

BYLAWS
of
Manhattan Community Board Six
As amended June 11, 2014

These Bylaws of Manhattan Community Board Six (Bylaws) shall conform to all relevant provisions of the New York City Charter and the New York State Open Meetings Law and Manhattan Community Board Six ("Board" or "Community Board Six") shall, accordingly, conduct itself as a public body acting in a transparent manner. Nothing herein shall be construed so as to change, modify or amend the New York City Charter or New York State laws.

I. Community Board Membership

Membership shall be determined as provided in the New York City Charter. Each member shall have the obligations and privileges set forth in the New York City Charter and these Bylaws.

- A. All 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. Any member participating in the Board's consideration of a matter who has a conflict of interest with respect to such matter, whether involving a member's residence, property, business, employment or otherwise, shall state the nature of the conflict in speaking to the issue and shall abstain from voting on such matter and shall be so recorded.
- B. Community Board Six speaks only through the exact wording of its adopted resolutions. Covering letters or other documents accompanying Community Board Six resolutions may not add or imply additional language. No board member, officer, committee chair, public member of a committee, or member of the District Office staff in communicating board positions with elected officials, public agencies, the media, community groups, etc. may add to the words of our resolutions or state or imply additional meaning to the adopted Board positions.

Any member appearing before a governmental body or private body or otherwise making a public statement which conflicts in any respect with positions adopted by the Board shall affirmatively state that he/she is not speaking on behalf of the Board when making such statement. Except for quoting the exact language of a Board resolution, no member shall publicly represent the Board's position unless designated to do so by the Board Chair or the Board.

- C. Each member, at or before the first meeting attended by him or her, shall subscribe to the following oath or affirmation: "I do solemnly swear (or affirm) that I will support the constitution of the United States, the constitution of the State of New York, and the New York City Charter, and that I will faithfully discharge the duties of the office of member of Manhattan Community Board Six, according to the best of my ability."
- D. The term "Chair" is used in these Bylaws to describe the presiding officer of the Board. Any individual elected to that office shall have the right to use the title "Chair" or "Chairperson," as

he or she prefers. The chosen title shall be used on all forms and correspondence, and in direct address. This provision shall also apply to Vice Chairs and Committee Chairs. The other members shall use no title other than “member of the Community Board” or “Community Board member” except in accordance with Section II B.

- E. With the exception of the Chair and Board members specifically authorized to represent the Board by the Chair, Board members and public members of committees are not authorized to carry business cards or use stationery or electronic signatures that identify them as Community Board Six members. In correspondence of any kind related to Board business, Board members and public members shall avoid using identifying information that might suggest a potential conflict of interest.

II. Board Officers

- A. The officers of the Board shall be a Chair, First Vice Chair, Second Vice Chair, Secretary, Assistant Secretary, Treasurer, and Assistant Treasurer.
- B. Any member who is elected or appointed to an official Board position, including but not limited to the officers enumerated in section II A, or Chair of a committee or a subcommittee, shall be allowed to use such title only when acting in such capacity.
- C. Each Officer shall perform such duties as are incident to the office in accordance with generally accepted rules of parliamentary procedure and the following:
 - 1. Duties of Chair
 - a. To serve as the chief officer of the Board, to administer its affairs and to preside at its meetings, and to perform such other duties as the Board may prescribe.
 - b. To perform all duties prescribed in the City Charter and any other applicable laws.
 - c. To receive calendars and notices of meetings of all city agencies required to refer matters to the Board pursuant to the City Charter and to inform the Board members of such calendars and notices.
 - d. To keep the Vice Chairs and the Executive Committee informed of all information, orders, directives and other matters coming to the Chair's attention.
 - e. To attend any meetings required by the Mayor and the Borough President pursuant to the City Charter, or to designate his/her representative or representatives to attend, and to attend all other meetings as may be required to transact the Board's business.
 - f. To decide all questions of order and to interpret and enforce Robert's Rules of Order as the parliamentary rules of the Board except as otherwise provided by the Bylaws or any resolution of the Board. The Chair may appoint a board member as Parliamentarian to advise on such matters.

