

BAYBERRY COMMUNITY ASSOCIATION
BYLAWS

Revised: April 8, 2018 (will be updated upon resident approval of revisions)

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BAYBERRY COMMUNITY ASSOCIATION

BYLAWS

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ARTICLE I

DESIGNATION AND PURPOSES OF THE CORPORATION

Section 1:

This Corporation will be known as the Bayberry Community Association, Inc., a non-profit community organization and tax-exempt under Section 501 (c) (4) of the Internal Revenue Code.

Section 2:

This corporation performs its activities and conducts its programs in the area known to the corporation as the Bayberry Community, located in the Town of Clay, County of Onondaga, State of New York, encompassing the housing developments shown on the town of clay maps as: Bayberry (Cranbrooks I, II, III), Kalview Park, Woodgate and Berkshire Estates, Bisson Acres, Lynelle Meadows, Bel Harbor, and Riverview Terrace (See Appendix A for a map).

Section 3:

The word "Association" when used hereafter shall refer to the Bayberry Community Association, Inc. The word "member" when used hereafter shall refer to members of the Association.

Section 4:

The purpose of the Association shall be to:

- a. Create and maintain a favorable residential atmosphere within the Community boundaries.
- b. Advocate for the Community with local government and other organizations.
- c. Inform members of any activities or legislation affecting them and their families.
- d. Organize community events and activities.

ARTICLE II

MEMBERSHIP

Section 1:

Membership in the Association is open to adults over eighteen (18) years of age residing in a one-family house in the area known as the Bayberry Community.

Section 2:

Each member household of the Association shall be entitled to a vote for each member, with a maximum of two (2) votes per household.

Section 3:

The rights and privileges of membership are established upon the payment of dues.

ARTICLE III

GOVERNMENT

Section 1:

General management of the affairs of the Association shall be vested in the Board of Directors.

Section 2:

The Board of Directors of the Association (Board) shall consist of:

I. The Elected Officers (Executive Committee)

- President
- 1st Vice President
- 2nd Vice President
- Treasurer
- Secretary
- Media and Communications Coordinator(s)

II. Operating Team (Board may add or eliminate positions)

- Community Infrastructure Coordinator
- Membership and Dues Committee Chair
- Newsletter Editor
- Town Affairs Representative
- School Affairs Representative
- Welcome Committee Chair
- Historian

ARTICLE IV

MEETINGS AND DECISION-MAKING PROCESS

Section 1:

There shall be four (4) types of meetings held by the Association, for the purposes established below. Meetings may be held contiguously.

- a. Annual Membership
- b. Special Membership
- c. Board of Directors
- d. Executive Committee

Section 2:

Annual Membership Meeting- to be held in May for the purpose of electing new officers. Notice of time and place shall be publicized via Association media outlets including the newsletter.

Section 3:

Special Membership Meetings- may be called by the President's initiative or upon the written request of at least twenty five qualified members. Purposes of Special Membership Meetings may include changes to the Bylaws of the Association. Notice of time and place of this meeting shall be publicized via Association media outlets with a minimum of one week notice (21 days for changes to Bylaws)

Section 4:

Board of Directors Meetings - to be held nine times each year in the months of September, October, November, January, February, March, April, May and June, take place to conduct the regular business of the Association. Dates and times for these meetings shall be announced at the September Board of Directors Meeting. Meetings may be rescheduled by the President but must be announced via Association Media at least one week prior to the new date.

Members of the Association, residents, and invited guests may attend meetings of the Board and enter discussions in accordance with Parliamentary Rules; voting is restricted to Board members for daily operations and dues paying members for officer elections and bylaws changes.

Section 5:

Executive Committee Meetings - Executive Committee meetings may be scheduled by the President as necessary for the purpose of discussing, organizing, and planning of matters to be presented at board meetings. Officers must be notified of the upcoming meeting within a reasonable time frame.

Section 6:

"Robert's Rules of Order, Revised" shall be the governing standards for this Association in all applicable cases and in which they are not inconsistent with the Bylaws. In case of dispute on parliamentary procedure, the President will render a decision on the issue. If unanimous agreement does not exist among the members of the Board as to the validity of the ruling, the 1st Vice president or, in his/her absence, a member of the Board designated by the President will be asked to retire from the meeting for a review of the technical point of order, and the item of business shall be tabled until a report is rendered.

