

# Woonsocket Taxpayer Coalition Bylaws

## ARTICLE I - Name

Section 1 - The organization will be known as, the Woonsocket Taxpayer Coalition, henceforth referred to as, WTC.

## ARTICLE II – Mission

Section 1 - The purpose of the WTC is to ensure the WTC's governance results in limited and moderate property tax increases; open, efficient, transparent and responsive City government; access to decision-makers, and the deliberative process; superior public services; and responsible stewardship of the City and its resources. The WTC will achieve these goals by monitoring, analyzing, suggesting, and taking public positions on any matters pertaining to the aforementioned.

Section 2 – In furtherance of Article I, Section 1, the WTC will also work to ensure the government of the State of Rhode Island maintains its trust with the people through limited and moderate tax increases; open, efficient, transparent, and responsive state government; access to decision-makers, and the deliberative process; superior public services; and responsible stewardship of the State and its resources. The WTC will achieve these goals by maintaining its not for profit status, monitoring, analyzing, suggesting, and taking public positions on any matters pertaining to the aforementioned, usually through association with like minded organizations and individuals.

## ARTICLE III – Affiliations

Section 1 - The WTC is a non-partisan organization and shall not align with any political party, either directly or indirectly. The WTC may endorse individuals for elective office based only on their positions relative to, Article II, Section 1 and Article II, Section 2.

Section 2 – The WTC may affiliate with other organizations that share the same goals as the WTC. Application for affiliation with another organization shall be approved by a two-thirds (2/3) majority vote at a regularly scheduled Executive Committee meeting.

## ARTICLE IV - Contributions and Donations

Section 1 - The WTC may make contributions and donations to other organizations that share the same goals as the WTC, excluding local, state or federal political campaigns. Contributions and donations made to another organization shall be approved by a two-thirds (2/3) majority vote of the Executive Committee, and then approved by a majority vote at a regularly scheduled membership meeting by the membership at large.

Section 2 - Contributions and donations to the WTC may be made by anyone in any amount.

## ARTICLE V – Membership

Section 1 - Any taxpayer, business owner, or full time resident of the City of Woonsocket, Rhode Island, who is at least eighteen (18) years of age, shall be eligible for membership.

Section 2 – Membership dues will be set by a motion from the Executive Committee and voted upon by a 2/3 majority of the members of that committee.

Section 3 - Any member may resign from the WTC by submitting a written letter of resignation to the Secretary.

## **ARTICLE VI – Governance**

Section 1 - The WTC shall be governed by the Executive Committee, voting in Executive Session. A quorum shall consist of seven (7) members.

Section 2 – Between membership meetings, the WTC shall be governed by an Executive Committee. The Executive Committee shall consist of seventeen members, including the President (who shall act as Chair), Vice President, Secretary and Treasurer along with thirteen founding members. The President, Vice President, Secretary and Treasurer are identified as Officers. No officer shall be a relative of another officer.

Section 3 – The at large members of the Executive Committee shall be elected by the membership at a regularly scheduled membership meeting in May of each year for a term of one (1) year. The Executive Committee shall consist of the four elected officers and 13 members at large. In the event of a vacancy, a replacement member shall be elected by the membership within two months of the declared vacancy. Each at large member of the committee may be asked to assume responsibility for attendance and expertise in one of the City committees and boards such as: Economic Development Committee, Woonsocket Planning Committee, Woonsocket School Committee, Wastewater Advisory Committee, and the Zoning Board.

Section 4 – The President of the WTC shall be the chief executive officer of the WTC. The President shall be elected by the membership for a one year term in May of each year, beginning in May of 2009. The President shall be a permanent member of the Executive Committee and the Committee’s chair during the term of his or her office.

Section 5 – The Vice President of the WTC shall be a permanent member of the Executive Committee during the term of his or her office. The Vice President shall be elected for a term of one (1) year beginning in May of 2009. The Vice President shall act as President in the absence or incapacitation of the President.

