

P.A.C.C. Global Neighborhood Association

Articles of Organization and Operating Principles

Article I

General Provisions

Section 1: Purpose.

The P.A.C.C. Global Neighborhood Association takes its name from People Affecting Community Change.

We believe that everyone deserves to live in a beautiful and vibrant neighborhood. We are an all-volunteer group of citizens who live, work and worship in the greater Brockton area. We honor the diversity of our city and build common bonds through community education, engagement, and the arts.

Our vision is to be a conduit that provides tangible resources and relevant information that will help young adults build critical life skills.

Together, we work to enrich our neighborhood by hosting events and activities that provide :

- a focus on efforts to work with the city administration to make the neighborhood safe
- a focus on efforts with work with all of our neighbors, residents, and business to make the neighborhood welcoming
- a focus on building relationships so that neighbors can talk about issues and reach agreement on solutions in a safe and sensitive environment
- job readiness, placement, mentoring and life coaching to help young adults maximize their potential
- an opportunity for people of all backgrounds to take part in Affecting Community Change

Section 2. Legal Status.

P.A.C.C. Global is a volunteer neighborhood association and at this time is not organized as a 501c(3). Our long term goal is to build capacity and apply for tax-exempt status in the future. However, we have adopted these articles in the format that will eventually be required to file with the IRS and the Commonwealth of Massachusetts. P.A.C.C. Global is directed and governed by a Steering Committee.

Article II

Steering Committee

Section 1. Duties. **The Steering Committee** (hereinafter the “Committee”) shall serve as the governing body of PACC Global. It shall set the strategic vision for the organization, oversee the annual events of PACC Global and will provide financial oversight to the PACC Global including creation and approval of the annual budget.

Section 2. Composition and Term. The Committee shall consist of no less than five (5) and no more than nine (9) individuals. The initial Committee shall consist of those individuals whose names are set forth on Schedule A, attached hereto and made a part hereof. The Committee’s membership shall include

- at least four (4) people who live, work, or worship within a half mile radius of our neighborhood focal point, 681 North Main Street, Brockton, MA 02301
- at least one (1) representative of the business or nonprofit community

Committee members shall serve for one year and may be elected for additional one year terms.

Section 3. Elections. The Nominating Committee shall present annually a slate of nominees for election to the Steering Committee. Committee Members shall be elected at the Annual Meeting of the Steering Committee.

Section 4. Vacancies. The Steering Committee may fill any vacancy on the Committee at any meeting, and such successor in office shall hold office for the unexpired term of his or her predecessor.

Section 5. Tenure. Committee Members shall hold office until the expiration of their term, and thereafter, until their successors are chosen and qualified.

Section 6. Resignations. Any Committee Member may resign by delivering his or her written resignation to the Chair or Secretary of the Steering Committee.

Section 7. Removal. A Steering Committee Member may be removed from office with or without cause by vote of a majority of the Members then in office.

Section 8. Annual Meeting. The Annual Meeting of the Steering Committee shall take

place during January with date, time, and place to be fixed at least thirty days in advance. If the Annual Meeting cannot be held in that time, a special meeting may be held in lieu thereof, and any action taken at such meeting shall have the same effect as if taken at an Annual Meeting. The Annual Meeting shall be held in Brockton and may be open the public, in accordance with the requirements described in Section 9 of this Article.

Section 9. Regular Meetings. Regular Meetings of the Committee may be held at such times and places in Brockton as may be determined from time to time by the Steering Committee, and no notice need be given of regular meetings held at times and places so fixed. Meetings may be open to the public, unless the Steering Committee determines otherwise, and such non-voting attendees may be invited to speak to any issue and to such extent as the Chair may deem appropriate; however, the Committee shall not be bound by any words of such nonvoting attendees, unless expressed in a motion by a Steering Committee Member and properly acted upon in accordance with these Operating Principles.

Section 10. Special Meetings. Special meetings of the Committee may be called by the Chair or by any three Committee Members, and shall be held at the place designated in the notice or call thereof. Four days' notice by mail, email, telephone, facsimile, or in person shall be given for a special meeting unless shorter notice is adequate or necessary under the circumstances. A notice need not specify the purpose of any special meeting. Notice of a meeting need not be given to any director if a written waiver of notice, executed by the Committee Member before or after the meeting, is filed with the records of the meeting, or to any Committee Member who attends the meeting without protesting prior thereto or at its commencement the lack of notice.