ARTICLE V**SELECTION OF OFFICERS AND REPRESENTATIVES****Section 1: Election of Officers**

The Officers of the Association shall be elected at the Annual Membership Meeting in May in accordance with the procedures specified below. Each Nominee for the election shall be a member of the Association.

a. February - An Election Committee will be appointed by the President to oversee the election process. A call for nominees shall be published via Association Media including the February Newsletter.

b. March - Nominees shall be called for at the March Board of Directors meeting; a second call for nominees shall be published via Association Media including the March newsletter.

c. April - Nominees for all officer positions will be announced by the Election Committee and any additional nominations accepted from the floor at the April Board of Directors Meeting. Nominees will be given the opportunity to introduce themselves and should be given the opportunity to submit a short introduction for publication in Association Media. Two ballots listing the finalized slate of officer candidates shall be published in the April Newsletter. Members will be advised of their option to mail in their sealed ballot to the

Association P.O. Box or submit it at the May meeting via a proxy rather than attending in person. The list of candidates shall also be publicized via Association media.

d. May - Balloting: All ballots must be submitted prior to the close of voting at the May meeting. Blank ballots shall be available at the meeting. The president shall announce the close of voting whereupon no further ballots will be accepted. All ballots will now be tallied by the members of the Election Committee. The Secretary shall announce results of the balloting once the tally is complete. The newly elected Officers shall assume their duties on July 1st.

e. Plurality and Tie vote: A nominee receiving a plurality of the votes cast shall be elected. In case of a tie vote for any office, there shall be a runoff election at the next Board Meeting. The runoff election shall be announced via Association Media.

Section 2: Office Vacancies

In case of vacancy of the office of President, the 1st Vice-President shall become President, and the 2nd Vice-President shall become 1st Vice-President. The Board, by two-thirds (2/3) majority vote of all board members present at a regularly scheduled board meeting, shall elect a new 2nd Vice-President at its next scheduled meeting. In case of vacancy of Vice-Presidents, Secretary or Treasurer, The Board shall fill such vacancies by a two-thirds (2/3) majority vote of all board members present at a regularly scheduled board meeting.

ARTICLE VI

APPOINTMENT OF OPERATING TEAM AND BOARD MEMBERS

Section 1:

Operating Team members shall be appointed by the President and confirmed through majority vote by the Board. Positions may be created or eliminated in the same manner. Standing committees should have formal charges specified in the resolution authorizing their creation. Operating Team members may form ad-hoc committees without consulting the board.

Section 2:

Board members-at-large may be nominated from the floor and will be confirmed by a vote of the standing board. Board members-at-large may be asked to resign by a vote of the standing board if they cease to carry out their duties after dialogue has been attempted.

ARTICLE VII

DUTIES AND POWERS OF THE BOARD OF DIRECTORS

Section 1:

The Board shall have general charge and management of the affairs, funds, and property of the Association. It shall have full power, and it shall be its duty to carry out the purposes of the Association in accordance with these Bylaws.

Section 2:

The Board may delegate such powers as the Board may see fit to the Executive Committee, subject, however, to the general direction and control of the Board.

Section 3:

Board decisions shall be made by majority vote at a scheduled and announced Board meeting barring circumstances detailed in section 4 of this article. A minimum of 7 Board members must vote for a decision to be made. All Board members may only vote once regardless of number of positions held.

Section 4:

When the Executive Committee deems a decision cannot wait until the next scheduled and announced board meeting, the president or his/her designee may email the Board for a decision. Board members will have 72 hours to respond. All other conditions detailed in Section 3 of this article apply.

ARTICLE VIII

DUTIES OF THE OFFICERS AND REPRESENTATIVES

(Required and recommended duties are further elaborated in Appendix C)

Section 1:

President shall call and preside over meetings, guide the Association in accomplishing its stated purpose, delegate and/or assign responsibility for Association tasks and functions to officers or other volunteers, to ensure day-to-day operations of the Association are carried out.

Section 2:

1st Vice-President shall assist the President and act in place of the President whenever the President is absent or unavailable.

