

**BY-LAWS OF COMMUNITY BOARD NO. 8
BOROUGH OF BROOKLYN**

(As amended December 2020)

ARTICLE I

NAME

1.1 The name of the organization shall be **COMMUNITY BOARD NO. 8 of the Borough of Brooklyn** (hereinafter referred to as the “**BOARD**”).

ARTICLE II

APPLICABILITY

2.1 These By-Laws shall be the governing instrument of the Board, and shall conform to the applicable provisions of the New York City Charter (hereinafter the “Charter”) and other applicable provisions of law. Nothing in these By-Laws shall be construed to change, modify or amend the Charter. In case of conflict between the provisions of the Charter or other applicable law and the By-Laws, the provisions of the Charter or other applicable law shall govern.

ARTICLE III

GEOGRAPHIC AREA OF JURISDICTION

3.1 The geographic area of the Board’s jurisdiction generally consisting of the **Crown Heights North, Prospect Heights, and Weeksville** communities or neighborhoods in the Borough of Brooklyn, shall be as is specifically designated as Community District No. 8 in the Borough of Brooklyn on the Community District Map as adopted and from time to time, as may be amended or modified.

ARTICLE IV

PURPOSES AND POWERS

4.1 The Board shall have those purposes and powers and perform those functions as specifically set forth in the Charter, including but not limited to Sections 2700 and 2800, or other applicable provisions of law.

ARTICLE V

MEMBERSHIP

5.1 Composition: The Board shall consist of (a) not more than fifty members (hereinafter sometimes referred to as "Appointed Member(s)" or "member(s)") appointed by the President of the Borough of Brooklyn (hereinafter the "Borough President"), at least one-half of whom shall be appointed from nominees of the Council Members elected from Council Districts which include any part of the Community District and (b) all such Council Members as non-voting members.

5.2 Term: Members shall serve for a two-year term beginning on the first day of April. One-half of the members shall take office in odd numbered years and one-half in even numbered years. Members shall serve until their successors are appointed but no member may serve for more than sixty days after the expiration of his or her original term unless reappointed by the Borough President.

5.3 Members shall serve without compensation.

5.4 Expectations, Duties, and Obligations

(a) Members shall diligently attend and participate in all general and special meetings of the Board.

(b) Members shall serve on two (2) committees and shall regularly attend and participate in such committees.

(c) Members shall be counted at all roll call votes at Board meetings.

(d) The Chairperson of the Board may excuse an absence from the Board meeting and the Chair of a committee may excuse an absence from that committee's meeting, if written or verbal notice is received by the Chairperson, Chair of Committee, or Board office no later than 4 PM on the day of the meeting. Excused absences, if received prior to the meeting, shall not count as non-attendance or non-participation. From time to time, the Chair may grant Leaves of Absence to Board Members for good cause shown upon request, the default length of which

shall be 3 months. During a Leave of Absence, Board Members shall be excused from Board and Committee meetings.

5.5 Resignation and Removal of Members

(a) An Appointed Member may resign at any time by submitting a resignation letter to the Chairperson and the District Manager. Such resignation shall take effect at the time specified therein or if no time is specified, the resignation shall be effective immediately upon receipt of a written resignation letter by the District Office.

(b) An Appointed Member may be removed from the Board for cause by the Borough President.

(c) An Appointed Member may be removed from the Board for cause, only after:

- (i) a two-thirds majority of the members of the Executive Committee present and entitled to vote recommends a removal hearing,
- (ii) service of charges and specifications, by electronic mail and USPS mail, on the Appointed Member, at least 21 days prior to a scheduled hearing,
- (iii) a scheduled hearing before the Board, at a general or special meeting, at which the Appointed Member shall have the right to respond to the charges and specifications, the right to counsel, and the right to produce witnesses or evidence on his or her behalf. The notice of the meeting shall include the hearing on its agenda, and
- (iv) a majority vote of the Board in favor of a motion to remove.

