The City of New York
Manhattan Community Board 1
Tammy Meltzer CHAIRPERSON | **Zach Bommer** DISTRICT MANAGER

THE BY-LAWS OF MANHATTAN COMMUNITY BOARD 1

I. CONFORMITY AND APPLICABILITY 2

II. MEMBERSHIP 2
- II. A. Appointments and Requirements 2
- II. B. Compensation and Public Officers Law 2
- II. C. Vacancies and Removal Language 3
- II. D. Public Members 3

III. OFFICERS 4
- III. A. Election of Officers 4
- III. B. Duties and Responsibilities 5

IV. BOARD AND COMMITTEE MEETINGS 7
- IV. A. Decorum at Meetings 7
- IV. B. Executive Committee 8
- IV. C. Board Meetings 8
- IV. D. Committee Meetings 9
- IV. E. Executive Session 11
- IV. F. Agendas 11
- IV. G. Voting 13
- IV. H. Conflict of Interest 13
- IV. I. Open Meetings Law 13

V. INTERNAL OPERATIONS AND DISTRICT MANAGER 14
- V. A. Internal Operations and Staff 14
- V. B. District Manager 14

VI. BY-LAWS AND REPORTING 15
- VI. A. By-Laws 15
- VI. B. Reporting 15

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I. CONFORMITY AND APPLICABILITY

1. The by-laws of Community Board 1 shall conform to all relevant provisions of federal, state and city laws and rules including, but not limited to, Chapter 70, Section 2800 of the New York City Charter; the New York State Public Officers Law (Chapter 47, Article 2 of New York State Law); the New York State Freedom of Information Law (Chapter 47, Article 6); and the New York State Open Meetings Law (Chapter 47, Article 7).
2. Nothing in these by-laws shall be construed to contradict the New York City Charter or any law of the City of New York or any law of the State of New York.

II. MEMBERSHIP

II. A. Appointments and Requirements

1. Community Board 1 shall consist of not more than 50 persons who shall be appointed by the Borough President, half of which shall be nominees of the Community Board's City Council Member(s).The Borough President and Council Member(s) shall give due regard to representation from the different geographic sections and neighborhoods within the community district and shall ensure, when possible, diversity of interests represented within that community. Not more than twenty-five percent of such appointments shall be New York City employees.

2. Members of the Community Board shall be appointed for staggered terms of two years, with half of the membership being renewed each year. Per the requirements of the New York City Charter, as of April 1, 2019, members shall be limited to serving four consecutive two-year terms from that date.
3. Board members must have a residence, business, professional or other significant interest in the District and must be New York City residents to be appointed or remain a member of the Board.
4. Publicly-elected officials representing any part of the Community Board 1 district shall be ex-officio non-voting members of Community Board 1.
5. All members shall serve on the Board in their capacity as private citizens only. Their actions shall not be instructed by, or responsible to, any other organization with which they may be affiliated. Unless expressly designated to do so by the Board Chair, any member appearing before a governmental body, or otherwise making a public statement, shall not appear or speak in his or her capacity as a member of the Board. However, without express authorization, if the member states that he or she is a member of the Board, the member must also state that he or she is doing so for identification purposes only.

II.B. Compensation and Public Officers Law

1. Members of the Board shall not receive any compensation for their service.

2. Members of the Board are public officers under the New York State Public Officers Law (Chapter 47, Article 2 of New York State Law).

3. As public officers, Board members' positions shall be vacant upon the occurrence of any of the events set forth in New York State Public Officers Law Article 3, Section 30, including a member being convicted of a felony or a crime specified in such section.

II. C. Vacancies and Removal Language

1. Members may be removed for cause by the Borough President or by a majority vote of Community Board 1. Grounds for removal include:

    a. Three consecutive unexcused absences from regular meetings of the Board or from more than four of the regular monthly meetings of the Board called in any one year (July 1 June 30). (See Section IV. C.5)
    b. Three consecutive unexcused absences from one particular committee's meetings or from more than twenty-five percent of assigned committee meetings in any one year (July 1 - June 30). (See Section IV. C.5)

2. If a vacancy occurs either due to retirement, resignation, removal, or any other cause, the Borough President shall fill the vacancy in the same manner as regular appointments to fill the remainder of the term.