Section 11. Quorum. At any meeting of the Committee, a majority of members then in office shall constitute a quorum for the transaction of business, but a smaller number may adjourn to any other time.

Section 12. Action. At any meeting at which a quorum is present, the vote of a majority of those present shall decide any matter unless these Operating Principles, or any applicable law requires a different vote.

Section 13. Action by Consent. Any action by the Steering Committee or any sub-committee may be taken without a meeting if a written consent thereto is signed by all the Committee Members or all the members of the applicable sub-committees and filed with the records of the meetings of the Steering Committee. Such consent shall be treated for all purposes as a vote at a meeting.

Section 14. Meeting by Teleconference. Committee Members may participate in a Committee Meeting by means of conference telephone or other communications equipment that allows all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

Section 15. Non-Voting Committee Members. The Steering Committee may create honorary non-voting classes such as friends, advisors and the like, and may appoint persons to those classes for such terms and on such conditions as the Steering Committee may determine, and may assign to such persons such responsibilities, duties and privileges as the Committee Members may determine. In such honorary capacity, they shall have no right to notice of, or to vote at, any meeting, shall not be considered for the purpose of establishing a quorum, and shall have no other rights or responsibilities.

Article III

Officers

Section 1. Officers. The officers of the Steering Committee shall consist of a President, a Vice-President, a Treasurer/Secretary. The Committee will also have an Economic Development Director, and organization Crew Chief, a Member/Volunteer Coordinator, and a Municipal Liaison, and such other officers as the Committee may determine.

Section 2. Election and Vacancies. The President, Vice-President and Secretary/Treasurer shall be elected annually by the Committee from among its members at the Annual Meeting or the special meeting held in lieu thereof. The Nominating Committee shall present a slate of nominees, and may receive additional nominations from the floor. Other officers may be chosen by the Committee at such meeting or at any other meeting. Any vacancy at any time existing in any office may be filled by the Committee at any meeting, and such successor in office shall hold office for the unexpired term of the Officer's predecessor.

Section 3. Tenure. Except as otherwise provided by law or by these Operating Principles, the President, Vice-President, Secretary/Treasurer shall each hold office until the next Annual Meeting of the Committee, or the special meeting held in lieu thereof, and thereafter until his or her successor is chosen and qualified. Officers shall serve terms of one year, and may be re-elected for no more than three subsequent terms.

Section 4. Resignation. Any officer may resign by delivering his written resignation to the President or Secretary/Treasurer of the Steering Committee or to the Board Chair once appointed.

Section 5. Removal. The Steering Committee may remove any Officer appointed by the Committee with or without cause by a vote of a majority of the entire number of Steering Committee members then in office.

Section 6. President. The President of the Steering Committee shall preside at all meetings of the Committee, except as the Committee Members shall otherwise determine, and shall have such other powers and duties as may be determined by them. It shall be the Chair's duty and he or she shall have the power to see that all orders and resolutions of the Committee are carried into effect. He or she shall from time to time report to the Committee all matters within his or her knowledge which the

interests of the Committee may require to be brought to its notice. The Chair shall perform such duties and have such powers additional to the foregoing as the Committee shall designate.

Section 7. Vice-President. In the absence or disability of the President, his or her powers and duties shall be performed by the Vice-chair. The Vice-president shall have such other powers and perform such other duties as the Committee shall from time to time designate. Service in the position of Vice-president is deemed preparatory to service as President, and in accepting the position of Vice-President, an individual agrees to serve as President if so elected at the next election.

Section 8. Secretary/Treasurer. The Secretary function includes recording, in books kept for the purpose, all votes and proceedings of the Committee at its meetings. The Secretary shall perform such duties and have such powers additional to the foregoing as the Committee shall designate, including the opening of a bank account and signing checks for the association. The position may be one person, or the position and duties and responsibilities may be separated into two positions.

