

BRONX NORTH DISTRICT COUNCIL OF PRESIDENTS

AMENDED & RESTATED BY-LAWS

ARTICLE I

NAME

The name of this organization shall be known as The Bronx North District Council of Presidents ("**BND COP**").

ARTICLE II

PURPOSE

The purpose for which the Bronx North District Council of Presidents (**BND COP**) is formed is to:

- Advocate for public housing benefits and fair treatment under Federal, State and City Housing Laws on behalf of all residents of public housing in general and, in particular, those located within the Bronx North District.
- Support, advise, and assist those Resident Councils and Associations whose purposes and goals are consistent with the guiding principles of the **BND COP**.
- Engage in educational programs and recreational activities that enhance the quality of life and participation of all public housing residents in self-help initiatives, which enable residents to create a positive living environment for families in public housing developments located within the Bronx North District.
- Act as liaison to New York City Housing Authority ("**NYCHA**") for the purpose of apprising **NYCHA** of the interest and concerns of the resident organizations represented by the **BND COP**.

ARTICLE III

MEMBERSHIP

Section 1 Eligibility

Membership in the **BND COP** shall be limited to Presidents and Vice-Presidents *only* of those Resident Associations or Resident Councils that are duly elected and officially recognized by the **NYCHA**, and that represent **NYCHA** residents residing within the confines of the Bronx North District.

Section 2 Compliance with Terms of Lease

Membership in the **BND COP** shall be contingent upon a member remaining in compliance with the terms of the lease to his/her public housing apartment. Members deemed to be in non-compliance with the terms of his/her lease shall be

suspended from the BND COP until the terms of the lease agreement have been complied with.

ARTICLE IV OFFICERS AND THEIR ELECTION

Section 1 Officers

The BND COP must have a democratically elected Executive Board of Officers duly elected by its membership, and must consist of no less than five (5) Executive Board Officers.

The Officers shall include a Chair, First Vice-Chair, Second Vice-Chair, Treasurer, Recording Secretary, Corresponding Secretary and Sergeant-at-Arms, collectively comprising the Executive Board. No individual may fill more than one office at a time.

Section 2 Elections

The Officers shall be elected by the membership at an Election Meeting held during the month of November, and at least every three (3) years and thereafter until their successor is elected.

Section 3 Term Limits

There are no term limits set for the Officers of the Executive Board.

Section 4 Installation of Officers

Officers elected at a regularly scheduled election Meeting shall be installed at the next General Meeting immediately following their election. Officers elected or appointed to fill an unanticipated vacancy shall be installed immediately.

Section 5 Vacancies

Unless otherwise provided for in these Bylaws, any vacancy in any office shall be filled for the unexpired portion of the term by the election of a successor at the first General or Special Meeting of the membership following the creation of the vacancy. Candidates to fill the vacancy shall be selected by a call for nominations from the floor. Voting shall be by a show of hands. The candidates receiving the greatest number of votes shall be elected, provided a quorum is present.

Should a vacancy in any office for which these Bylaws do not provide for a successor occur at a time when no regular meeting of the General Membership is scheduled to be held for a period of greater than one (1) month, the Executive Board Officers shall appoint a qualified person to fill that office for its unexpired term, and thereafter until a successor is elected. However, such appointment shall be contingent upon ratification by the membership at the next regularly scheduled meeting.

ARTICLE V
DUTIES OF OFFICERS

Section 1 Chairperson

The Chair shall be the Chief Executive Officer of the BND COP, and shall preside at all meetings of the BND COP and the Executive Board. It shall also be his/her leadership obligation to carry out the expressed will of the membership, to involve the governing board and its membership in the decision-making process on matters of interest to the residents. Upon taking office, he/she shall assign to the Vice-Chairs specific areas of responsibility and designate the order in which he/she shall take over his/her duties in the event of his/her absence or unavailability. He/She shall appoint Committee Chairs, except for the Nomination Committee, with the approval of the Executive Board for each Standing Committee established, and requiring written reports from them. He/She shall present an Annual Report to the membership. He/She or the Vice-Chair(s) shall co-sign checks with the Treasurer. He/She shall sign all contracts, agreements and legal documents on behalf of the Bronx North District.

Section 2 First Vice-Chair

The First Vice-Chair shall in the event of the absence or disability of the Chair, assume the powers and perform the duties of that office, and such other duties as the Executive Board may from time to time prescribe. In the event of a vacancy in the Office of the Chair caused by illness, resignation or any other reason, the First Vice-Chair shall assume that office for the duration of the unexpired term and thereafter until a successor is elected. His/Her signature shall be registered at the bank for emergency use in place of the Chair.