3. If a member's eligibility as a Board member changes, the member shall inform the Board Chair, District Manager, and the Borough President's office immediately.

4. A Board member may be removed only after the member has been afforded due process. In case of a motion for removal, the Board should consult with the New York City Law Department for further guidance.

II. D. Public Members

1. Members of the public, who are otherwise eligible to be Board members through residence, business, professional or other significant interest, may be appointed by the Board Chair to serve on (but not chair) committees, sub-committees, and task forces, for one year renewable terms subject to Section 2800(i) of the New York City Charter. If a public member's eligibility changes, the member shall inform the Board Chair and District Manager immediately.

2. Public members shall be governed by the same rules as full Board members, except as otherwise provided in these by-laws.

3. Public members of committees, sub-committees, and task forces are counted towards the quorum of that committee, sub-committee or task force and may vote upon items before the committee, sub-committee or task force but may not vote at the full Board meeting. A separate vote of public members at committee, sub-committee or task force meetings may be reported to the Board for informational purposes.

4. A public member, appointed by the Board Chair to serve on a committee, sub-committee or task force, does not have the rights and privileges of a full Board member.

5. Public members serve at the discretion of the Board Chair and may be removed by the Chair, for reasons including, but not limited to, three consecutive unexcused absences from one particular committee's meetings.

6. None of the provisions of Section II.C apply to public members.

III. OFFICERS

III.A. Election of Officers

1. Election of offices will occur on even numbered years and officers will be elected to a two-year term. The election procedures outlined below apply to even-numbered years only. An officer may be reelected to the same position for a maximum of three consecutive terms.

2. Except as hereinafter set forth, at the Community Board's regular meeting in the month of March, the Board shall elect a Nominating Committee consisting of five members, which shall designate one of their numbers to be the chair of said committee.

   a. At the February meeting of the Board, the Chair shall ask for nominations of members to serve on the Nominating Committee.
   b. The Nominating Committee shall be elected at the March Board meeting from among those nominated either prior to or at the March Board meeting. All nominations from the floor must be confirmed at the meeting by the nominee, either orally or in writing.
   c. The five nominees receiving the highest number of votes at the March Board meeting shall constitute the Nominating Committee. Should a member resign or be removed before the work of the Nominating Committee is finished, the person who has received the next highest number of votes shall automatically fill the resulting vacancy.
   d. The members of the Nominating Committee shall vote to select the committee's chair.

3. The Nominating Committee shall meet as often as necessary in order to identify one or more candidates for *each* of the offices of Chair, Vice-Chair, Secretary, Assistant Secretary and Treasurer and such other offices as may be designated by the Board.

   a. The Nominating Committee shall actively encourage Board members to become candidates.
   b. No member of the Nominating Committee may be a candidate for any office unless no other candidate for a given office emerges, in which case a member of the Nominating Committee may be nominated from the floor for such office. In such a case, the member shall be automatically removed as a member of the Nominating Committee.

4. The Nominating Committee shall make its report to the Community Board at the regular May meeting of the Board and shall put forward one or more members for each position. Members of the Board may offer additional nominees from the floor. All nominations from the floor must be confirmed either in writing by the nominee or by his or her oral confirmation at the meeting.

   a. A written notice of all nominees suggested for Community Board offices as well as nominees offered from the floor at the May meeting shall be mailed or emailed to each

member of the Board prior to the election of officers at the June meeting along with written statements submitted by the candidates.

b. Each candidate may submit a written statement of his or her qualifications for office, which shall be mailed or emailed with the Notice of Election to each Board member along with the announcement of the June Board meeting. Each candidate's statement shall also be posted on the website of the Community Board.
c. In the event that there are two or more candidates for at least one of the officer positions, there may be a separate meeting of the Board not more than three weeks prior to the election, with attendance optional, for the purpose of affording Board members an opportunity to hear the candidates for the various offices debate and/or make statements in support of their respective candidacies. This pre-election meeting shall also provide Board members an opportunity to direct questions to the candidates. The announcement of this meeting shall be mailed or emailed with the Notice of Election to each Board member.
d. There shall be no further nominations from the floor at the June meeting, unless there is no nominee for an office.