- g. To implement and represent all decisions of the Board, to authenticate all acts, orders and proceedings of the Board including the countersigning of all letters of whatever nature sent on behalf of the Board, and to be the sole spokesperson for the Board except as the Chair or the Board shall otherwise specifically authorize.
- h. To organize and reorganize all standing committees and such special committees of the Board as may from time to time be deemed necessary and to serve as an ex-officio member of each such committee except the Nominating Committee. The Chair must consult with the Executive Committee prior to any restructuring of standing committees.
- i. To appoint, suspend or remove Chairs of the standing committees and any special committees. The Chair may not appoint a Board Officer to be a Chair of a standing committee.
- j. To appoint Board members to committees of the Board. In making appointments to the standing committees the Chair shall give consideration to the preferences of Board members, who shall be requested to express them in writing, and to the needs of each committee and the Board.
- k. To review and approve the draft minutes of full Board meetings prior to distribution for approval by the full Board and to review and approve the draft minutes of the Executive Committee prior to submission to the Executive Committee for final approval.
- l. To appoint and reappoint, after giving consideration to the needs of each standing committee and after consultation with the Chairs of the affected standing committees, public members to the standing committees. Public members shall be appointed for one-year terms. The number of public members on a committee may not exceed one-third of the total membership of such committee.
- m. To prepare and deliver the Chair's report.
- n. To serve as a signatory on the Board's imprest account.
- o. To supervise the District Manager.

2. Duties of First Vice Chair

- a. To preside, at the regular monthly meeting in the absence of the Chair.
- b. To assist the Chair when necessary.
- c. If the Chair is unable to serve as Chair at any time prior to the expiration of his or her term, to assume the position of Chair until the next annual election.

3. Duties of Second Vice-Chair

- a. To preside at the regular monthly meeting in the absence of the Chair and the First Vice Chair.
- b. To assist the Chair or First Vice Chair when necessary.
- c. If the First Vice Chair is unable to serve as First Vice Chair at any time prior to the expiration of his or her term, to assume the position of First Vice Chair until the next annual election.

4. Duties of Secretary

- a. To be the recording officer of the Board assisted in the compilation of minutes by the District Manager and the Board staff. The final version of the minutes as approved by the Secretary and Chair shall be furnished to all Board members prior to the following full Board meeting.
- b. To supervise the maintenance of all information, orders, directives, minutes, communications and other matters coming to the attention of the Board
- c. To announce the roll at full Board and register attendance, as well as announce and record roll call votes when required.
- d. To keep the Assistant Secretary informed of all matters coming to the attention of the Secretary.

5. Duties of Assistant Secretary

- a. To assist the Chair and Secretary as necessary and required
- b. To assume the duties of Secretary in the absence of the Secretary at regular and special meeting of the Board.
- c. To assume the vacated office of Secretary when the Secretary is unable to serve the full term.

6. Duties of Treasurer

- a. To administer all of the financial affairs of the Board under the supervision of the Chair and as prescribed by the Board.
- b. To prepare an annual Board budget and such periodic modifications as may be necessary for the approval of the Board.
- c. With the assistance of the District Manager, to prepare and report monthly to the Board on the Board's financial condition.

- d. To participate in any financial audit of the Board.
- e. To keep the Assistant Treasurer informed of all information coming to the attention of the Treasurer.

7. Duties of Assistant Treasurer

- a. To assist the Chair and Treasurer as necessary and required.
- b. To assume the duties of Treasurer in the absence of the Treasurer at regular and special meetings of the Board.
- c. To assume the vacated office of Treasurer when the Treasurer is unable to serve the full term.

