

# Gilman Square Neighborhood Council

## Bylaws

For Referendum July 2021

### ***Article 1—General Provisions***

#### **Section 1.1: Name**

The name of this organization is “Gilman Square Neighborhood Council” and shall herein be referred to as “The Neighborhood Council” or “GSNC.” *In January 2022 these by-laws were amended by replacing “Association” with “Council.”*

#### **Section 1.2: Fiscal Year**

The fiscal year of the Neighborhood Council shall begin on July 1 and end on the following June 30 of each year.

#### **Section 1.3: Gilman Square Neighborhood Area**

Consistent with the Gilman Square Station Area Plan adopted by the Planning Board of the City of Somerville in May 2014, the Gilman Square neighborhood area the geographic area of Somerville, Massachusetts within the following approximate area *generally within a 10-minute walking distance to the Square*: Oxford Street, Central Street, McGrath Highway, and Broadway as marker streets. (See *Appendix A: Map of Gilman Square Neighborhood Area.*)

For more information see **Section 3.2: Membership of the Neighborhood Council.**

#### **Section 1.4: Land Acknowledgment**

The Gilman Square Neighborhood Council acknowledges Indigenous People as the traditional stewards of the land, and the enduring relationship that exists between them and this region. The land on which we sit is the traditional territory of the Massachusett people. We believe that this heritage commits residents and visitors to come together in peace and friendship; extend respect to citizens of Nations who live here today; and treat the land, water and air of the territory with reverence.

### ***Article 2—Purpose***

#### **Section 2.1: Vision**

Gilman Square: a thriving, engaged, enjoyable, inclusive, sustainable, diverse urban neighborhood and vibrant commercial center.

#### **Section 2.2: Mission**

The mission of the Gilman Square Neighborhood Council is to provide a platform for the people of Gilman Square to connect as a community, share neighborhood news, and advocate for our common values to make Gilman Square the best place in the world to live, work and play.

## **Section 2.3: Values**

In pursuing its mission the Neighborhood Council is guided by the following shared values.

### **2.3.1: Safe**

We value a neighborhood where it is safe and enjoyable to walk, bike, play, work and live.

### **2.3.2: Welcoming**

We value a neighborhood that promotes a diverse and welcoming community of neighbors.

### **2.3.3: Whole**

We value diverse and sustainable local businesses, and organizations that meet the neighborhood's needs.

### **2.3.4: Connected**

We value a neighborhood that supports affordable, reliable mass transit and complete streets that promote an environmentally sustainable urban community.

### **2.3.5: Engaging**

We value a neighborhood that celebrates nature, art and fun, a one-of-a-kind place that residents are proud to live in and guests are excited to visit.

### **2.3.6: Participatory**

We value a neighborhood where we as a community have a prominent say in what happens in our neighborhood, where diverse voices are heard and neighbors' interests are supported.

## **Section 2.4: Goals**

The Neighborhood Council shall seek to achieve the following goals:

### **2.4.1: Build Community**

Foster stronger relationships and a sense of belonging among members of the neighborhood through social, educational and community occasions outside of GSNC meetings.

### **2.4.2: Empower Members of the Community**

Increase the agency of community members to effectively advocate for their interests.

### **2.4.3: Minimize Displacement and Promote Affordability**

Minimize displacement of long-term residents, businesses, and preserve our artistic and cultural assets. GSNC will promote residential, commercial, and fabrication space affordability to ensure economic diversity.

### **2.4.4: Increase Economic Opportunity**

Increase opportunities for economic development for local businesses, while decreasing development that pulls funds and resources away from the community

### **2.4.5: Steward the Public Realm and Environment**

Promote, create, and support an inviting, vibrant, healthy, safe, accessible, multimodal, and sustainable public realm and environment and expanding square footage and access to green space.

## **2.4.6: Board Representation**

The Gilman Square Neighborhood Council aspires to be representative of the wide diversity of the community in Gilman Square, and is not intended to be a homeowners Council. The board and membership will be committed to efforts to achieve these goals and make substantive efforts to ensure its leadership and membership represent the diverse backgrounds, lived experiences, and life situations its residents have (including but not limited to, homeowners, renters, artists, business owners, and immigrants).

## ***Article 3—Composition of the Neighborhood Council***

### ***Section 3.1: Composition and Definitions***

The Neighborhood Council shall comprise a Neighborhood Council Board and a Neighborhood Council Membership. The Membership will herein be referred to as “Membership” or “Members” and the Board, which consists of at least 5 but no more than 7-member elected Board, will herein be referred to as “Board.” “Neighborhood Council” shall refer to the full body, including the Membership and Board.

### ***Section 3.2: Membership of the Neighborhood Council***

Membership in the Gilman Square Neighborhood Council shall be open to any resident, property owner, business owner, studio artist, or employee within the Gilman Square neighborhood geographic area at any point in time during the preceding 12-month period. Residents, as described herein, shall include persons who lack a permanent address but receive support services within the Gilman Square neighborhood geographic boundary. Somerville residents who regularly volunteer at organizations/agencies within the boundary shall also have all the rights of other members. Somerville residents who are in the 10 minute walkshed of Gilman Square MBTA Station (as defined in section 1.3) and use it as their primary means of transportation shall also have all the rights of other members. Non-members are encouraged to attend Gilman Square Neighborhood Council meetings and participate fully, with the exception of participating in voting.

All Gilman Square Neighborhood Council participants (members and non-members) will be asked to complete a form which includes their name, address, and qualifying criteria to join as a member, or desire to participate as a non-member.

### ***Section 3.3 Board of the Neighborhood Council***

#### **3.3.1: Establishment Criteria**

There shall be established a Board shall serve and execute the responsibilities of the Neighborhood Council in its first year. All Neighborhood Council Board members must be over 18 years of age and live or work in Gilman Square and have attended GSNC general or subcommittee meetings within the previous 6 months. Board members will serve for two years. If a Board member is displaced from Gilman Square, they may serve out the duration of their term. The Board members shall be elected by eligible members.

#### **3.3.2 Neighborhood Council Board Structure**

Board roles shall consist of a President, Vice President, Treasurer, and Clerk, and general board members. Diversity of the board will work to meet the goals of section 2.4.6.

### **3.3.3 Election of the Board**

Election to the Gilman Square Neighborhood Council Board will be conducted each year at our annual meeting by a majority vote of those eligible who cast a ballot. Half (or a close approximation) of the board seats will be elected annually to provide continuity in leadership. Voting will be held on the day of the annual meeting in person. Absentee emails can be sent via email to the Clerk starting one week prior to the election.

