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**The City of New York
Community Board 8 Manhattan
BY-LAWS**

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PURPOSE

ARTICLE I - MEMBERSHIP

- A. Appointment
- B. Duties and Responsibilities of Members
 - 1. Attendance
 - 2. Conflicts of Interest
 - 3. Public Statements
 - 4. Decorum

ARTICLE II - OFFICERS

- A. Officers
- B. Use of Title
- C. Terms
- D. Election of Officers
- E. Duties and Responsibilities of Officers
 - 1. Duties of the Chairperson
 - 2. Duties of the Vice Chairpersons
 - 3. Duties of the Secretaries
 - 4. Executive Committee

ARTICLE III - BOARD MEETINGS

- A. Time and Place of Meetings
- B. Actions of the Board
- C. Agenda of Meetings
- D. Special Meetings of the Board
- E. Notice
- F. Voting

ARTICLE IV - DISTRICT MANAGER AND STAFF ARTICLE V - COMMITTEE MEETINGS

- A. Standing Committees
- B. Public Members

ARTICLE V – COMMITTEE MEETINGS

- A. Standing Committees
- B. Public Members

ARTICLE VI - AMENDMENTS

ARTICLE VII - SAVINGS CLAUSE

ARTICLE VIII - EFFECTIVE DATE

PURPOSE

The purpose of these by-laws is to provide for the conduct of the business of Community Board 8 Manhattan pursuant to the New York City Charter as amended.

ARTICLE I – MEMBERSHIP

A. Appointment

The requirements for the appointment of the Members of Community Boards are prescribed in Section 2800 of the City Charter.

B. Duties and Responsibilities of Members; Conflicts of Interest; Public Statements

1. Attendance

- a. It shall be the duty of each board member to attend each properly noticed regular Board meeting and the regular Land Use Meeting and all properly noticed meetings of any committee to which the member has been appointed pursuant to Article V, Section B-2. Attendance, including excused absences, shall be recorded in the minutes of all meetings.
- b. Excused absences
 1. At the Chairperson's discretion;
 2. Attending a function at the behest of the Community Board Chairperson; and
 3. Absence from a Board, Land Use, or Committee meeting not held on its regularly scheduled day.
- c. Unexcused absences during the calendar year from five (5) regularly scheduled Board or Land Use meetings or unexcused absences from four (4) scheduled meetings of the committee to which that member has been appointed shall constitute unsatisfactory attendance. Absent extraordinary circumstances, in the judgement of the Board Chair, all absences after five (5) excused or four (4) absences from regularly scheduled meetings of the committee to which that member has been appointed during the calendar year shall be deemed as unexcused.
- d. It shall be the duty of the Board Chairperson to recommend to the Community Board removal of any member with unsatisfactory attendance. Any member recommended by the Chairperson for removal must first be served with written notice of such recommendation deposited in the U.S. Mail not less than ten (10) days before such recommendation goes forward so that the member may dispute the facts leading to the recommendation.

2. Conflict of Interest:

- a. Any member participating in board consideration of a matter representing a conflict of interest shall not vote on such matter and shall so indicate by stating "not voting due to conflict of interest". However, such members may participate in discussion on such issue. A member may be considered to have a conflict of interest with respect to a matter before the board if:
 - i. The member has a direct or indirect financial interest in such matter;
 - ii. The member serves as an officer, director, employee of or has a professional interest with respect to, an organization which is directly affected by such matter;or

5. At the October Board meeting, the Chair of the Elections Committee shall report the names of all candidates for Board office. At that point additional candidates may be nominated from the floor, without the requirement of a second.
6. Prior to the date of the November Land Use meeting, board members may submit questions to the Elections Committee to be asked of Candidates for the Board offices. The Elections Committee will decide on the questions to put to the candidates for all Board offices and will ensure that the candidates for each office will be asked the same questions pertaining to the particular office.
7. At the meeting which takes place on the date of the November Land Use meeting, the Elections Committee shall put the questions that have been selected by the Committee to the candidates for all Board offices. The questions shall be the same for all candidates for each particular office.
8. At the November full Board meeting, the Chair of the Elections Committee shall run the election and allow each candidate for each office to speak for two minutes except the candidates for Chair shall have three minutes.
9. After all speeches are concluded, Board members shall vote for the candidates for each office in a separate roll call vote.
10. Notwithstanding any other provisions of these by-laws, at the November meeting of the Board, there shall be a separate election held for each of the officers to be elected. The person for each office receiving a majority of the number of votes of those persons present shall be elected to that office. If no person receives a majority, then the two persons receiving the highest number of votes shall have a run-off election and the person receiving a majority shall be elected to that office.