5. At the June meeting of the Board, there shall be a tabulation of votes for each of the offices of Chair, Vice-Chair, Secretary, Assistant Secretary, Treasurer, and such other officers as designated by the Board. A person receiving a majority of the votes cast for each office shall be elected.

    a. Whenever there is more than one candidate for an office, each candidate shall have five minutes at the June meeting to state why he or she wishes to serve.
    b. Voting shall be by secure electronic means in the form of a secure online platform or paper ballot as needed, as reviewed and approved by the Nominating Committee or Executive Committee. Votes shall be tabulated only by members of the Nominating Committee under the observation of a Community Board staff member.
    c. If no person receives a majority of the votes cast on the first ballot, the two candidates receiving the most votes shall have a runoff election at that time. In the event of a tie vote, further votes shall be taken until a candidate is elected at said election meeting. If there is only a single candidate for a given office, the Board Chair may direct the Board Secretary to cast one vote in favor of the candidate.

6. If, for any reason, an officer cannot fulfill his or her term, a special election will be held within three months of his or her departure to elect a replacement to finish the unexpired term. A Nominating Committee will be selected in accordance with the procedures outlined above and all election procedures herein will be followed. The Nominating Committee may modify the timeframe for such special election to expedite the filling of such vacancy.

III.B. Duties and Responsibilities

1. The officers of the Community Board shall be a Chair, Vice-Chair, Secretary, Assistant Secretary, Treasurer, and such other official positions as designated by the Board.

2. The term of each office shall begin on September 1, following the election, and terminate two years later on August 31. The period between the election and the start of the next term is to be used as a transition period between officers.

3. Each officer shall perform such duties as are incident to the office in accordance with generally accepted rules of parliamentary procedure including, but not limited to:

   a. **Duties of the Chair:**

   1) To perform all duties as prescribed in the City Charter and any other duties prescribed under law.
   2) To receive calendars and notices of meetings of all City agencies required to refer matters to the Community Board pursuant to the City Charter and to inform the Board members of such calendars and notices.
   3) To attend any meetings required by the Mayor and the Borough President pursuant to the City Charter or to designate his or her representative(s) to attend.
   4) To open regular monthly meetings at the time and date at which the Community Board is to meet by taking the chair and calling members to order, and to adjourn meetings.
   5) To announce all matters on the Board's agenda.
   6) To state and put to a vote all questions or resolutions that are to be moved or that arise in the course of the Board's meeting and to announce the result of the vote.
   7) To interpret and enforce Robert's Rules of Order except as superseded by the by-laws. The Chair may appoint a parliamentarian to assist in resolving any parliamentary issues.
   8) To represent and stand for the Board and perform all necessary functions according to the decisions duly made by the Board, including communicating with government agencies and authorities. Such communications shall be sent directly to the appropriate government agency or authority with a copy of the same simultaneously forwarded to the Borough President's office.
   9) To authenticate all acts, orders, and proceedings of the Board including the signing of all letters of whatever nature going out from the Board, except for correspondence and other actions specifically delegated by the Chair to other Board members or the District Manager, or matters routinely handled by the District Manager.
   10) To be the sole spokesperson for the Board in relation to the news media, government agencies and authorities and the public at large, except as the Chair shall otherwise specifically authorize.
   11) To create standing committees of the Board as needed for the effective operation of the Board, as well as such sub-committees and task forces as may from time to time be deemed necessary.
   12) To appoint, suspend or remove chairs, co-chairs and all members of committees of the Board. In making committee assignments, consideration shall be given to the preferences of Board members, who shall be requested to express them in writing, and to the good of the committee and the Board. All committee chairs and co-chairs shall serve during the term of the Board Chair appointing such chair or co-chair and at the pleasure of the Board Chair. The Board Chair shall be an ex-officio member with voting privileges of each committee.
   13) To prepare and deliver the Chair's report.
   14) To keep the Vice-Chair adequately informed so that the Vice-Chair may effectively act in the absence of the Chair.
   15) To provide direction to and oversight of the District Manager; perform annual review of the District Manager and recommend annual salary adjustments for Executive Committee

approval followed by full Board approval; and recommend and oversee a process for recruiting and hiring a new District Manager should the position become vacant.

