

The ABC Streets Neighborhood Association, Inc.

By-Laws

ARTICLE I: NAME

The name of the Association is the ABC Streets Neighborhood Association, Inc.

ARTICLE II: BOUNDARIES

The boundaries of the neighborhood and the association shall be the east side of Culver Road, from Park Avenue to Harvard Street, Colby Street, Park Avenue from Culver Road to East Avenue, Harvard Street from Culver Road to Colby Street and the A-B-C Streets which run between Park Avenue and Harvard Street.

ARTICLE III: OBJECTIVES

1. To foster a sense of community within the neighborhood through friendship, communication and positive action.
2. To serve as a voice representing the needs and concerns of the community.
3. Seek to improve the quality of living, residences and the character and appearance of the neighborhood.

ARTICLE IV: MEMBERSHIP

1. All members who reside in the neighborhood or that own, lease or rent property in the neighborhood are eligible for a basic membership in the association. **Members who reside outside of the neighborhood boundaries as defined in Article II are not eligible for board service, but are eligible to serve on board committees.** A basic free membership includes receiving communications from the neighborhood association through emails and newsletters.
2. Members who pay yearly dues receive all benefits of basic membership, plus admission to all neighborhood association social events and to cast votes for board members and other issues at the ABC Streets Neighborhood meetings or via email.
3. Membership dues follow the calendar year (January 1 through December 31). **Yearly dues amount and structure will be reviewed periodically by the board and are subject to change by the board.**

ARTICLE V: THE NEIGHBORHOOD ASSOCIATION BOARD

1. The ABC Streets Neighborhood Association Board shall conduct the affairs of the Association. The board shall consist of:
 - a. President
 - b. Vice President
 - c. Treasurer
 - d. Secretary
 - e. Membership (*position to be held by at-large member*)
 - f. Up to **seven** additional “at large” board members from the ABC Streets Neighborhood.

ARTICLE VI: MEETINGS

1. Board meetings shall be held a minimum of six (6) times annually. Board meetings can take place with a majority of board members present.

2. All members of the board can vote on issues at board meetings. A majority vote of the current board is needed to advance an issue. Board members who are absent from a meeting can vote on an issue within three (3) business days before or after the meeting.
3. ABC Streets Neighborhood meetings shall be held bi-annually.
4. Additional meetings may be held as requested by members or the ABC Streets Board.

ARTICLE VII: ELECTIONS

1. Elections for President, Vice President and the five “at large” board members shall be held at the Fall ABC Streets Neighborhood meeting in odd-numbered years.
 2. The term of office shall be two (2) years from January 1 to December 31 of the second year.
 3. Individuals in the offices of President and Vice President may not serve more than two consecutive two-year terms, unless no other candidates for those offices have come forward and the current office holders is/are willing to serve an additional term.
- a. Nomination Process and Voting*
1. Any paying member may nominate only a paying member (including themselves) for a board position. The Treasurer/Membership Director shall confirm proposed nomination with nominee (when nominated by another person).
 2. Nominations/Candidates for board members shall be announced by the Treasurer/Membership Director via email and ABC Streets website fifteen (15) days before the scheduled date of the Fall ABC Streets Neighborhood meeting.
 3. All paying members, 18 years and older as of the date of the Fall ABC Streets Neighborhood meeting, may vote in the election.
 4. Members can vote by: (1) email to the Treasurer/Membership Director before Election Day; (2) paper ballot if email is not accessible; (3) in person at the Fall ABC Streets Neighborhood meeting.
 5. The Treasurer/Membership Director shall finalize the ballot five (5) days before Election Day and allow paying members to vote via email/paper ballot if desired. The ballot shall contain the names of the nominated persons for each office.
 6. The Treasurer/Membership Director shall verify the membership status of all votes cast and disregard any votes from members at the “basic free membership” level.
 7. The Treasurer/Membership Director shall then count all qualifying votes.
 8. A majority of votes cast shall be sufficient to elect the board members.
 9. The Secretary shall review the vote results and certify the election.
 10. In the event of a tie vote for a given office, a coin flip shall decide the winner.
 11. In the event that only one candidate has been nominated for an office, the Secretary can call for a “voice vote” among paid members to cast a single “yes” or “no” vote for the candidate.