Section 9. Treasurer. The Treasurer functions includes monitoring the budget of PACC Global and give such reports as the Committee shall require, but in no case shall reports be given less than quarterly. The treasurer also has the authority to open a bank account in the same of an association and if warranted designate an additional signor on that account.

Article IV

Subcommittees

Section 1. Subcommittees. The Committee may, by vote of a majority of the number of Committee Members then in office, elect from their number an Executive or other subcommittees and may, by like vote, delegate thereto some or all of their powers except those which by law, by these Operating Principles or by the Foundation, they are prohibited from delegating. Except as the Committee may otherwise determine, any such subcommittee may make rules for the conduct of its business, but unless otherwise provided by the Committee in such rules, its business shall be conducted as nearly as may be in the same manner as is provided by these Operating Principles for the PACC Global Committee. The PACC Global Committee shall have the power to fill vacancies in, change the membership of, or to disband, any such subcommittee. Except as expressly provided otherwise in these Operating Principles, the subcommittees may include individuals who are not members of the Steering Committee. The Steering Committee shall designate the chairs of any and all subcommittees, work groups or other ad hoc groups, and all chairs shall report to the Steering Committee as to the subcommittee's or work group's activities as often as the Steering Committee shall require.

Section 2. Programming. The Programming Subcommittee shall oversee, plan, and implement the programs or activities that the Committee may authorize or require.

Section 3. Finance and Development. The Finance and Development Subcommittee shall oversee, plan and implement fundraising activities to support PACC Global including events and grant proposals. It shall prepare the annual budget.

Section 4. Nominating. The Nominating Subcommittee shall seek out and recruit such candidates for the Steering Committee and Officer positions as will best serve PACC Global to ensure its continued success. After determining that appropriate candidates are willing to serve if elected, the Nominating Subcommittee shall present annually a slate of nominees to the Steering Committee for election at the Annual Meeting or special meeting held in lieu of the Annual Meeting.

Article V

XXXXX Neighborhood Association Partners

Section 1. Partners. PACC Global Partners are those groups, organizations, nonprofit organizations, and businesses that commit to demonstrating regular active participation in PACC Global programs and activities.

Section 2. Responsibilities of Partners. All PACC Global Partners shall:
Participate regularly in PACC Global programs and activities by providing technical and advisory support, asset support and volunteers when needed.

Article VI

Miscellaneous

Section 1. Restriction On Distribution. No part of the assets of PACC Global shall inure to the benefit of members, directors or officers of PACC Global, provided, however that this section shall not preclude PACC Global from making payments in reimbursement for actual, reasonable, and necessary expenses incurred in the course of authorized activities of the PACC Global, subject to such limitations and procedures as the Steering Committee may from time to time impose.

Section. 2 Distributions upon Dissolution. Upon dissolution of the PACC Global Committee structure or the failure of the PACC Global Committee to perform its functions hereunder, the distribution of the assets of PACC Global shall be done in a manner consistent with the purposes set forth in Article I of these Operating Principles, the Bylaws of PACC Global, or any donor-designated purpose or restriction, and applicable law.

Article VII

Amendments

These Operating Principles may be altered, amended, or repealed, in whole or in part, by the affirmative vote of two-thirds of the members of the Steering Committee present and voting at any meeting, the notice of which contains a statement of the proposed alteration or amendment.

SCHEDULE A

The Steering Committee (PACC Global Committee)

The PACC Global Committee's membership shall include

- *at least four (4) people who live, work, or worship within the greater Brockton community*
- *at least one (1) representative of the area business or nonprofit community*

Duties and responsibilities of the President, Vice President, Secretary/Treasurer are contained in Sections 6 through 10 of Article III above.

Position	Name	Address	Affiliation
President	Jamal Gooding	681 N. Main St Brockton	work
Vice President	Matthew Johnson	681 N. Main St Brockton	work
Secretary/Treasurer OR two positions of Secretary Treasurer	Madeline M. Smith	34 Carl Avenue Brockton	worship
Volunteer Coordinator	Makai Gilbert	15 Nilsson Street Brockton	Non profit
Economic Development Coordinator	Eveline Conclaves	23 Owens Avenue Brockton	work

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