

COMMUNITY BOARD NO. 10 OF THE BOROUGH OF BROOKLYN

BY-LAWS

(as amended, 17 October 2011)

ARTICLE I

Name

- 1.1 The name of this organization shall be COMMUNITY BOARD NO. 10 OF THE BOROUGH OF BROOKLYN (hereinafter referred to as the “Board”).

ARTICLE II

Applicability

- 2.1 These By-Laws shall be the governing instrument of the Board, and shall conform to the applicable provisions of the New York City Charter (hereinafter the “Charter”) and other applicable provisions of law. In case of conflict between the provisions of the Charter or other applicable law and the By-Laws, the provisions of the Charter or other applicable law shall govern.

ARTICLE III

Geographic Area of Jurisdiction

- 3.1 This board shall serve the community within the area designated as Community Board No. 10 in the Borough of Brooklyn on the Community District Map adopted by the Board of Estimate on December 23rd, 1976 and as may be amended. [Charter Provision]

ARTICLE IV

Purposes and Powers

- 4.1 The Board shall have those purposes and powers and perform those functions as specifically set forth in the Charter or other applicable provisions of law. [Charter Provision]

ARTICLE V
Membership

5.1 Membership

The Board shall consist of (a) not more than fifty (50) members appointed by the President of the Borough of Brooklyn (hereinafter the “Borough President”), at least one-half of whom shall be appointed from nominees of the Council Members elected from Council Districts that include any part of the Community District, and (b) all such Council Members as non-voting members. [Charter Provision]

5.2 Appointed Members

- (a) Members appointed by the Borough President (hereinafter referred to as “appointed member(s)” or “member(s)”) shall serve two-year terms beginning on the first day of April, one-half in each odd-numbered year in which they take office and one-half in each even-numbered year in which they take office. [Charter Provision]
- (b) Members shall serve until their successors are appointed but no member may serve for more than sixty (60) days after the expiration of their terms unless reappointed by the Borough President. [Charter Provision]

5.3 Compensation

Members shall serve without compensation. [Charter Provision]

5.4 Attendance and Participation

Members shall diligently attend and participate in all meetings of the Board and shall serve on at least one committee and shall regularly attend and participate in such committee.

5.5 Removal from the Board

- (a) An appointed member may be removed from the Board for cause, which shall include substantial non-attendance at Board or committee meetings over a period of six months, by the Borough President or by a majority vote of the Board. [Charter Provision]
- (b) Three consecutive absences, or more than fifty (50) percent non-consecutive absences in any one year, may be considered substantial non-attendance at Board or committee meetings.
- (c) An appointed member may only be removed after service of written charges and specifications made by the Executive Committee and a hearing before the Board at which the member shall have the right to respond to the charges and specifications, the right to counsel and the right to produce witnesses or evidence on his or her behalf.

5.6 Representation of the Board

- (a) No member shall represent the Board or claim to represent the Board unless duly designated by the Chairperson.
- (b) Any member who communicates with a governmental agency, entity or official with authority to make a decision on a matter acted upon by the Board shall make it clear that his or her views are not the official views of the Board. When such views differ from those of the Board, a member shall make it clear that his or her views differ from those of the Board. [Adopted 17 November 2003]

5.7 Other Affiliations

Members shall serve on the Board in their capacity as private citizens only. Their actions shall not be instructed by, or responsible to any other organization with which they may be affiliated.

ARTICLE VI

Officers: Election, Succession, Resignation, and Removal

6.1 Officers

- (a) The Officers of the Board shall be:
 - 1. Chairperson
 - 2. Vice-Chairperson
 - 3. Secretary
 - 4. Treasurer
- (b) In the event the office of Vice-Chairperson, Treasurer, or Secretary becomes vacant, the Chairperson shall appoint a replacement until the next regular election.
- (c) Each officer shall be elected from the appointed members of the Board and shall serve for a one-year term commencing on July 1st and until a qualified successor is elected. Except in the case of an amendment to the dates when officers are to begin their term. In such situations the term shall be one-year plus the additional days to comply with the amended dates. [Adopted 17 October 2011]
- (d) Officers shall not serve for more than three (3) consecutive terms in one office.