Section 3:

2nd Vice-President shall assist in the general responsibilities of the Association as assigned by the president.

Section 4:

Secretary shall keep an accurate written record of the Association proceedings including recording minutes of the Association meetings and ensuring copies of these minutes are available for correction and approval at the following Association meeting. The secretary shall also keep a record of meeting attendance by setting out sign-in sheets at every meeting.

Section 5:

Treasurer shall manage and keep records of all fiscal activities of the Association including bank accounts; receipt and payment of all invoices; collection and deposit of all membership dues and Newsletter sponsor payments; all Association and external reports as stated in the bylaws and required by government. The treasurer shall also assume responsibility for collecting mail from the Association P.O. Box on a weekly basis and distributing it to appropriate officers or committee chairpersons.

Section 6:

Media and Communications Coordinator(s) shall facilitate posting to Association website, social media, and other outlets; post BCA Newsletter to website and media outlets; interact with other

Board members to determine which content to post to outlets; check Association email for messages from community and/or members.

Note: See appendices B and C for detailed organizational chart and responsibilities.

ARTICLE IX

DUES AND FISCAL POLICIES

Section 1:

The Association fiscal year shall be from July 1st to June 30th of the following calendar year.

Section 2:

Yearly dues shall be determined by the Board, payable to the treasurer on a rolling basis.

Section 3:

Annual budget shall be proposed by the President to the Board at the first membership meeting of the fiscal year.

Section 4:

Detailed written reports of the financial status of the Association shall be prepared and distributed by the Treasurer at each monthly meeting of the Board and at the Annual Membership Meeting.

Section 5:

Annual Audit: The Treasurer's books shall be audited by an external professional or by at least two (2) members of the Association other than the members of the Executive Committee and who have been approved by the Board of Directors. Results shall be presented at the 1st Board Meeting of the new fiscal year and published in Association media.

Section 6:

Payment of Obligations: Payment of all non-budgeted extraordinary bills of over \$50 must be approved by the Board or by at least 2/3 of the Executive Committee. Bills of lesser amounts may be paid by the Treasurer at the direction of the President. Only the Treasurer will issue checks, unless, due to prolonged absence, the Board authorizes the issuance of checks by another officer.

Section 7:

Advances: On the approval of the President or the Executive Committee, an advance of not more than \$100 may be made to an Operating Team member for necessary Association expenditures. The Treasurer shall be fully reimbursed within one (1) month of such advance, unless partial or full utilization of such advance is approved by the Board, or by 2/3 members of the Executive Committee.

Section 8:

Requests for Donations: Other Associations, Organizations, or groups may request donations from the BCA in writing. Additionally, they may present their request in person at a Board Meeting. Their request will be considered and voted on at the next regular meeting of the Board.

ARTICLE X

REPRESENTATION OF THE ASSOCIATION

Official representation of the Association at public meetings of external agencies or organizations shall only be made with Board approval. Reports to the Association of such representation shall be made at the next Board meeting.

ARTICLE XI

REVISION

These Bylaws supersede all previously published Bylaws of the Association. They may be amended only by two-thirds (2/3) majority vote of all members present at a Special Membership Meeting. Revisions and/or amendments must also have been previously approved by a majority Board vote. Written notice of intent to modify these Bylaws including time, date, and location of the Special Meeting to be held for this purpose shall be posted at least 21 days prior. A copy of proposed revisions as well as the complete Bylaws shall be made available via the BCA website for this same period. Appendices may be modified at any time by a majority Board vote.