Section 6 - The Executive Committee shall have general supervision of the affairs of the WTC between membership meetings, shall fix the hour and place of meetings, shall make recommendations to the membership, and shall perform such other duties as are specified in these bylaws. The Executive Committee shall be subject to these bylaws and to the orders of membership meetings and none of its acts shall conflict with actions taken by the membership. Any public statement made on behalf of the WTC must first be approved by a majority of the officers of the WTC.

Section 7 – The President, Vice President, Secretary or Treasurer shall not draw a salary from the City of Woonsocket or any department thereof. The President, Vice President, Secretary or Treasurer shall not hold an elected or office in the City of Woonsocket **nor shall they be an officer of a political party.**

Section 8 - A Nominating Committee of nine (9) members, five (5) members of the Executive Committee and four (4) members at large, shall be appointed at a general membership meeting at least fourteen (14) days prior to an election of officers. It shall be the duty of this committee to nominate candidates for the offices to be filled at the membership meeting. The Nominating Committee shall report its nominations at the membership meeting where additional nominations may be made from the floor.

Section 9 – Election of officers will also provide the opportunity for proxies via e-mail or letter to the Secretary of the WTC. Proxies shall be received prior to the scheduled election. Those candidates nominated are strongly encouraged to provide the membership a short biography, which can be transmitted via e-mail at the candidate's option.

Section 10 – The election of all officers shall be by secret ballot.

## **ARTICLE VII - Removal of Executives**

Section 1 - The removal of Executive Officers and Executive Committee members shall be by the vote of two thirds (2/3) of the Executive Committee at two (2) consecutive meetings at least one (1) month apart. The notice to take such action will be in writing and be given to every member of the Executive Committee at least seven (7) days prior to the first such meeting.

Section 2 – Any member of the Executive Committee accumulating three (3) unexcused absences shall immediately be removed from the committee and relinquish all privileges and responsibilities. An excused absence will require proper notice (phone or email) to the WTC secretary 24 hours prior to any scheduled Executive Committee meeting. A replacement for any member (removed or resigned) from the Executive Committee will be nominated by the remaining members and must be approved by the members at large.

## **ARTICLE VIII – Meetings**

Section 1 - A regular membership meeting shall be held monthly for the purpose of relaying WTC's policy, strategy, and tactics as deemed appropriate by the Executive Committee. The Executive Committee can cancel a regular membership meeting by a vote of two thirds (2/3) of the Executive Committee members.

Section 2 - The President will set the membership meeting agenda after development during an Executive Committee meeting. The President shall preside at the meeting and in his or her absence the Vice President will preside. If both the President and the Vice President are unavailable, the Executive Committee will either cancel the meeting or choose an alternate member of the Executive Committee to preside over the membership meeting. The membership at large may introduce agenda items by submission to the presiding officer. The meeting agenda will contain at least the following items and

reports to the membership at large:

- Election of new members.
- Membership Status - Status and demographic data on the membership.
- Financial Status - To include receipts expenditures, and the present balance. The report should contain sufficient detail that the financial status of the organization is clear to the membership.
- Open Discussion - Any and all comments, reports, ideas, and suggestions from the membership at large without further qualification.

Section 3 - Special meetings may be called by the President or by the Executive Committee or by written request of three (3) members at large. The purpose of the meeting shall be stated in the request. Except in cases of emergency, at least three (3) days' notice shall be given.

Section 4 – Nine (9) members of the Executive Committee shall constitute a quorum.

## **ARTICLE IX – Committees**

Section 1 - WTC committees, standing or special, shall be appointed and abolished, as the Executive Committee shall, from time to time, deem necessary to carry on the work of the WTC. The President and Vice President shall be *ex officio* members of all committees except the Nominating Committee.

## **ARTICLE X - Parliamentary Authority**

Section 1 - The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the WTC in all cases to which they are applicable and in which they are not inconsistent with these bylaws or with any special rules of order, which the membership may adopt.

## **ARTICLE XI - Amendments to the Bylaws**

Section 1 - These bylaws may be amended at any meeting of the membership, fulfilling the requirements of a quorum of the Executive Committee, by a two-thirds (2/3) vote provided that the amendment has been submitted in writing at the previous membership meeting, and that the proposed amendment petition is signed by at least ten (10) members at large eligible to vote.

**Adopted: 9/08/2010**