III. Election of Officers

- A. At the Board's regular meeting in the month of June, the Chair shall appoint a Nominating Committee consisting of five (5) or seven (7) members and shall designate one of their number to be the Chair of the committee. The Nominating Committee shall meet in executive session, in accordance with and subject to the Open Meetings Law, as often as necessary thereafter in order to report to the Board at its September meeting suggestions for candidates for each of the offices of the Board.
 - 1. Any member of the Board who is appointed, and accepts appointment, to the Nominating Committee shall be ineligible to be nominated for Board office, whether by the Nominating Committee or from the floor, for the duration of the election cycle in question.
 - 2. All eligible members of the Board who wish to become candidates for the offices described in Section II (A) shall contact the Chair of the Nominating Committee in writing within four (4) weeks of the announcement of the Nominating Committee and shall receive a written acknowledgment.
 - 3. The Nominating Committee shall contact potential candidates for Board office and obtain personal assurances from such candidates that, if elected, they will assume the role and responsibilities of such position.
- B. The Nominating Committee shall formally enter its final report, suggesting one or more candidates for each officer position, at the September meeting.
 - 1. At least two weeks prior to the September Board meeting, the Nominating Committee shall send its report to all members of the Board.
 - 2. At the September meeting, members of the Board may offer additional nominees, including themselves but not including members of the Nominating Committee, from the floor. All nominees from the floor must confirm their acceptance of the nomination in person or in writing at the September meeting.

C. The election of Board Officers shall take place at the October Board meeting in the presence of a quorum. The Nominating Committee shall supervise the election and count the votes.

1. A notice of the election, containing the names of nominees suggested by the Nominating Committee and nominees offered from the floor at the September meeting, shall be sent to each member of the Board prior to the October meeting.
2. No additional nominations will be accepted at the October meeting
3. Each candidate for office shall be given an equal opportunity to address the Board, for a period of time determined by the Chair, followed by voting for each of the offices.
4. The election shall be conducted in the following manner:
 - a) Voting for each office shall be by written ballot containing the name of the Board member and signed by the Board member. The ballot shall list separately each office and the names of the candidates for that office.
 - b) The votes of a majority of the members present and entitled to vote shall be required for election. If no candidate for an office receives a majority, there shall be another ballot that excludes the candidate who received the fewest votes (or the candidates who received the fewest votes, in the event of a tie for the fewest) in the previous ballot. This process shall continue until a candidate receives a majority.

D. A Special Election shall be held to fill one or more vacancies in officer positions under any of the following circumstances.

1. If the office of the Second Vice Chair becomes vacant, either because the Second Vice Chair has succeeded to the office of First Vice Chair or for any other reason, and more than six months remain until the next scheduled election, or
2. If, at any time, the offices of both First Vice Chair and Second Vice Chair become vacant, or
3. If deemed necessary by the Chair, or by a majority vote of the Board, to ensure the efficient functioning of the Board
4. A special election to fill vacancies shall be conducted at a regularly scheduled Board meeting in the presence of a quorum by taking nominations from the floor followed immediately by voting using the procedures set out in section III C.

IV. Terms of Office

- A. Each officer of the Board shall serve a one-year term beginning the November 1 following his or her election and ending on October 31 of the following year.

- B. No Board Chair shall serve as such for more than three (3) consecutive one-year terms. Any person who has served as Board Chair for three (3) consecutive one-year terms shall not be eligible to serve as Chair of a standing committee for one year after his or her final term as Chair of the Board. Any Board member who has served as Board Chair for at least one (1) full term shall serve on the Executive Committee as an ex officio member, with the right to vote, for the first year following his or her last term as Chair.
- C. A Chair of a standing committee shall serve only during the term or terms of the Board Chair appointing or reappointing him/her. A standing committee Chair may be reappointed by a Board Chair provided that no member may serve as a Chair of a standing committee for more than five (5) consecutive one-year terms. For this purpose, service as a Chair of any and all standing committees shall be aggregated. Any person who has served as Chair of a standing committee for five (5) consecutive one-year terms shall again be eligible to serve as Chair of a committee only after one year of non-service.
- D. No member of the Nominating Committee shall serve as such for more than two consecutive years.