(d) Circumstances which may constitute cause for removal shall include, but shall not be limited to:

- (i) Non-attendance at four of the previous six consecutive general or special Board meetings
- (ii) Non-attendance at four of the previous six consecutive meetings of a committee of which the Appointed Member is a member
- (iii) Failure to serve on two (2) committees
- (iv) A majority of missed roll call votes at the previous six consecutive general or special Board meetings
- (iv) conduct detrimental to the Board.

5.6 Representing the Board:

From time to time, Appointed Members may appear before a governmental agency, authority, or official, or may otherwise speak publicly or to the press concerning subjects on which the Board has an adopted position. When doing so as representatives of the Board, members are expected to convey the Board's adopted position accurately. When doing so as individuals, i.e. NOT as representatives of the Board, members are expected to explain that they do not represent the Board, and that the opinions they express are their own. Failure to comport with this section shall be deemed conduct detrimental to the Board, and may constitute cause for removal.

ARTICLE VI

OFFICERS; ELECTION AND REMOVAL

6.1 Composition

(a) The Officers of the Board shall be:

- (1) **CHAIRPERSON**
- (2) **FIRST VICE CHAIRPERSON**
- (3) **SECOND VICE CHAIRPERSON**
- (4) **THIRD VICE CHAIRPERSON**
- (5) **SECRETARY**
- (6) **TREASURER**
- (7) **SERGEANT-AT-ARMS**

(b) Each officer shall be an Appointed Member of the Board in good standing and shall serve for a two-year term commencing on July first of the year of election, and continuing until resignation, removal, or a successor is elected.

6.2 Nomination and Election

(a) At the regular meeting of the Board held in the month of **March of every odd-numbered year**, a **Nominating Committee** consisting of not less than three nor more than five Appointed Members shall be appointed by the Chairperson. A member who accepts this appointment shall be ineligible to be nominated as a candidate for office, either by the Nominating Committee or from the floor, for the duration of the election cycle.

(b) In the official notice for the next regular meeting of the Board following the Nominating Committee's appointment, the Nominating Committee shall publish a list of candidates for each office. Any Appointed Member who has served at least two full years on the board is eligible to be nominated by the Nominating Committee. At this meeting, Appointed Members may offer additional nominations from the floor at the meeting.

(c) The election of officers shall take place at the next regular meeting of the Board following the publication of the candidate list and floor nominations. The election of an officer shall be determined by a majority vote and by signed paper ballot only. Proxy votes are not permitted. If a candidate for a particular office does not receive a majority vote, a run-off election shall be held immediately at the same meeting between the two candidates receiving the highest number of votes for that office. In the event that the election cannot occur in person, the Nominating Committee, in consultation with the District Manager, may set rules for alternative balloting methods.

6.3 Resignation and Removal of Officers

(a) An officer may resign at any time by submitting a resignation letter to the Chairperson and the District Manager. Such resignation shall take effect at the time specified therein or if no time is specified, the resignation shall be effective immediately upon receipt of a written resignation letter by the District Office.

(b) An officer may be removed from office for cause, only after:

(i) a two-thirds majority of the members of the Executive Committee present and entitled to vote recommend a removal hearing,

(ii) service of charges and specifications, by email and certified letter, return receipt requested, on the officer, at least 30 days prior to a scheduled hearing,

(iii) a scheduled hearing before the Board, at a general or special meeting, at which the officer shall have the right to respond to the charges and specifications, the right to counsel and the right to produce witnesses or evidence on his or her behalf. The notice of the meeting shall include the hearing on its agenda, and

(iv) a majority vote of the Board in favor of a motion to remove. The removal of an officer from office shall not constitute a removal of an Appointed Member from the Board.

(c) Circumstances which may constitute cause for removal from office shall include, but shall not be limited to, over the previous six months:

(i) substantial non-attendance at Board meetings;

(ii) substantial non-attendance at Executive Committee meetings;

(iii) substantial record of missed roll call votes at the Board meeting;

(iv) dereliction of the specific duties of the office as enumerated in Article VII;

and

(v) conduct detrimental to the Board.