Approved (by President): _____ Date: _____

Recorded (by Secretary): _____ Date: _____

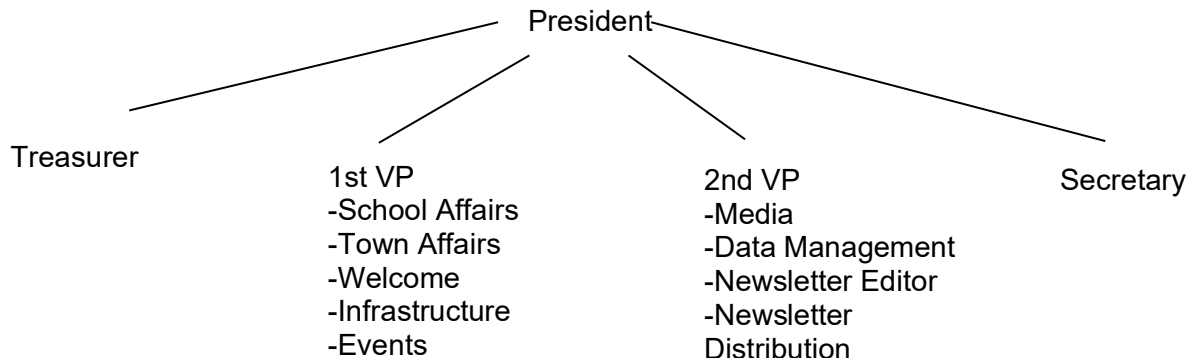
Date of Approval: _____

BAYBERRY COMMUNITY ASSOCIATION AREA MAP



APPENDIX B

BOARD OF DIRECTORS ORGANIZATIONAL CHART (Amendable by President at any time)



APPENDIX C

Proposed Board of Directors Responsibilities

Executive Board:

President:

- The President shall call and preside over meetings, guide the Association in accomplishing its stated purpose, and ensure the day-to-day operations of the Association are carried out.
- Delegates areas of responsibility as well as specific tasks as needed to officers and orients, trains, and supervises them in the execution of these duties.
- Ensures all essential functions of the Association are being carried out.
- Ensures the Treasurer and the President (self) have bank account signature authority for check writing privileges.
- Prepares monthly meeting agenda and distributes draft to executive board prior to meeting.
- Brings community resident and merchant concerns and questions to board meetings for discussion.
- Introduces self to Bayberry merchants and sponsors to build relationships for future event and activity donations.
- **At February Board Meeting** - appoints an election committee to compile the slate of candidates.
- **At June Board Meeting** - calls for nomination of two individuals to conduct an audit of the last fiscal year.
- **During the summer** - works with Board members to prepare a new fiscal budget for presentation at the September Board meeting.
- Ensures external entities, such as financial institutions, insurance, IRS, United Church of Christ, and Post Office are apprised of any changes in their BCA point-of-contact and alternate point-of-contact.
- Reviews the monthly newsletter and any other media releases prior to publication to ensure all content is appropriate and in the community's best interest.
- Monitors the Association email account and forwards emails to the appropriate parties.

1st Vice President:

- Attends and assists with BCA meetings.
- Represents the President when he/she is not available in accordance with the bylaws.
- Assumes responsibility for other BCA functions such as coordinator or chairships.
- Other duties as assigned by President.

2nd Vice President:

- Attends and assists with BCA meetings.
- Assumes responsibility for other BCA functions such as coordinator or chairships.
- Other duties as assigned by President.

Treasurer:

- Manages all fiscal activities of the BCA in accordance with Section VIII of the Bylaws including BCA bank accounts, receipt of invoice and issuance of payments, maintenance of financial records and preparation of monthly and annual financial reports.

- Prepares, presents, and duplicates for Board meeting attendees, a monthly financial report to include the balance of BCA bank accounts and expenditures since the last report.
- Receives invoices and issues payments for expenses such as rent, newsletter printing, web page hosting, insurance, and eligible volunteer reimbursement. Maintains receipt file for all BCA expenses.
- Receives member dues and Newsletter sponsor payments.
- Prepares and presents an overview annual budget status and paid member participation percentage.
- Informs donors of the tax-status of their contributions.
- Files annual IRS form 990-N at IRS site: www.irs.gov. Logon & password info is in the treasurer's notebook.
- Notifies IRS of changes in associations contact name and address for tax documents at 1-877-829-5500. Our Federal Identification Number: 23-7201133.
- Assures there is no more than \$50,000 of earnings taken in each year for purposes of IRS reporting.
- Collects mail from P.O. Box weekly and distributes to responsible Board and/or committee members.
- Maintains an active roster for all dues that have been paid during any fiscal year.
- Assembles, prepares and makes available all documents required for the execution of the annual fiscal year audit.
- Assists President with transfer of bank accounts and insurance policies when new officers are elected.
- Ensures the Treasurer (self) and the President have bank account signature authority for check writing privileges.
- Assists the President and Executive Board with preparation of a new fiscal budget.