### **3.3.4 Resignation and Recall**

Any Board member may resign at any time by delivering his or her written resignation to the Neighborhood Council board. Resignation shall be effective on the date specified in the notice of resignation.

Board Members may be removed by the Neighborhood Council Board only for good cause. "Good cause shown" shall include, but not be limited to, absence from 50% or more of the Neighborhood Council meetings within any 12-month period, or other forms of persistent non-participation in committee work. Any member of the Neighborhood Council who wishes to highlight such "good cause" may trigger a review by the board by writing a letter addressed to the board.

Following the presentation of reason or reasons for removal of a board member, the Neighborhood Council Board shall vote on whether to consider removal. If the member being considered for removal is not present at that meeting, a written notice from a selected member of board of the Neighborhood Council sent within 14 days of the Neighborhood Council meeting.

After any vote by the Neighborhood Council Board to consider removal of a Board member, the individual who is the subject of the vote shall be given an opportunity to resign at or before the next Neighborhood Council meeting. Removal of a Board member shall be by a two-thirds vote of those present at the following Neighborhood Council meeting.

### **3.3.5 Filling Vacancies**

Any vacancy in the Neighborhood Council Board shall be announced at the meeting following its occurrence. An interim election shall be held at the next meeting to fill the seat until that seat is formally filled at the next scheduled annual election.

### **3.3.6 Special Duties**

In addition to undertaking activities to achieve the mission and goals of the organization, the Board shall be responsible for undertaking the following duties:

### **3.3.8: Incorporation**

The Board shall have the authority to study and issue a report on the most appropriate form of incorporation for the Neighborhood Council, such as a neighborhood council (as defined by the City of Somerville), a neighborhood association, a private organization, such as a tax-exempt nonprofit organization under Section 501(c)(3) of the Internal Revenue Code, or a combination of designations. The Board shall seek public input on any such report and related bylaw revisions, prior to acting on any recommendations not later than one year after the first election. The Board may take actions to incorporate the Neighborhood Council following public input.

### ***Section 3.4: Compensation***

The Neighborhood Council Board shall not receive any salaries or compensation for their services as Board members of the Neighborhood Council. Board members shall receive heaps and bounds of appreciation from the Council members.

## ***Article 4—Finances***

The Neighborhood Council Board may designate one of their members as the Treasurer or other authorized officer or agent to apply for and accept on behalf of the Neighborhood Council any gift, bequest, grant, or other financial contribution. Fundraising may be authorized by the Neighborhood Council at its discretion. Funds will be kept in a separate account with at least two current board members as signers.

## ***Article 5—Meetings***

### ***Section 5.1: Public Access and Accessibility***

Neighborhood Council meetings shall be open to all neighborhood residents and strive to be accessible to all. If we become a Neighborhood Council, our meetings will meet any requirements for that qualification.

### ***Section 5.2: Notification***

Meetings of the Neighborhood Council shall be convened upon any day as decided by the majority vote of the Neighborhood Council Board, typically the first Monday of every month. Except in an emergency, defined as a sudden, generally unexpected occurrence or set of circumstances demanding immediate action, the next meeting will be set during the prior meeting. In an emergency, the Neighborhood Council board clerk shall post notice as soon as reasonably possible prior to such a meeting. Notice shall be in a legible, easily understandable format and shall contain the date, time and place of such meeting and a listing of topics that the chair reasonably anticipates will be discussed at the meeting. Notice shall be made by electronic means.

### ***Section 5.3: Quorum***

A quorum is a simple majority of the board. Any meeting can be held without a quorum of the board, but final decisions cannot be made without a quorum of board members.

### ***Section 5.4: Voting***

Neighborhood Council Board members shall have one vote each. A majority of the board can decide that a vote is a general vote or a referendum vote.

#### ***Section 5.4.1 General Voting***

Unless otherwise described herein, decisions of the Neighborhood Council shall be made by a majority vote of the Board and shall require a quorum of Board members to take place. For votes that include the approval of text or language, the proposed text must be included along with the agenda 48 Hours in advance, except in instances as noted in 5.2 above.

#### ***Section 5.4.2: Referendum Voting***

The board will facilitate the voting process by determining what becomes a referendum vote by the residents (see §5.4: Voting). The process will be one board member suggests it, another seconds, and then the board votes whether it should be a referendum. That will be discussed at the next monthly meeting and with a vote at the following monthly meeting. A referendum vote is held for a month

inclusive of two monthly meetings in which members can vote in person, through an online platform or contact the board clerk directly.

### ***Section 5.5: Remote Participation***

Members can participate via remote participation when meetings are virtually or when connectivity is available for in-person meetings. If members need support for participation, it shall be facilitated by the board clerk (see §5.4: Voting).

### ***Section 5.6: Video and Audio Recording***

Any person may make a video or audio recording of an open session of a meeting, or may transmit the meeting through any medium, subject to reasonable requirements of the chair as to the number, placement and operation of equipment used so as not to interfere with the conduct of the meeting. At the beginning of the meeting, the meeting facilitator shall inform other attendees of recordings may be occurring.

### ***Section 5.8: Meeting Agendas***

Board officers shall facilitate preparation of meeting agendas. Any Neighborhood Council Member may submit item suggestions to the board Clerk at least 5 days in advance of the meeting for consideration.

### ***Section 5.9: Neighborhood Council Board Planning Sessions***

#### **5.9.1: Calling Planning Session**

A Planning Session of the Board may be called by the officers or by a majority of the Neighborhood Council Board under the following circumstances:

- A. On the advice of counsel;
- B. To discuss current or pending legal matters;
- C. To consult with financial auditors;
- D. To discuss or act on personnel issues;
- E. To discuss or act on contract positions, or;
- F. To conduct strategy sessions in preparation for negotiations, collective bargaining, or litigation

#### **5.9.2: Participation in Planning Session**

Only Neighborhood Council Board members and individuals invited by the officers, may be present in the planning session.

#### **5.9.3: Confidentiality of Planning Session**

Planning session minutes will be taken and shared with membership unless there are legal ramifications in terms of confidentiality. Any confidential documents distributed for an executive session should be clearly marked as confidential and maintained by the officers. Minutes from planning sessions must be distributed following the end of the sensitivity in question in accordance with §5.10.