16) To recommend to the Board any changes in the number or category of staff positions.
17) After consultation with the chairs of the Personnel Committee, the Chair shall have the authority to act on behalf of the full Board insofar as setting or adjusting staff salaries, other than that of the District Manager, based on performance reviews, among other factors.
18) To make a determination that, in the event of a declared state or city disaster emergency, that said disaster emergency impedes Manhattan CB1's ability to meet in-person and thus the Board and all its committees, subcommittees, and task forces shall conduct entirely virtual meetings, provided that such meetings are in compliance with the then-effective relevant portions of the New York State Open Meetings Law.
19) The Chair has "Emergency Powers" which allows the Chair to change a meeting to be completely virtual.

b. **Duties of the Vice-Chair:**

1) To preside at the regular monthly meeting in the absence of the Chair.
2) To assist the Chair as requested or required.
3) To succeed the Chair until a special election is conducted if the Chair can no longer serve before his or her term has expired. If the Vice-Chair is unable to serve, the Executive Committee shall appoint a temporary Chair from the members of the Board to serve as Chair until the special election is conducted.

c. **Duties of the Secretary:**

1) To be the recording officer of the Board taking the minutes of the regular monthly meetings and special and emergency meetings. The Secretary shall be assisted in the compilation of such minutes by the Board staff. The minutes shall be distributed to the members of the Board at the following monthly meeting and shall be available for review at the Community Board office and posted on Community Board 1's website no less than three business days prior to the next monthly or special meeting.
2) To assume the duties of Chair if both the Chair and Vice-Chair are absent from a meeting.
3) To keep the Assistant Secretary adequately informed so that he or she may act effectively in the absence of the Secretary.
4) To assist the Chair with related matters as requested or required.

d. **Duties of the Assistant Secretary:**

1) To act as Secretary in the absence of the Secretary.

d. **Duties of the Treasurer:**

1) To oversee use of Community Board 1 funds including, but not limited to, income from the City of New York and from fundraising activities and any related expenses, to ensure that funds are used in accordance with Board directives, OMB guidelines, and all applicable laws, regulations, and other requirements.

2) To verify and forward quarterly and year-end financial reports to the Board.
3) To assist the Chair with related matters as requested or required.

IV. BOARD AND COMMITTEE MEETINGS

IV.A. Decorum at Meetings

1. Members shall, whenever practicable, sit in seats adjacent to each other and apart from the general public so that they are identifiable as Board members.

2. Members shall not engage in private discourse or commit any other act tending to distract the attention of the Board from the business before it. When speaking or debating, members shall confine their remarks to the matters under discussion or debate, avoiding negative personal comments.

IV.B. Executive Committee

1. The Executive Committee shall consist of the officers of the Board and chairs of standing committees. In the event that a committee chair is unable to attend an Executive Committee meeting, the committee chair shall inform the committee co-chair, who shall then attend the Executive Committee meeting; the committee co-chair shall vote in the absence of the committee chair.*

2. The Board Chair shall determine the agenda of the Executive Committee. Committee chairs may suggest agenda items.

3. Notice shall be given to all members of the Community Board of meetings of the Executive Committee.

4. The Executive Committee shall review and approve the Board Chair's recommendation for the District Manager's salary and annual adjustments in executive session, i.e., with only members of the Executive Committee present (see Section IV.E). The Executive Committee shall adopt a resolution incorporating the committee's approval for final action by the full Board.

5. The Executive Committee shall have the ability to recommend to the Chair that a standing or sub-committee or task force be created or disbanded.

6. During any month when the full Board does not meet, the Executive Committee may transact such business as necessary, provided that any such action shall be ratified by the Board at its next regular monthly meeting. If not so ratified, there shall be no further implementation of the action after such meeting and steps must be taken to withdraw the action.