(d) If a vacancy is created due to the death, resignation, termination of Board membership, or removal of any officer, in an even-numbered year or an odd-numbered year subsequent to the May meeting, the Chair may appoint an Acting Officer, subject to the approval of a majority of Officers of the Board. If the vacancy is created in an odd-numbered year prior to the March meeting, or while a Nominating Committee is sitting, the Board shall proceed according to Section 2, paragraphs a, b, and c of this Article. Any officer appointed or elected to fill a vacancy shall hold office for the remainder of the unexpired term and until a qualified successor is elected.

ARTICLE VII

DUTIES OF OFFICERS

7.1 The Chairperson shall be the chief executive officer of the Board. All reports required by the Charter shall be filed by the Chairperson. The Chairperson shall preside at all meetings of the Board and shall be an ex-officio non-voting member of all committees except the nominating committee.

- (a) From time to time, the Board may recognize exemplary service by a retiring Chair who has served not less than two consecutive terms as a Chair of the Board, by granting such person the title of "Chair Emeritus" for the next Board term. Any Chair Emeritus who is not otherwise entitled to serve on the Executive Committee shall be a non-voting *ex officio* member of that Committee, whether or not that person is a Member of the Board.

7.2 The First Vice-Chairperson, the Second Vice-Chairperson, and the Third Vice-Chairperson, successively, shall have any of the powers and perform any of the duties of the Chairperson if the Chairperson so directs, or if the Chairperson shall be incapacitated, or if there shall be a vacancy in the office of Chairperson until a qualified successor Chairperson shall be elected. The Vice-Chairpersons shall each be designated oversight responsibility for specific committees, as they shall determine from time to time, and they shall work with the Committee Chairs and Vice-Chairs to set committee agendas, share information, and coordinate efforts among the Committees.

7.3 The Secretary shall call the roll and record votes at Board Meetings, shall act as a parliamentary authority during Board Meetings, and shall work with the District Manager to cause the minutes of meetings and public hearings of the Board to be recorded and the records of the Board, including minutes, notes, resolutions, reports, communications and correspondence to be maintained in an orderly manner. In addition, the Secretary shall have such powers and perform such duties as shall be assigned to the Secretary by the Chairperson of the Board. In the absence of the Secretary, the Chairperson may designate any other Officer of the Board to act as secretary on a temporary basis.

7.4 The Sergeant-At-Arms shall be the executive officer who enforces order, shall also act as parliamentary authority, and shall cause records to be maintained showing the attendance of all members at meetings

7.5 The Treasurer shall cause the financial books and records of the Board to be maintained, shall report thereon to the Board at least annually, and shall sign all checks, together with the Chairperson, the District Manager or any other officer. If the Treasurer is incapacitated, the Chairperson and the District Manager, or the Chairperson and any other officer may sign instead.

7.6 In addition to the above specified duties, each Officer shall continue to perform all duties and fulfill all obligations of Membership as described above in Article V.

ARTICLE VIII

COMMITTEES

8.1 Committees

(a) The Board shall have Committees that address areas of concern to the District, including but not limited to Economic Development, Education, Environment, Health, Housing, Landmarks, Land Use, Membership, Parks and Recreation, Public Safety, Sanitation, Seniors, State Liquor Authority/Sidewalk Café Review, Transportation, and Youth and Family Services.

(b) Committees shall be established from time to time by resolution of the Board, which resolution shall set forth a Committee's purposes, its cycle of meetings and scheduled dates, its intended duration, whether it reports to the Executive Committee or another Committee, and any other matters concerning its operation not otherwise addressed in these By-Laws.

(c) The Board shall have the power to merge or separate Committees by resolution of the Board, so long as each of the areas of concern, as itemized herein, are addressed by at least one committee.

8.2 Officers of Committees

(a) The officers of each Committee shall consist of:

(i) a Chair, who shall be an Appointed Member, shall preside at committee meetings and public hearings conducted by the committee, and shall be responsible for submitting minutes and attendance records to the District Office; and

(ii) a Vice-Chair, who shall be an Appointed Member, shall assist the Chair, and shall fulfill the Chair's responsibilities when the Chair is unavailable.

