

*By-Laws of
DanversCARES Community Partnership*

ARTICLE I

Name and Location

Section 1. NAME: The name of the Coalition shall be the "*DanversCares Prevention Coalition*," otherwise known as *DanversCARES*.

Section 2. LOCATION: The principal office of the Coalition shall be at Danvers Public Schools, Danvers High School, 64 Cabot Road, Danvers, MA 01923. Meetings will be held there or at strategic locations within the Town of Danvers, MA, to be designated by the Steering Committee.

Section 3. PROGRAM SPONSOR AND FISCAL AGENT: The School Department is the sponsoring agency of DanversCARES and provides access to office, phone, and mailing address for doing business. The Town of Danvers, through the School Department, acts as the fiscal agent for DanversCARES.

ARTICLE II

DanversCARES is a community prevention coalition.

Mission: Our mission is to assist youth and families in making healthy decisions; to reduce youth substance abuse; and to ensure the future of a safe and healthy community. We work toward this by encouraging collaboration, expanding programs and services for youth and families, and by supporting sustainable change.

Vision: Our vision is for all Danvers youth and families to achieve healthier decisions, healthier lives, and healthier futures.

Goals & Objectives

The Coalition is organized to achieve two overarching goals:

- 1) to establish, strengthen and sustain a community prevention partnership
- 2) to reduce the rate of youth substance use and other health and safety risks to youth in Danvers, MA

ARTICLE III

Steering Committee

Section 1. AUTHORITY: Control of the affairs of the Coalition shall be vested in the *Steering Committee* subject to such limitations as is and may be hereinafter provided.

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Section 2. COMPOSITION: The Steering Committee shall consist of at least six (6) but not more than eight (8) persons.

- a) Elected Officers include: a Chair, Vice-Chair, and up to three (3) Community Members at Large.
- b) Standing Officers include: Superintendent of Schools, the Chief of Police and/or their designee, and the Business Manager. The Business Manager is a representative from the financial office of the coalition's fiscal agent.

Section 3. RESPONSIBILITY: The Steering Committee shall serve as the policy making body of the Coalition. The Steering Committee is charged with strategic advising of DanversCARES, oversight of its programming, its resource acquisition, and its sustainability over time.

This committee provides guidance and leadership for the coalition as a whole and ensures mission, vision, and goals are attained and evaluated. The Steering Committee meets at a minimum, bi-monthly to review financial status reports and program plans, and to provide oversight of personnel and resources to effectively meet mission of the organization.

The Steering Committee shall have power to create such committees as it may, from time to time, deem advisable for the efficient operation of the coalition and dissolve with any hereafter created. If and when such committees are created, the Committee shall define the scope of work of such committees at the time of their creation. Identified committee work supports the mission and plan of the organization.

Section 4. VACANCY. Any vacancy occurring in the Steering Committee shall be filled by a remaining Committee Member, upon agreement by Steering Committee, for the unexpired term of the committee member replaced, and until a successor is elected and qualified.

ARTICLE IV

ELECTION OF OFFICERS

Section 1. NOMINATING COMMITTEE. During the first week in April, the Chair shall appoint a Nominating Committee consisting of up to three (3) members. The Nominating Committee may consist of any level of membership.

Section 2. NOMINATION BY COMMITTEE. Within thirty (30) days after their appointment, the Nominating Committee shall choose willing nominees to replace the

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Elected Officers, whose regular terms are expiring, confirming that personal contact with the nominees, by the committee, found each willing to accept the responsibility.

Section 3. NOTICE. Upon recommendations from the Nominating Committee, the Chair shall be instructed to notify the membership in writing of the names of persons nominated, and of the right of nomination by petition.

Section 4. ELECTION Election of Officers occurs at the annual meeting of the Coalition. A majority affirmative vote by Core Members, Standing and Elected Officers is required for an Officer to be Elected.

ARTICLE V

Officers

Section 1. DUTIES OF ELECTED OFFICERS

- a) Chair: The Chair shall be the executive officer of the coalition and shall preside at Steering Committee and at Coalition Partnership Meetings. Said Chair shall, with the advice and counsel of the Steering Committee, appoint all sub-committee Chairmen and assist in selecting committee personnel.
- b) Vice Chair: The Vice Chair shall serve as assistant to the Chair and as Chairman of such sub-committees as may be assigned, and will serve in the absence of the Chair. The Vice Chair will assist in facilitating Community Partnership Meetings.
- c) Community Member(s) at Large: Members at Large are charged to voice opinion and expertise representing the diversity of the community; and, with being an ambassador of DanversCARES to other community groups; and to represent the opinions of Core Members and Active members at the Steering Committee.

