

**Bylaws of the  
Funeral Consumers Alliance of Western Massachusetts (FCAWM)  
(an affiliate of the national Funeral Consumers Alliance)**

**Article I. Purpose**

Section 1. The purpose of the Funeral Consumers Alliance of Western Massachusetts (formerly known as Memorial Society of Western Massachusetts, originally incorporated as Springfield Memorial Society), referred to herein as "the Alliance," is to provide for the residents of Berkshire, Franklin, Hampden and Hampshire counties of Massachusetts a non-sectarian, non-profit, unpaid-volunteer membership organization whose mission is to promote and protect a consumer's right to choose meaningful, dignified, and affordable final arrangements: funeral or memorial services, care of the body, and disposition of human remains (including burial, cremation, or donation). The Alliance pursues its mission by:

- a. Encouraging and facilitating advance final arrangement planning by consumers;
- b. Providing information on available options and resources, related laws, regulations, and practices;
- c. Serving as a consumer advocate organization regarding current and proposed laws, regulations, and practices; and
- d. Providing any other services consistent with this mission.

Section 2. The Alliance assumes no legal or financial responsibility for the final disposition of human remains.

**Article II. Membership**

Section 1. Any person, without regard to race, creed, gender, gender identity, sexual orientation, religious orientation, socioeconomic status, disability status, citizenship or national origin, who is in sympathy with the purpose of the organization shall be eligible for membership.

Section 2. For initial membership, a suggested membership donation will be requested.

Section 3. To help with ongoing expenses of the Alliance, annual voluntary donations will be requested.

Section 4. In no case shall a person be denied membership because of an inability to make donations.

Section 5. Persons with a direct interest in a commercial enterprise selling merchandise, services or insurance related to funerals, memorial services or disposition of human remains may become members but are not eligible to vote at meetings or serve as trustees or officers. The intent of this section is to avoid any conflict of interest, real or apparent, with the consumer advocacy role of the Alliance.

### **Article III. Trustees**

Section 1. The management and administration of this corporation, except as otherwise provided herein, shall be vested in the Board of Trustees, consisting of up to nine trustees elected by the members at the Annual Meeting. Persons with a direct interest in a commercial enterprise selling merchandise, services or insurance related to funerals, memorial services or disposition of human remains are not eligible to serve as trustees or officers.

Section 2. Trustees shall serve staggered three-year terms. New trustee terms begin (and outgoing trustee terms end) on the date of the first meeting of the Board of Trustees following an Annual Meeting. Of the initial Board of Trustees, one-third shall be elected for three years; one-third for two years; and one-third for one year. Thereafter, three trustees shall be elected each year, each for a three-year term. The intent of this section is to encourage the election of interested persons who have not served before, in order to annually reinvigorate the Alliance. However, trustees may be re-elected.

Section 3. Whenever a vacancy exists on the Board of Trustees, the president may appoint, with the approval of a majority of the Board of Trustees, a replacement to serve until the next Annual Meeting. At that meeting, the membership shall elect a trustee to serve the unexpired portion of the term.

Section 4. Trustees shall serve without pay. No trustee shall be a paid employee of the Alliance.

Section 5. The president may appoint, with the approval of the Board of Trustees, an advisory committee whenever need may arise.

### **Article IV. Officers**

Section 1. The offices of president, vice-president, secretary and treasurer shall be filled by election at the Annual Meeting. Any trustee (continuing or newly-elected) is eligible to become an officer. The officers shall constitute the Executive Committee.

Section 2. Officers shall serve one-year terms. New officer terms begin (and outgoing officer terms end) on the date of the first meeting of the Board of Trustees following an Annual Meeting. If by then any officer position is unfilled, any trustee may volunteer and be elected by fellow trustees.

Section 3. The president may appoint, with the approval of the Board of Trustees, a legal advisor who shall serve at the pleasure of the Board of Trustees.

Section 4. Any officer may be removed from such a position by a unanimous vote of all other trustees at a regularly called meeting.

### **Article V. Duties of Officers and Board of Trustees**

Section 1. The president shall preside over all meetings of the Alliance and shall also serve as Chairman of the Board of Trustees. In the absence of the president, the vice-president shall preside.

Section 2. The secretary shall record all meetings of the Alliance and of the Board of Trustees, and shall oversee balloting in the event it is required.

Section 3. The treasurer shall be responsible for the funds and financial records of the Alliance. The Board of Trustees may require that the treasurer be bonded for an amount to be determined by the Board of Trustees; the treasurer shall not vote upon any question involving the decision to require a bond of the treasurer or the amount of such bond of the treasurer.

Section 4. The president and treasurer shall jointly sign contracts for the Alliance upon authorization by the Board of Trustees.

Section 5. The treasurer shall make a financial report at the Annual Meeting of the Alliance and each regular meeting of the Board of Trustees.

Section 6. In addition to the duties enumerated in this Article, the officers of the Alliance shall perform such other duties as are customary to their respective offices.

Section 7. The Board of Trustees shall meet not less than three times a year and at such other times as the Chairman of the Board may require. It shall be the duty of the Board of Trustees to approve all questions of policy affecting the operation of the Alliance.

