

AMENDMENTS TO
The Hamilton Foundation By-Laws

Article I – Establishment

The name of the Board shall be The Hamilton Foundation hereafter referred to as “THF”. It is formed by the action of the Board of Selectman of the Town of Hamilton acting under the authority of the Board of Selectman under general law and Town Meeting vote on May 2, 2005 motion approved pursuant to Article 5-6. Confusion over the name Hamilton Fund versus Hamilton Foundation has been resolved by this amendment.

Article II – Purpose and Philosophy

The mission of THF is to respond to the immediate needs of Hamilton residents in financial distress by providing short term financial support and referral to appropriate social services agencies.

Article III – Activities

THF may provide financial and non-financial assistance to Hamilton residents for any need that arises within the general description of THF’s mission, including but not limited to the following:

1. Mortgage or rent assistance
2. Emergency home repairs
3. Emergency heating and utilities
4. Temporary transportation
5. Food and nutrition
6. Child care
7. Children’s scholarships
8. Home health care
9. Prescription medicine and medical supplies

In fulfillment of its mission, THF may engage in any or all of the following activities:

1. Identify Hamilton residents in need.
2. Review requests for and disburse funds.
3. Identify other organizations available to Hamilton residents that can provide assistance within THF’s purpose and philosophy.
4. Outreach to the community concerning services available through THF and other identified organizations.
5. Conduct forums coordinated with other organizations for the purpose of exchanging information, complementing efforts, and educating the public.
6. Enlist support and participation of the citizens of Hamilton with THF’s mission.
7. Coordinate with other town boards and non-profit agencies to encourage support and pursue affordable housing opportunities.

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8. Encourage and support efforts by other town boards, non-profit agencies, businesses and individuals to fulfill THF's mission.
9. Provide advice and information to the Board of Selectman on the needs, goals, and activities of THF.
10. Accept and solicit donations to fund THF's activities in furtherance of its mission.

Article IV – Organization and Structure

THF shall be governed by up to a five (5) person Board of Directors ("Board") that shall be appointed by the Board of Selectman. Board Members must be Hamilton residents. The Board of Selectman shall appoint Members for three (3) year terms. Vacancies in any unexpired terms shall be filled by the Board of Selectman for the remainder of that term.

The Board will have a coordinator to serve as the contact with the public. The Board will review and recommend candidates for the Coordinator position to the Board of Selectman; the Board of Selectmen will make an appointment. The Coordinator shall conduct the day-to-day business of THF under the direction of the Board. In doing so, the Coordinator will be responsible for identifying and assessing requests from Hamilton residents in need and will keep all personal identifying information on such residents confidential from all other persons, including Board Members. The Coordinator will also attend all Board meetings, report to the Board on ongoing THF activities, and coordinate THF activities with the community and other organizations.

A member of the Board of Selectmen shall be a liaison to and an *ex officio*, non-voting member of the Board.

The Board may appoint non-voting, consultative Associate Members to attend and participate in Board meetings. Associate Members may also be appointed to and serve on any committees of the Board. Associate Members must be Hamilton residents.

A Board Member may resign from the Board at any time by submitting his or her resignation in writing to the Board of Selectmen and the THF Board Chair.

Article V – Voting Rights

Voting rights shall be vested only in Board Members. Each such Board Member shall have one vote. All votes shall be cast openly and audibly; there shall be no secret or paper balloting.

Article VI – Meetings of Members

General meetings of THF shall be held year-round on an as-needed basis. Meetings may be called any time by any Board Member. Notice must be provided to each Board Member in sufficient time to ensure attendance and compliance with the Open Meeting law. Minutes of all meetings shall be taken.

Quorum – At all Board meetings, the presence of a simple majority of the total membership shall be necessary and sufficient to constitute a quorum for the transaction of business. Votes shall be cast only by Board Members in attendance, unless special arrangements have been made with the Board Chair.

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Conduct of Meetings – All meetings shall be posted and conducted in compliance with the Open Meeting law and all records shall be kept in compliance with the Public Records Act and applicable privacy laws.

Attendance – Regular attendance is expected of all Board Members. In the event of absence of any Board Member for three (3) consecutive meetings, except for reasons of health or extenuating circumstances (as duly reported to the Chair in advance), the Board may request the resignation of that member and report that request to the Board of Selectmen.

Article VII – Officers

The officers of the Board shall consist of a Chair, Vice-Chair, Secretary, and treasurer. Assistant officers may be elected at the discretion of the Chair.

Chair – The Chair shall be the Chief Executive Officer of the Board and subject to the direction of a majority vote of the Board Members, shall have charge of the business, affairs, and property of the Board. The Chair shall prepare an agenda, preside at all meetings of the Board, appoint all committees, and be an *ex officio* member of all committees.

Vice-Chair – During periods of absence or disability of the Chair, the Vice-Chair shall exercise all of the functions of the Chair and when so acting shall have all the powers and be subject to all the restrictions of the Chair.

Secretary – The Secretary shall 1) keep the minutes of meetings of the Board and committees of which the Secretary is a member; 2) cause the posting of all notices required by these by-laws or by law; and 3) perform correspondence duties on behalf of the Board (e.g. thank you notes).

Treasurer – The treasurer shall obtain the financial status of THF from the Town accountant twice a year (e.g. July 1 and January 1). A discussion with the Board on the status of funding (changes over the course of the years) will be led by the treasurer.

For any meeting of the Board or a committee at which the Secretary is not present, the presiding officer of the meeting shall appoint a person to act as the Secretary for that meeting.

All terms of office will be discussed yearly and may be held up to three (3) years consecutively. At the end of the officer's term, the office will be filled by vote of the Board, and the elected officer shall take office immediately.

Vacancies in the unexpired term of any office shall be filled at any meeting of the Board and shall be for the remainder of the unexpired term, except that in the event of the Chair's office is vacated before the terms' expiration, the Vice-Chair shall automatically become the acting Chair for the remainder of the Chair's unexpired term.

Article VIII- Amendments

The Board of Selectman delegate to the Board the authority to adopt amendment to these by-laws. Amendments to these bylaws may be considered at any meeting of the Board. An amendment must be approved by majority vote of the Board members for passage. The Board shall provide a copy of any

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approved amendments to these by-laws to the Town Clerk and the Board of Selectman so that at all times those offices will have a complete, current copy of these bylaws.

Adopted on August 7, 2018:

Board Members signatures:

Jan W
[Signature]
[Signature]
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