

BY-LAWS

MORICHES BAY CIVIC ASSOCIATION, INC. NEW YORK STATE PROPOSED - FEBRUARY 2010

ARTICLE

1. NAME

The name of this organization is the Moriches Bay Civic Association, Inc. (hereinafter referred to as the Association or MBCA). Currently the Association maintains its legal location at 116 Lake Avenue, Center Moriches NY 11934, with a mailing address at P.O. Box 46 Center Moriches, NY 11934.

2. MISSION

The mission of the Association is to promote civic pride within the Moriches Bay Area and the betterment of our quality of life; to promote education, community service and support activities relating thereto. To accomplish these objectives, the Association shall endeavor to serve the interests of people primarily residing in the hamlets of Moriches, Center Moriches and East Moriches.

3. NON-DISCRIMINATION POLICY/POLITICAL AFFILIATIONS

It shall be the policy of the Association to avoid making any decisions based upon gender, race, creed, color, national origin, religious persuasion, or for any similar factor. Whenever a word or phrase appears in these by-laws which may imply that such a distinction is made, that term shall be given only its ordinary meaning in accordance with the terms of this Article. Further, the Association shall take no part in, nor shall lend its name, influence, or facilities directly or indirectly to the nomination, election or appointment of any candidate for town, county, state, or national office; nor shall it endorse any product or group.

4. MEMBERSHIP

4.1 Membership - Any person and/or household member of voting age domiciled within the Hamlets of Moriches, Center Moriches or East Moriches who is interested and willing to assist the Association in the pursuit of its mission, shall be eligible to become full voting members of the Association upon payment of membership dues. Proof of residence shall be by evidence of mailing address/zip-code for said Hamlets.

4.1.1 Associate – Any non-domiciled person of voting age or group thereof, interested in the mission and objectives of the Association may achieve associate membership upon evidence of willingness and payment of membership dues; or else by other means such as a monetary donation to the Association. It is understood that Associate Members will be entitled to all of the advantages of membership except that they will not enjoy the privilege of voting.

- 4.2 Dues** – Yearly membership dues are assessed in January for that year in an amount determined by the Board of Directors. All members of a household as defined shall be covered by a single membership fee. After January 31st, members shall not be considered to be in good standing, hold elective office, nor vote until one month after payment of their dues [preferably by March’s general membership meeting]
- 4.3 Voting Quorum** – Only members in good standing and/or their families are eligible to vote at general meetings. Proposals or slates of candidates etc. may be approved by a voting quorum of at least ten active members (excluding elected Officers and Board members of the Association). No member may vote at a general meeting by proxy, or by any form of absentee ballot.
- 4.4 Expulsion** – Any member may be expelled from the Association for conduct or actions contrary to these By-laws, the mission of this Association, or its objectives. Expulsion of a member shall be by a simple two-thirds majority of the Board voting at a board meeting. Thereafter, an expelled member may be given the opportunity to appeal this decision before a committee composed of three persons drawn from the Board and from the general membership.

5. MBCA ORGANIZATION and STRUCTURE

- 5.1 Governance** - The property and affairs of the Association shall be governed by its elected Officers and Board members. The Officers shall consist of: a President, Vice President, Recording Secretary, Corresponding Secretary and Treasurer (see also Assistant Treasurer) together with five Board members (including a Parliamentarian).
- 5.2 Business** - Elected Officers and Board members shall conduct the business of the MBCA according to these by-laws and/or Roberts Rules of Order. Should a contradiction exist between these by-laws, Roberts Rules of Order or by some other guidance, these by-laws shall govern. If a proposal is introduced to amend these by-laws or the structure of the organization, it shall require a quorum vote by at least ten active members at a general meeting, excluding any Elected Officers or Board members who may be present.