### **Section 5.10: Minutes**

The Neighborhood Council Board shall create and maintain accurate minutes of all meetings, including planning sessions, setting forth the date, time and place, the officers present or absent, a summary of the discussions on each subject, a list of documents and other exhibits used at the meeting, the decisions made and the actions taken at each meeting, including the record of all votes.

- A. No vote taken at a meeting shall be by secret ballot except where specifically outlined in these bylaws—for instance, in the case of the removal of a board member.
- B. Minutes of all meetings shall be created and approved in a timely manner. The minutes of an open session, if they exist and whether approved or in draft form, shall be made available within 10 days by the Clerk.
- C. Documents and other exhibits, such as photographs, recordings or maps, used by member meetings or planning session shall, along with the minutes, be part of the official record
- D. Minutes shall capture the names of all of those in attendance, unless purposefully withheld.
- E. When the purpose for which a valid planning session was held has been served, the minutes, preparatory materials and documents and exhibits of the session shall be disclosed unless the attorney-client privilege or the personal information exemption applies to withhold these records, or any portion thereof, from disclosure.
- F. Upon request by any person to inspect or copy the minutes of a planning session or any portion thereof, the Neighborhood Council Board shall respond to the request within 10 days following receipt and shall release any such minutes not covered by an exemption.

### **Section 5.11: Frequency of Meetings**

The Neighborhood Council Membership shall meet at least six (6) times per calendar year, with a minimum approximate rhythm of every other month. The Board will strive to schedule these meetings well in advance. Meetings of the Neighborhood Council may also be convened upon written request of at least ten (10) Neighborhood Council members. The Board will schedule such a meeting within seven (7) days of receiving such a request and hold it within fourteen (14) days.

One of the meetings will be an Annual Meeting that reoccurs on or about the same date every year, with a schedule to be established by the board. This Annual Meeting will be an opportunity to provide feedback to the larger community and vote on board members. The meeting date and agenda must be publicized through efforts that expand beyond routine mechanisms, as specified in the membership plan. The Board will choose a date.

## ***Article 6—Officers***

### **Section 6.1: Officers and Duties**

Two Co-Chairs, a Clerk, and Treasurer, and a Diversity Officer shall serve as leadership roles of the Neighborhood Council Board. No person shall serve in more than two officer roles at a time.

#### **6.1.1: Co-Chairs**

The Co-Chairs shall preside at all meetings and shall perform such duties as the Neighborhood Council from time to time authorizes. The Co-Chairs shall prepare meeting agendas with input from the Neighborhood Council members.

### **6.1.2: Clerk**

The Clerk shall be responsible for recording and maintaining minutes, attendance records, the active membership roster, decisions, and other non-financial files of the Neighborhood Council, including filings with the Clerk of State and any items needed with the City to establish or maintain a Neighborhood Council status. The Clerk shall be responsible for ensuring that official notices of the Neighborhood Council are distributed including public notice.

### **6.1.3: Treasurer**

The Treasurer shall have charge of all funds belonging to the Neighborhood Council and shall receive, deposit and disburse funds for the Neighborhood Council in a bank or financial institution in such manner as designated by the Neighborhood Council. The Treasurer shall make financial reports as directed by the Neighborhood Council.

The Treasurer shall have charge of all funds belonging to the Neighborhood Council and shall receive, deposit and disburse funds for the Neighborhood Council in a bank or financial institution in such manner as designated by the Neighborhood Council Board. This manner must involve at least other members of the Neighborhood Council Board. The Treasurer shall make financial reports as directed by the Neighborhood Council Board.

### **6.1.4: Diversity & Inclusion Officer**

The Diversity Officer will ensure the board and general membership is working toward the diversity goals outlined in section 2.4.6, and will help advise and guide outreach to and feedback from underrepresented populations in the neighborhood. They will be responsible for ensuring communications materials are available in translation in Haitian Creole, Spanish, Portuguese and Nepalese. They will ensure meetings will be accessible in format, location and time and will ensure that topics brought to the meetings are reflective of the inclusive values of the Neighborhood Council. Other board members will actively work toward supporting the work of the Diversity & Inclusion Officer and assist them when called upon.

## ***Section 6.2: Election of Officers***

Annually, the Neighborhood Council Board shall elect its own officers immediately following a General Election. This election shall occur at the second meeting after the election of the Board. In the interim, meetings shall be chaired by the prior co-chairs (regardless of whether they will continue as board members or officers in the new term), unless the newly elected board votes otherwise by a simple majority which will be held within 14 days of the election. Any Board member of the Neighborhood Council may nominate themselves or another Board member as an officer. Run-off ballot procedures shall be used in the event that more than two candidates are nominated for one position.

## ***Section 6.3: Terms of Office***

Officers shall serve for a term of two years until the next election of officers, or until they resign or are removed from their positions. Officers may succeed themselves in office. No person shall serve as a Co-Chair for more than twenty-four (24) consecutive months. No person who has resigned from the office of Co-chair within any preceding six (6) month period shall be eligible to serve as Co-chair.



#### **Section 6.4: Officer Vacancies**

The Neighborhood Council may fill any vacancy among officers with a majority vote of the board. An officer elected to fill a vacancy shall serve the remainder of the unexpired term.

#### **Section 6.5: Resignation of Officers**

Any officer may resign from their office by delivering a written resignation to the Co-Chairs or Clerk. Such resignation shall be effective upon receipt unless it is specified to be effective at a later date and time.

#### **Section 6.6: Removal of Board Members**

Any board member may be removed from their office for *just cause*. Procedures for removal of are as follows:

- A. Any group of 21 GSNC members or any three (3) Neighborhood Council Board members may petition the board for the removal of a Board member for just cause. The request should be submitted to all board members with an explanation of the reasons for removal.
- B. The most senior officer not subject to the request for removal will notify the Neighborhood Council of the request and invite the board member in question to respond at a meeting scheduled at least fourteen (14) days from the date notice is received by the board.
- C. The Neighborhood Council Board will meet to determine whether there is just cause to remove the officer. Removal of a board member requires a majority vote of the Board.

### ***Article 7—Committees and Working Groups***

#### **Section 7.1: Committees**

The Neighborhood Council Board may establish committees composed of Council Members that shall have and exercise such powers as shall be conferred or authorized by the resolution appointing them. Any committee shall be composed of at least one (1) Neighborhood Council Board Member. The chair or Co-Chairs of a committee shall be selected by the committee Members unless designated by the Neighborhood Council Board. Committees shall determine their own policies for keeping and distributing minutes.

