintain minutes of all Task Force and Tenants meetings and shall insure that proper notice of Board meetings and Tenants meetings is given. The Secretary shall also function as the Clerk of the Task Force under the terms of these By-Laws. In the absence of the Secretary, a temporary secretary may be elected to record the minutes of the meeting concerned.

(D) Treasurer: The Treasurer shall have general charge of all financial affairs of the Task Force. The Treasurer shall ensure accurate recordkeeping with respect to the Task Force financial affairs, and shall sign off on checks authorized by the Task Force. The Treasurer shall provide regular financial reports to the Task Force and to the Tenants on the Task Force financial affairs, and the BHA. All checks issued by the West 9th Street Elderly Apartments Task Force shall have, in addition to that of the Treasurer, the signatures of at least the President (or, in the President absence, the Vice-President) or Secretary.

(E) Alternate: The Alternate is to attend all Task Force/Residents meetings to stand in for any elected Officers'. The Alternate shall educate themselves on the roles and responsibilities of the other elected Officers' on the Task Force.

3.2 Term of Office; Resignation, Removal from Office, and Filling of Vacancies: The Officers' term of office shall be the same as the Task Force. An Officer' may resign by giving written notice to all other members of the Task Force. The Task Force may also remove any Officer' for good cause by a majority vote. "Good cause" shall be defined in the same manner as in Article II, Section 2.8 of these By-Laws. The Tenants shall fill any vacancies in Officer' positions from the tenants of the West 9th Street Elderly Apartments Task Force. The resignation or removal of an Officer' shall not be deemed to also be a resignation or removal from the Task Force unless this is stated in the resignation, or the Tenants decision. Any Officer' who resigns or is removed from Office shall have the responsibility to turn over any of the Task Force's records and accounts to the West 9th Street Elderly Apartments Task Force. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the Task Force to fill the vacancy.

- 1.4 Number of Signatures Required for Nominations: Each candidate for the Task Force must obtain twenty (20) signatures from Tenants in order to be eligible as a nominee for the Task Force. Members of the Tenants may sign more than one candidate's nominating papers. Multiple signatures by the same member on a candidate's nomination papers shall be stricken. **(OPTIONAL)**
- 1.5 Period for Nominations; Submission of Signatures to the BHA for Verification; Certified Papers Remaining on File: Nominations must remain open for a minimum of at least three (3) weeks from the date of the initial election notice. BHA shall not certify if the signatures are authentic. To ensure candidates an opportunity to avoid having their nomination papers rejected for an insufficient number of certifiable names, a preliminary inspection of nomination papers by BHA management shall be conducted fifteen (15) days prior to the end of the nomination period. Those candidates who fail to submit nomination papers on or before this preliminary date do so at risk of being rejected from the election. The certified nomination papers shall be maintained on file with the Election Committee and the West 9th Street Elderly Apartments Task Force until the following election. **Optional) (TBA)**
- 1.6 Encouraging Diversity in Candidate Pool: The Task Force and the Election Committee shall attempt to achieve reasonable representation on the West 9th Street Elderly Apartments Task Force of all racial and ethnic groups and all geographic areas within the West 9th Street Elderly Apartments development.
- 1.7 Notice of Nominations; Encouraging Resident Participation: The Election Committee and the Task Force shall give written notice to all tenant households by way of leaflets regarding the certified nominees for the West 9th Street Elderly Apartments Task Force. The notices shall display a sample ballot with each candidate's name and address listed. Such notices shall be posted in every hallway, management, and the Task Force office at a minimum of thirty (30) days prior to the election. The Election Committee and the Task Force shall conduct a broad range of activities to encourage resident participation in the election through candidates' nights, providing poster and leaflet materials to candidates for campaign purposes, and/or issuing election reminder notices to residents, consistent with resources available to the West 9th Street Elderly Apartments Task Force.
- 1.8 Conduct of Election: The Task Force and the Election Committee shall obtain an impartial third party to monitor the balloting and tabulation processes. At the time of the election, polling stations will be located in an area of adequate size to provide voters a sufficient level of privacy to mark ballots. A secured ballot box shall be provided at each station, and the Election Committee shall verify each voter's eligibility (based on lease and TSR information provided by BHA). The

Williams, Priscilla

From: McCreight, Mac <mmccreight@gbis.org>
Sent: Monday, April 29, 2019 4:14 PM
To: Williams, Priscilla; Doyle, Christy; Mary McKinnon; 'marlenanania@gmail.com'; Rick Gurney
Subject: W9TH bylaws final 4-29-19.doc
Attachments: W9TH bylaws final 4-29-19.doc

Here are the bylaws as revised and approved at today's community meeting at West Ninth Street. There was a quorum present of community members. A majority of those present and voting adopted the floor amendment that Rick Gurney had submitted, providing for direct election of the Officers by the community (as opposed to the community selecting the Board, and then the Board selecting the Officers). I plugged the changes made by Rick's floor amendment into this version and put today's date on it. It should be used for future purposes as the official bylaws for West Ninth Street.