Section 2. DUTIES OF STANDING OFFICERS

- d) Business Manager: The Business Manager shall be a representative from the financial office of the coalition's fiscal agent, and shall be the technical custodian of all funds and properties of the Coalition in accordance with the policies of the Coalition's fiscal agent and fiscal contracts. The Business Manager shall supply the Steering Committee with a quarterly and year-end annual finance report, and assist in yearly budgeting and grants management. A job description for this function will be on file with the Coalition.
- e) Lead Partners: The Superintendent of Schools and the Chief of Police, and or their designees, act as Lead Partners to guide DanversCARES in its strategic implementation of plans in a way that meets the priority needs of the community.

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Section 3. TERMS: The terms of Elected Officers are two years commencing on July 1 following election, or immediately upon filling a vacancy of a successor. Terms are staggered so that no more than 2 of the Elected Officer Positions are open at one time. No officer shall serve more than two consecutive terms.

ARTICLE VI

Standing Committees

Section 1: COALITION PARTNERSHIP MEETING

This group meets monthly and is responsible for networking and coordinating community based programs; identifying opportunities for collaboration with DanversCARES and/or among DanversCARES partners, and providing an opportunity for dialogue around community concerns and potential solutions. Each subcommittee reports out at this meeting.

Twelve core partner organizations attend each Coalition Partnership Meeting. Active members and supporters may also attend Coalition Partnership Meetings, as they are open to the public.

Partnership meetings are held, whenever possible, in accessible public sites.

Section 2: YOUTH LEADERSHIP

DanversCARES maintains a Middle School Youth Leadership Board and a High School Youth Leadership Board under supervision of the Coalition staff and/or trained adult volunteer. These student groups implement school prevention campaigns as well as community service projects.

DanversCARES does not provide transportation to youth for DanversCARES events. All adults working with youth must be CORI checked and on file through the coalition's sponsor.

Section 3: MARKETING & COMMUNICATIONS COMMITTEE

This group meets monthly, or more frequently as needed, to determine strategies to effectively communicate with the public, disseminate prevention information, and tell the DanversCARES story, and establish good public relations with the community.

Section 4: YOUTH HEALTH & SAFETY COMMITTEE

This group meets as needed to share intelligence on potential and actual youth safety incidents in order to form a targeted plan to prevent and reduce youth safety concerns. The school and police have key representation on this committee. Because of confidentiality issues, members of this committee are appointed by the Steering Committee, and report potentially sensitive information out to Coalition Partners in an appropriate fashion.

Section 5: PARENT ADVISORY COMMITTEE

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This group meets quarterly and consists of one representative from each of the Parent Advisory Councils to determine strategies to keep parents informed of prevention information and resources. It is open to any parent in the community.

Section 6: DEVELOPMENT COMMITTEE (TBD)

This committee is responsible for identifying opportunities for fundraising and resource acquisition, financial and in-kind, to support the work of the coalition.

Section 7: POLICY COMMITTEE (TBD)

This committee assesses and prioritizes new policy initiatives regarding youth health, safety, and substance abuse prevention.

Section 8: AD HOC COMMITTEES

Ad hoc committees meet to plan and implement key projects according to each year’s priority objectives and plan. For example, special projects may include policy change initiatives, retailer education, social source campaigns, etc. The Steering Committee sanctions the convening of each ad hoc committee.

ARTICLE VII

Membership

DanversCARES has three basic levels of membership. Each level supports the mission of the organization and acts as a good will ambassador for sharing information about DanversCARES to others in the community. Levels of responsibility increase as membership levels increase from Supporter, to Active Member, to Core Member.

Section 1. ELIGIBILITY. All individuals, businesses, or community organizations interested in promoting the objectives of the Coalition as stated in Article II shall be eligible to membership in the Coalition.

Section 2: LEVELS OF MEMBERSHIP

- a) **Core Members:** To be a core member of DanversCARES, the coalition member shall participate in strategic and ongoing planning and implementation of community prevention initiatives, especially those related to the health of youth and families, and those designed to reduce underage drug use in Danvers, MA. The Core Member will be jointly responsible for the work of the coalition, will participate in at least one committee and/or designate a representative from his/her sector to participate in a subcommittee.

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Core Members are invited to be Sector Representatives by the Steering Committee. Core Members are voting members.