7. An emergency meeting of the Executive Committee may be called when decisions are required immediately. Notice for an emergency meeting may include telephonic, electronic, or other rapid means of communication and notification of such meeting must be sent to all Board members and appropriate elected officials. Such meetings shall be governed by the same procedures as a regular Executive Committee meeting. When time is of the essence,

the Executive Committee may act on behalf of the Board provided any such action shall be ratified by the Board at the next regular monthly meeting. If not so ratified, there shall be no further implementation of the action after such meeting, and steps must be taken to withdraw the action.

a. When time is of the essence and the Executive Committee must consider a resolution made by another committee, before ratification by the full Board, members of the originating committee shall be specifically invited to attend the Executive Committee's deliberations and be given an opportunity to speak at the Executive Committee.
b. If the Executive Committee revises another committee's resolution, any member of that committee may present the original committee resolution before the Board meeting during the Executive Committee's report.

IV.C. Board Meetings

1. There shall be at least one meeting of the Community Board per month, except that there shall be one meeting for July and August.

2. Meetings shall be held in the district at such time (early evening) and place as shall be designated by the Chair in the meeting notice sent to the Community Board members as hereinafter provided.

   a. A quorum shall be a majority of the membership of the Community Board attending in person plus those participating remotely who have a pre-approved qualified disability waiver.
   b. All actions shall be decided by a majority vote of those members present and entitled to vote during the presence of a quorum.
   c. A member who is recused because of a conflict of interest or other self-serving matter is counted for purposes of a quorum, but not for purposes of determining a majority, whenever any act is to be authorized or a determination or decision is to be made by the Community Board.
   d. A member who has an “Extraordinary Circumstance” must be approved by the Chair of the Board prior to the start of the meeting to qualify for voting. Without approval the member may participate but will not count as present or able to vote.

3. The Board shall hold hearings as required by the City Charter on the City budget or any other public matter, which may be in conjunction with the regular monthly Board meetings.

4. Special Meetings
   a. A special meeting shall be a meeting other than the regular monthly meeting and shall be called by the Board Chair:
      1) At the Board Chair's own volition.
      2) At the Borough President's request.
      3) Upon resolution adopted by the Board.
      4) Upon written request of at least one-third of the Board's membership presented to the Board Chair.
      5) Upon majority vote of the Executive Committee.

b. A special meeting may be called upon five days' notice in writing to all Board members and appropriate elected officials, setting forth the purpose of the meeting and the agenda for the meeting. Such a meeting shall be governed by the same procedures as a regular Board meeting. The public shall be duly notified of such special meeting, which shall be open to the public unless covered by a permissible State or City legal exception that must be explained in the notification.

5. Attendance and excused absences
   a. A Board member may be properly excused from Board or committee meetings for the following reasons: military service, jury duty, personal illness, illness or death in the family or household, attending to Board business at the request of the Chair, or any other reason approved by the Chair.
   b. A Board member shall not be deemed present at a meeting unless such member is in attendance during substantially all of the meeting, which is defined as being present at the initial and final roll calls.

IV.D. Committee Meetings

1. Standing committees shall be those that are more or less permanent and that continue from year to year. Standing committees shall meet monthly unless the Chair deems it unnecessary, except that there shall be one meeting for July and August as the Board Chair deems necessary.

2. Task forces and sub-committees may be created from time to time by the Board Chair for the purpose of studying particular issues of concern to the district or the Board; task forces shall report directly to the Board Chair; sub-committees shall report to a standing committee.
   a. Any task force or sub-committee will automatically dissolve one year from its creation in the absence of a Board or Executive Committee resolution to continue the task force for a specified period of time.
   b. In the event that a sub-committee recommends Board action on its issue of concern, such recommendation shall be made through the relevant standing committee or through the Executive Committee.

3. Committee, sub-committee, and task force meetings shall be conducted under the same procedures as Board meetings, and a quorum shall be a majority of the membership of any committee, sub-committee or task force.

4. In cooperation with the Community Board office and to the extent feasible, each committee chair shall ensure that persons, businesses, organizations, and agencies are notified of items coming before his or her committee when such persons or entities may have an interest in or be affected by action on such items.

5. All Board members shall have the right to attend and participate in the deliberations of all committees of the Board, except as otherwise specified herein, but shall have the right to vote only in the committee(s) to which they have been appointed by the Chair.

