

# Constitution and Bylaws of the Oakdale Civic Association

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## **Preamble**

The purpose of the Association shall be to unite residents of the hamlet of Oakdale, Long Island, New York, for the maintenance and improvement of the quality of life of its citizens and to keep its members informed of issues and problems affecting Oakdale so they can play an active role in the future of the Oakdale Community. The Association takes measures as are necessary to procure physical improvements for the community, and undertakes and promotes projects for the general welfare of the residents of the community. The Association, at times, looks to coordinate and cooperate with other local organizations, when such cooperation benefits the quality of life of the residents of Oakdale.

## **Article 1: Name**

This organization is known as the Oakdale Civic Association, Ltd., of Oakdale, Long Island, New York.

## **Article 2: Membership**

**Section 1.** Membership is open to any adult age eighteen years or over, whose legal residence is in Oakdale or any business located in the hamlet of Oakdale. This includes both homeowner and members of their household over the age of eighteen years.

**Section 2.** Application for membership shall be in writing and must contain the applicant's full name, spouse's name, place of residence in Oakdale and E-Mail address. The application must be accompanied by the initiation fee, if any, and the current year's dues as set by the Board of Directors. Membership is not transferable

## **Article 3: Dismissals**

**Section 1.** Any member is subject to dismissal from the Association by 2/3 vote of the Board of Directors providing no less than four members are present, such vote for any of the following reasons:

- A. Fraud or deceit of the Board of Directors.
- B. Theft or embezzlement of the Association monies.
- C. Nonpayment of dues or fees.
- D. Gross or intentional violation of the Association's Constitution and By-laws.

### **Section 2.**

- A. Members that are dismissed for nonpayment of dues who apply for reinstatement shall pay dues for the entire current year plus such reinstatement fee as set by the Board of Directors.

- B. Members who successfully appeal against the dismissal of the membership shall be immediately restored to all rights and privileges of membership.
- C. The Board of Directors shall review and consider any special or exceptional questions concerning reinstatement, and their decision shall be binding.

## **Article 4: Officers and Directors**

### **Section 1**

- A. The Board of Directors shall consist of the President, Vice President, Corresponding Secretary, Recording Secretary, Treasurer and the appointed Directors.
- B. The officers of the Association constituting the Executive Board shall be a President, Vice President, Corresponding Secretary, Recording Secretary & Treasurer.

### **Section 2.**

- A. Only members in good standing may serve as elected officers or appointed directors.
- B. A member in good standing shall be defined as a member that is current on all dues and fees.

### **Section 3.**

- A. The elected officers shall serve for a term of 1 year.
- B. The elected officers shall assume their duties at the close of the December meeting of the Association at which their election is announced and shall continue in office until the close of the December meeting of the following year.
- C. The appointed members to the Board of Directors, known as Directors shall be appointed for a term of two years which will not run concurrently...
- D. The Directors shall assume their duties at the close of the December meeting at which their appointment is announced and shall continue in office until the close of the December meeting two years later.

### **Section 4.**

- A. A nominating committee will be appointed by the President at the October meeting for elected officers.
- B. Nominations for the elected officers of the Board of Directors shall take place during the November Association meeting.
- C. Elections shall be held during the Association's December general meeting. A simple majority of those members in attendance at the December meeting is required to elect the Association's officers.

### **Section 5.**

- A. The Directors shall be nominated and appointed by the elected members of the Board of Directors based upon a two-thirds (2/3) majority vote. Directors shall be appointed to fill only positions that will be vacant in the coming year. The appointment of Directors is the option of the elected members of the Board of Directors. A Director may be relieved of his or her duties at any time at the option of the elected members of the Board of Directors or by decision of the President.
- B. If a Director steps down or is dismissed by the Association before their term has been completed. The elected members of the Board of Directors have the option of appointing a new Director to finish out the remainder of the term.

## **Article 5: Duties of Officers**

**Section 1.** The President shall preside at all meetings of the Association and shall have the power to appoint committees as needed, as well as to assign to the Board Members other duties of the Association not specified in the Constitution and By-laws. The President is responsible for keeping original copies of all documents of importance to the Association.

**Section 2.** The Vice President shall perform all duties of the President in the event of his or her absence or resignation. The Vice President shall assist the President in promoting the general interest of the Association and perform such duties as may be assigned by the President.

**Section 3.** The Recording Secretary shall keep accurate minutes of all meetings and proceedings of the Association and the Board of Directors. The Recording Secretary shall keep files of all minutes which shall be turned over to a newly installed Recording Secretary. This transfer of records shall be witnessed by at least one other member of the Board of Directors. The Recording Secretary shall also keep an accurate membership list including addresses, telephone numbers and e-mail addresses of all Association members.

**Section 4.** The Corresponding Secretary shall conduct correspondence of the Association and be responsible for maintaining a file of all documents, correspondence, etc., of importance to the Association and turning over said files to a newly installed Corresponding Secretary. This transfer of records shall be witnessed by at least one other member of the Board of Directors. The Corresponding Secretary shall also be responsible for sending out notices of all meetings including Executive Session Meetings of the Board of Directors.