Section 3 Second Vice-Chair

The Second Vice-Chair shall in the event of the absence or disability of the First Vice-Chair, assume the powers and perform the duties of that office, and such other duties as the Executive Board may from time to time prescribe. In the event of a vacancy in the Office of the First Vice-Chair caused by illness, resignation or any other reason, the Second Vice-Chair shall assume that office for the duration of the unexpired term and thereafter until a successor is elected.

Section 4 Treasurer

The Treasurer shall be the custodian of all funds received by and/or due the BND COP. The Treasurer shall have the power to co-sign checks with the Chair and/or Vice-Chair(s). The Treasurer shall submit a written financial report at all meetings of the Executive Board showing the appropriate detail (a) the assets and liabilities of the BND COP; (b) the revenues or receipts of the BND COP; (c) the expenses or disbursements of the BND COP. The report shall be filed with the Minutes of the meeting. The Treasurer shall deliver a similar report orally at all General Membership meetings. The Treasurer shall serve as Chair of the Budget & Finance Committee.

The Treasurer shall be responsible for the deposit of all monies and other valuables in the name, and to the credit, of the BNDCOP in such banks or depositories as the Executive Board may designate. The Treasurer shall disburse funds only upon the presentation of duly authorized and approved vouchers. He/She shall be responsible for seeing that the financial records of the BNDCOP is audited at least annually, and shall present this Audited Financial Report to the Executive Board and its membership. The Treasurer shall maintain a true record of the expenses, assets, and liabilities of the BNDCOP in books belonging to the BNDCOP, and shall submit the books to the Chair or the Executive Board upon request.

Section 5 Recording Secretary

The Recording Secretary shall keep the Minutes of all meetings of the Executive Board and General Membership. He/She shall have charge of the BNDCOP books and records (other than those kept by the Treasurer). He/She shall keep a full and correct list of the Officers and members of the BNDCOP with their correct addresses and telephone numbers.

Section 6 Corresponding Secretary

The Corresponding Secretary shall prepare such correspondence as the Chair or Executive Board may require. He/She shall be responsible for maintaining a file of all correspondence, reports, and other documents belonging to, issued or received by the BNDCOP or its committees. He/She shall see that all notices are sent out in a timely manner to the membership and all other interested parties.

Section 7 Sergeant-at-Arms

The Sergeant-at-Arms shall be responsible for maintaining order at all meetings, making sure that a quorum is present for voting purposes, and escorting all guests to the dais.

**ARTICLE VI
EXECUTIVE BOARD**

Section 1 Composition

The BNDCOP Executive Board shall be comprised of individuals holding the Offices of Chair, First Vice-Chair, Second Vice-Chair, Treasurer, Recording Secretary, Corresponding Secretary and Sgt.-at-Arms. The Chair shall preside over all meetings of the Executive Board.

Section 2 Meetings

The Executive Board shall meet at least once a month on a day and at a time determined by the Officers. Special Meetings of the Executive Board may be called by the Chair, or upon written request of a majority of the Officers. The Chair shall have the privilege of inviting guests to attend Board meetings as well as General Membership meetings.

Section 3 Responsibilities

The Executive Board shall:

- Be recognized as the voice of residents district-wide for input into NYCHA policy making;
- Actively participate through a working partnership with NYCHA to advise and assist in all aspects of public housing operations and budgetary procedures;
- In the spirit of cooperation with other groups, regularly schedule meetings between NYCHA and the BND COP to discuss problems, plan activities and review progress;
- Actively be involved in NYCHA's decision-making process and give advise on matters such as modernization, security, maintenance, resident screening & selection, and recreation programs;
- Assume responsibility for the provision of adequate finds for the work of the BND COP;
- Conduct periodic evaluations of the work of the BND COP for the purpose of improving overall operations;
- Develop leadership training for Resident Councils and Associations with a view to improve the organization and its goals;
- ESTABLISH Special Committees as may be necessary to carry out the work of the BND COP;
- Insure that the Bylaws and any future amendments of the BND COP Bylaws, as well as the individual Resident Associations & Resident Councils are in compliance with federal and state regulations; and
- File a copy of any Certificates of Incorporation, if any, the Bylaws and each amendment by the BND COP with NYCHA's Law Department and Department of Community Operations.

Section 4 Quorum

In order to transact business, two-thirds (2/3) of the Officers of the Executive Board must be present. All matters shall be decided by the vote of a majority of the Officers present at the time of a vote, provided a quorum is present.