6.2 Election of Officers

- (a) At the Board's regular meeting in the month of April, the Chairperson shall designate a Nominating Committee consisting of five members of the Board, none of whom shall be currently serving as an officer of the Board, and shall designate one of their members to be the chairperson of said committee. [Adopted 17 October 2011]
 - 1. The Nominating Committee shall meet within 10 days of the Board meeting in the month of April and as often as necessary thereafter in order to report to the Board at its meeting in the month of May. [Adopted 27 October 2011]
 - 2. At the Board meeting in the month of May, the Nominating Committee shall nominate only one candidate for each of the offices of Chairperson, Vice-Chairperson, Treasurer, and Secretary. [Adopted 17 October 2011]
 - 3. At the Board meeting in the month of May, the chairperson of the Nominating Committee must submit to the Board a brief written report outlining the process that the committee used to arrive at its nominations. [Adopted 17 October 2011]
- (b) Members may nominate additional candidates from the floor at the Board meeting in the month of May provided that each member nominated from the floor assents to his or her nomination. [Adopted 17 October 2011]
- (c) The election of officers shall take place each year at the regular meeting of the Board held in the month of June. There shall be no additional nominations at the June meeting unless there is no nominee for a particular office. [Adopted 17 October 2011]
- (d) In the case of an uncontested election, the Secretary shall cast one vote for the sole nominee. [Adopted 15 October 2007]
- (e) In the case of a contested election, the District Manager shall prepare a paper ballot for each member and a ballot box. Each ballot shall include the name of the member in ink, a space to write the candidate's name for each contested election, and a place for the member's signature. The District Manager shall give each member his/her ballot at the time of the election and monitor the ballot box. [Adopted 15 October 2007]
 - 1. Members must be present to vote. Proxy votes are not permitted. [Adopted 15 October 2007]
 - 2. Members must write in their votes and sign the ballots in ink. [Adopted 15 October 2007]
 - 3. All ballots must be deposited in ballot box before any votes are counted. [Adopted 15 October 2007]

4. Any vote cast for an individual who has not been nominated formally shall be invalid and counted as an abstention. [Adopted 15 October 2007]
5. After all ballots have been deposited in the ballot box, the District Manager and the Chair of the Nominating Committee (or designate) shall count the ballots, making the results public immediately. [Adopted 15 October 2007]
- (f) If a candidate does not receive a majority vote, a run-off election following the procedure outlined in 6.2 (e) shall be held immediately (at the same meeting) between the two candidates receiving the highest number of votes for that office. [Adopted 15 October 2007]
- (g) The official vote tally (or tallies) indicating each member's vote shall be included in the minutes of the Board meeting. [Adopted 15 October 2007]

6.3 Succession

- (a) If the Chairperson can no longer serve or is unable to serve as Chairperson before his or her term of office has expired, the Vice-Chairperson shall succeed to Chairperson until the next regular election.
- (b) If neither the Chairperson nor the Vice-Chairperson is able to serve, he or she shall be succeeded by the Secretary and, if the latter is unable to serve, he or she shall be succeeded by the Treasurer.

6.4 Resignation of an Officer

- (a) An officer may resign at any time by submitting a resignation in writing to the Chairperson and the Secretary.
- (b) Such resignation shall take effect at the time specified therein, or, if no time be specified, upon the date of submission thereof, but in no event any later than 30 days thereafter.
- (c) A resignation need not be accepted to become effective.

6.5 Removal of an Officer

- (a) An officer may be removed for cause by the Board after a hearing before the Board at a regular or special meeting and after written charges and specifications made by the Executive Committee shall have been served on such officer at least thirty (30) days prior to the hearing.
- (b) The notice of the meeting shall include the hearing on its agenda.
- (c) A proceeding to remove an officer shall be initiated by the Executive Committee, which shall make the charges and specifications and authorize their service upon the officer.