#### **Section 7.2: Working Groups**

The Neighborhood Council Board may establish working groups and appoint persons to advise the Council on matters of interest. Working Groups may include persons not in the Neighborhood Council. Working groups will also be created upon the written request of no less than three (3) Members. The chair of a working group shall be designated by the Neighborhood Council Board. A working group can overlap with a Committee, acting as an expansion of a committee whereby only the officially declared members of the Committee have voting rights. Working groups shall determine their own policies for keeping and distributing minutes.

### ***Article 8—Parliamentary Procedure***

#### **Section 8.1: Robert's Rules of Order**

Robert's Rules of Order, Revised Edition shall be followed for parliamentary procedure when it does not conflict with the bylaws of the Neighborhood Council. The Board will consider creating a committee

to consider other codes of conduct or parliamentary procedures for the future. The rules of parliamentary procedure may be suspended by a two-thirds (2/3) vote of the Neighborhood Council Board members present at any given meeting.

Three important, lesser-known, voting-related motions of Robert's Rules of Order are identified below. These are brief definitions for basic reference purposes and should not substitute for the more complete definitions accord to the rulebook of Robert's Rules:

1. Motion to Postpone to a Certain Time: a motion used to delay action on a pending question until a different day, meeting, hour or until after a certain event. The Motion to Postpone to a Certain Time shall be used by the Neighborhood Council in lieu of simply "tabling" a discussion or vote until an undefined time.
2. Motion to Reconsider: a motion to re-vote on an issue, which must be made by an individual on the "losing side" of a vote and which must be made no later than the next meeting after which the original vote took place. The re-vote is immediate. The GSNC shall not use this motion. In its place, the GSNC shall always use the Motion to Reconsider and Enter into the Minutes.
3. Motion to Reconsider and Enter into the Minutes: a special form of the motion to reconsider that automatically halts a passed motion from taking effect until it is called up at another meeting, which cannot be held on the same day. Its purpose is to delay a temporary majority from taking action on a measure until there is time to notify absent members.

### ***Article 9—Employees and Vendors***

The Neighborhood Council Board may hire employees or enter into agreements with vendors or other parties to assist in achieving the Council's mission.

### ***Article 10—Books and Records***

The Neighborhood Council Board shall keep correct and complete books and records of account; meeting minutes; and a register of the names and addresses of the officers. All books and records of the Neighborhood Council Board may be inspected by any officer, or agent or attorney thereof, for any proper purpose at any reasonable time.

### ***Article 11—Restrictions on Activities***

#### ***Section 11.1: Restricted Activities***

No officer, Board member, employee, agent, or any other representative of the Neighborhood Council shall take any action or carry on any activity by or on behalf of the Neighborhood Council not permitted to be taken by an organization exempt under section 501(c)3 of the Internal Revenue Code, as it now exists or may hereafter be amended, or any corresponding section of any future tax code. The Neighborhood Council shall not formally endorse any political candidate or party.

#### ***Section 11.2: Use of Name***

No person or officer shall use the name or Membership list of the Neighborhood Council for other than strictly Neighborhood Council purposes without authorization of the officers. No person shall speak publicly in the name of the Neighborhood Council without authorization of the officers.

### ***Article 12—Dissolution***

Unless required otherwise by any law, the Neighborhood Council may be disbanded by a two-thirds (2/3) vote of a quorum of the average attendance over the previous year present at two consecutive

Neighborhood Council meetings with specific notice that such issue will be considered. Said notice shall be posted at least thirty (30) days in advance of the meeting. If the Neighborhood Council is disbanded, any assets of the Neighborhood Council shall be donated to a charitable entity consistent with section 501(c)3 of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue law) and in accordance with the statutes of the Commonwealth of Massachusetts.

### ***Article 13—Conflicts of Interest***

The determination of any conflicts of interest for Neighborhood Council Board members shall be governed by Massachusetts General Laws, c. 268A, as applicable to “special municipal employees”. Adherence to MGL c. 268A, should in no way be construed to limit a Board Member’s ability to speak on matters of policy, or to otherwise designate them as a Municipal Employee. In addition, the Board of the Gilman Square Neighborhood Council is bound by three ethical duties with respect to all potential conflicts of interest:

- A. A duty of loyalty, to serve at all times the best interest of the Neighborhood Council and the community. A Board member is expected to place the needs of the Neighborhood Council and the community above their own personal interests.
- B. A duty of care and good faith, to act in all Neighborhood Council matters with common sense, diligence, and informed judgement.
- C. A duty of faithfulness to the mission of the Neighborhood Council and its committees.

Without limiting the duties and obligations set forth in this Article, conflicts of interest may arise where a Board member has an existing or potential financial or personal interest that could interfere with that individual’s independent or objective judgement, or ability to discharge of any of the duties set forth above, in any decision to come before the Neighborhood Council.

Board members shall recuse themselves from voting on or participating in the discussion of any matter in which they have a conflict of interest. In any matter in which a Board member has a potential conflict of interest, that Board member shall fully disclose the nature of the potential conflict at the earliest possible opportunity to the Board or Committee in which the matter shall be under consideration. Following such disclosure by the Board member, the Board shall vote by simple majority as to whether that Board member shall recuse themselves from any discussion or voting on the matter. A person who recuses themselves from considering a matter due to an actual or potential conflict of interest shall not be present during the discussion or voting on such a matter.

Recognizing that many Neighborhood Council Board members and general Members are active in other volunteer civic organizations throughout Gilman Square and Boston, it shall not be a conflict of interest for any Board or general Member to discuss and vote on matters which they have considered before as Members of the other volunteer councils, committees, commissions or similar organizations. It is expected that Members shall use any knowledge or perspective gained from said organizations to provide insight and clarification for the Gilman Square Neighborhood Council.

As elaborated in Massachusetts General Laws, c. 268A, Neighborhood Council Board members may not:

- A. Ask for or accept anything (regardless of its value), if it is offered in exchange for agreeing to perform or not perform an official act.
- B. Ask for or accept anything worth \$50 or more from anyone with whom the Neighborhood Council Board member has official dealings.

