

BROOKLYN SOUTH DISTRICT COUNCIL OF PRESIDENTS**BY - LAWS****ARTICLE I****NAME**

The name of this organization shall be Brooklyn South District Council Of Presidents.

ARTICLE II**PURPOSE**

The purpose of the Brooklyn South District Council Of Presidents ("Council") shall be to act as liaison to the Interim Council Of Presidents ("ICOP"), and any successor to that body, and the New York City Housing Authority ("NYCHA") for the purpose of apprising ICOP of the interests and concerns of the tenant organizations represented by the Council and to work in conjunction with ICOP and NYCHA to foster and promote the creation and maintenance of independent, informed, self-governing tenant organizations capable of providing effective and meaningful representation to NYCHA residents.

ARTICLE III**MEMBERSHIP****Section 1. Eligibility**

Membership in the Council shall be limited to the Presidents of those Tenant Associations or Resident Council that are officially recognized by NYCHA, and which represent NYCHA residents residing within the confines of the Brooklyn South District.

Section 2. Compliance With Terms Of Lease

Membership in the Council shall be contingent upon a member remaining in compliance with the terms of the lease to his or her public housing apartment. Any President not in compliance with the terms of his or her lease shall be deemed ineligible to serve as a member of the Council for the duration of such non-compliance. Members who are not in compliance with the terms of their lease shall be suspended from the Council.

ARTICLE IV

OFFICERS AND THEIR ELECTION

Section 1. Officers

The Officers of the Council shall be a Chair, Vice-Chair, Treasurer, Secretary, Assistant Secretary and Assistant Treasurer.

Section 2. Election

Officers shall be elected by the membership of the Council at an election meeting held during the month of November, and their term of office shall begin at the close of the meeting at which they are elected. Officers shall hold office for a term of three years, and thereafter until their successors are elected.

Section 3. Installation Of Officers

Officers elected at a regularly scheduled election meeting shall be installed at the next meeting of the general membership immediately following their election. Officers elected or appointed to fill an unanticipated vacancy shall be installed immediately.

Section 4. Term Limits

No member may hold the same office for more than two consecutive terms.

Section 5. Vacancies

Unless otherwise provided for in these by-laws, 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 candidate receiving the greatest number of votes shall be elected, provided that a quorum is present.

Should a vacancy in any office for which these by-laws do not provide for a successor occur at a time when no regular meetings of the General Membership are scheduled to be held for a period greater than one month, the Executive Board 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 general membership at the next regularly scheduled meeting.

ARTICLE V

DUTIES OF OFFICERS

Section 1. Chair

The Chair shall be the chief executive officer of the Council, and shall preside at all meetings of the Council and the Executive Board. Upon taking office the Chair shall assign to the Vice-Chair such responsibilities as in the opinion of the Chair are appropriate.

Section 2. Vice-Chair

The Vice-Chair shall take the place of the Chair and perform those duties whenever the Chair shall be absent or unable to act. The Vice-Chair shall perform such other duties as shall from time to time be determined by the Executive Board. In the event that there is a vacancy in the Office of the Chair, the Vice-Chair shall assume that office for the duration of the unexpired term, and thereafter until a successor is elected.

Section 3. Treasurer

The Treasurer shall have charge of all monies of the Council and shall be responsible for keeping full and accurate accounts of all receipts and disbursements in books belonging to the Council. He or she shall be responsible for the deposit of all monies and other valuables in the name, and to the credit, of the Council 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, and shall co-sign checks with the Chair or other officer designated by the Executive Board for that purpose.

The Treasurer shall maintain a true record of the expenses, assets, and liabilities of the Council in books belonging to the Council, and shall submit the Council's books to the Chair or the Executive Board upon request. He or she shall submit a written financial report at each meeting of the Executive Board showing in appropriate detail (1) the assets and liabilities of the Council; (2) the revenues or receipts of the Council; (3) the expenses or disbursements of the Council. The report shall be filed with the minutes of the meeting. The Treasurer shall deliver a similar report orally at each general membership meeting.

The Treasurer shall execute and file with the Executive Board a bond conditioned upon the faithful performance of his or her duties, as Treasurer, in such sum and with such surety as the Executive Board may require. The premium for such bond, however, shall be paid by the Council.

Section 4. Secretary

The Secretary shall keep the minutes of all meetings of the Executive Board and general membership of the Council. He or she shall have charge of the Council's books and records (other than those kept by the Treasurer) and shall maintain a file of all correspondence, reports, and other documents belonging to, or issued or received by the Council or its committees. The Secretary shall prepare such correspondence as the Chair or Executive Board may require. He or she shall be responsible for seeing that all notices are sent out. He or she shall keep a full and correct list of the officers and members of the Council with their correct addresses and telephone numbers.

Section 5. Assistant Secretary and Assistant Treasurer

The Assistant Secretary and the Assistant Treasurer shall have such powers and shall perform such duties as may be assigned to them by the Executive Board, Chair, Secretary or Treasurer, respectively. In the absence or disability of the Secretary or Treasurer the Assistant Secretary or Assistant Treasurer, as the case may be, shall perform all their duties and exercise all their powers. The Assistant Treasurer may be required to give security for the faithful performance of his or her duties in such sum and with such surety as the Executive Board may require.

ARTICLE VI

EXECUTIVE BOARD

Section 1. Composition

The officers of the Council shall constitute the Executive Board. The Chair shall preside over all meetings of the Executive Board.

Section 2. Meetings

The Executive Board shall meet on the last Monday of each month, or at the convenience and agreement of the Executive Board. Special meetings of the Executive Board may be called by the Chair or upon written request of 2/3 of the members of the Executive Board.