I am going to close the file I create on this, but if there are any questions about this, let me know.

BY LAWS FOR THE WEST 9TH STREET TENANTS ASSOCIATION
(as amended and approved April 29, 2019)

ARTICLE I: Name of Organization, Location, Purpose, Fiscal Year

- Section 1 Name: The name of the organization is the West 9th Street Tenants Association.
- Section 2 Principal Location: The principal location of the organization shall be within the Boston Housing Authority's West 9th Street public housing development at a location that is reasonably convenient to residents of the development and wheelchair accessible. The organization may change the principal location, which will be effective upon a certificate of the change being filed with the Boston Housing Authority.
- Section 3 Purpose: The purpose of the organization is to empower public housing residents at the Boston Housing Authority's West 9th Street public housing development to fully participate in decisions affecting them involving the Boston Housing Authority (BHA) or other agencies, to educate residents regarding their rights and responsibilities, and to enhance economic opportunities and self-sufficiency for all residents.
- Section 4 Fiscal Year: The fiscal year of the organization shall begin on April 1 and end on March 31 of each year.

ARTICLE II: Membership, Board of Directors, Officers

Section 1 Membership

- 1.1 Definition of Members: The members of the organization shall consist of the residents of the West 9th Street public housing development of the BHA who have voting rights (as described below).
- 1.2 Voting Rights of Members: The members shall have rights to elect or recall the Board of Directors of the organization (as described in Article III below), to adopt and revise By-Laws, and to take such other steps as may be necessary to achieve the purpose of the organization. The members shall have the right to participate in the organization and its committees. Voting rights will be vested in all residents of West 9th Street public housing development who are 18 years of age or older, or who are emancipated minors who are leaseholders in such development, as listed on BHA leases or Tenant Status Review (TSR) reports. Residents who have vacated the development will no longer have voting rights, except in instances where the development is undergoing redevelopment and tenants of the West 9th Street development must temporarily relocate off site, but have rights to permanently relocate back to the development. Voting rights can only be exercised by persons present at a membership meeting; there shall be no voting by

- 2.4 Attendance of Meetings and Participation in Committees: Directors are required to attend meetings of the Board of Directors, membership meetings, and meetings with management and to actively participate on committees established by the Board of Directors.
- 2.5 Quorum: Quorum for meetings of the Board of Directors is three (3) Directors.
- 2.6 Filling Vacancies on Board of Directors: If a vacancy occurs in the Board of Directors prior to the next scheduled election, such vacancy shall be filled by the other Directors. The Board of Directors shall give written notice of such vacancy to the members and give the members a reasonable period of time (but not to exceed two (2) weeks to submit names of tenants in good standing for consideration for appointment to the Board of Directors. Any Director appointed to fill a vacancy shall hold office only until the next election. Reasonably prompt written notice shall be given to the members and to the BHA of any vacancy caused by resignation or removal of an Director and the name and address of the person appointed by the Board of Directors to fill the vacancy.
- 2.7 Resignation: Any Director may resign from the position by delivering a letter of resignation to the President (or, if the person resigning is the President, the Vice-President). Such resignation shall be effective upon receipt and acceptance of the letter by the Board of Directors and notification to the BHA.
- 2.8 Removal for Good Cause: Any Director may be removed from the Board of Directors for good cause at any time by the Board of Directors at any meeting by a majority vote of the Directors present at such meeting. The following shall constitute good cause: (1) Absence from three (3) or more Board, membership, or management meetings without excuse; (2) Violating the confidentiality of residents; (3) Accepting a paid position with the BHA or a contracted management company at the West 9th Street development, or a paid position with the BHA in a policy-making or supervisory position, provided however, a Director's participation in a BHA advisory capacity, such as on the Monitoring Committee or the BHA Resident Advisory Board, shall not require the Director to resign or be removed from the Board; (4) Misusing the organization's office or name; (5) Failure to resign after losing membership in the organization, as described in Sections 1.2 and 2.2 above; or (6) Any breach of the Director's duty of loyalty to the Board of Directors or the organization; (7) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (8) For any transaction from which the Director derived an improper personal benefit. Any action on removal must be preceded by written notice to all Directors, at least one week in advance of the meeting, stating that the issue for removal shall be considered at that meeting, and stating the grounds for removal.
- 2.9 Meetings of the Board of Directors: The Board of Directors shall meet once a month at a regular time and place which shall be posted and made generally