- C. Hire, promote, supervise, or otherwise participate in the employment of the Neighborhood Council Board member's immediate family or the Neighborhood Council Board member's spouse's immediate family.
- D. Take any type of official action that will affect the financial interests of the Neighborhood Council Board member's immediate family or the Neighborhood Council Board member's spouse's immediate family.
- E. Take any official action affecting their own financial interest, or the financial interest of a business partner, private employer, or any organization for which the Board member serves as an officer, director, or trustee.
- F. Act in a manner that would make a reasonable person think the Neighborhood Council Board member can be improperly influenced. A Neighborhood Council Board member can avoid violating this provision by making a public disclosure of the facts in writing.
- G. Improperly disclose or personally use confidential information obtained as a member of the Neighborhood Council Board.

### ***Article 14—Non-Discrimination***

The Neighborhood Council will not discriminate against individuals or groups on the basis of race, religion, color, sex, sexual orientation, gender identity, age, disability, legal citizenship, national origin, income, or political affiliation in any of its policies, recommendations or actions. Neighborhood Council meetings reserves the right to remove any member from a meeting or other communications channels (including social media pages) if they violate the right of this article.

### ***Article 15—Amendments to Bylaws***

Amendments to these bylaws will be adopted with approval of a two-thirds (2/3) majority vote of Neighborhood Council Members present and voting at a meeting with a quorum of the Neighborhood Council Board members in attendance. The proposed amendment and planned vote will be made public a minimum of two weeks in advance of the meeting.

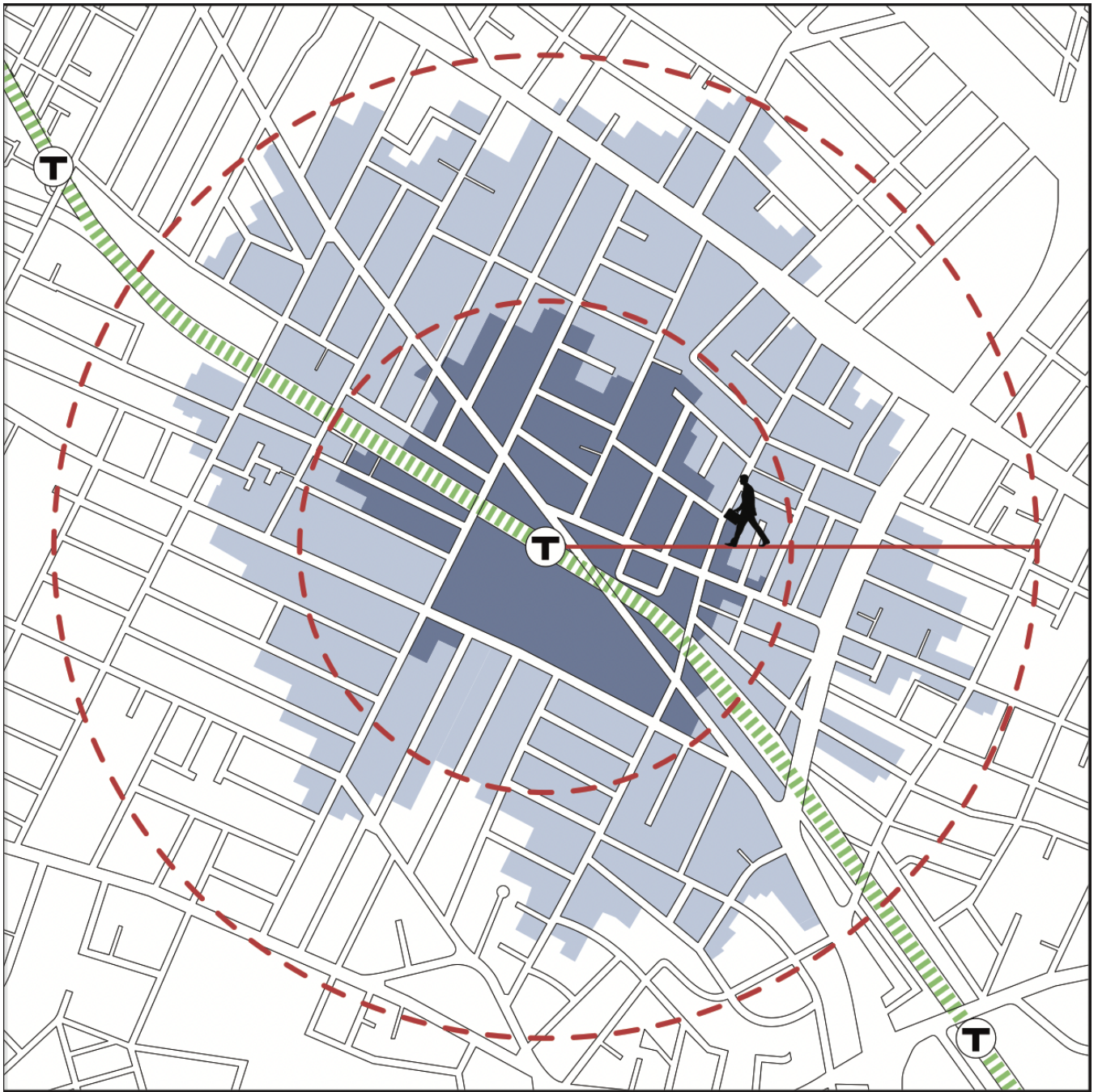
### ***Article 16—Community Benefits Agreement***

If the Neighborhood Council negotiates a Community Benefits Agreement (CBA) with any developer within the Gilman Square Neighborhood Boundaries as defined in Appendix A, the Neighborhood Council Board shall be vested with the power to select a Working Group to negotiate said CBA. In order to approve a CBA as negotiated, the Neighborhood Council Board will require support from  $\frac{2}{3}$  majority of the Neighborhood Council Membership present and voting in a ballot vote over the course of one day. Such a ballot vote shall be publicized at least two (2) weeks in advance, and be preceded by a public meeting where the Negotiating Committee will explain the contents of the CBA and answer clarifying questions. The CBA will be made public at or before the explanatory meeting and at least one week in advance of the ratification voting. If a CBA does not receive 2/3rds majority support then the Neighborhood Council will continue negotiating until a 2/3rds majority- supported agreement can be reached.

## ***Appendix A: Map of Gilman Square Neighborhood Area***

[Responses Map Here](#)





# **GSNA Governance Bylaw Referendum Results**

Gilman Square Neighborhood Association  
Governance Committee  
July 2021

## Proposed Bylaws

This is a next step on how the Gilman Square Neighborhood Association is structured and makes decisions. The goal of this referendum is to provide direction and build momentum to accomplish future shared goals.