E. Duties and Responsibilities of Officers:

1. Duties of Chairperson

- a. To serve as the executive officer of the Board.
- b. To perform all duties as prescribed in Chapter 70 of the City Charter and any other duties prescribed by law.
- c. To inform members of meetings of all city agencies that are required to refer matters to Boards pursuant to the City Charter.
- d. To attend any meetings required by the Mayor or the Borough President pursuant to the City Charter or to designate an appropriate officer, committee Chairperson, or board member to attend.
- e. To preside at all Board meetings.
- f. To prepare a written agenda of the Board meetings.
- g. To conduct Board meetings pursuant to Robert's Rules of Order or as otherwise provided by the City Charter or by the by-laws.
- h. The Chairperson may at his or her discretion appoint a member of the board to serve as Parliamentarian. The Parliamentarian shall advise the chairperson and presiding officers and committee chairs on the rules of parliamentary procedure.
- i. To represent the board and to perform all necessary functions according to the decisions duly made by the Board including communicating with governmental agencies or to, designate others to act in his/her stead.
- j. To be a member of the District Service Cabinet or designate a person to act in his or her capacity at said meetings.
- k. Except as he or she shall otherwise specifically authorize, to authenticate all acts, orders and proceedings of the board, including the countersigning of all letters of whatever nature going out from the Board, and to be the sole spokesperson for the Board in relations to the news media, agencies of government and the public at large.

- l. At his or her discretion, to create special committees and to appoint, suspend or remove Members and Chairpersons of the committees of the Board. All committee Chairpersons shall serve only during the term of the Board chairperson appointing him or her. The Board Chairperson shall be an ex-officio member of each Committee.
 - m. In appointing Board Members to their permanent committees, the Chairperson shall attempt to ascertain and give due weight to the preferences of each of the Board Members.
 - m. At each monthly meeting he/she shall inform the Board of any known vacancies on the Board and communicate this information in writing to the Borough President and appropriate Council Members forthwith.
 - n. To prepare and deliver the Chairperson's Report.
 - o. The Chairperson shall be empowered to defend decisions of the Board in public meetings and in dealings with governmental agencies.
 - p. The Chairperson shall inform all Officers and Committee Chairpersons of all pertinent information, orders, directives, and other matters coming to the Chairperson's attention.
2. Duties of the Vice-Chairpersons
- a. In the absence of the Chairperson, the First Vice-Chairperson shall preside at all Board meetings and, in the absence of both, the Second Vice-Chairperson shall preside.
 - b. The Vice Chairperson(s) shall assist the Chairperson when necessary and as required.
 - c. If the Chairperson can no longer serve as Chairperson before his or her term has expired, the First Vice-Chairperson shall succeed the Chairperson until the 31st day of December of that year and the Second Vice-Chairperson shall become the First Vice-Chairperson.
3. Duties of the Secretaries
- a. The Secretaries of the Board shall be the recording officers of the Board.
 - b. The Secretaries shall be responsible for the review of the minutes of the full board meetings. All minutes of said meetings shall be distributed within thirty (30) days of said meetings.
 - c. In addition to recording the minutes and keeping the records, it is the duty of the Secretary to keep a register, or roll, of the members and to call the roll when required. The minutes shall contain the attendance list as derived from the call of the roll.
 - d. If the Chairperson and Vice-Chairpersons are absent from a meeting, the first Secretary to arrive shall call the meeting to order and preside.
4. Executive Committee
- The executive committee shall consist of the elected officers of the Board, the past Chairperson(s) who are members of the Board, and Committee Chairpersons. The executive committee shall be available to the Chairperson to advise and assist in coordinating and facilitating the work of the Board and its committees

ARTICLE III - BOARD MEETINGS

A. Time and Place of Meetings:

1. There shall be at least one regularly scheduled meeting of the Community Board in each month except July and August, unless the Chairperson determines board business requires a meeting in those months.
2. The Board meetings shall be held at such time and place as shall be designated by the Chairperson.

B. Actions of the Board:

1. A majority of the appointed members of the Board shall constitute a quorum of the Board.

2. The number of Public Members on a committee shall not exceed two members, except where mandated by law.
3. ~~Public Members shall be subject to the provisions of these By-Laws as applicable. Public Members shall be entitled to vote only in committee meetings of the committee to which the Public member has been appointed, and their vote shall be recorded separately as "Public Member votes."~~ Public Members shall be subject to the provisions of these By-Laws as applicable. Public Members shall be entitled to vote only in committee meetings of the committee to which the Public Member has been appointed but can fully participate in that committee meeting in all other ways, with their vote being counted the same as all other committee members, although Public Member votes will be separately designated.
4. The Chairperson may remove a Public Member at any time after consultation with the appropriate committee Chairpersons.

ARTICLE VI – AMENDMENTS

~~The By-Laws may be amended by a majority vote of the members of the Board at a regularly scheduled or special meeting of the Board. Notice of the proposed revision or amendment and the substance and effect there of shall be deposited in the U.S. Mail no later than 30 days preceding such meeting.~~ The By-Laws may be amended by a majority vote at a regularly scheduled or special meeting of the Board in accordance with the following procedure. First, all amendments shall be considered and approved in the Rules and By-Laws Committee and reported to the Board at the next regular or special meeting. The amendments will not be voted on at that meeting but will be then voted on at the next regularly scheduled Full Board meeting or at a Special Meeting of the Full Board called for that purpose. Notice of any By-Laws amendment will be given in accordance with the notice of the appropriate Full Board meeting under Article III E.

ARTICLE VII - SAVINGS CLAUSE

In the event that any provision of these By-Laws is found to be invalid, such invalidity shall not impair the validity and enforceability of the remaining provisions of these By-Laws.

ARTICLE VIII – EFFECTIVE DATE

These By-Laws take effect immediately upon adoption by the Board.