Section 3. Responsibilities

The Executive Board shall:

- (a) Formulate and actively support the Council's objectives, policies and programs.
- (b) Assume responsibility for the provision of adequate finances for the Council's work.
- (c) Formulate an annual budget after receiving the recommendations thereon from the general membership.
- (d) Conduct periodic evaluations of the work of the Council for the purpose of improving overall operations.
- (e) Establish such special committees as may be necessary to carry out the work of the Council.
- (f) Perform any other act that is in the best interest of the Council.

Section 4. Quorum

Two-thirds of the members of the Executive Board shall constitute a quorum for the transaction of business. All matters shall be decided by the vote of a majority of the Executive Board members present at the time of a vote, provided that a quorum is present.

ARTICLE VII

COMMITTEES

Section 1. Types

There shall be Standing Committees and Special Committees. The Standing Committees, shall include a By-Laws Committee and a Nominating Committee.

Section 2. Creation

Special Committees, Ad-Hoc, and standing committees in addition to those named in these by-laws may be appointed by the Executive Board as the need may arise.

Section 3. Composition

Each committee shall consist of a Chairperson and at least two additional members.

Section 4. Appointment of Members

Except as otherwise provided in these by-laws, the members and chairperson of each Standing Committee shall be appointed annually by the Chair, subject to the approval of the Executive Board.

Section 5. Removal of Chairperson

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

ARTICLE VIII

RECORDS AND MANAGEMENT

Section 1. Books, Records and Minutes

All books, accounts, records, and minutes of meetings prepared for the Council shall be the property of the Council and shall be maintained at its office.

Section 2. Examination of Books

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

Section 3. Signing of Checks and Legal Documents

All checks shall be signed on behalf of the Council by the Chair or Vice-Chair, and countersigned by the Treasurer. All legal documents shall be signed on behalf of the Council by the Chair, and countersigned by the Vice-Chair or Secretary.

ARTICLE IX

NOMINATIONS AND ELECTIONS

Section 1. Notice of Meetings

Nominating and election meetings shall be held only upon written notice to the membership given at least one month prior to the date of the scheduled meeting. Notice of a nominating meeting shall state the requirements which must be satisfied before a member may be nominated for office. Notice shall be given in one or more languages as appropriate.

Section 2. Nominating Committee

There shall be a Nominating Committee which shall be a Ad-Hoc Committee. The members of the Nominating Committee shall elect its Chairperson and are eligible for nominating or election to office.

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

Section 3. Nominations

At a meeting of the general membership held at least one month before a meeting at which an election of officers is scheduled to take place, the Nominating Committee shall deliver a report nominating at least one candidate for each office of the Council. 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

A. Quorum

A majority of the members of the Council shall constitute a quorum for the purpose of electing officers. The vote of a majority of the members present at the time of a vote, if a quorum is present at such time, shall be required to elect a candidate to office.

B. 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 body, and such candidate shall be elected to office.

Section 5. Conduct of Nominating and Election Meetings

Nominating and election meetings may be conducted by the Council, the staff of the NYCHA Department of Community Operations ("DCO"), or by an appropriate outside entity approved by DCO. One or more representatives of DCO may attend the Council's nominating and election meeting.

Section 6. Voting

Each member of the Council shall have no more than, nor less than, one 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 Council, or for absence from three 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

- (a) A Review Committee, consisting of the members of the Executive Board (other than the officer whose removal is under consideration) and one observer designated by DCO 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.
- (b) 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 or her choice at the Review Committee meeting.
- (c) If a majority of the members of the committee conclude that the charge (s) have merit, the charges shall be presented to the membership of the Council for their consideration and vote at a special or regular meeting.
- (d) The vote of two-thirds of the members present at the meeting at which the charges 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 on the second Monday of each month unless otherwise ordered by the Council. In the event that a meeting date falls on a legal or religious holiday, the meeting shall be postponed to another date. 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. 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 mailed promptly to each member.

Written notice of each special meeting shall be either personally delivered or mailed to each member at least ten days in advance of the meeting date.

Section 3. Quorum

A majority of the members of the Council 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 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 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 two-thirds of the members of the Executive Board, or by the vote of a majority of the members of the Council at a regular meeting thereof.

Section 6. Order of Business

The order of business at all regular and annual meetings shall be:

- a) Call to order and presentation of the agenda.
- b) Reading and acceptance of minutes.
- c) Presentation of Financial report.
- d) Reports of committees.
- e) Reports of officers.
- f) Discussion of any correspondence, or petitions received.
- g) Unfinished business.
- h) New business.
- i) Announcements
- j) Adjournment.

ARTICLE XII

PARLIAMENTARY AUTHORITY

The rules contained in the latest edition of "Roberts Rules Of Order" shall govern the Council in all instances to which they are applicable and in which they are not inconsistent with the provisions of these By-Laws.

ARTICLE XIII

AMENDMENT OF BY-LAWS

Section 1. Review

These By-Laws shall be reviewed by the By-Laws Committee at least one every three (3) years.

Section 2. Amendments

By-Laws amendments may be proposed by the By-Laws Committee and shall be proposed by the committee upon written request of at least two thirds (2/3) of the members of the District.

Section 3. Notice of Proposed Amendments

Written notice containing the content of every proposed By-Law amendment shall be given to each Council member at least one month prior to the regular or special meeting at which the proposed amendments will be considered. Adoption of a proposed amendment shall require the affirmative vote of at least two-thirds of members in attendance at a regular or special meeting, provided that a quorum is present.

ARTICLE XIV

DISSOLUTION

If for any reason the Council shall dissolve, possession and control of its assets shall be delivered to the New York City Housing Authority.

These By-Laws were prepared by a Committee consisting of the following:

and were adopted by affirmative vote of at least two-thirds (2/3) of the members in attendance at the meeting of the Council held on January 11, 1999.