Review the proposed bylaws for the Gilman Square Neighborhood Association:  
<https://docs.google.com/document/d/1WqQsPlH8Rfq2MIRtbGkvYIZs70tjINQXvnLBNvAga5E/>



# How things unfolded

**36 days**

of voting from June 7th to July 12th  
between monthly meetings

**0 questions**

after integrating community feedback while  
drafting the bylaws

**2 platforms**

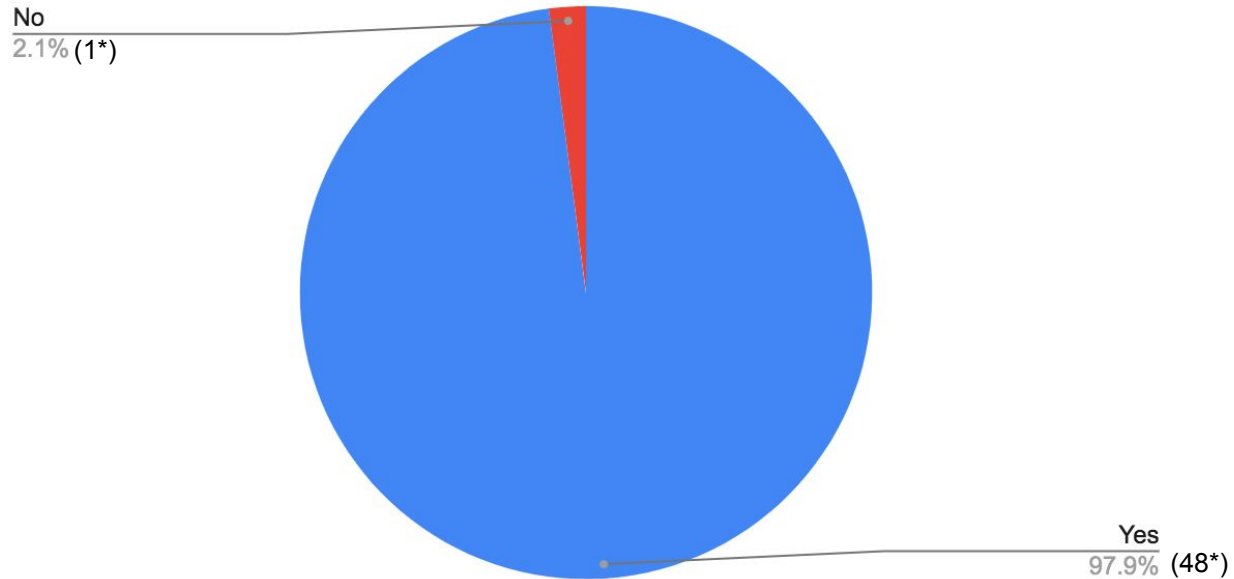
had announcements to members  
via email list and Facebook group

**~50 voters**

from existing members and new members

# Nearly unanimous feedback

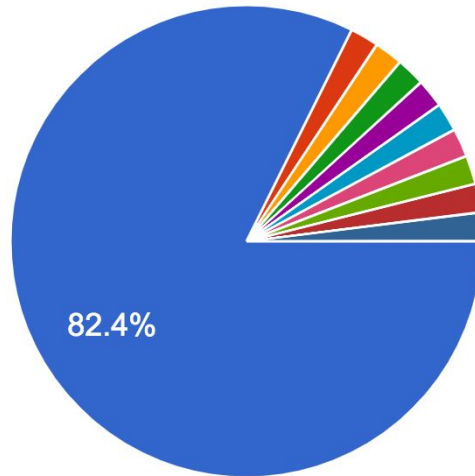
Should the proposed bylaws be adopted by the Gilman Square Neighborhood Association?



\* Three neighbors got so excited they voted twice. Their votes were counted once so their feedback would have equal weight as others.

# Folks who participated mostly live here

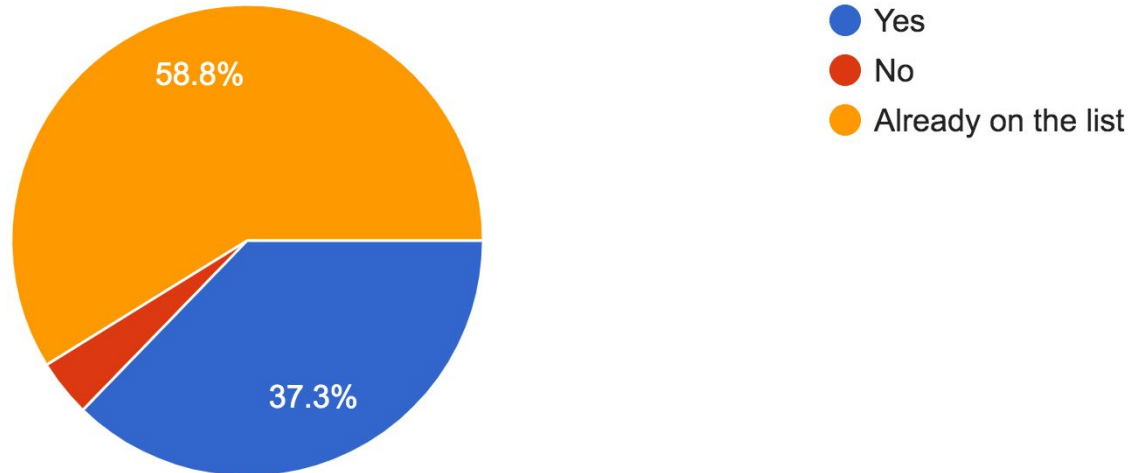
Do you live or work in Gilman Square?



- Live
- Work
- live and also work from home (now)
- Own a Business
- Live on the border of the 10 minute w...
- live just outside the current boundary
- Both Live and Work
- Both
- Both live and work in and around Gilman Square
- Winter Hill resident a few blocks from Gilman Square

# Referendum still making us new friends

Gilman Square Neighborhood Association often communicates through our Google Group email list. Would you like your email to be added to this...Iways be able to opt-out of future communications.



# Next steps for 2021

In no particular order...

- Voting to expand Steering Committee
- Formalizing roles and subcommittees
- Petitioning to become a Neighborhood Council

# 2021 GSNA Board Member Expansion

Vote for (3) open seats for members to the GSNA Board.

Voting is open from Oct 6th at 5pm to October 31st (5pm). New board members will be announced at the November meeting on November 1st.