V. Executive Committee

The Board shall have an Executive Committee comprised of the Chair, all other elected officers, standing committee Chairs, and a former Chair to the extent described in section IV B. The Executive Committee shall coordinate and facilitate the work of the Board and its committees and advise the Chair and the Board on issues. Members of the Executive Committee shall also mentor new Board members and coordinate training and development of all Board members.

VI. Board Meetings and Attendance Requirements

- A. Regular Monthly Meetings. There shall be at least one regular monthly meeting of the Board each month, except for the months of July and August, at such time and place as shall be designated by the Chair in the notice of the meeting sent to the Board members no less than seven (7) days prior to the meeting. A special meeting or meetings may be called in the months of July and August, if needed, in accordance with Section VI B.
 - 1. A majority of the appointed members of the Community Board shall constitute a quorum of such Board at all meetings.
 - 2. Whenever any act is authorized to be done or any determination or decision is made by the Community Board, the act, determination or decision of the majority of the members present entitled to vote during the presence of a quorum, shall be held to be the act, determination or decision of the Board at all meetings.
- B. Special and Emergency Meetings
 - 1. A special meeting shall be a meeting other than the regular monthly meeting and shall be called by the Chair or if the Chair shall fail to do so by a Vice Chair:
 - a. Of the Chair's own volition.

- b. Upon a resolution adopted by the Board, by majority vote
 - c. Upon written request of no less than 1/3 of the Board's members.
2. Written notice of a special meeting shall be sent at least five (5) days in advance, with a specification of the purpose of the meeting and delineation of the agenda of such meeting.
3. An emergency meeting shall be a meeting in the manner of a special meeting but in circumstances where time is of the essence and decisions are required immediately. Where the five (5) days' notice cannot be given, notice for an emergency meeting shall be made by e-mail, telephone or other rapid means of communication sent no less than least thirty-six (36) hours prior to the meeting.
4. Except with respect to the notice requirements set forth in Sections VI (B) (2) and VI (B) (3) above, special and emergency meetings shall be governed by the same procedures as a regular Board meeting.

C. Attendance and Excused Absences

1. A Board member shall be properly excused for the following reasons:
 - a. Military service.
 - b. Jury duty.
 - c. Personal illness.
 - d. Illness or death in the immediate family.
 - e. Attending to Board business at the request of the Chair.
2. A Board member shall not be deemed present at a meeting for purposes of satisfying attendance unless such member is present for both roll calls taken at such meeting.
3. Notwithstanding the provisions of Section VI(C)(1) above, if for any reason a regular monthly meeting of the Board is rescheduled to another date, a member who is unable to attend such rescheduled regular meeting shall be deemed excused from such meeting.

VII. Board Meeting Procedures

- A. The Chair shall draft an agenda for each regular meeting. The agenda should outline the Chair's suggestion of business to be transacted at the meeting. This agenda, plus the notice of time and place of the meeting, together with the minutes of the last meeting, shall be sent to reach each Board member no less than three (3) days before the regular monthly meeting of the Board. No matter of substantial public involvement shall be decided upon by the Board at a regular Board Meeting without that matter having been placed upon the agenda forwarded to the Board members or added to the agenda with the consent of the Board.

The agenda shall include the following:

1. Public Hearings:
Public Hearings shall be held subject to such quorum requirements as are established

by law or regulations or as the Board may otherwise establish.