### **Section 5.**

- A.** The Treasurer shall keep an accurate account of all transactions of the Association. The Treasurer shall collect all initiation fees and dues and give receipts therefore, keep a correct accounting thereof, receive all monies coming otherwise into the Association and give receipts therefore and pay all bills, provided the same are approved by the Board of Directors or at the request of the President. The Treasurer shall also make an annual report in writing of all receipts and disbursements covering the period from January 1 to December 31, which shall be submitted to the Board of Directors at the first meeting of the following year.
- B.** The Treasurer shall deposit all monies collected in a bank account in the name of the Oakdale Civic Association. Authorized signers shall include the President, Vice President and Treasurer. All checks are to be signed by two of the authorized signers.
- C.** An annual audit of the Treasurer's books will be conducted by an audit committee comprised of two (2) Association members other than a member of the Board of Directors. The audit shall be performed at the end of the fiscal year and a report shall be furnished to the Board of Directors and the membership at the next general meeting.

## **Article 6: Policy**

**Section 1.** The Board of Directors shall formulate specific policy with regard to day-to-day activities of the Association in keeping with the Constitution and By-laws.

**Section 2.** Any undertaking for the purpose of fundraising for the Association, any granting of awards in the name of the Association and any other activities conducted in the name of the Association shall take place only with the approval of a two-thirds (2/3) majority of the Board of Directors.

## **Article 7: Committees**

### **Section 1.**

- A.** Committees shall be appointed as the need arises by 2/3 majority of the Board of Directors.
- B.** The Board of Directors or the President shall appoint a Chairperson for any committee formed. The Chairperson shall be responsible to act as the spokesperson and coordinator for that committee and shall be responsible to submit a written summary of that committee's activities or findings this summary shall be e-mailed or mailed to the Recording Secretary. The Chairperson may also be required to give a verbal summary at the Associations monthly meetings.
- C.** The President shall be an Ex-officio member of each committee.

## **Article 8: Meetings**

**Section 1.** General meetings shall be held the second Monday of each month from September to June. If the situation warrants, the President shall have the option to cancel general meetings for no more than two consecutive months.

**Section 2.** Special Association meetings can be held when called by the President or Board of Directors. Sufficient notice of at least one week via electronic mail, postal mail and or phone call must be provided to the members.

**Section 3.** Board of Director meetings shall be held when called by the President or other elected member of the Board of Directors. Sufficient notice shall be provided to members of the Board of Directors.

## **Article 9: Quorum and Voting**

**Section 1.** Ten percent of members in good standing shall constitute a quorum for votes pertaining to policy of the Association including amendment of the Constitution and By-laws. Such votes shall be announced to the membership before taking place at a general meeting. For such votes a member's household shall carry one (1) vote equal to that of a single member without additional members in their household.

**Section 2.** Votes regarding ongoing business and specific activities of the Association that do not pertain to the general policy of the Association do not require a quorum, and all in attendance who are members in good standing shall receive a single vote. The procedures for such votes can be altered by a two-third (2/3) majority of the attending members of the Board of Directors.

**Section 3.** Proxy and absentee ballots are not acceptable. Voters must be present at the meeting in order to cast a ballot.

**Section 4.** Officer elections shall be held by closed ballot, unless otherwise voted upon by the membership in attendance.

**Section 5.** To participate in any vote you must be a member in good standing which is as defined in Article 4 Section 2. B,

#### **Article 10: Vacancies**

**Section 1.** The Board of Directors by a 2/3rds vote, shall select new members to the Board of Directors to complete unexpired terms. These newly selected members will enjoy all rights, privileges and responsibilities of as a member of the Board of Directors.

#### **Article 11: Amending the Constitution and By-laws**

**Section 1.** Any member in good standing may propose an amendment to the Constitution and By-laws. The proposal shall have the signatures of at least ten (10) members in good standing. The Proposed amendments shall be submitted to the Board of Directors for presentation to the general membership at a meeting announced by the Board of Directors, which may include the monthly general meeting. Adoption of the proposed amendment shall require a two-thirds (2/3) majority of votes of the attending members in favor according to the procedure described in Article 9 Section 1

**Section 2.** The Board of Directors may approve an amendment to the Constitution and By-laws by a two thirds (2/3) majority of the Board of Directors without a vote by the membership. Such an amendment may be reversed or modified by the membership according to the procedure of Section 1 of this Article.

#### **Article 12: Annual Dues and Fees**

**Section 1.** Annual membership dues and other fees shall be established by a two thirds (2/3) majority of the Board of Directors.

**Section 2.** Payment of dues shall be required of each household of which an individual is a member and shall not be required of each member in the household. For continuing membership, payment of dues, required for the new year which have not been received by the February meeting of that new year shall be considered late and the membership shall be dismissed. Dues are due on January 1 of each year. Dues not paid by Feb. 27 are considered past due

### **Article 13: Order of Business**

The order of business at all general meetings of the Oakdale Civic Association shall be as follows:

1. Meeting called to order
2. Reading of the minutes of the previous meeting
3. Treasurer's report
4. Communications
5. Reports
6. Unfinished business
7. New Business
8. Adjournment

Roberts Rule of Order Newly Revised shall govern the organizations in all matters of procedure not specifically covered in the Constitution and By-Laws.