(A) President: The President shall chair all meetings of the Board of Directors, preside over membership meetings, represent the members and the Board of Directors, sign all correspondence on behalf of the organization (except as the Board of Directors or membership may otherwise designate), and exercise general supervision and control of the affairs of the organization. The President shall have the normal power to vote and to make or second a motion at Board of Directors meetings, but shall not vote or make or second motions at membership meetings (except where necessary to break a tie). If the President wishes to speak substantively on a matter on the floor of the membership meeting, he or she will arrange to have someone else act as temporary chair of the meeting during such discussion.

(B) Vice-President: The Vice-President shall perform the duties of the President when the President is absent or unable to perform his/her duties.

(C) Secretary: The Secretary shall record and maintain minutes of all Board of Directors and membership or management meetings and shall insure that proper notice of Board meetings and member meetings is given. The Secretary shall also function as the Clerk of the organization under the terms of these By-Laws. In the absence of the Secretary, a temporary secretary may be selected to record the minutes of the meeting concerned.

(D) Treasurer: The Treasurer shall have general charge of all financial affairs of the organization. The Treasurer shall ensure accurate recordkeeping with respect to the organization's financial affairs, and shall sign off on checks authorized by the Board of Directors or the membership. The Treasurer shall provide regular financial reports to the Board of Directors, to the membership, and to the BHA on organization financial affairs. All checks issued by the organization shall have, in addition to that of the Treasurer, the signature of at least the President (or, in the President's absence, the Vice-President) or Secretary.

(E) Alternate: The Alternate is to attend all Board of Directors, membership and management meetings to stand in for other Officers as needed. The Alternate shall educate himself/herself on the roles and responsibilities of the other elected Officers.

- 3.2 Term of Office; Resignation, Removal from Office, and Filling of Vacancies: The Officers' term of office shall be the same as the Board of Directors. An Officer may resign by giving written notice to all other members of the Board of Directors. The Board of Directors may also remove any Officer for good cause by a majority vote. "Good cause" shall be defined in the same manner as in Article II, Section 2.8 of these By-Laws. The Board of Directors shall fill any vacancies in an Officer position from the Board of Directors. The resignation or removal of an Officer shall not be deemed to also be a resignation or removal from the Board

participation in the electoral process, the Election Committee shall translate such notices from English into at least the three most appropriate languages for the West 9th Street development's population. If the Election Committee needs assistance with translation, the Election Committee may request assistance from the BHA who shall provide such assistance. The notice of election procedures shall provide clear instructions where nomination papers may be obtained, who is an eligible candidate, and how the nomination form is to be completed, where and when it is to be filed, and the number of residents whose signature is required in support of the nomination. Nomination papers, in addition to being attached to the initial notice, must also be available to residents at both the organization's office and the management office.

- 1.4 Number of Signatures Required for Nominations: Each candidate for Officer/Board of Directors must obtain ten (10) signatures from members in order to be eligible as a nominee for Officer/Board of Directors. Members may sign more than one candidate's nominating papers. Multiple signatures by the same member on a candidate's nomination papers shall be stricken. Nomination papers must say for which Officer position the resident is being nominated. There must be sufficient nominations to cover all of the Officer positions (President, Vice-President, Secretary, Treasurer, and Alternate Officer).
- 1.5 Submission of Signatures to the BHA for Verification; Certified Papers Remaining on File: After the nomination deadline, BHA shall have five (5) working days to review and certify to the Election Committee that the signatures of the membership that appear on the nomination papers for each candidate represent names of legal occupants of the development. The BHA shall not certify that the signatures are authentic. If a sufficient number of signatures are not certified, the candidate shall be disqualified from the election. The BHA shall also certify that the candidates are members of the membership under Article II, Section 1.2, and eligible to run for the Board under Article III, Section 1.1, above. The certified nomination papers shall be maintained on file with the Election Committee and, following the election, with the Board of Directors for three years or until the following election, whichever is later.
- 1.6 Notice of Nominations; Encouraging Resident Participation: After the signatures on the nomination papers have been certified, the Election Committee shall give written notice to the membership by way of written notices with each candidate's name and address listed and the Officer position for which each individual is running. The Election Committee shall conduct a range of activities to encourage resident participation in the election, including holding candidates' nights and posting notices to remind residents at least one week before the election. Candidates for the Board of Directors may post and advertise their candidate in the development management office, the organization's office, and other usual posting locations.