2. Opening of the meeting and adoption of the agenda.
3. Public Session
 - a. There shall be a Public Session at each regular monthly Community Board meeting during which members of the community shall be afforded an opportunity to bring to the attention of the Board any matter that the he or she believes to be of general or common interest to the community and the Board. Each speaker shall be limited to no more than three (3) minutes, provided however that the Chair or the Board may vote to extend such time by a simple majority.
 - b. Reports of members of the City Council or their representatives and other public officials or their representatives shall also be made during the Public Session.
 - c. If a public official arrives after the close of the Public Session, the Board will revert to the Public Session for his or her presentation and response.
 - d. A member of the Board or public member of a committee shall not be recognized as a speaker in a Public Session on any issue that is on the agenda for the Business Session.
4. Business Session - The Business Session, embracing all other items on the Agenda requiring the attention of the Board, shall be that portion of the Board meeting where only members of the Board and public members of Board committees may speak, and only members of the Board may vote, as a matter of right. However, the public is invited to be present and a member of the public may speak, upon a vote of the Board. A nonmember familiar with an issue before the Board, upon request of a Board member, may respond to questions in Business Session. Business Session items on the agenda shall be limited to three (3) minutes for each speaker except when otherwise decided by the Chair or the Board. The Business Session shall include the following:
 - a. Adoption of Minutes
 - b. Board Chair's Report - Together with other pertinent items, the Board Chair shall review for the Board all significant communications from public officials, governmental agencies or any other source in relation to the work of the Board
 - c. District Manager's Report
 - d. Treasurer's Report
 - e. Borough President's Report
 - f. Committee Reports and Proposed Resolutions - Committee reports shall be presented by the Committee Chairs or their representatives. The Committee Chair or a representative shall also present draft resolutions proposed for adoption by the Board. Draft resolutions shall be presented, in writing whenever possible, with sufficient specificity to facilitate clear understanding of the facts supporting the resolution and the actions called for by the resolution.
 - g. Old Business - unfinished items from previous meetings.
 - h. New Business - matters added to the agenda at the meeting along with any other business that may properly come before the Board.

5. Adjournment

B. Voting

1. Voting at Board meetings shall be by a show of hands on procedural matters and by written ballot on final resolutions or, in either case, upon the request of no less than five (5) members of the Board present, by roll call vote. Total votes both for and against the issue shall be publicly announced and recorded.
 2. Each vote taken at a Board meeting shall be in person only. No proxy voting will be accepted.
 3. A member who is otherwise eligible to vote on a matter before the Board or a Board committee, and who casts a vote at a time when quorum and all other legal requirements are satisfied, shall have such vote recorded even if such member is late to, or departs early from, the Board or committee meeting at which such vote is cast.
- C. Board meetings and all committee meetings shall be open to the public except under the limited circumstances when an executive session is called and then to deal only with matters enumerated in section 105 of the New York State Open Meetings Law and following all procedures outlined in that law.

VIII. Board Committees

- A. Standing committees of the Board are those committees which are more or less permanent and which are expected to continue from year to year. Special committees of the Board are those committees established for a specific purpose or project and are expected to continue only until such purpose or project has been satisfied or completed.
- B. The Board Chair shall appoint, reappoint, or reassign members to committees after consultation with Committee Chairs. Each Board member is expected to serve in good standing on at least two standing committees unless the member is specifically exempted by the Board Chair for reasons of additional Board duties or hardship to the member.
- C. Board members shall have the right to attend and participate in the deliberations of all Board committees, except as set forth in Section III A, but shall have the right to vote only at the committee or committees to which they have been appointed.
- D. The Chair of the Board may include on any committee, other than the Executive Committee, persons with a residence or significant interest in the community who are not Board members ("public members"). However, the number of public members on a committee may not exceed one third of the total membership of such committee. Public members shall have the right to vote at meetings of the committee to which they have been appointed and to participate in the work and deliberations of such committee. Public members shall also have the right to speak during the Business Session of the Board. Public members shall serve on a committee for a one-year term but may be reappointed for one or more additional terms at the discretion of the Board Chair and after consultation with the Committee Chair.

- E. Each committee shall have as many meetings as the Chair of the Board and/or Chair of such committee deem necessary and appropriate.
- F. Committee meetings shall be conducted according to the same procedures as Board meetings.
- G. Committees shall keep attendance records and shall report in writing all resolutions adopted together with the voting tally.
- H. The Chair of each standing committee shall report absences of members at committee meetings. A standing committee Chair can excuse a member only for a reason set forth in Section VI(C).
- I. In July and August, and only when action must be taken, any committee (including the Executive Committee) may, after consultation with the Board Chair, approve a resolution of the committee and communicate such a resolution to an external entity provided that when making such communication the committee shall explicitly state that its position (1) is being communicated for informational purposes only, (2) is not a recommendation or position of the Board and (3) has not received approval of the Board and is not binding upon the Board.