ARTICLE VIII: DUTIES OF BOARD MEMBERS

1. *President:*
 - a. Leads the Association. This includes setting agendas for a leading the board and ABC Streets Neighborhood meetings, signing of all official correspondence that is communicated by the association to other entities and attending community events/meetings representing the ABC Streets Neighborhood Association.
 - b. Appoints the positions of Treasurer/Membership Director and Secretary upon election to office. (NOTE: These board members shall serve at the discretion of the President or until their resignation.)
 - c. May appoint board members to fill positions that become vacant after an election.
 - d. May delegate their authority to other members of the board as desired.
 - e. Can call special meetings of the board and/or ABC Streets Neighbors as needed.
 - f. Co-signs association checks drafted by the Treasurer.

ARTICLE VIII: DUTIES OF BOARD MEMBERS (cont'd)

2. *Vice President:*
 - a. Shall fulfill any Presidential duty in the absence of the President.
 - b. Shall record meeting minutes when Secretary is unavailable.

3. *Treasurer*
 - a. Shall accept, record and deposit all monies concerning the Association.
 - b. Withdraw monies from the association account with approval of the board.
 - c. Maintains records by budget line item.
 - d. Report on the state of finances at all meetings.
 - e. Shall draw-up the yearly budget.
 - f. Draw-up and co-sign association checks.
 - g. Maintains all membership information and records.
 - h. Handles all logistics surrounding the election process.

4. *Secretary:*
 - a. Records “meeting minutes” at all board and ABC Streets Neighborhood meetings.
 - b. Prepares and distributes meeting minutes.
 - c. Certifies election results.
 - d. Shall fulfill Treasurer duties in the absence of said person.

ARTICLE IX: INDEMNIFICATION

The ABC Streets Neighborhood Association, Inc., shall indemnify any person made a party to any action or proceeding by reason of the fact that he or she is or was a director or officer of the ABC Streets Neighborhood Association, Inc., including operating officers who served any other organization, corporation, partnership, joint venture or trust in any capacity at the request of the ABC Streets Neighborhood Association, Inc., in the manner and to the maximum extent permitted in Article 7 of the New York State Not-for-Profit Corporation Law as amended from time to time, providing however that any such above-referenced party will be indemnified only to the extent that the actions giving rise to a complaint, or other process against them, were conducted in furtherance of their position as director or officer of the ABC Streets Neighborhood Association, Inc., and were not outside of the scope of their position with the Association.

ARTICLE X: COMPENSATION

No compensation shall be made by the Association to any Officer or Director other than for expenses incurred while carrying out Association activities.

ARTICLE XI: AMENDMENT OF THE BY-LAWS

1. Suggestions for changes can come from the board or any paying member.
2. The President or designee shall write the proposed updates to the by-laws; a majority vote by the board approves the updated by-laws for ABC Streets member approval.
3. Revised by-laws are emailed to the general membership for review. By-laws are then presented and voted on at the next ABC Streets Neighborhood meeting. Paying members may vote via email (before the meeting) or at the meeting. A majority of votes cast is needed for approval.

ARTICLE XII: DISSOLUTION OF THE ASSOCIATION

The Association may terminate its activities and disperse any remaining assets by a three-quarters (3/4) affirmative vote of the members in good standing present at a special meeting called for this purpose, providing that a minimum of fifteen percent (15%) of the total members in good standing are present.

Any remaining assets to be donated to a charity of choice, as chosen by in-office board members at time of dissolution.

By-Laws Revision History

Version Date Changes

Made

Date Changes

Approved

Summary of Changes

1.0 Unknown Unknown Original version of by-laws.

2.0 1/14/11 1/20/11

Major revision of original by-laws. Streamlined sections on “Meetings” and “Elections.”

3.0 2/1/12 5/3/12

Added “Inc.” after ABC Streets. Clarified candidate nomination process. Allowed voting/approval of by-laws by members via e-mail (in addition to voting in person at quarterly meetings).

4.0 4/21/13 5/2/13

1. Change “General Membership Meeting” to “ABC Streets Neighborhood meeting.”

2. Changed quarterly requirement for ABC Streets Neighborhood meetings to bi-annually (two a year).

5.0 09.28.2017

1. Addition of Indemnification clause

2. Changed yearly membership fee to \$10 per household

6.0 01/16/2023

1. Under Membership, added clause for paid members living outside the neighborhood

2. Changed yearly dues amount to “will be reviewed periodically by board.”

3. Under Article V (f), changed to seven (7) additional at large board members from five (5)