6. Committees shall keep attendance records and shall propose and adopt resolutions. All resolutions adopted must be reported to the Board in writing, together with the number of members voting yes, no, abstaining and recusing.

7. The committee chair is responsible for overseeing all committee resolutions. The key elements of all resolutions must be written and approved in committee.

8. All Board members shall serve on a minimum of two standing committees.

9. All Board members, appropriate public officials, and the public shall be duly notified of any special or emergency meetings of Board committees, sub-committees or task forces, which shall be open to the public unless covered by a permissible State or City legal exception that must be explained in the notification.

10. Prior to committing the Community Board to any material course of action, the Board Chair, committee chair, sub-committee chair or task force chair, and/or Community Board staff shall request a vote on such matters by the appropriate committee, sub-committee or task force and subsequently by the full Board. In order to effectuate the foregoing, all relevant documents, reports, and agreements that are key to such Community Board decision making shall be made available by committee, sub-committee or task force chairs or by staff to committee, sub-committee or task force members at the earliest possible time. All material documents, reports, and agreements related to such Community Board decision making shall be made available at the Community Board office for any Board member to review.

11. The Board Chair, committee chairs, sub-committee chairs and task force chairs, and Community Board staff shall use their good faith efforts to apprise Board members of relevant outside meetings with respect to the foregoing, and of any related documents, reports, and agreements, in a timely manner. After each such meeting, the Board Chair, committee chair, sub-committee chair or task force chair, and staff shall report to the committee, sub-committee, task force, or full Board the details of what transpired at the meeting.

IV.E. Executive Session

1. Upon a majority vote of the Board, taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, the Board may conduct an executive session for the below enumerated purposes only:

    a. Matters which will imperil the public safety if disclosed;
    b. Any matter which may disclose the identity of a law enforcement agent or informer;
    c. Information relating to current or future investigation or prosecution of a criminal offense which would imperil effective law enforcement if disclosed;
    d. Discussions regarding proposed, pending or current litigation;
    e. The medical, financial, credit or employment history of a particular person or corporation, or matters leading to the appointment, employment, promotion, demotion, discipline, suspension, dismissal or removal of a particular person or corporation;

2. Attendance at an executive session of the full Board shall be permitted to any member of the Board and other persons the board determines necessary to resolve the matter before the Board.

3. Executive Session of a Committee:

   a. Upon a majority vote of a committee of the Board taken in an open meeting pursuant to a motion identifying the general area or areas of the subject or subjects to be considered, the Board may conduct an executive session for purposes listed in this section.
   b. Attendance at an executive session of a committee shall be permitted to any member of the committee and any other persons authorized by that committee to attend as necessary to conduct the business during such executive session.

IV.F. Agendas

1. An agenda shall be drafted by the Board Chair at least five days before each regular monthly meeting of the Board. This agenda, plus the notice of time and place of the meeting, shall be forwarded to each Board member at least three business days before the regular monthly meeting of the Board. Except in emergency situations, no matter of substantial public involvement shall be decided upon by the Board at a regular monthly meeting without that matter having been placed upon the agenda forwarded to the Board members. Committee agendas may be drafted by committee chairs or co-chairs in consultation with the Board Chair. An agenda item may be placed on a future committee agenda by a majority vote of committee members.

2. The Board meeting agenda shall consist of the following:
   a. Opening of the meeting

   b. Public Session
      There shall be a Public Session at each regular monthly Board meeting. In the interest of affording the maximum opportunity to all citizens to be heard, each speaker shall be limited to a period of no more than three minutes, unless otherwise permitted by the Board Chair.
      However, the number of speakers on the same subject may be limited at the discretion of the Board Chair. The Public Session shall consist of the following:
      1) Items Listed on the Agenda - Time shall be made available to members of the public as well as governmental agencies or representatives of public officials who have requested a place on the agenda to express themselves to the Board on agenda items.
      2) Items not listed on the Agenda - Time shall be made available to an individual who has a residence, a business, or other significant interest in the district to bring to the attention of the Board any matter not listed on the agenda, which the speaker believes to be of general interest to the community and the Board.

   c. Business Session
      During the Business Session only members of the Board may debate and vote on the issues. However, the public is invited to be present as observers of the Board's proceedings. The committee chair or other proponent of a resolution shall give a brief statement explaining the resolution and may sum up at the end of the debate. The proponent of an issue before the Board or other person having relevant knowledge who is

not a Board member may, upon request of the Board Chair, respond to questions in the Business Session. Business Session items on the agenda shall be limited to three minutes for each speaker except when otherwise permitted by the Board Chair. Board members may speak no more than twice on each issue, except with permission of the Board Chair.