---

## \* Required

### 1. Email \*

---

#### **Ben Elgart**

Hi neighbors! I am Ben Elgart, a resident on School St, and I'm excited to be running for an open seat on the GSNA Board. I've been a member of the association from nearly the start and most recently have been working hard on Governance Committee to advance our referendums, bylaws and voting. I'd love to continue to work more broadly to support the neighborhood from the Board.

I am excited to bring enthusiasm, empathy, integrity and focus to our work for the neighborhood. I take a lot of pride in productivity and outcomes, but I also think the work itself should reflect the joy we have in being a part of this community. I aim to reflect this energy in our meetings as well as carry it into board activities, interactions with the city and community meetings.

Personally, I advocate for promoting vibrant streets and spaces to bring us together. You might find me waiting for neighborhood friends at the green triangle on the hill between Medford and Pearl. Or you might hear me speaking at community meetings for sledding on Central Hill and developer meetings for the multi-use bridge across the Mystic River. I look forward to continuing to serve the neighborhood as best as I can.

#### **Will Monson (he, him)**

I moved to 12 Maple Ave last December and have been warmly welcomed by all the neighbors that I've met through the GSNA. I graduated from MIT with a Master in City Planning degree and work for a non-profit affordable housing developer in Cambridge. I've been involved in the block party planning effort and would look forward to efforts to organize the community around other efforts, whether they are fun social events or key issues of concern. I believe the upcoming Green Line station is a great opportunity for the neighborhood but one that requires an active body that can voice our collective concerns and vision. I would bring my experience in real estate development, particularly regarding financing and zoning, as well as my broader urban planning experience. Regardless of the election results, I look forward to growing the GSNA membership and working hard to shape our neighborhood for the better.

## Vicky Peterson (she, her)

It's been wonderful to witness the slow and steady evolution of the GSNA and I am eager to support its growth and develop stronger connections with my neighbors and the City. I have experience in a number of fields that could be helpful as we enter this next phase of the Association including mediation/ facilitation, large event planning, and construction/ design. I currently work at the Cambridge Insight Meditation Center, where I am the Buildings and Grounds Manager, and Emerson College, where I am the Commencement Director. I've lived on Madison Street for 20 years and on Thurston Street before that. One of my fondest local memories is of talking to my neighbors while shoveling snow, and I'd like to transport that feeling of slowing down enough to get to know each other to the neighborhood at large.

## Tim Houde

I moved to Somerville in 2013 from Cambridge and through the WHNA and GDNA got to meet a lot of great neighbors. Given the intense amount of change that will occur in Gilman square and Winter Hill in general, I'd like to offer my time to help the GSNA through whatever issues come up.

I have been working as an architect for 18 years, 5 of those in Chicago. I have worked on some really large projects as well as smaller ones. I'd like to use this experience to help answer questions that may come up, and help guide the team through any projects developments as they occur.

I really enjoy getting to my neighbors and being an active participant in the community, which is why I am interested in being nominated.

## Steven Nutter

My favorite thing about Gilman Square is the neighbors of course! I also love coming up Pearl Street into the Square and seeing (in my head) a vision of what we've all been talking about for years -- a place for green space, community gatherings, a place that fits with the rest of the neighborhood, and is open and inclusive. My background is in urban planning and design, but I currently run a non-profit, Green Cambridge, and I believe I will bring that organizational experience at the community level and to the administrative tasks needed to become a legal entity. I love Gilman, and what it can be if we have a collective voice.

2. First and Last Name \*

---

3. Full Mailing Address: Street Number, Street Name, City, State, Zip \*

---

4. Select up to three (3) candidates. \* \*

*Check all that apply.*

- Ben Elgart
- Will Monson
- Vicky Peterson
- Tim Houde
- Steven Nutter

---

This content is neither created nor endorsed by Google.

