

## **Constitution and Bylaws of the Oakdale Civic Association**

Revised 11-05-2015 | Revised 09-18-2023

### **Preamble**

The purpose of the Oakdale Civic Association (Association) shall be to unite residents of the hamlet of Oakdale, Town of Islip, County of Suffolk, 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, New York.

### **Article 2: Membership**

#### **Section 1.**

##### **A. Voting Members**

Membership is open to any adult aged 18 years or over, whose legal residence is in the hamlet of Oakdale. Membership shall include both homeowner(s) and members of their household over the age of 18 years. Membership shall allow no more than one (1) vote per household.

##### **B. Honorary Members**

Any adult aged 18 years or over may join the Association as an Honorary Member with the support and recommendation of a member of the Board of Directors. Honorary Members are non-voting.

**Section 2.** Application for membership shall be in writing and must contain the applicant's full name, place of residence, E-Mail address, and telephone number, and may include the name of any additional adult member(s) of said household. 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: Sponsorship**

**Section 1.** Sponsorship is open to any business that has a storefront in the hamlet of Oakdale, the business owner has a primary residence in the hamlet of Oakdale, or by the recommendation and support of a member of the Board of Directors. Sponsors are non-voting.

**Section 2.** Application for sponsorship shall be in writing and must contain the name of the business, associated address, email address, telephone number and/or social media information. The application must be accompanied by the sponsorship fee, as set by the Board of Directors. Sponsorship is not transferable.

### **Article 4: Dismissals**

**Section 1.** Any member is subject to dismissal from the Association by two-thirds ( $\frac{2}{3}$ ) vote of the Board of Directors providing no less than four (4) 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 who successfully appeal the dismissal of the membership shall be immediately restored to all rights and privileges of membership.
- B. The Board of Directors shall review and consider any special or exceptional questions concerning reinstatement, and their decision shall be binding.

## **Article 5: 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 elected officers of the Association constituting the Executive Board shall be the President, Vice President, Corresponding Secretary, Recording Secretary and Treasurer.

### **Section 2.**

- A. Only Voting Members in good standing and with continuous membership tenure of one (1) or more years 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 two (2) consecutive years.
- B. The elected officers shall assume their duties at the close of the June meeting of the Association at which their election is announced and shall continue in office until the close of the June meeting, two (2) years later.
- C. No member shall hold the office of President for more than three (3) consecutive terms.
- D. The appointed members to the Board of Directors, known as Directors, shall be appointed for a term of one (1) year. There shall be no more than four (4) Directors at any given time.
- E. The Directors shall assume their duties at the close of the September meeting at which their appointment is announced and shall continue in office until the close of the September meeting, one year later.

### **Section 4.**

- A. A nominating committee will be appointed as per Article 8, at the April meeting for elected officers. All members shall be provided contact information for the Chairperson of the nominating committee no later than one (1) week post the April meeting.
- B. Nominations for the elected officers of the Board of Directors shall take place during the May Association meeting.
- C. Elections shall be held during the Association's June general meeting. A simple majority of those members in attendance at the June meeting is required to elect the Association's officers. New officers will begin service at the close of the June General Meeting.
- D. If an elected officer steps down or is dismissed before their term has completed, the Executive Board may appoint a new officer to the position for the remainder of the term by a majority two-thirds ( $\frac{2}{3}$ ) vote of the balance of the Executive Board.
- E. Elected officers may be dismissed by a majority two-thirds ( $\frac{2}{3}$ ) vote of the balance of the Board of Directors. Grounds for dismissal include:
  - 1. Fraud or deceit of the Board of Directors.
  - 2. Theft or embezzlement of the Association monies.
  - 3. Nonpayment of dues or fees.

4. Gross or intentional violation of the Association's Constitution and By-laws.
5. Misuse of the Association as a vehicle for personal or professional gain.
6. Consistent inability to fulfill duties or failure to contribute to the organization's activities.

#### **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 at the option of the elected members of the Board of Directors.
- B. A Director may be relieved of their duties at any time at the option of the elected members of the Board of Directors or by decision of the President.

#### **Article 6: Duties of Officers**

##### **Section 1. President**

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. Vice President**

The Vice President shall perform all duties of the President in the event of the President's 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. Recording Secretary**

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 (1) other member of the Board of Directors.

##### **Section 4. Corresponding Secretary**

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 (1) other member of the Board of Directors. The Corresponding Secretary shall also be responsible for sending out notices of all meetings including, but not limited to Executive Session Meetings of the Board of Directors.

##### **Section 5. Treasurer**

- 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 (2) of the authorized signers.
- C. An annual audit of the Treasurer's books will be conducted by an audit committee comprised of

no less than 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.

- D. The Treasurer shall be responsible for keeping an accurate membership list which shall include names, addresses, telephone numbers and email addresses of all Association members.

#### **Article 7: Policy**

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

**Section 2.** The Board of Directors shall formulate specific policy with regard to 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.

#### **Article 8: Committees**

##### **Section 1.**

- A. Committees shall be appointed as the need arises by two-thirds ( $\frac{2}{3}$ ) majority of the Executive Board.
- B. The Executive Board 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 and/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 Association's general meetings.
- C. The President shall be an Ex-officio member of each committee.

#### **Article 9: Meetings**

**Section 1.** General meetings (General Meeting) 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 (2) consecutive months. The President shall have the option to reschedule a general meeting provided that sufficient notice of at least two (2) weeks must be provided to the members.

**Section 2.** Special Association meetings can be held when called by the President or Board of Directors. Sufficient notice of at least one (1) week 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 of at least one (1) week must be provided to members of the Board of Directors.

#### **Article 10: Quorum and Voting**

**Section 1.** Ten percent (10%) of members in good standing shall constitute a quorum for votes pertaining to policy of the Association including an 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 ( $\frac{2}{3}$ ) 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 Voting Member in good standing as defined in Article 5 Section 2.B.

#### **Article 11: Vacancies**

##### **Section 1.**

- A. The Board of Directors, by a two-thirds ( $\frac{2}{3}$ ) vote, may appoint new members to the Executive Board to complete unexpired terms. The newly appointed member shall enjoy all rights, privileges and responsibilities as a member of the Executive Board and Board of Directors.
- B. If a Director steps down or is dismissed by the Association before their term has been completed, or if a vacancy exists, the Executive Board has the option of appointing a new Director to finish out the remainder of the term by a two-thirds ( $\frac{2}{3}$ ) majority vote. The newly appointed Director shall enjoy all rights, privileges and responsibilities as a member of the Board of Directors for the remainder of the term.

#### **Article 12: 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 and with membership tenure of at least two (2) years. 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 ( $\frac{2}{3}$ ) majority of vote of the attending members in favor according to the procedure described in Article 10, Section 1.

**Section 2.** The Board of Directors may approve an amendment to the Constitution and By-laws by a two-thirds ( $\frac{2}{3}$ ) majority of the Board of Directors without a vote by the membership; however, members must be made aware of such amendment prior to its effective date. Such an amendment may be reversed or modified by the membership according to the procedure of Section 1 of this Article.

#### **Article 13: Annual Dues and Fees**

**Section 1.** Annual membership dues and other fees shall be established by a two-thirds ( $\frac{2}{3}$ ) 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. Membership dues shall only be accepted for the calendar year during which they are collected. For continuing membership, payment of dues is required during each calendar year.

#### **Article 14: 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 this Constitution and By-Laws of the Oakdale Civic Association.