The Business Session shall consist of the following items:

1) Adoption of the minutes.
2) The Borough President's report if he or she is present in person.
3) Oral reports from public officials who are present in person.
4) The District Manager's report.
5) The Community Board Chair's report.
6) Committee chairs' reports and resolutions.
7) Old Business. Items not completed at previous meetings.
8) New Business. Items that may properly come before the Board to be added to future Board agendas, which shall ordinarily be referred to the appropriate committee by the Board Chair.
9) Adjournment.

3. At the discretion of the Board Chair, the agenda for the Board meeting may reasonably vary from this list.
4. A roll call vote shall be taken on the minutes and on the last resolution of the meeting.

IV.G. Voting

1. Voting shall be by roll call or by show of hands. A roll call vote shall be taken upon items mandated by law or appropriate regulations or upon the request of any member of the Board.
2. The total votes for and against an issue, as well as abstentions and recusals, shall be recorded and publicly announced after the conclusion of each vote.
3. If a matter before the Board requires further information or deliberation before a vote is taken, that matter may be tabled and referred back to the appropriate Board committee, sub-committee or task force for further deliberations.
4. All voting in Board meetings shall be in person only. No proxies will be accepted.

IV H. Conflict of Interest

1. A member is considered to have a conflict of interest with respect to a matter before the Board if:
   a. The member has a direct or indirect financial interest in such matter;
   b. The member serves as an officer, director, employee of, or has a professional interest with respect to, an organization which is directly affected by such matter;
   c. The member is employed by a non-city government agency or entity and their position has policy- or rule-making jurisdiction with respect to such matter; or
   d. The member is employed by a city government agency that the matter concerns the agency.

2. Members should exercise discretion in interacting with or accepting favors from applicants and persons with current or pending business before the Community Board.

3. A member with a conflict of interest must first disclose his or her conflict to the Board. He or she may then take part in discussion surrounding the issue but is prohibited from voting on that matter.

4. A member with a conflict of interest in a matter shall be counted as "recused." This member shall still be present for quorum purposes.

5. No member having a conflict of interest as to any matter on the meeting agenda may chair the meeting.

6. Members who are uncertain whether they may have a conflict of interest are urged to contact the New York City Conflict of Interest Board for a consultation or advisory opinion.

IV.I. Open Meetings Law

1. Board, committee, sub-committee and task force meetings are subject to the New York State Open Meetings Law, codified in the Public Officers Law, Article 7, and the Open Meeting amended procedures provided by New York State Open Meeting Law Chapter 56 of the Laws of 2022 as such:

    a. All meetings shall be open to the public, with the exception of an executive session in accordance with Section IV.E. The public shall be duly notified of such meetings.
    b. The Board shall make or cause to be made all reasonable efforts to ensure that meetings are held in facilities that permit barrier-free physical access to the physically handicapped, as defined in subdivision 5 of Section fifty of the New York State Public Buildings Law.
    c. The Board shall make or cause to be made all reasonable efforts to ensure that meetings are held in an appropriate facility which can adequately accommodate all members of the public who wish to attend such meetings.
    d. All meetings, other than executive sessions, shall be open to being photographed, broadcast, webcast, or otherwise recorded and/or transmitted by audio or video means. The ability of members of the public or press to engage in such activities shall not be curtailed unless necessary to ensure the orderly conduct of the meetings.
    e. Any proposed resolution, correspondence, policy or any amendment thereto, that is scheduled to be the subject of discussion by the Board or a committee during an open meeting shall be made available, upon request therefore, to the extent practicable as determined by the Board, prior to or at the meeting during which such resolution, correspondence, policy or any amendment will be discussed.
    f. If the Board maintains a regularly and routinely updated website and utilizes a high speed internet connection, such documents shall be posted on the website to the extent practicable, prior to the meeting.