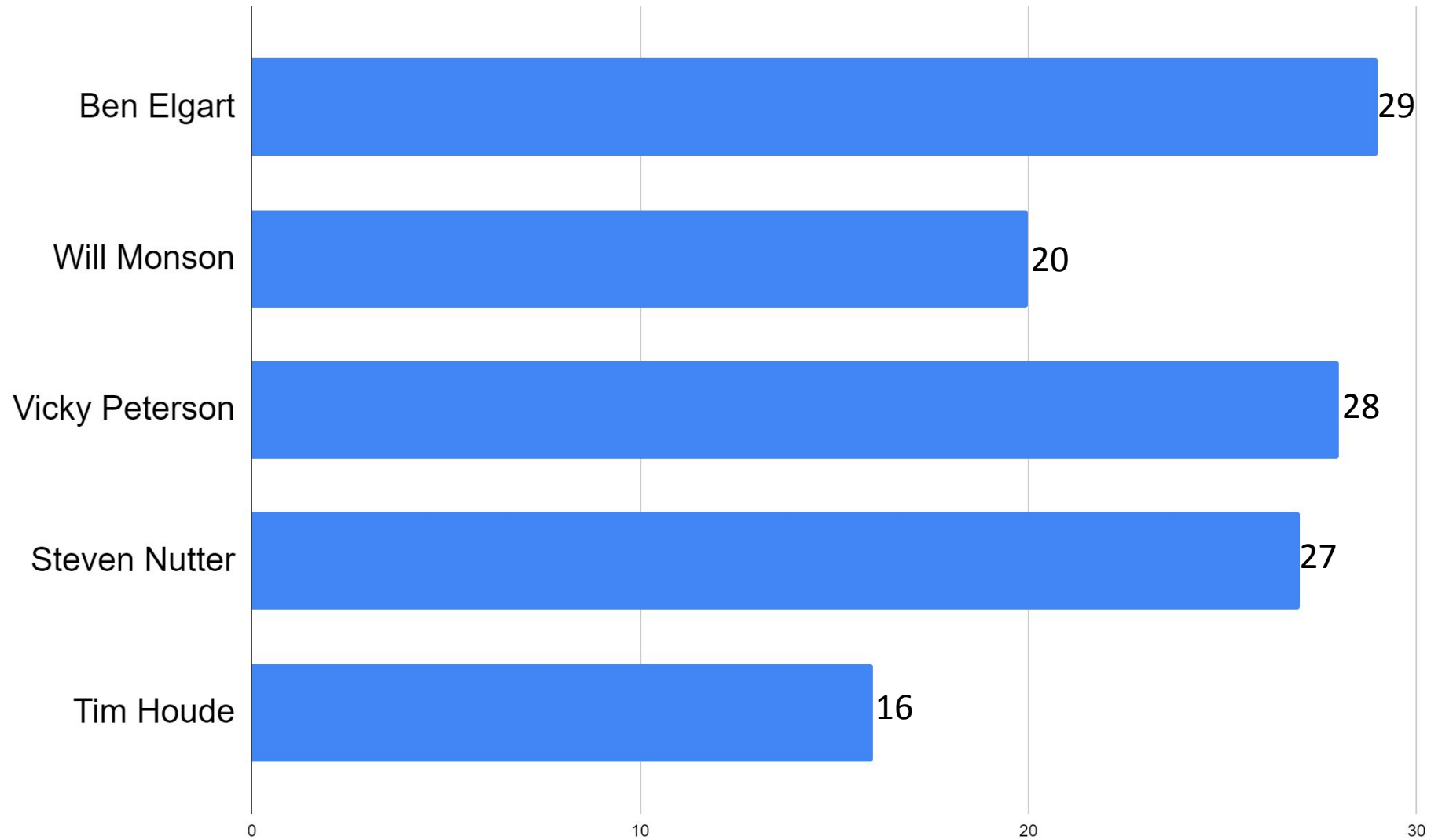
Google Forms



# 2021 GSNA Board Elections

October 7 – October 31<sup>st</sup>, 2021

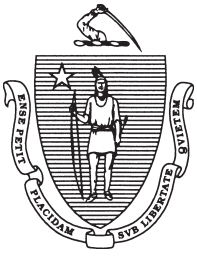
# Election Results



Total # Voters = 41

# Locations of Voters





*The Commonwealth of Massachusetts*  
*Secretary of the Commonwealth*  
*State House, Boston, Massachusetts 02133*

William Francis Galvin  
Secretary of the  
Commonwealth

Date: February 24, 2022

To Whom It May Concern :

I hereby certify that

**GILMAN SQUARE NEIGHBORHOOD COUNCIL, INC.**

appears by the records of this office to have been incorporated under the General Laws of this Commonwealth on **February 09, 2022** (Chapter 180).

I also certify that so far as appears of record here, said corporation still has legal existence.



In testimony of which,

I have hereunto affixed the

Great Seal of the Commonwealth

on the date first above written.

A handwritten signature in black ink that reads "William Francis Galvin".

Secretary of the Commonwealth

Certificate Number: 22020598860

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by: NMa



Christine Carlino &lt;carlino.christine85@gmail.com&gt;

---

**Fwd: Somerville Arts Council Application Status**

---

**Matthew Carlino** <carlino.matt@gmail.com>

Thu, Jan 6, 2022 at 1:06 PM

To: Christine Carlino <carlino.christine85@gmail.com>, Stani Iordanova <Siordano@gmail.com>, Steven Nutter <snutter@gmail.com>, Ben Elgart <bzelgart@gmail.com>, Vicky Peterson <peterson.vicky@gmail.com>, Jessica Finch <wunderjes@gmail.com>, Will Monson <wbmonson@gmail.com>

Hey Everyone, we got funded for the next Partay!

----- Forwarded message -----

From: <MassCultural\_noreply@smartsimple.com>

Date: Thu, Jan 6, 2022 at 12:35 PM

Subject: Somerville Arts Council Application Status

To: <carlino.matt@gmail.com>

Dear Matthew Carlino,

Thank you for submitting an LCC grant application (FY22-LCC-15059) for Gilman Square Neighborhood Association Bock Partay.

We are pleased to inform you that the we have chosen to fund your request. You will receive additional information about your award shortly.

Congratulations and thank you for your work promoting culture in Massachusetts.

Sincerely,

The members of the  
Somerville Arts Council

Gilman Square Neighborhood Association: Board Member Affidavit

This affidavit covenants that I, the signatory, shall observe all laws, regulations, and commonly held ethical standards, including recusal of any member who may have a conflict of interest, whether personal, financial, or organizational, in the performance of my duties as a board member of Gilman Square Neighborhood Council. I acknowledge that failure to observe such laws, regulations, and standards may result in revocation of the council's designation as the negotiating entity.

Christine Carlino, Board President: Christine Carlino Date: 6/20/2022

Gilman Square Neighborhood Association: Board Member Affidavit

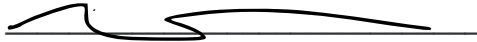
This affidavit covenants that I, the signatory, shall observe all laws, regulations, and commonly held ethical standards, including recusal of any member who may have a conflict of interest, whether personal, financial, or organizational, in the performance of my duties as a board member of Gilman Square Neighborhood Council. I acknowledge that failure to observe such laws, regulations, and standards may result in revocation of the council's designation as the negotiating entity.

Stani Iordanova, Vice President:  Date: 6/20/2022

Gilman Square Neighborhood Association: Board Member Affidavit

This affidavit covenants that I, the signatory, shall observe all laws, regulations, and commonly held ethical standards, including recusal of any member who may have a conflict of interest, whether personal, financial, or organizational, in the performance of my duties as a board member of Gilman Square Neighborhood Council. I acknowledge that failure to observe such laws, regulations, and standards may result in revocation of the council's designation as the negotiating entity.

Steven Nutter, Board Clerk:

A handwritten signature in black ink, appearing to read "Steven Nutter", is written over a horizontal line.

Date: June 20 2022




Gilman Square Neighborhood Association: Board Member Affidavit

This affidavit covenants that I, the signatory, shall observe all laws, regulations, and commonly held ethical standards, including recusal of any member who may have a conflict of interest, whether personal, financial, or organizational, in the performance of my duties as a board member of Gilman Square Neighborhood Council. I acknowledge that failure to observe such laws, regulations, and standards may result in revocation of the council's designation as the negotiating entity.

Vicky Peterson, Treasurer: Vicky Peterson Date: 6/20/22

Gilman Square Neighborhood Association: Board Member Affidavit

This affidavit covenants that I, the signatory, shall observe all laws, regulations, and commonly held ethical standards, including recusal of any member who may have a conflict of interest, whether personal, financial, or organizational, in the performance of my duties as a board member of Gilman Square Neighborhood Council. I acknowledge that failure to observe such laws, regulations, and standards may result in revocation of the council's designation as the negotiating entity.

Benjamin Elgart, DEIB Officer:  \_\_\_\_\_  
(Diversity, Equity, Inclusion and Belonging)

Date: June 20, 2022