

# **BYLAWS**

## **METROWEST REGIONAL COLLABORATIVE**

### **ARTICLE I NAME**

The organization shall be known as the MetroWest Regional Collaborative

### **ARTICLE II PURPOSE**

The MetroWest Regional Collaborative assists and advises local leaders in meeting growth management challenges by facilitating inter-local collaborative planning and problem solving to enhance the quality of life and economic competitiveness of the MetroWest region. The Collaborative serves as an advocate for locally initiated regional solutions to the policy and planning challenges shared by MetroWest communities.

### **ARTICLE III MEMBERSHIP**

Eligible members shall be communities in the geographic area known as MetroWest and the regional planning agency known as the Metropolitan Area Planning Council (MAPC).

Section 1. Core members shall be the communities of Ashland, Framingham, Holliston, Marlborough, Natick, Sherborn, Southborough, Wellesley, Wayland, and Weston.

Section 2. Communities adjacent to the core member communities listed in

Section 1. above may become core members upon vote of the Collaborative.

Section 3. Membership shall be conditional on the payment of an annual assessment for each member community.

Section 4. Member communities shall have voting privileges represented by their two designees, one Select Board member or an appointed designee, or one Mayor or their appointed designee; and one member of their planning board or the board's appointed designee.

In the event of differing votes by one community, the Select Board member's/designee's or Mayor's/designee's vote shall prevail. If a Select Board member/designee or Mayor/designee is not present, the vote of the planning board member shall prevail. If neither a selectman Select Board member nor a planning board member is present, the vote of the selectman's Select Board member's or Mayor's designee shall prevail.

#### **ARTICLE IV OFFICERS**

Section 1. Officers of the Collaborative shall be Chair, Vice Chair, and Clerk. The term of office shall be one year.

Section 2. The Chair shall call and preside at meetings, set the agenda, make appointments and manage the business of the Collaborative in consultation with the MAPC Coordinator, including presentation of the budget, and perform such other duties as prescribed by the parliamentary authority adopted by the Collaborative. The Chair may serve as an ex-officio member of appointed committees.

Section 3. The Vice Chair shall act in the absence of the Chair.

Section 4. The Clerk shall work with the MAPC Coordinator to ensure that all meetings are properly recorded and documents are maintained. The Clerk shall also be signatory for the Collaborative when appropriate.

#### **ARTICLE V EXECUTIVE BOARD**

Section 1. The Executive Board shall consist of the Chair, Vice Chair, Clerk, one member of the immediate past Executive Board (if available), and two members-at-large.

Section 2. The Executive Board is authorized to act in place of the Collaborative on any matters that arise between scheduled meetings and require immediate attention. Any actions taken by the

Executive Board shall be reported to the full Collaborative and read into the minutes of the next meeting.

Section 3. Executive Board vacancies occurring during the year shall be filled by the Chair in consultation with the Executive Board. In the event of the Chair being vacated, the Vice Chair shall move to that position and a special election shall be held to fill the Vice Chair position.

Section 4. The Executive Board shall have the authority to hire staff, set salaries in accordance with the approved budget and determine staff responsibilities. MAPC, in its capacity as fiduciary agent to the Collaborative and with the Executive Board's approval, shall contract with individuals, groups, or other business or corporate entities on behalf of the Collaborative to provide professional staff and services to the Collaborative so as to further the objectives and goals of the Collaborative.

## **ARTICLE VI ELECTIONS**

Section 1. A Nominating Committee, appointed by the Chair at the March meeting, shall include members of the Collaborative representing three municipalities. All Collaborative members shall be contacted soliciting interest in serving as an officer. The Nominating Committee shall prepare a slate to be sent with the notice of Annual Meeting. Nominations from the floor with the assent of the nominee will be accepted.

Section 2. The annual election shall be held during the Annual Meeting and shall be the first order of business. The new officers shall assume their positions upon completion of the Annual Meeting.

## **ARTICLE VII MEETINGS**

Section 1. There shall be a minimum of six meetings of the full Collaborative each year as determined by the Collaborative. Meetings may be held virtually, hybrid, or in person. Each member shall be provided notice of the meeting with the agenda a minimum of five days in advance.

Section 2. Annual Meeting shall be held in June. The agenda shall include the election, discussion of an annual work program; adoption of the budget, and other business as determined by the Chair. The annual work program shall be adopted in the fall.

Section 3. A majority of appointed members shall constitute a quorum.

Section 4. A simple majority of those present and voting shall be necessary for the adoption of motions.

Section 5. All meetings of the Collaborative shall be open to the public.

Section 6. The conduct of all meetings shall be governed by Roberts Rules of Order. Parliamentary discretion shall be vested in the Chair. The Chair shall recognize all attendees wishing to be heard and shall grant the floor except in the discussion of a motion.

## **ARTICLE VIII      FINANCE**

Section 1. Each member community will be assessed a fee to support the work of the Collaborative. The amount of the fee shall be determined each year by the full Collaborative.

Section 2. The fiscal year shall be from July 1 through June 30 unless otherwise determined by the Collaborative.

Section 3: Participation in a special assessment funded project is conditional upon payment of annual special assessment by a member community.

## **ARTICLE IX      AMENDMENTS**

These bylaws may be amended at any regular meeting of the Collaborative, providing notice has been served to each member at least five days prior to the date of the designated meeting.

Approval shall require the vote of two-thirds of the members present and voting, but in no event less than one-third of the members of the Collaborative.

Date of Origin: October 1985

Previous Revisions: September 21, 2005, September 11, 2008, December 15, 2010

Latest revision: November 30, 2023