Duties:

- Sign a formal letter of membership on file with DanversCARES outlining membership responsibilities that involve officially representing a specific sector of the community.
- Participate in key coalition decisions, at monthly meetings or, when warranted, via other means such as email or conference call.
- Attend a majority of monthly coalition meetings and activities. Missing three or more meetings in a calendar year may warrant a change in membership status, as determined by the Steering Committee.
- Attend and be an active participant of at least one subcommittee, as assigned by coalition chair, and/or designate another organizational representative to attend a subcommittee on the Sector's behalf.
- Represent the coalition to individuals, the public and other organizations and serve as an ambassador to the community and to the sector represented. This may include participating in community organizations or projects on behalf of DanversCARES.
- Support the Chair with shaping the specific work of the coalition in relation to the broad mission of the coalition as required.
- Become knowledgeable about the coalition and the issues surrounding underage alcohol, tobacco and other drug use as well as other factors that affect the health and safety of youth in Danvers. This may include attending regional training, professional development or networking meetings with other working on similar issues.
- Be prepared and informed about issues on the agenda; be ready to contribute; express both individual and sector points of view.
- Consider others' point of view, make constructive suggestions, and help the full coalition make decisions that benefit those whom the coalition serves.
- Support the ongoing process of recruiting new coalition members and community partners. This includes recruiting at least one new member into active project or committee work per year.
- Assume a leadership role as required.

b) Active Members

- Active members are members that are currently participating in monthly coalition meetings and/or in ad hoc or subcommittee meetings.
- Active is defined by attending at least two thirds of meetings.
- Active members participate in planning of coalition activities and direction of work.

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- Active members can assist Committee chairs in making decisions regarding program tasks at the subcommittee level as long as it supports the mission of DanversCARES.
- Active members come prepared to meetings, ready to contribute to the work of the coalition.
- Active members are willing to share their point of view, and to listen to the views of others.
- Active members attend one or more community events or training opportunities sponsored by DanversCARES within the calendar year.

Active members benefit from receiving notices, being listed as a supporter of DanversCARES, and are part of mailing/email list for coalition event or meeting notices
Core Sector Representatives

c) Supporters

- DanversCARES Supporters are interested in supporting DanversCARES and its mission, with knowledge, expertise, in-kind or other resources, and general good will.
- A Supporter gives permission to receive notices, be listed as a supporter, and to be on a mailing/email list for coalition event or meeting notices.
- A Supporter may choose to attend any coalition meeting or functions as a guest.

Section 2. VOTING RIGHTS. Core Members and Elected and Standing Officials in good standing shall be entitled to one vote in any election, referendum or meeting. Voting may take place in person, by email or conference call.

Section 3. RESIGNATIONS. All resignations shall be tendered to the Steering Committee in writing.

Section 4. TERMINATION. Any membership may be terminated for cause by vote of two-thirds of the Steering Committee at any meeting called for this purpose. Such member shall be notified of the intention of the Committee to consider termination and shall be given the opportunity to be present at such meeting.

Section 5. EX-OFFICIALS. Paid staff are ex-officio members.

Employment of Staff

Section 1. PERSONEL

The Steering Committee may employ staff, upon such terms and conditions as may be appropriate at such time, to assist the work of the organization. The Committee will agree

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upon a written job description for all staff positions, and an interview team comprised of 2 Steering Committee members and one Core and/or Active member, and one representative from the Program Sponsor will select candidates.

Section 2: PROJECT DIRECTOR

The Steering Committee may employ a Project Director of the Coalition to oversee the administration and operation upon such terms and conditions as may be appropriate at such time. The Project Director is a paid staff position, as resources allow, that serves the Steering Committee in carrying out its work and the work of the organization. This position jointly reports to both to the Steering Committee and the Program Sponsor.

Section 3: EX OFICIO

All paid staff are considered Ex-Officio Members without voting rights.

Section 4: PERSONEL POLICIES

Until such time as DanversCARES is incorporated as its own organization, it follows the equal opportunity, employment, and other policies of its Program Sponsor, the Danvers Public Schools.

ARTICLE IX

Fiscal Structure

Section 1. FISCAL AGENT Until such time as DanversCARES becomes its own corporation, it will have, under written contract, a fiscal agent that is either a 501c3 or municipality to manage its funds. DanversCARES will abide the fiscal policies of its agent and meet the contractual requirements of its funders.

Section 2. BUDGET The budget requirements to sustain the Coalition shall be determined by the Steering Committee. The Fiscal Agent approves the budget.

Section 3. INCOME Monies received, as revenue or donations, shall be paid into the General Fund of the Coalition unless otherwise voted by the Steering Committee. DanversCARES is responsible to state and federal grant funders according to fiscal contracts for said funds.

Section 4. RECONCILIATION/AUDIT The Coalition's funds shall be reconciled yearly. The Fiscal Agent shall determine the procedure, and include an objective checks and balance process.

Section 4. DUES AND ASSESSMENTS The Steering Committee may at any time recommend membership dues.

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Section 5. DELINQUENCIES. If and when dues are instated, any member who shall fail to pay membership dues within thirty (30) days after due date, shall receive a written notice of delinquency. If at the end of sixty (60) days; thereafter, such member remains delinquent, a representative of the Steering Committee shall make direct personal contact with a member. If delinquent at the end of ninety (90) days, membership may be forfeited as provided in Section 4 of Article VII.