IX. Removal for Cause

- A. A member of the Board may be removed from the Board during his or her term of appointment for cause by the Borough President or by a majority vote of the Board. Three consecutive unexcused absences from regular meetings of the Board or the unexcused absence from more than half of the regularly scheduled meetings in any 12- month period shall be sufficient cause for removal. All of the sanctions available for failure to attend Board meetings shall be equally applicable to failure to attend meetings of each standing committee. Sufficient cause for removal shall also include, but not be limited to, a conflict of interest that is incompatible with Board membership, failure to disclose a specific conflict of interest on votes taken at Board or committee meetings, and violation of these Bylaws.
- B. A public member of a committee may be removed by the Chair during his or her one-year term of appointment only for cause including, but not limited to, failure to attend meetings, as described in section IX (A), or any other reason as set forth in Section IX (A) and only with the consent of the Chair of the standing committee from which the public member is to be removed.

X. Duties of District Manager

Within the budgetary appropriations in accordance with the City Charter, Personnel Policies of the City of New York, and existing requirements of due process, the Board shall appoint a District Manager to serve at the pleasure of the Board and to assume the following duties and responsibilities:

1. To select, hire and terminate staff in consultation with the Chair and with the approval of the full Board.

2. To preside at the meetings of the District Service Cabinet, compile the minutes of the District Service Cabinet and furnish them to all Board members, and facilitate the coordination of the delivery of services at the District level.
3. To process service complaints and maintain, administer and service the District Office.
4. To discharge any and all duties, functions and procedures elaborated by the Board in compliance with New York City regulations pertaining to Community Boards.
5. To report to the Board on the functioning of the District Office in accordance with procedures and guidelines established by the Chair, the Executive Committee and the Board.
6. To attend and report on such hearings, meetings and public functions as necessary for the effective and efficient functioning of the District Office, including any such hearings, meetings and public functions which the Chair, the Executive Committee or the Board shall direct the District Manager or any other staff person to attend.
7. To compile the monthly Board minutes and to present the draft minutes to the Secretary and to the Chair for their approval prior to the minutes being furnished to all Board members.
8. To present to the Treasurer for his/her review the projected annual budget and periodic financial and program reports of the activities of the District Office.
9. To provide directly and immediately to the Chair and the Treasurer all written communications from the Borough President's Office, the Comptroller's Office, the Office of Management and Budget or any other city agency with respect to the Board's internal budget or financial matters pertaining to that budget.
10. To direct all incoming pertinent information promptly to the appropriate committee Chair.
11. To perform such other lawful duties as are assigned by the Chair of the Board in accordance with the general powers of the Chair of the Board.

XI. Internal Operation of Community Board

- A. Additional Rules. The Board may establish such additional rules of its own as are not specifically covered by or in conflict with these Bylaws, the New York City Charter, or any law.
- B. Communications. E-mail shall serve as an appropriate method of sending notice to Board members in accordance with the Bylaws and for any other purpose, unless a member expressly requests otherwise.

XII. Savings Clause

In the event that any provision of these Bylaws is found to be invalid, the remaining provisions of these Bylaws shall remain valid and enforceable.

XII. Amendments

These Bylaws may be amended only in accordance with the following:

1. A motion to amend shall be made at a meeting of the Board.
2. The text of the proposed amendment shall be included in the written notice of the next meeting of the Board.
3. The motion shall be acted on at the monthly meeting of the Board immediately following the monthly meeting in which the motion was made.

A motion to amend these Bylaws may not be made and adopted at the same meeting (including any continuation thereof).

XIII. Effective Date

These Bylaws, as amended, shall be effective immediately upon passage by a majority vote, in the presence of a quorum, at a monthly meeting. Notwithstanding the effective date, all Board Officers and any Committee Chair affected by changes to Article II of these Bylaws at the time of adoption shall continue in office through the completion of their terms.