- (d) The officer shall have a right to a hearing before the Board on such charges and specifications at which he or she shall have a right to respond to the charges and specifications, the right to counsel, and right to produce witnesses or evidence on his or her behalf.

ARTICLE VII Duties of Officers

7.1 The Chairperson

- (a) shall preside at all meetings of the Board.
- (b) shall perform all duties as prescribed in the Charter and any other duties as prescribed under Law.
- (c) shall receive Calendars and notices of meetings of all City Agencies required to refer matters to the Community Boards pursuant to the Charter and to inform the Board members of such Calendars and notices.
- (d) shall attend any meetings required by the Mayor and the Borough President pursuant to the Charter or to designate his or her representative(s) to attend.
- (e) shall open and conduct regularly monthly meetings at the time and date at which the Board is to meet by taking the chair and calling the members to order.
- (f) shall state and put to a vote all questions or resolutions which are to be moved or necessarily arise in the course of the Board's business and announce the result of the vote.
- (g) shall interpret and enforce (along with the Parliamentarian) *Robert's Rules of Order* except as otherwise provided by the By-Laws herein.
- (h) shall decide all questions of order.
- (i) shall be the spokesperson for the Board together with the District Manager to the news media, agencies of the government and the public at-large except as he/she shall otherwise specifically authorize.
- (j) shall appoint and/or remove a parliamentarian; shall appoint and/or remove Chairpersons and members of Standing Committees of the Board and appoint and/or remove Chairpersons and members of such special committees, as appointed by the Board, as may from time to time be deemed necessary for the best performance of the Boards function. Appointments to committees shall be made annually and the members thereof shall serve until the end of the calendar year in which they were appointed.
- (k) shall keep the Vice-Chairperson informed of all information, orders, directives, and other matters coming to the Chairperson's attention.

7.2 The Vice-Chairperson

- (a) shall have any of the powers and perform any of the duties of the Chairperson if the Chairperson so directs, or if the Chairperson shall be incapacitated.

7.3 The Secretary

- (a) shall record roll call votes.
- (b) shall record the attendance of all members and the public at all board meetings.
- (c) shall have such powers and perform such duties as shall be assigned to the Secretary by the Chairperson of the Board.
- (d) In the absence of the Secretary, the Chairperson may designate any other officer of the Board to act as secretary on a temporary basis.

7.4 The Treasurer

- (a) shall render a written report at each regular meeting of the Board setting forth the balance of funds available and on hand at the previous meeting, the disbursements made for the period since the last meeting and the balance of funds on hand or available to the Board.

ARTICLE VIII
Committees

8.1 Standing Committees [Adopted 17 October 2011]

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| (a) Budget and Personnel | (f) Senior Issues, Housing, and Health and Welfare |
| (b) Communications and Public Relations | (g) Traffic and Transportation |
| (c) Environmental | (h) Youth Services, Education and Libraries |
| (d) Parks | (i) Zoning and Land Use |
| (e) Police and Public Safety | |

8.2 Additional Standing Committees

The Board may create such additional standing committees to cover additional substantive areas of responsibility, as it deems necessary or advisable.

8.3 Committee Membership

- (a) Each standing committee shall consist of a committee chairperson, other members as are appointed by the Chairperson of the Board, and such other persons with a residence or significant interest in the community, who are not an appointed member of the Board, as are appointed by the Chairperson of the Board. [Charter Provision]
- (b) The Standing Committee Chairpersons shall be appointed members; shall be appointed annually by the Chairperson of the Board; and shall serve at the pleasure of the Chairperson of the Board.
- (c) The Chairperson of each Standing Committee shall preside at committee meetings and at public hearings conducted by the committee, and shall file all committee reports with the Board, including records of the attendance of all committee members at such meetings and public hearings.
- (d) When there is a vacancy in a committee chairpersonship, or when the Chairperson of a committee will be unavailable to conduct a meeting or hearing, the Chairperson of the Board, in his or her discretion, may appoint any member of such committee to conduct on an *ad hoc* basis, a scheduled meeting or public hearing of such committee, or any public hearing of such committee which is mandated by law.
- (e) Members may be appointed to committees at any time during the year, or transferred from one committee at any time during the year, or transferred from one committee to another, as the needs of the various committees shall require.
- (f) The Chairperson of the Board and the Vice-Chairperson of the Board shall be *ex-officio* members of all committees except the Nominating Committee.