5.2.1 Responsibilities of Board Members:

- function as a steering committee to devise strategies to allow the Association to pursue its Mission objectives. Periodically, said objectives shall be examined and reported to the membership together with methods/budgets for accomplishment.
- create and/or authorize procedures as may become necessary for the operations of the Association, but subject to the rules and regulations contained herein.
- and when required, create written positions or issue public statements consistent with the mission of the Association.

Note: *New policies etc, approved by the Board shall be dated and inserted into the Policy Manual by the Recording Secretary. This manual shall be reviewed and/or acted upon by the full Board at least annually.*

5.3 Nominations and Vote to Elected Office – Candidates of good character possessing appropriate credentials are usually proposed by the Nominating Committee. However, suitable candidates may also be proposed from the floor at March’s General Membership meeting. Names of those wishing to be considered for election will be read into the minutes of April’s General membership meeting and thereafter the Nominating Committee will announce its choice of candidates at May’s General Membership Meeting. Approval of this slate by membership quorum will be in May.

5.3.1 Term of Office – Elected officers may serve for up to three successive one-year terms or until suitable successors are elected. Board members must also stand for re-election each year. The term of office for all officers and Board members shall begin on 1 June of a current year and end on 31 May of the following year. Former officers may serve on the Board if nominated and elected.

5.3.2 Vacancies – A vacancy occurring amongst the Officers or the Board may be filled (for the balance of his/her term) by a simple majority vote of the Board present at the next Board meeting.

5.3.3 Absences – An Officer or Board member who is absent from three consecutive Board meetings or from three general membership meetings may be asked to resign unless said absences are occasioned by illness or for some other reason acceptable to a majority of Board members.

5.4 Duties of Elected Officers - The office and principal duties of elected officers of the Association are defined as follows:

5.4.1 President - The President shall preside at and conduct meetings of the Board and general membership in a just and impartial manner and shall have no vote save in the case of a tie. The President may organize ad-hoc committees when necessary and may be a member of any committee, excepting the Review or Nominating Committee. The President may act as spokesperson for the Association with prior approval of the Board and may voice statements in the best interests of the Association. He/she shall publish a meeting agenda prior to general meetings and meetings of the Board.

5.4.2 Vice President - The Vice President shall assist the President when and as directed. In the President’s absence, the Vice President may be asked to conduct general meetings, special meetings or meetings of the Board of Directors. No right of succession shall be assumed without the approval of the Nominating Committee and the general membership.

5.4.3 Recording Secretary - The primary duty of the Recording Secretary is to keep a true account (official minutes recorded in the Minute Book) of discussions and deliberations held at all meetings. At said meetings, he/she shall also be prepared to report minutes of previous meeting(s) and perform such other tasks as may be assigned by the President or Committee Chairs. The Recording Secretary shall also be responsible for maintaining the Association’s Policy Manual.

Note: In the absence of the President and Vice President, the Recording Secretary else the Treasurer may act in their stead.

5.4.4 Treasurer – The Treasurer shall provide oversight of finances to include maintenance, summarization and reporting of financial data. He/she shall receive, disburse and record the use of all funds and shall append current financial information to the minutes of each Board and general membership meeting. Yearly, the Treasurer shall publish an annual operating budget consistent with anticipated revenues and expenditures. Association checks for payment, signed by either the President or the Treasurer, are to be countersigned by an assigned Board member. It is desired that a balance of at least \$1,000 be maintained in both the Association’s checking and savings accounts. A petty cash fund of one hundred fifty dollars may be controlled by the Treasurer.

5.4.4.1 Assistant Treasurer – An Assistant Treasurer may temporarily fulfill the function and obligations of the Treasurer should it become necessary. The Assistant Treasurer may be appointed by the President with the approval of the Board.

5.4.5 Corresponding Secretary - The Corresponding Secretary shall maintain up to date membership rosters to enable advance notice of all meetings, by e-mail or by other means. The Corresponding Secretary or his/her designee shall be the only person authorized to accept Association mail at the post office and to distribute same. He/she shall prepare formal Association correspondence at the request of the President or Board and may perform such other tasks as assigned.