#### **Article VI. Nominating Committee**

Section 1. The function of the Nominating Committee is to facilitate the election of trustees and officers by the membership at the Annual Meeting. The Nominating Committee shall provide two slates of nominees. One slate shall nominate persons for election as trustees. A second slate shall nominate trustees for election as officers. Those slates shall first be presented to the Board of Trustees, for information, not less than one month prior to the Annual Meeting. Slates of nominees shall include only members who have agreed to serve if elected.

Section 2. The Nominating Committee shall include three members, of whom two shall be from the membership at large and one from the Board of Trustees. A new Nominating Committee shall be appointed annually by the president, with the approval of the Board of Trustees. The Nominating Committee will normally be in place by August 1.

Section 3. Whenever a vacancy occurs on the Nominating Committee, the president may, with the approval of the Board of Trustees, appoint a replacement.

#### **Article VII. Elections**

Section 1. The election of trustees and officers shall be held at the Annual Meeting. The notice of the Annual Meeting shall include the proposed slates of nominees.

Section 2. A request for additional nominations from the floor shall be made prior to any election.

#### **Article VIII. Voting**

Section 1. Each adult member shall have one vote, except that members with a direct interest in a commercial enterprise selling merchandise, services, or insurance related to funerals, memorial services, or disposition of human remains are not eligible to vote at meetings.

Section 2. The privilege of voting by proxy shall not be extended to any member.

Section 3. Ballots and/or an online poll shall be required when so voted by the membership, or whenever there are more names placed in nomination than there are vacancies to be filled.

### **Article IX. Meetings**

Section 1. The Annual Meeting of the Alliance will normally be held in October of each year-at a time and place within the service area to be designated by the Board of Trustees. Members shall be notified not less than 14 days prior to the meeting, normally by a prominent item in the Autumn issue of the newsletter. The agenda of the Annual Meeting shall include at least the following:

- a. President's report;
- b. Treasurer's report (including the results of a review of the financial records for the previous fiscal year);
- c. Election of trustees and officers;
- d. Bylaw amendment proposals (if any).

Section 2. The president shall cause a special meeting of the members to be called upon the written request or petition of 10% of the total enrolled membership or 25 members, whichever is the lesser, or upon the request of a majority of the Board of Trustees.

Section 3. Such a special meeting shall be called by the secretary, who shall send a notice to each member not less than 14 days prior to the meeting. Such notice shall include a statement of the purpose or objective of the meeting.

Section 4. The Board of Trustees shall meet at least three times per year: promptly following the Annual Meeting; in the spring; and in early September.

### **Article X. Quorum**

Section 1. At any meeting of the membership, a quorum shall consist of 10% of the total enrolled membership, or 15 members, whichever is the lesser.

Section 2. At all meetings of the Board of Trustees, a majority shall constitute a quorum.

### **Article XI. Amendments**

Section 1. These Bylaws may be amended by a two-thirds vote of the members at any Annual Meeting or properly called special meeting of the membership, provided members have been notified of proposed changes, with an explanation, not less than 14 days prior to the meeting.

### **Article XII. Reciprocity and Transfers**

Section 1. This Alliance honors reciprocity and rights of transfer for any member of an Alliance affiliated with the national Funeral Consumers Alliance.

Section 2. The benefit of reciprocity, as articulated by the national Funeral Consumers Alliance, means that each affiliate will provide to members of other affiliates, should need arise while they are traveling in its area, the usual service, advice and assistance it provides to its own members. This reciprocity will be included in all contracts or agreements, if any, whether written or oral, between this Alliance and any cooperating morticians.

Section 3. A member moving into the area of another affiliate shall be welcomed as a member in good standing, without payment of additional enrollment, upon the request of the transferring member. Where necessary, a donation may be requested to cover costs associated with making the transfer.

### **Article XIII. Financial Review**

Section 1. Not less than one month before the close of the fiscal year, the president shall appoint, with the approval of the Board of Trustees, two members from the membership at large to review the financial records of the Alliance, unless an audit by a certified public accountant is requested by a majority of the Board of Trustees or by a petition signed by five members and delivered to the secretary not less than one month before the close of the fiscal year. The results of the financial review shall be reported to the Board of Trustees before being presented to the membership at the Annual Meeting (as part of the treasurer's report).

### **Article XIV. Fiscal Year**

Section 1. The fiscal year of this Alliance shall be September 1 - August 31.

### **Article XV. Dissolution**

Section 1. In the event of dissolution of this corporation, assets remaining after payment of all liabilities will be remitted to Funeral Consumers Alliance, Inc., a 501 (c)(3) corporation. If the national FCA no longer exists or is no longer tax exempt, then the assets will go to one or more educational or charitable institution or organization, created and organized for non-profit purposes similar to those of this alliance. No part of such distribution shall inure to any member of the Funeral Consumers Alliance of Western Massachusetts. Such dissolution shall be implemented as provided under Chapter 180, Section 11(e) of the Massachusetts General Laws.

Section 2. A list of members will be turned over to the national Funeral Consumers Alliance if no other local organization is available to serve those members.

### **Article XVI. Rules of Order**

Section 1. In cases of dispute, Robert's Rules of Order shall govern. The Board of Trustees will select a recommended text by which to abide.

Adopted: October 20, 2024