8.4 Removal from Committees

- (a) An appointed member may be removed from a committee's rolls by the committee chairperson; for missing three consecutive meetings of the committee, or for failure to attend six or more committee meetings in a period of any one fiscal year, or for other good cause, provided that the Board Chairperson approves such removal.
- (b) Members of a committee who are not appointed members shall be dropped automatically from a committee's rolls after missing three consecutive meetings.

8.5 Special Committees

- (a) The Board may, by resolution, establish such special committees as it shall deem advisable. Any such committee shall have and may exercise such powers as may be granted to it by such resolution.
- (b) Any committee or subcommittee established by such a resolution may at any time be terminated by resolution of the Board.
- (c) A special committee; without a specified term existence, shall be deemed discontinued immediately following the annual Board elections next succeeding its creation, unless such special committee is specifically continued by resolution of the Board.

8.6 Executive Committee

There shall be an Executive Committee, which shall have as its members the officers of the Board and the chairpersons of each of the standing committees. This committee shall meet at the call of the Chairperson. It may consider such matters as it deems advisable, and may make recommendations to the Board. The Chairperson shall serve as the chairperson of the Executive Committee.

ARTICLE IX Meetings, Quorum and Voting

9.1 Regular Board Meetings

- (a) Except during the months of July and August, the Board shall meet at least once each month.
- (b) At each meeting, the Board shall set aside time to hear from the public.
- (c) Regular monthly meetings of the Board shall be held on the third Monday of each month, provided, if such Monday is a holiday, then the meeting shall be held the third Tuesday, and further provided that the Chairperson may, in his or her sole discretion, and for good cause only, set the meeting at any other convenient time, except Fridays, weekends or holidays, no earlier than the second Monday of the month and no later than the fourth Monday of the month.

9.2 Special and Emergency Meetings

- (a) A special meeting of the Board shall be a meeting other than the regular monthly meeting and shall be called by the Chairperson (a) at his or her discretion or (b) upon the written direction of at least one-third of the appointed members of the Board. A special meeting shall be called upon on at least five (5) days prior notice, specifying the purpose of the meeting, agenda, time and place. Only those matters specified in the agenda may be considered.

- (b) An emergency meeting can be called by (1) the Chairperson at his or her discretion or (2) a majority vote of the officers set forth in the By-Laws and the District Manager upon 48-hours notice to the members by way of (i) telephone call, (ii) electronic mail message, or (iii) facsimile. Said notice must specify the purpose of the meeting, agenda, time and place.

9.3 Open Meetings Law

Meetings and public hearings of the Board and committee meetings shall be conducted in accordance with the Open Meetings Law. [Charter Provision]

9.4 Quorum and Voting

- (a) A majority of the appointed members of the Board shall be present to constitute a quorum of the Board. [Charter Provision]
- (b) Whenever any act is authorized or any determination or decision is made by the Board, the act, determination or decision of the majority of the appointed members present entitled to vote during the presence of a quorum, shall be held to be the act, determination, or decision of the Board.
- (c) All voting shall be in person and shall be conducted and recorded in accordance with the Open Meetings Law and the Freedom of Information Law except as otherwise provided in these By-Laws. [Charter Provision]

9.5 Conflicts of Interest

- (a) No appointed members may vote on any matter before the Board, or any committee of the Board, that may result in a personal and direct economic gain to the member or any person with whom the member is associated.
- (b) No appointed member who is an employee of the City of New York may vote on any matter before the Board, or any committee of the Board, that has been or may be considered by the employee's agency.
- (c) No appointed member who serves on the board of directors of a not-for-profit organization may vote on Board matters recommending funding by City agencies for such organization.
- (d) If a member has a conflict of interest and is not entitled to vote on a particular Board matter, such member after disclosure may thereupon participate in discussion of the matter.
- (e) If a member is not entitled to vote because of a conflict of interest, then, in such event, the number of members entitled to vote on that matter is reduced and the majority required for passage is reduced accordingly.

