

BAYSWATER CIVIC ASSOCIATION *By-Laws*

ARTICLE I – Name

This association shall be known as BAYSWATER CIVIC ASSOCIATION.

ARTICLE II –

Section 1 Object.

The purpose of this association is to help build and maintain a better community in the Bayswater area in its progressive development in that part of Far Rockaway, in Queens known as Bayswater, bounded and described in the Certificate of Incorporation filed in the office of the Secretary of State of the State of New York in or about September 1945.

- a. To implement through joint efforts of all residents located within Bayswater, an exemplary community, which will combine change with tradition and beauty with functional advancement, while preserving the natural serenity of the community.
- b. To achieve a high quality of life for those residing in Bayswater through joint effort.
- c. To foster and maintain, through joint effort, the beautification of individual property and the safety and security of its residents and property.
- d. To foster and maintain cooperative efforts with neighboring civic associations.
- e. To foster effective measures to improve common services.
- f. To serve in the nature of a town meeting assembly to discuss community betterment issues and to provide at its meetings informed speakers so that better understanding and worthwhile information may be available to this association.
- g. To promote good neighborliness and to bring about better social relations among its members and residents.

Section 2. Bulletin.

This association shall publish and distribute a bulletin, known as the Bayswater *Breeze*, to its members and all known residents of Bayswater.

ARTICLE III – Membership

Any property owner or resident of Bayswater is eligible to become a member upon payment of annual dues. The adult members of each household shall, for the purpose of voting, constitute one membership, and any adult member of the household shall be entitled to exercise said vote. Any adult member of a household which has a membership, shall be entitled to a separate membership, by paying separate annual dues. For the purposes of this Article, an adult is a person who shall be eighteen (18) year of age.

ARTICLE IV. Dues

The annual membership dues shall be due and payable on the first day of each year, and shall from time to time be fixed by the Board of Directors, as in their discretion shall be deemed appropriate.

ARTICLE V – Officers

Section 1.

The officers of this association shall be the president, vice president, corresponding secretary,

recording secretary, and treasurer/membership officer, to be elected by a majority of the members of the association at its meeting in June of each even numbered year, and said officers shall hold office for two (2) years until their successors are elected. No member shall be eligible to be elected as an officer, unless such member shall have been an officer or board member, for not less than the two (2) years preceding such election. All past presidents shall be ex officio members of the Board of Directors.

Section 2.

The aforesaid officers together with the members of the board of directors shall constitute the Board of Directors of Bayswater Civic Association, Inc.

Section 3.

The Board of Directors shall conduct the affairs of the association so as to carry out the purposes of this association as provided by these by-laws.

Section 4.

The Board of Directors shall authorize and control the expenditures of the association and shall have power to incur liability and make such disbursements from the funds of the association as may best promote its interests.

Section 5.

The Board of Directors may at its discretion and when not in conflict with these by-laws, assign duties to the various officers of the association.

Section 6.

Any officer who shall be absent from the meetings of the Board for three consecutive regular meetings and not be excused by the president, his/her term of office shall end and a vacancy shall be deemed to exist; which vacancy shall be filled by a majority of the Board of Directors present at that meeting. This by-law however, shall in no event apply to the president of this association.

Section 7.

The board shall not at any time, in any way, involve the Association in partisan politics. All board members must be paid up members of the Association while serving on the board.

Section 8.

Any officer or director may be recalled and removed from office for just cause, including conduct deemed improper or prejudicial to the Association, at any Board of Directors meeting, by a two third (2/3) vote of the members present, provided that said person shall have been notified by registered mail three (3) weeks prior to the meeting and all members have been notified three (3) weeks prior by regular mail and/or email of such meeting and the purpose thereof. Such notice shall state the specific facts specifying the conduct that constituted the charge or charges.

ARTICLE VI – Nominations and Elections

Section 1.

Election of officers shall be by majority of voting members at the annual meeting in June of every even year.

Section 2.

Members of the Board, but not Officers, may be removed from the Board for inability to serve, no longer pay dues, resign or are removed from the board for misconduct. Such removal shall be by a two thirds (2/3) vote of the officers and board members present. Vacancies on the Board shall be filled by members of the Association who shall have been members in good standing for not less than two (2) years, by a vote of two thirds of the officers and board members present and voting at a

meeting of the Board. Prospective replacements for such vacancies shall be nominated by the President.