Section 5 Signing of Checks & Legal Documents

All checks for withdrawal from any bank account(s) established on behalf of the BND COP shall require two (2) signatures at all times from any of the following Officers: Chair, First Vice-Chair, and/or Treasurer. All legal documents of the BND COP shall be signed by the Chair and/or countersigned by the Vice-Chairs or Secretaries.

ARTICLE VII **COMMITTEES**

Section 1 **Types**

There shall be Standing and Special (Ad Hoc) Committees of the BNDCOP. The Standing Committees shall include:

- Budget & Finance Committee
- Fundraising Committee
- Grievance Committee
- Leadership Development & Training Committee
- Welcoming Committee

The Special (Ad Hoc) Committees shall include:

- Bylaws Review Committee
- Memorandum of Understanding (MOU) Committee
- Nominating Committee

Section 2 **Creation**

The Executive Board may appoint Standing Committee and Special Committees in addition to those named in these Bylaws as the need may arise.

Section 3 **Composition**

Each Committee shall consist of a Chair, Secretary and at least two (2) members. Each Committee Chair shall deliver a written report to the Executive Board and shall present an oral report at General Meetings.

Section 4 **Appointment of Members**

The Chair, subject to approval of the Executive Board, shall appoint the Chair and members of any committee annually, except as otherwise provided in these Bylaws.

Section 5 **Removal of Committee Chair**

If the Chair of a committee is remiss in carrying out his/her duties, the Chair may, with the approval of the Executive Board, remove the Committee Chair and appoint a replacement as provided in Section 4 above.

ARTICLE VIII **RECORDS & MANAGEMENT**

Section 1 **Books, Records & Minutes**

All books, accounts, records and minutes of meetings prepared for the BNDCOP shall be the property of the organization and maintained at its District Office.

Section 2 Examination of Books

The books, accounts, records and documents of the BNDCOP shall be open to inspection by members, at reasonable times, at the District Office.

Section 3 Audits

NYCHA shall have reasonable rights to request an audit of BNDCOP financial records be conducted at NYCHAs' expense. The audit may be performed by an appropriate person or entity selected by NYCHA with the approval of the BNDCOP. The Executive Board shall be entitled to and provided with a certified copy of any audits of their books and records conducted by NYCHA at no cost.

**ARTICLE IX
NOMINATIONS & ELECTIONS**

Section 1 Notice of Meetings

Nominating and Election Meetings shall be held only upon written notice or telephone calls to the membership no less than thirty (30) days prior to the date of the scheduled meeting.

Section 2 Nominating Committee

There shall be a Nominating Committee which shall be a Special (Ad Hoc) Committee. The members of the Nominating Committee shall elect their own Chair, and are eligible for nomination or election to office.

Whenever possible, the Chair of the last appointed Nominating Committee shall serve on the current Nominating Committee. The former Chair may be heard, but may not vote on committee business.

Section 3 Nominations

At a meeting of the membership held during the month of October, the Nominating Committee shall deliver a report nominating at least one candidate for each office of the Executive Board. The Committee shall confirm in its report that each nominee has agreed to serve if elected. Additional nominations may be made from the floor following the report of the Nominating Committee.

Section 4 Elections

• ***Quorum***

A majority of the members of the BNDCOP shall constitute a quorum for the purpose of electing Officers. If a quorum is present, the vote of a majority of the members present at the time of a vote shall be required to elect a candidate to office.

• ***Time and Manner***

Elections shall be conducted at an Election Meeting held in the month of November. The vote shall be taken by secret ballot. In the event a candidate for any office shall be unopposed, the Secretary shall cast and record one vote therefore, on a motion

approved and carried by the membership, and such candidate shall be elected to office.

Section 5 Conduct of Nominating & Election Meetings

Nominating and Election Meetings may be conducted by the BNDCOP or by an appropriate outside entity, whether or not approved by NYCHA Department of Community Operations. One or more representatives from Community Operations may attend the BNDCOP Nomination and Election Meetings.

Section 6 Voting

Each member of the BNDCOP shall have no more than, nor less than, one (1) vote. Voting by proxy and write-in votes shall not be permitted.

**ARTICLE X
REMOVAL FROM OFFICE**

Section 1 Cause

An Officer may be removed from office for dereliction of duty, malfeasance, conflict of interest, actions contrary to the best interests of the BNDCOP, or for absence from three (3) consecutive meetings of the General Membership or of the Executive Board (or any combination of said meetings) without sufficient and valid reason.