9.6 Robert's Rules of Order

Robert's Rules of Order shall govern parliamentary procedure at meetings and public hearings of the Board and at committee meetings to the extent that *Robert's Rules of Order* does not conflict with these By-Laws, the Charter, or other applicable law, rule, or regulation.

9.7 Order of Board Meetings

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| (a) Adoption of Agenda | (g) District Manager's Report |
| (b) Public Session | (h) Treasurer's Report |
| (c) Opening of the Meeting | (i) Committee Reports |
| (d) Presentation | (j) Old Business |
| (e) Public Hearing | (k) New Business |
| (f) Chairperson's Report | (l) Adjournment |

ARTICLE X
Public Hearings

- 10.1 Public hearings of the Board shall be held on matters mandated by the Charter or by other provision of law, rule or regulation and on all such other matters as the Board may deem advisable.

ARTICLE XI
District Manager and Board Office

11.1 District Manager

- (a) The Board shall appoint a District Manager pursuant to the provisions of the Charter. Such District Manager shall serve at the pleasure of the Board and shall be in charge of the operation of the Board office, shall be responsible for processing service complaints, shall preside over the meetings of the District Service Cabinet, and shall perform such other functions as are mandated by the Charter and as may be assigned to the District Manager by the Chairperson and/or the Board. [Charter Provision]
- (b) A District Manager shall be appointed by the Board from candidates by a Search Committee that shall consist of not less than five or more than seven appointed members elected by the Board.
1. All candidates for the Search Committee must express an interest in accepting the position prior or simultaneous to this meeting. The Search Committee shall be approved by a majority vote of the Board members present and voting.

2. In the event of nominations from the floor of more than seven members, a roll call election shall be held and the seven nominees with the highest votes shall constitute the committee.
 3. The Search Committee shall elect its chairperson and to the extent possible shall present at least three candidates for the position of District Manager for consideration by the Board.
 4. The Search Committee and the Board shall comply with the rules and procedures of the New York City Department of Personnel in conducting the outreach and selection of a District Manager.
 5. Public notice of the availability of the position of District Manager shall be made in the local news media, notification of community organizations, and other appropriate means. Such notice shall provide sufficient opportunity for interested persons to apply.
- (c) The District Manager shall be paid such compensation as shall be determined by the Board or fixed by law. [Charter Provision]

11.2 District Office Staff

- (a) The Board, in consultation with the District Manager, may employ such other assistants as it may require within the budgeted appropriations for such purposes or funds contributed for such purpose.
- (b) The Board, in the manner provided by law, may remove such other assistants as it may have required.

11.3 Removal of District Manager

- (a) The Board may remove a District Manager upon the written recommendation of the Executive Committee specifying the reasons for such recommendation and after serving a copy of the recommendation to the District Manager.
- (b) The Board at a regular or special meeting held upon at least ten (10) days prior written notice shall consider such recommendation and, after giving the District Manager an opportunity to respond, may upon duly made adopt a resolution removing the District Manager.

ARTICLE XII **By-Laws**

12.1 Amendments

- (a) These By-Laws shall be amended by resolution of the Board initiated by any appointed member in writing submitted to the Chairperson and adopted after two consecutive regular meetings by a majority vote of the Board at the third consecutive meeting. The full text of the proposed amendment shall be included in the notice of each such meeting.

(b) Amendments shall take effect immediately.

REVISIONS RATIFIED: 2/20/96, 2/18/97, 5/19/97, 10/19/98, 9/18/00, 3/19/01, 3/18/02, 11/17/03, 10/15/07, 3/24/08, 11/16/09, 10/17/11