Section 3.

Prior to the May meeting of the Board of Directors, every even year, a Nominating Committee consisting of all past presidents plus two (2) members, chosen by the President from the Board of Directors, shall prepare a slate of officers. In the event that there shall not be a living past president, still a member of the Association, the Vice President shall be a member of the Nominating Committee. The Board of Directors shall thereupon at the May meeting by a vote of the majority of those present approve or disapprove the slate. Upon the acceptance of the nominees said nominations shall be reported in time for publication in the *Breeze* announcing the June meeting.

Section 4.

There shall be a notice placed in the March edition of the *Breeze* (the Association's official publication) in each even-numbered year that any Association member in good standing may request his/her consideration for nomination by the nominating committee, by contacting the chairman of the nominating committee, whose name, telephone number and address shall be stated in such notice.

ARTICLE VII – Duties of Officers

Section 1. President

The President shall preside at all meetings of the Association and shall perform such other duties as may properly come under the capacity of president. The President shall appoint all committees and shall perform such other duties as may be required by the directors or by-laws. He/she shall also be an ex officio member of all committees. The President may from time to time appoint such standing or temporary committees as he/she may deem necessary to promote the business of the Association and the reports of such committees shall be made to the Board of Directors.

Section 2. Vice President

If for any reason the President shall be unable to preside at meetings or otherwise perform such duties, then the performance of such duties and the exercise of such powers shall devolve upon and be performed by the Vice President.

Section 3. Corresponding Secretary

It shall be the duty of the Corresponding Secretary to receive all mail addressed to the Association and to acknowledge receipt of same. All such correspondence shall be read at each meeting of the Board of Directors and said Corresponding Secretary shall reply to such correspondence as directed by the President or the members of the Board of Directors.

Section 4. Recording / Meeting Secretary

The Recording Secretary shall keep a permanent record of all proceedings, and minutes of previous meeting shall be read at each meeting of the Board of Directors. Recording secretary shall send notice of all such meetings and shall perform all duties as may pertain to the office.

Section 5. Treasurer

It shall be the duty of the Treasurer to keep true records between the Association and its members, to keep an accurate record of all monies received for any purpose whatsoever, to pay all funds authorized by the Board of Directors, to deposit all funds belonging to the

Association in a bank account in the name of this Association, such funds to be withdrawn in such a manner and form as may be decided by the Board of Directors and as appears by resolution, to be made by the Board of Directors. All dues shall be recorded and accounted for and an accurate membership list shall be maintained. The Treasurer shall report at each meeting of the board, the income, disbursements, the balance of the accounts and the unpaid bills.

ARTICLE VIII Meetings

Section 1.

Quarterly Open meetings of the Bayswater Civic Association shall be held in September, December, March and June of each year. Monthly meetings of the Board of Directors shall be held on the fourth Monday of each month except during July and August. The president shall have the discretion to change the date of a particular meeting.

Section 2.

Special meetings of the members of the Association may be called upon the written request of twenty (20) members who are at the time in good standing. Special meetings of the Board of Directors, may be called by the President or any five (5) members of the Board of Directors. A majority of the Board of Directors shall constitute a quorum at any meeting of the Board.

Section 3.

Notification of quarterly meetings shall be published in the *Breeze* prior to such meetings and additionally be announced by Email.

ARTICLE IX – AMENDMENTS

Any proposed amendment to these by-laws should be sent to the president prior to any meeting. Consideration of such amendment may then be discussed at the next Board of Directors meeting. If approved by a majority vote of those present a formal proposal may be made. The proposed amendment shall then be discussed at the next Open meeting of the Association and a vote of 2/3 of members present in good standing shall be needed to pass the amendment. Intention to vote upon said proposal must be announced in the *Breeze* prior to that meeting, which notice shall include the full text of each such proposed change.

ARTICLE X – DISSOLUTION

In the event this Association is dissolved, any funds or property of the Association at the time of the dissolution shall be donated to a community charity at the Board's discretion and with the approval of a majority vote at an Association meeting.

ARTICLE – XI ORDER OF BUSINESS

Meetings of the Association shall be flexibly guided by Robert's Rules of Order wherever applicable and when not inconsistent with these by-laws.