Secretary:

- Attends and assists with BCA meetings.
- Records minutes at Association meetings.
- Emails minutes to Media and Communication Coordinator(s) within 3 days of a meeting.
- Distributes printed draft minutes at the next scheduled BCA Board Meeting for corrections and approval.
- Emails corrected minutes to Association Media Coordinator within 3 days of approval.
- Sets out meeting attendance sign in sheets at Association meetings.
- Sends get well or condolence cards to Bayberry residents or various community members on behalf of the BCA.
- Assumes responsibility for other BCA functions such as coordinator or chairships.
- Other duties as assigned by President.

Media and Communications Coordinator(s):

- Attends and participates in all BCA meetings.
- Monitors Association email and other electronic channels by which messages are sent to the BCA.
- Has administrative access to and manages all Association Media including the BCA website and Facebook account.
- Updates Association Media with neighborhood news, activities and events.
- Monitors accounts associated with the neighborhood such as Bayberry Nextdoor.
- Communicates resident input and concerns received to the officers and Board.
- Assists with recruitment of volunteers by communicating needs through Association media.

- Posts draft and revised Board meeting minutes to the BCA website.

Appointed Positions:

Data Management Coordinator:

- Manages the cloud-based document repository of the Association (Google Drive)
- Oversees access to said repository.
- Trains relevant Board member on use of the repository.
- Manage membership and contact information rosters including email to ensure they are up-to-date.

Community Infrastructure Coordinator:

- Coordinates maintenance of landscaping of entrances.
- Advocates for upkeep and improvement of roads, signage, and drainage.
- Oversees planting and maintenance of entrance planters.
- Attends BCA meetings to relay issues, participate in resolution.

Membership and Dues Committee Chair:

- Attends all BCA meetings to lead recruitment initiatives.
- Recruits volunteers to promote membership and provide information on the BCA at BCA events.
- Coordinates preparation of annual membership dues collection with assistance of the Treasurer.

Newsletter Editor:

- Compiles and edits neighborhood news, activities, and events into the newsletter format.
- Submits draft newsletter to the BCA President for approval.
- Assists with recruitment of volunteer by communicating needs.

Volunteer Coordinator:

- Attends all BCA meetings.
- Track individuals who wish to volunteer with assistance of Welcome Committee chair.
- Ensure individuals are assigned appropriate roles.
- Assign simple tasks to initiate volunteers with limited availability.
- Organize yearly volunteer drive.

Town Affairs Representative:

- Regularly updates in person at BCA meetings or via email to the 2nd Vice-President.
- Review meeting agendas of the Town of Clay Board, Zoning Board, and Planning Board as well as cultivate contacts to identify matters of interest to the Bayberry Community.
- Apprise the Executive Committee of these matters.
- Recruit individuals to attend pertinent meetings.
- Inform residents of relevant matters via summary reports at Board Meetings and in Association media.
- Represent the interests of the community at Town meetings.

School Affairs Representative:

- Regularly updates in person at BCA meetings or via email to the 2nd Vice-President.

- Review meeting agendas of the Liverpool School Board, attend relevant meetings, and report on any matter of interest to residents at BCA Board meetings and/or via Association media
- Represents the interests of the community at school board meetings.

Welcome Committee Chair:

- Identifies new residents via county sales records and input from residents.
- Prepares and distributes a 'Welcome Package' containing the 'New Resident Questionnaire' as well as Association and community related information.
- Receives and records information obtained in the 'New Resident Data Spreadsheet.'
- Forwards questionnaire information to the Newsletter Editor for publication, volunteer activity interests to the Events and Recreation Committee Chair, and interest in becoming involved in the BCA to the Nominations Committee Chair.

Historian:

- Maintains BCA documentation files from all meetings, committees, events and other relevant community happenings.
- Serves as a resource for the Board, residents, and other parties interested in Bayberry history.
- Promotes community consciousness of its history and identity through things like historical anecdotes in the newsletter and displays at BCA functions.
- Serves as a liaison with the town, county, and other historical bodies in the community.
- Promotes preservation of and access to archives by organizing artifact digitization.
- Promotes community by indexing, cataloguing, and arranging for easy access to resources both physical and digital.