Election Committee shall give all members of the membership written notice of a recall election meeting a reasonable amount of time in advance of the recall the meeting, and the grounds stated for recall in the petition. Any election meeting shall take place at a location and time reasonably convenient to the membership and wheelchair accessible. The recall election need not take the form of the general election provided for above. The membership shall be free to choose several options for recall, including designation of a particular person to serve as a Director in lieu of the Director proposed for recall, or granting the Board of Directors the discretion to appoint another person as Director for the balance of the term. If the majority of the membership present at the meeting votes to recall the Director, the Director shall be recalled. Reasonably prompt written notice shall be given to the membership and to the BHA of the outcome of any recall election. If the membership decides not to recall a Director, no petition to recall that same Director shall be considered until a 12-month period has lapsed from the submission of the last petition. This shall not, however, be a limitation on the power of the Board of Directors to remove a Director for "good cause" in accordance with Article II, Section 2.8.

ARTICLE IV: Committees

- 1.1 Committees: The Board of Directors may establish committees to carry out the goals and objectives of the organization. It shall actively recruit members to serve on committees to ensure democratic participation and to further the goals of the organization. Any committees shall report to the Board of Directors and to the membership on their ongoing work.

ARTICLE V: External Representation

- 1.1 The Board of Directors may appoint representatives of the organization who will serve on other boards and organizations.
- 1.2 Any such representative may be removed for good cause at any time by the Board of Directors at any meeting upon the vote of the majority present.

**ARTICLE VI: Personal Liability of Officers and Members of the Board of Directors;
Conflict of Interest**

Section 1 Personal Liability

The Board of Directors shall not have the power to bind the members of the organization personally or call upon such members to discharge any debts. The members of the Board of Directors and the Officers shall not be held personally liable for any debt, liability or obligation of the organization. This provision, however, shall not eliminate or limit the liability of an Officer or a member of the

seek assistance from the BHA in arranging for such translation.

1.2

Limitation on Certain By-Law Amendments: No By-Law amendment shall be proposed or adopted which would have the effect of disqualifying the Task Force from recognition as a Local Tenant Organization (LTO) under the BHA's policy, "Participation of Recognized Local Tenant Organizations in the Administration of Boston Housing Authority Local Developments", as the same may from time to time be lawfully amended, or applicable lawful HUD or DHCD requirements governing participation of LTOs in the affairs of public housing authorities. No By-Law amendment shall be proposed or adopted which will be contrary to the provisions of G.L. c. 180 as the same apply to non-profit Task Forces.

BY LAWS FOR THE WEST 9TH STREET ELDERLY APARTMENTS

ARTICLE I: West 9th Street Elderly Apartments, 195 West 9th Street, South Boston, MA 02127

Section 1 Name: West 9th Street Elderly Apartments Task Force

Section 2 Principal Location: The principal location of the West 9th Street Elderly Apartments shall be within the Boston Housing Authority's West 9th Street Elderly Apartments public housing development. The West 9th Street Elderly Apartments Task Force may change the principal location, which will be effective upon a certificate of the change being filed with the Elderly/Disabled Housing Program.

Section 3 Purpose: The purpose of the Task Force is to empower public housing residents at the Boston Housing Authority's West 9th Street Elderly Apartments public housing development to fully participate in decisions affecting them involving the Boston Housing Authority (BHA) or other agencies, to educate residents regarding their rights and responsibilities, and to enhance economic opportunities and self-sufficiency for all residents.

Section 4 Fiscal Year:

ARTICLE II: Tenants, Task Force, Officers'

Section 1 Tenants

Definition of Tenants: The Tenants of the Task Force shall consist of the residents of the West 9th Street Elderly Apartments public housing development of the BHA who have voting rights.

Voting Rights of Tenants: The Tenants shall have rights to elect or recall the members of the West 9th Street Elderly Apartments Task Force (as described in Article III below), to adopt and revise By-Laws, and to take such other steps as may be necessary to achieve the purpose of the Task Force. The Tenants shall have the right to participate in the Task Force and its committees. Voting rights will be vested in all residents of West 9th Street Elderly Apartments development who are 18 years of age or older, or who are emancipated minors who are leaseholders in such development, as listed on BHA leases or Tenant Status Review (TSR) reports. Residents who have vacated the development will no longer have voting rights, except in instances where the developments are undergoing redevelopment and tenants of the West 9th Street Elderly Apartments must temporarily relocate off site, but have rights to permanently relocate back to the development. Voting rights can only be exercised by persons present at a Tenants meeting; there shall be no voting by proxy. Each member shall only have one vote.