ARTICLE X.

Meetings

Section 1. NOTICE OF MEETINGS. Notice of all meetings of the membership shall be given in writing, at least (7) days prior to the date of such meeting. Said notice shall contain a statement of purpose of the meeting and be addressed to each Core and Active members, at such member's address of record on the membership roster.

Section 2. MEMBERSHIP QUORUM.

- a. A majority of Elected and Standing Members shall constitute a quorum of the Steering Committee.
- b. A majority of Core Members shall be necessary for a valid vote.

Section 3. SPECIAL MEETINGS. Special meetings of the membership may be called at any time by the Chair or, in the event of his/her absence, by the Vice Chair, or shall be called on written request signed by at least sufficient Core Members to constitute a quorum.

Section 4. REPORT TO THE COMMUNITY The Steering Committee will publish a periodic Report to the Community listing the accomplishments of the organization and recognition of active members and supporters.

ARTICLE XI

Debts and Obligations

No debt and obligation whatsoever for the payment of money or other thing of value shall be created or incurred by an Officer or employee or agent of this coalition or other person, and no money shall be appropriated or paid out of the General Fund, and no contract or other act whatsoever of any Officer or employee or agent of this corporation, or other person, as the result of the terms thereof any debt or obligation whatsoever is created or attempted to be created, shall be in any manner binding upon this Coalition unless the same is authorized by provision thereof in the budget of the corporation duly adopted by its Committee or unless the same specifically be authorized, directed or

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ratified by vote of the Steering Committee in regular or special meeting called for that purpose.

ARTICLE XII

Signing Authority

Section 1. EXPENDITURE OF FUNDS

a) All purchase orders, requisitions, vouchers, and checks drawn on the funds of the Coalition, shall be signed by the Project Director and the Business Manager, acting jointly.

Section 2. DOCUMENTS.

a) The Authorizing Official of the Fiscal Agent, the Town of Danvers School Department, and/or Business Manager shall sign all leases, deeds, contracts and other instruments in writing affecting the operations and properties of the Coalition.

ARTICLE XIII

Personal Liability

The members and Officers of the coalition shall not be personally liable for any debt, liability, or obligation of the Coalition. All persons, corporations, or other entities extending credit to, contracting with, or having any claim against the Coalition, may look only to the funds and property of the Coalition for payment of any such contract or claim, or for the payment of any debt, damages, judgment or decree, or of any money that may otherwise become due or payable to them from the Coalition.

ARTICLE XIV

Indemnification of Officers, Employees and Other Agents

RIGHT TO INDEMNIFICATION. The Coalition shall, to the extent legally permissible, and only to the extent that the status of the Coalition as an organization exempt under Section 501C3 of the Internal Revenue Code is not affected thereby, indemnify each of its Officers, employees or other agents (and their heirs, executors, administrators of such persons) against all liabilities and expenses, including amounts paid in satisfaction or judgments, in compromise of actions, counsel fees, which he/she has reasonably paid or incurred in connection with the defense or disposition of any action or threatened action, suit or other proceeding, whether civil or criminal, in which such person may be involved or with which he/she may be threatened, while in office or thereafter, by reason of the

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membership in the Coalition, on the Steering Committee of the Coalition, except with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that such action was in the best interest of the Coalition; provided that any payment by way of settlement, compromise, or consent decree shall be indemnified hereunder only to the extent that it shall be determined by the Steering Committee to have been made in the best interest of the Coalition. Nothing contained in this article shall affect any rights of indemnification to which Officers, employees and other agents of the Coalition may be entitled by contract or otherwise by law.

ARTICLE XV

Parliamentary Rules

Proceedings of all meetings shall be governed by and conducted according to the latest revised edition of Robert's Rules of Order.

ARTICLE XVI

Fiscal year

The fiscal year of the corporation shall be from July 1 through June 30.

ARTICLE XVII

Corporate Seal

The Coalition's Seal is that of its Fiscal Agent, the Town of Danvers.

ARTICLE XVIII

Effective Date of By-Laws

These by-laws shall be effective immediately following their adoption by a majority vote of the Core and Steering Committee members voting in person, or by electronic ballot, at a meeting duly called for the purpose, with a quorum in attendance, and, when so adopted, shall supercede all previous by-laws and amendments thereto.

ARTICLE XIX

Amendments

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These by-laws may be amended at any annual or special meeting of membership, provided that such changes are recommended by Vote of the Core Members, Standing, and Elected Officials, and written notice of the proposed changes publicly posted not less than fifteen (15) days prior to such meeting. An affirmative vote by the majority Standing and Elected Officials is necessary to amend the by-laws.