(b) The Chairs of Committees shall serve or be removed at the pleasure of the Chairperson of the Board, subject to the approval of a majority of the Vice-Chairpersons of the Board. No member may serve as Chair of more than one committee. The Vice-Chairs of Committees shall serve or be removed at the pleasure of the Chairperson, after consultation with the Chair of the Committee, subject to the approval of a majority of the Vice Chairpersons of the Board. When both the Chair and Vice-Chair are unavailable to conduct a meeting or hearing, the Chairperson of the Board may direct an Appointed Member of such committee, or an Executive Committee member, to conduct the meeting or hearing on an ad hoc basis.

(c) The Chair shall appoint a Secretary, who shall take minutes and record attendance at meetings and public hearings, and submit same to the Chair for review.

8.3 Membership of Committees

(a) The membership of each committee shall consist of such Appointed Members as qualify under 8.3.b; such other persons who are not Appointed Members of the Board, but who have a residence, business, professional or other significant interest in the district (hereinafter, "Public Members"), as qualify under 8.3.c; and the Chairperson of the Board. Appointed

Members shall constitute a majority of each committee's members entitled to vote. The District Manager shall maintain the membership roster for each committee.

- (b) Appointed Members shall qualify to serve on a committee by:
 - (i) Appointment of the Chairperson of the Board or Committee Chair;
 - (ii) Initial selection of committees upon joining the Board; or
 - (iii) Attendance at three consecutive committee meetings.

- (c) Public Members shall qualify to serve on a committee by:
 - (i) Appointment from the Chairperson of the Board; or
 - (ii) Attendance at three consecutive committee meetings.

- (d) Appointed Members shall be removed from a committee:
 - (i) For conduct detrimental to the Committee, upon written recommendation of removal by the Committee Chair, Committee Vice-Chair, or Chairperson of the Board, subject to the approval of a majority of Vice Chairpersons of the Board; or
 - (ii) For absence from three of the committee's prior six meetings.

- (e) Public Members shall be removed from a committee:
 - (i) For conduct detrimental to the Committee, upon written recommendation of removal by the Committee Chair, Committee Vice-Chair, or Chairperson of the Board; or
 - (ii) For absence from three of the committee's prior six meetings.

- (f) For a given meeting, the roster of members entitled to vote shall consist of:
 - (i) those members in continued good standing as of the adjournment of the prior meeting;
 - (ii) those members appointed by order of the Chairperson or Committee Chair in the interim between the adjournment of the prior meeting and the call to order of the current meeting;
 - (iii) those members who selected the committee initially upon joining the Board in the interim between the adjournment of the prior meeting and the call to order of the current meeting;
 - (iv) those members who have attended the three consecutive prior meetings;and
 - (v) the Chairperson of the Board; BUT
 - (vi) NOT those members ordered to be removed from the roster by the Chairperson or Committee Chair in the interim between the adjournment of the prior meeting and the call to order of the current meeting; and
 - (vii) NOT those members who have been absent from three or more of the committee's prior six meetings.

8.4 Business, Duties, and Obligations of Committees

- (a) In general, each committee shall meet at least four times between September and June, subject to approval of Executive Committee, and shall strive to assist the Board in its Charter-mandated mission to Plan our community, facilitate Citizen Participation in

Government, and enhance Service Delivery. Each committee should be able to relate its subject matter with these three principles.

(b) Reporting Requirements:

(i) In June of each year, the Chair of each committee shall submit to the Chairperson a Statement of District Needs for the upcoming term.

(ii) In September of each year, the Chair of each committee shall submit to the Chairperson an action plan for the Board term describing that committee's goals and expectations for the upcoming term.

(iii) Over the summer recess, the Chair of each committee shall submit to the Chairperson a report summarizing the term and evaluating the committee's performance and accomplishments relative to its previously submitted action plan.

