



ARTICLE I. NAME & BOUNDARIES

The name of this organization is the Eagle Heights Neighborhood Association, Inc. (herein after referred to as the “Association”). It is an incorporated association located in Irondequoit, New York. The boundaries of the Association are Titus Avenue between Cooper Road and Oakview Drive including Eastgate Drive, Westgate Drive and Shadowlawn Court; and Dake Avenue between Cooper Road and List Avenue.

ARTICLE II. MEMBERSHIP

A. INDIVIDUALS

Every resident within the boundaries of Association who is an adult (18 years or older) is automatically considered a member. Members have no responsibilities but are eligible to vote on all matters put to an Association wide vote.

B. ORGANIZATIONS

Organizational memberships shall be open to all associations, corporations, partnerships, or other organizations, whether or not organized for profit, which have an interest in promoting the goals and purposes of the Association.

C. ELIGIBILITY OF MEMBERSHIP

The Executive Board shall make the final decision as to the eligibility of Individuals and Organizations applying for membership.

ARTICLE III. OFFICERS

A. OFFICERS AND EXECUTIVE BOARD

1. Officers of the Association shall be the President, Vice-President, Secretary, and Treasurer.
2. The Past-President shall serve as a Board Member at Large.
3. The Executive Board shall be composed of the Officers and any Members at Large, not to exceed nine voting members.
4. Any Individual Member is eligible to serve as an officer or Board member.

B. ELECTION OF OFFICERS

1. If no more than one (1) candidate is nominated for each vacancy, election of the Officer(s) may be by voice vote at the Annual Meeting.
2. If the vacancies are contested ballots shall be given to all members present at the annual meeting.
3. Officers may resign at any time or may be removed at any time by a 2/3 majority vote of other Executive Board members. The vacated position will be refilled by appointment of the Executive Board as determined by a majority vote of the board. The appointed party will fill the office until the next general election at which time the seat will be reopen for the general election process.

C. DUTIES OF OFFICERS

1. The President:
 - a. Presides at all meetings of the Members and Executive Board.
 - b. Facilitates the development and deployment of the Association's strategy.
 - c. Serves as an ex-officio member of all Committees.
 - d. Acts as the spokesperson for the organization or appoints others as needed.
 - e. Oversees the division of responsibilities among Officers.
 - f. Acts as the final decision-making authority after consultation with Executive Board.
2. The Vice-President:
 - a. Assumes the responsibilities of the President in his/her absence or disability.
 - b. Oversees Association's activities as determined in consultation with the President.
3. The Secretary shall:
 - a. Assist in the preparation of the agendas for all meetings.
 - b. Take minutes at all meetings of the Association and the Executive Board.
 - c. Post the approved version of the minutes in Association shares.
 - d. Maintain the Association email account and communication presences.
 - e. Maintain the master list of Members, Constitution, and Bylaws.
4. The Treasurer shall:
 - a. Manage Association funds and tax documents.
 - b. Provide financial reports to the Executive Board.
 - c. Make authorized disbursements of the funds as directed by the Executive Board.

D. VOLUNTEERS

We actively encourage residents to volunteer. Volunteers can assist the association in many ways, including:

1. Helping new neighbors become familiar with the Association
2. Leading a relevant project or task force
3. Connect residents with the Association or Town of Irondequoit when appropriate
4. Attending general Association meetings
5. Encourage social activities throughout the neighborhood
6. Identifying and encouraging additional volunteers

E. BOARD MEMBERS AT LARGE

Up to five (5) Board Members at Large may be appointed by the Executive Board.

ARTICLE IV. MEETINGS

A. MEETINGS

1. The Executive Board shall establish the time and place of any in-person meetings and publicize it for at least 5 days prior to the meeting.
2. Meetings may take place through online discussion forums (e.g. Facebook posts or other site).
3. A special meeting of the Association may be called by petition signed by at least 15 members. Such a petition must be given to the President at least 10 days before the proposed date of the meeting.

B. EXECUTIVE BOARD MEETINGS

1. The Executive Board shall meet at least monthly, unless a 2/3 majority vote of the Board approves otherwise.
2. Quorum for the Executive Board shall be a simple majority.

ARTICLE V. COMMITTEES

A. STANDING COMMITTEES

1. Chairpersons of the Standing Committees shall serve by appointment of the Executive Board.
2. All external committee activities such as correspondence, news release, or public statements stating or implying a position of the Association must be reviewed and approved in content (not structure) by the President or designee prior to its release with a copy or summary presented to the Executive Board at its next meeting.
3. A disclaimer: Officers, Board Members, and Chairpersons shall not be held personally liable for any accidents, debts, or liabilities incurred by the Association.

B. AD-HOC COMMITTEES

The Executive Board may appoint any ad-hoc committees deemed necessary.

ARTICLE VI. DISSOLUTION

At least three Officers elected by the Membership must be maintained in order for the Association to continue to operate. Should three Officers be unable to be elected, the organization shall be dissolved. Upon the dissolution of this organization, assets shall be distributed to a registered 501(c)3 organization within the Town of Irondequoit as directed by the last elected board.

ARTICLE VII. AMENDMENTS TO THE BYLAWS

A. PROPOSALS TO AMMEND THE BYLAWS

Proposals to amend these bylaws may be introduced by a 2/3 vote of the Executive Board upon receipt of a written proposal from:

1. Any individual member along with a petition of at least 5% of the Association membership.
2. Any Executive Board member.
3. An ad-hoc committee for review of the bylaws.

B. RATIFICATION PROCEDURES

1. A document with bylaws changes shall be distributed to the Membership at least 7 days before initiation of a secret vote by individual members of the Association.
2. A two-thirds (2/3) affirmative vote of those voting on the amendment(s) shall be necessary for ratification.