V. INTERNAL OPERATIONS AND DISTRICT MANAGER

V.A. Internal Operations and Staff

1. This Board may establish additional rules of its own as are not specifically covered by the language of these by-laws and the New York City Charter and which are not in contravention of these by-laws and the New York City Charter.

2. The Board shall appoint a District Manager subject to the New York City Charter, Chapter 70, Section 2800(f).

3. The District Manager and any staff shall serve at the pleasure of the Board.

4. The Board has the power to select and hire the District manager and any staff or consultants. It may assign the responsibilities of the selection of staff to the District Manager or to a designee, subject to final approval by vote of the Board.

V.B. District Manager

1. Within budgetary appropriations and in accordance with the New York City Charter, Personnel Policies of the City of New York, and other governing regulations and requirements, the Board shall appoint a District Manager.

2. The District Manager shall assume the following duties and responsibilities with wide latitude for independent judgment under the direction and oversight of the Board Chair:

    a. Preside at meetings of the District Service Cabinet and, in conjunction with the District Service Cabinet, develop plans for improved service delivery and for facilitation and coordination of delivery of services at the district level.
    b. Serve as liaison between the Community Board and governmental agencies and the community at large.
    c. Process service complaints and coordinate all service-related actions and operations within the Community District.
    d. Cooperate with, consult, assist, and advise any public officer, agency, local administrators of agencies, legislative bodies, or the Borough President in accordance with the Board's policies with respect to any matter relating to the welfare of the district or its residents.
    e. Maintain, administer, and manage the Community Board office.
        1) Select, hire, supervise, and terminate staff, in consultation with the Board Chair and following approval by the full Board of all hiring and termination decisions.
        2) Present to the Treasurer for his or her review the projected annual budget and prepare periodic financial and program reports on the activities of the Community Board office.
    f. Discharge any and all duties, functions, and procedures approved by the Board in compliance with Board policy.
    g. Assist the Board Chair and committee chairs in carrying out their responsibilities, including:
        1) Guiding the Board and its committees through the various phases of participation in the City's budget process, and preparing necessary testimony and other paperwork.
        2) Conducting research and developing policy recommendations as requested.
        3) Attending and reporting on hearings, meetings, and public functions relevant to the effective and efficient functioning of the Community Board office, including any such

hearings, meetings, and public functions which the Board Chair, Executive Committee, or the Board shall direct the District Manager or other staff person to attend.

h. Promptly direct all pertinent incoming communications or information to the Chair, Treasurer, or committee chair, or other appropriate Board member.
i. Perform other duties as assigned by the Board Chair in accordance with the general powers and duties of the Chair.

VI. BY-LAWS AND REPORTING

VI.A. By-laws

1. Amendments to these by-laws may be initiated by the Board Chair, by a majority vote of the members present and voting at a Board meeting, or at the written request of the Borough President.

2. Amendments to these by-laws shall be adopted by a majority vote of the members present and voting at a Board meeting.

VI.B.Reporting

1. On an annual basis, the Board Chair must publish a report on the expenditures of the past fiscal year. The Chair may enlist the District Manager and Board staff in the preparation of this report.

2. The Board, in accordance with the New York City Charter, shall:
   a. Submit an annual report to the Mayor, the City Council, and the Borough President within three months of the end of each year.
   b. Prepare comprehensive and special purpose plans for the growth, improvement and development of the community district.
   c. Submit an annual statement of needs, which includes a brief description of the district, the Board's assessment of its current and probable future needs, and the Board's recommendations for programs, projects or activities to meet those needs.
   d. Submit to the Mayor the capital budget priorities for the next fiscal year and the three succeeding fiscal years.
   e. Submit to the Mayor the expense budget priorities for the next fiscal year.
   f. Submit recommendations and priorities to the Mayor, the City Council, and the City Planning Commission on the allocation and use within the district of funds earmarked for community development activities.