(c) Business:

(i) At any particular Committee meeting, a majority of that committee's total membership, but in any event no fewer than three members, must be present and entitled to vote in order to constitute a quorum.

(ii) The determination or action of the majority of those members present and entitled to vote shall be held to be the determination or action of the committee.

(iii) From time to time, a committee may make a recommendation to the full Board (an "Action Item") whereby it requests that the full Board approve a determination or action of the committee.

(iv) Any committees with adjudicatory responsibilities requiring time-sensitive response to applications for regulatory agency approvals may hold meetings, either in person or virtual, by telephone conference call and audiovisual means (e.g. a videoconferencing platform), when the Board is not in session for any reason, and in such circumstances, the determination of the committee shall be deemed the determination of the Board.

(d) After each meeting of a committee, the Chair shall see that the minutes and attendance record of the meeting are timely submitted to the Board Office. If no such minutes and attendance are received by the Board Office prior to a Full Board Meeting, the Chair of the committee may present a verbal committee report only by permission of the Chairperson of the Board, on good cause shown.

(e) Each committee shall have the power to adopt its own rules of procedure consistent with the Charter, these By-Laws, and the Open Meetings Law.

8.5 Special Powers of the Executive Committee

(a) The Executive Committee shall have as its members only the officers of the Board and the chairs of each of the committees which report to it, and shall be exempt from 8.4. In the event a committee chair cannot attend a given meeting, the committee's vice-chair may attend and have full membership privileges for that meeting.

(b) This committee shall meet at least monthly, excepting July and August; at the call of the Chairperson; or upon the request of one-third of its members.

- (c) The Executive Committee shall have the following duties:
 - (i) Review the minutes and proposed Action Items of the committees;
 - (ii) Either ratify Action Items for the consideration of the Board, or refer them back to Committee for further review or amendment;
 - (iii) Consider such other matters as it deems advisable;
 - (iv) Advise the Chairperson, District Manager, Officers, and Chairs; and
 - (v) Create its own Action Items for the consideration of the Board.

- (d) The Chairperson of the Board shall serve as the Chair of the Executive Committee, and may also chair another committee.

ARTICLE IX

MEETINGS, QUORUM AND VOTING

9.1 Regular Meetings

(a) Except during the months of July and August, the Board shall meet at least once each month (“Board Meeting”) and shall conduct a public hearing whenever necessary within Community District No. 8.

(b) At each Board Meeting, the Board may:

- i. Vote on action items submitted for its consideration;
- ii. Hear presentations of committee reports;
- iii. Hear updates from elected officials or their representatives;
- iv. Hear special presentations from government agencies or other entities;
- v. Permit members of the public to speak before it.

(c) Regular monthly meetings of the Board shall be held on the second Thursday of each month, except if such Thursday is a holiday, the regular monthly meeting will be held the Wednesday before the holiday.

(d) At least one week prior to the Board Meeting, official notice of the Board Meeting shall be published by electronic or hard copy, and shall contain an agenda of all presentations and foreseeable action items as well as minutes of the most recent meeting of each committee and the prior Board Meeting.

9.2 A special meeting of the Board shall be a meeting other than the regular monthly meeting and shall be called by the Chairperson (a) at his or her discretion or (b) upon the written request of at least one-third of the Appointed Members of the Board. A special meeting shall be called upon at least five days prior written notice, specifying the purpose of the meeting, agenda, time and place. Only those matters specified in the notice may be considered.

9.3 Meetings and public hearings of the Board and committee meetings shall be conducted in accordance with the Open Meeting Law.

9.4 (a) A majority of the Appointed Members of the Board shall constitute a quorum of the Board.

(b) Whenever any act is authorized to be done or any determination or decision is made by the Board, the act, determination or decision of the majority of the Appointed Members present and entitled to vote during the presence of a quorum shall be held to be the act, determination or decision of the Board.

(c) All voting shall be in person and shall be conducted and recorded in accordance with the Open Meetings Law and the Freedom of Information Law.