5.4.6 Parliamentarian – A designated Parliamentarian must possess a working knowledge of these by-laws and Robert’s Rules of Order and should also be a Board member. He or she is usually designated as such by the President with the approval of the Board.

5.5 Committees - The President and/or Board may convene three types of committees to conduct the business of the Association. With the exception of the Standing Committees, the President may appoint their Chairpersons and provide guidance regarding their specific duties and tenure. Committee members may be drawn from the general membership or from the Board as desired. A quorum vote for all committees is considered to be a simple majority of the members present. All committees shall operate in accordance with these by-laws and have their constituency noted in the minutes.

5.5.1 Standing Committees – Each year the following two committees will be convened to accomplish and report upon the specific matters noted:

5.5.1.1 Review Committee - A Review Committee (of the Board) shall verify and report [first] to the President and then to the Board, the state of all Association documents and financial records. Thereafter, the President shall report this information to the membership during their February or March meeting. This Committee may select a Chairperson from amongst themselves.

Note: *Review committee members are expected to have prior audit experience.*

Nominating Committee - The Nominating Committee is comprised of three or more persons drawn from the Board or General Membership prior to April's general meeting. Nominees for an elected office may not be members of this committee. This Committee may select a Chairperson from amongst themselves.

5.5.1.2 The principal function of the Nominating Committee shall be to:

- select and nominate a slate of Officers and Board members based upon good and suitable character, neither of which attributes shall be debatable nor amendable.

5.5.2 Ad-Hoc Committees – The President or Board may appoint an Ad-Hoc Committees when necessary to report upon pertinent issues. No Ad-Hoc Committee shall have the power to bind the Association and shall be immediately disbanded when its responsibilities are discharged.

6.0 ASSOCIATION MEETINGS

6.1 Types of Meetings – The Association may schedule three-types of meetings:

6.1.1 General Membership Meetings – General Membership meetings are usually scheduled for the fourth Thursday of each month [except in the summer and in December] but in no event less than eight times a year. Normally, meetings are held in the Community Room of the Center Moriches Public Library, 234 Main Street, Center Moriches NY, or else as may be proposed by the President. Notice of meetings (by e-mail or by regular means) shall be sent to active members of the Association. The Presiding Officer may suspend the following meeting agenda if a motion to do so from the floor is made and carried.

6.4.1.1 Agenda - The agenda of general membership meetings shall usually follow this normal “order of business”:

- 1- Call to Order
- 2- Salute to the Flag
- 3- Approval of the Minutes of the Previous Meeting
- 4- Treasurer's Report
- 5- Corresponding Secretary's Report
- 6- Introduction of Guests
- 7- Reports of the Standing Committees
- 8- Reports of Special Committees
- 9- Unfinished Old Business
- 10- New Business [open to the floor]
- 11- Adjournment

Note: Information for general review is usually available at the registration desk.

6.1.2 Board/Executive Committee Meetings – the President will provide the required meeting notice and agenda (by e-mail or regular means). Said meeting will normally precede general membership meetings and shall be a forum for discussions of Association strategy, governance and topics of interest to the general membership. Board voting shall be by a simple majority of the members present without the necessity to establish any particular quorum.

6.1.3 Special Meetings – These meetings may be scheduled if required for a formal purpose, provided that at least five (5) days notice is sent to active members. Special meetings may be called by the President, a majority of Board members, or by special petition signed by at-least seven persons, or fifteen percent of the membership, whichever is larger.

7.0 CORRESPONDENCE

7.1 Outgoing Correspondence – Formal correspondence shall be on approved Association stationary and signed by the President or his designee. Letters and other routine business correspondence such as: those requesting information, meeting notices or requests for meeting halls, etc. may be prepared and signed by any officer, Board member or committee chairperson. Duplicates of all correspondence, regardless of their nature, shall be delivered to the Secretary for retention in the Correspondence File.