Section 2 Procedure

1. A Review Committee, consisting of the members of the Executive Board (other than the Officer whose removal is under consideration) and one (1) observer designated by NYCHA shall be convened by the Chair or the Vice-Chair for the purpose of hearing charges against any Officer whose removal is sought under the provisions of this Article.
2. The Committee shall meet and consider whether the charge(s) brought against an Officer have merit. The charge(s) shall be presented to the accused Officer in writing not less than ten (10) calendar days in advance of the meeting of the Review Committee. The accused may have representation of his/her choice at the Review Committee Meeting.
3. If a majority of the members of the Committee conclude that the charge(s) have merit, the charge(s) shall be presented to the membership of the BNDCOP for their consideration and vote at a Special or General Meeting.
4. The vote of two-thirds (2/3) of the members present at the meeting at which the charge(s) are presented to the membership, if a quorum is present at such time, shall be required to remove an Officer from office.

**ARTICLE XI
MEETINGS**

Section 1 General Membership Meetings

Meetings of the General Membership shall be held at least once a month on a day and at a time as prescribed by the membership. In the event that a meeting date falls on a legal or religious holiday, the meeting shall be postponed to another date.

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The Chair may invite guests to meetings of the General Membership and to meetings of the Executive Board.

Section 2 Notices

Notice of any regular meeting of the general membership or Executive Board shall be given either in writing or by telephone. In the event that a meeting date must be changed because a meeting would conflict with the observance of a legal or religious holiday, notice of the new meeting date shall be made promptly to each member.

Written notice of each Special Meeting shall be either personally delivered or mailed to each member at least ten (10) days in advance of the meeting date.

Section 3 Quorum

A majority of the members of the BNDCOP present shall constitute a quorum for the transaction of business at any meeting of the membership.

Section 4 Annual Meeting

The General Membership Meeting scheduled for the month of December shall be deemed to be the Annual Meeting of the BNDCOP. The items of business at the Annual Meeting shall include the presentation of annual reports to the membership, and if an election shall have been held the previous month, the installation of Officers.

Section 5 Special Meetings.

A Special Meeting may be called at the direction of the Chair upon ten (10) days prior written notice to the members, which notice shall include a detailed statement of the business to be addressed at the meeting. A Special Meeting shall be called by the Chair whenever the same is requested in writing by 2/3 of the members of the Executive Board, or by the vote of a majority of the BNDCOP at a regular meeting thereof.

Section 6 Order of Business

The Order of Business at all meetings shall be:

1. Call to Order and Presentation of the Meeting Agenda
2. Reading & Acceptance of Prior Minutes
3. Correspondence or Petitions Received
4. Presentation of Financial Report
5. Presentation of Committee Reports
6. Chair's District Report
7. Old (Unfinished) Business
8. New Business
9. Announcements
10. Adjournment

ARTICLE XII

PARLIAMENTARY AUTHORITY

The rules contained in the latest edition of "Robert's Rules of Order" shall govern the BND COP in all instances to which they are applicable and in which they are not inconsistent with the provisions of these Bylaws.

ARTICLE XIII AMENDMENT OF BYLAWS

Section 1 Review

The Bylaws Review Committee shall review these Bylaws at least once every three (3) years.

Section 2 Amendments

Amendments may be proposed by the Bylaws Review Committee and shall be proposed by the Committee upon written request of at least 2/3 of the members of the BND COP.

Section 3 Notice of Proposed Amendments

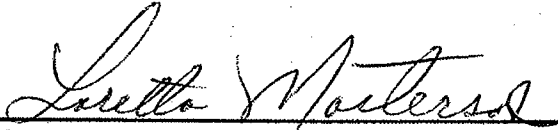
ARTICLE XIV DISSOLUTION

If for any reason the BND COP shall dissolve, possession and control of its assets shall be delivered to NYCHA for safekeeping. NYCHA shall return all possessions, documents and assets to the duly elected Executive Board upon written request immediately following its election and installation.

These Amended Bylaws were proposed by Committee consisting of the following members:

Robert Hall, Committee Chair, Gun Hill Houses
Monica Berry, Parkside Houses
Gloria Best, 2440 Boston Road Plaza
Herma Williams, Pelham Parkway Houses
Luis Soler, Deputy Director, NYCHA Bronx Dept. of Community Operations

And were adopted by affirmative vote of at least two-thirds (2/3) of the members in attendance at the District Meeting held on June 26, 2008.

A handwritten signature in cursive script, reading "Loretta Masters", is written over a solid horizontal line.

Secretary for the Bronx North District Council of Presidents