Elderly Apartments Task Force, or to recommend amendments to the By-Laws, the quorum for such a meeting shall be five (5) Officers'. (All tenants should be notified to attend these special meetings).

- 2.6 Filling Vacancies of Task Force Officers': If a vacancy occurs in the West 9th Street Elderly Apartments Task Force prior to the next scheduled election, such vacancy shall be filled by the Task Force. The Task Force shall give written notice of such vacancy to the Tenants and give the Tenants a reasonable period of time (but not to exceed two (2) weeks to submit names for consideration for appointment to the Task Force. The Officer' so appointed shall hold office only until the next election. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the West 9th Street Elderly Apartments Task Force to fill the vacancy.
- 2.7 Resignation: Any Officer' may resign from the position by delivering a letter of resignation to the President (or, if the person resigning is the President, the Vice-President). Such resignation shall be effective upon receipt and acceptance of the letter by the West 9th Street Elderly Apartments Task Force and notification to the BHA.
- 2.8 Removal for Good Cause: Any Officer' of the Task Force may be removed from office for good cause at any time by the Tenants at any meeting by a majority vote of the tenants present at such meeting. The following shall constitute good cause: (1) Absence from three (3) Task Force meetings without excuse; (2) Violating the confidentiality of residents; (3) Accepting a paid position with the BHA or a contracted management company at the West 9th Street Elderly Apartments development, or a paid position with the BHA in a policy-making or supervisory position, provided however, a Task Force Officer's participation in a BHA advisory capacity, such as on the Monitoring Committee or the BHA Resident Advisory Board, shall not require the Task Force Officer' to resign or be removed from office; (4) Misusing the organization's office or name; (5) Failure to resign after losing tenant-ship in the Task Force, as described in Sections 1.2 and 2.2 above; or (6) Any breach of the Task Force Officers' duty of loyalty to the Task Force or its tenants; (7) For acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (8) For any transaction from which the Task Force Officer' derived an improper personal benefit. Any action on removal must be preceded by written notice to all tenants of the West 9th Street Elderly Apartments Task Force, at least one week in advance of the meeting, stating that the issue for removal shall be considered at that meeting, and stating the grounds for removal.
- 2.9 Meetings of the Task Force Officers': The Task Force shall meet once a month at a regular time and place which shall be posted and made generally known to the Tenants. Special meetings may be called by the President (or in the President

supervision and control of the affairs of the Task Force. The President shall have the normal power to vote in the Task Force and to make or second a motion.

(B) Vice-President: The Vice-President shall perform the duties of the President when the President is absent or unable to perform his/her duties.

(C) Secretary: The Secretary shall record and maintain minutes of all Task Force and Tenants meetings and shall insure that proper notice of Board meetings and Tenants meetings is given. The Secretary shall also function as the Clerk of the Task Force under the terms of these By-Laws. In the absence of the Secretary, a temporary secretary may be elected to record the minutes of the meeting concerned.

(D) Treasurer: The Treasurer shall have general charge of all financial affairs of the Task Force. The Treasurer shall ensure accurate recordkeeping with respect to the Task Force financial affairs, and shall sign off on checks authorized by the Task Force. The Treasurer shall provide regular financial reports to the Task Force and to the Tenants on the Task Force financial affairs, and the BHA. All checks issued by the West 9th Street Elderly Apartments Task Force shall have, in addition to that of the Treasurer, the signatures of at least the President (or, in the President absence, the Vice-President) or Secretary.

(E) Alternate: The Alternate is to attend all Task Force/Residents meetings to stand in for any elected Officers'. The Alternate shall educate themselves on the roles and responsibilities of the other elected Officers' on the Task Force.

- 3.2 Term of Office; Resignation, Removal from Office, and Filling of Vacancies: The Officers' term of office shall be the same as the Task Force. An Officer' may resign by giving written notice to all other members of the Task Force. The Task Force may also remove any Officer' for good cause by a majority vote. "Good cause" shall be defined in the same manner as in Article II, Section 2.8 of these By-Laws. The Tenants shall fill any vacancies in Officer' positions from the tenants of the West 9th Street Elderly Apartments Task Force. The resignation or removal of an Officer' shall not be deemed to also be a resignation or removal from the Task Force unless this is stated in the resignation, or the Tenants decision. Any Officer' who resigns or is removed from Office shall have the responsibility to turn over any of the Task Force's records and accounts to the West 9th Street Elderly Apartments Task Force. Reasonably prompt written notice shall be given to the Tenants and to the BHA of any vacancy caused by resignation or removal of an Officer' and the name and address of the person appointed by the Task Force to fill the vacancy.