9.5 Conflicts of Interest

(a) No Appointed Members may vote on any matter before the Board or any committee of the Board which may result in personal and direct economic gain to the member or any person with whom the member is associated.

(b) No Appointed Member who is an employee of the City of New York may vote on any matter before the Board or any committee of the Board which has been or may be considered by the employee's agency.

(c) No Appointed Member who serves on the board of directors of a not-for-profit organization may vote on Board matters recommending funding by City agencies for such organizations.

(d) If a member has a conflict of interest and is not entitled to vote on a particular Board matter, such member after disclosure may thereupon participate in discussion of the matter.

(e) If a member is not entitled to vote because of a conflict of interest, then, in such event, the number of members entitled to vote on that matter is reduced and the majority required for passage is reduced accordingly.

9.6 "Roberts Rules of Order" shall govern parliamentary procedure at meetings and public hearings of the Board and at committee meetings to the extent that "Roberts Rules of Order" does not conflict with these By-Laws, the Charter or other applicable law, rule or regulation.

ARTICLE X

PUBLIC HEARINGS

10.1 Public hearings of the Board shall be held on matters mandated by the Charter or by other provision of law, rule or regulation and on all such other matters as the Board may deem advisable.

10.2 Notification of the date and location of a public hearing and distribution of such notification shall be in accordance with the provisions of Section 4.030 of the “Uniform Land Use Review Procedures” for matters mandated thereby and by flyers and/or notice in the local press for other public hearings unless other notice is required by law, rule or regulation.

10.3 Public hearings shall be conducted in conformity with the provisions of Sections 4.040 and 4.050 of the “Uniform Land Use Review Procedures” when required, in all other cases the conduct of public hearings shall be determined by resolution of the Board.

ARTICLE XI

DISTRICT MANAGER AND BOARD OFFICE

11.1 (a) The Board shall appoint a District Manager pursuant to the provisions of the Charter. Such District Manager shall serve at the pleasure of the Board and shall be in charge of the operation of the Board office, shall be responsible for processing service complaints, shall preside over the meetings of the District Service Cabinet and shall perform such other functions as are mandated by the Charter and as may be assigned to the District Manager by the Chairperson and/or the Board.

(b) A District Manager shall be appointed by the Board from candidates presented by a search committee which shall consist of not less than three nor more than five Appointed Members elected by the Board. The search committee shall elect its chairperson and to the extent possible shall present at least three candidates for the position of District Manager for consideration by the Board. The search committee and the Board shall comply with the rules and procedures of the New York City Department of Personnel in conducting the outreach and selection of a District Manager. Public notice of the availability of the position of District Manager shall be made in the local news media, notification of community organizations and other appropriate means. Such notice shall provide sufficient opportunity for interested persons to apply.

(c) The District Manager shall be paid such compensation as shall be determined by the Board or fixed by law.

11.2 The Board may employ such other assistants as it may require within the budgeted appropriations for such purposes or funds contributed for such purpose. The Board, in the manner provided by law, may remove such other assistants as it may have required. Otherwise, the District Manager shall have full authority over personnel matters.

11.3 The Board may remove a District Manager upon the written recommendation of the Executive Committee specifying the reasons for such recommendation and after serving a copy of the recommendation on the District Manager. The Board at a regular or special meeting held upon at least ten days prior written notice shall consider such recommendation and, after giving the District Manager an opportunity to respond, may upon motion duly made adopt a resolution removing the District Manager.

ARTICLE XII

AMENDMENTS

12.1 These By-Laws may be amended by resolution of the Board adopted after two consecutive regular meetings by a majority vote of the Board at the third consecutive meeting. The full text of the proposed amendment shall be included in the notice of each such meeting. Amendments shall take effect immediately.

12.2 Any amendments hereto shall automatically be incorporated by reference into the By-Laws of the Friends of Brooklyn Community Board 8, Inc.

Amended December 10, 2020
Date

Robert W. Henway
Secretary

(Amended on January 10, 2008)
(Amended on January 8, 2015)
(Amended on May 9, 2019)
(Amended on December 10, 2020)

