

Charlotte Community Association, Inc.
Proposed Revision of the Bylaws - 7/30/24

SUMMARY

Section	Current	Proposed	Rationale
Article 1		Add: ...certified by New York State on January 11, 1963.	Recognizing date of incorporation
Article 5.b	No substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation.	No part of the Corporation's activities shall be partisan, or otherwise attempting to influence legislation.	Replacing cumbersome language with concise wording; the spirit of the sentence has not changed
Article 6	MEMBERSHIP AND DUES	MEMBERSHIP/SPONSORSHIP AND DUES	Adding Sponsorship to section title
Article 6	Members shall be those residents or non-residents...	Members shall be those residents, non-residents, and/or business owners...	Recognizing business owners as major stakeholders
Article 6	Regular members will have membership for a calendar year, ending 12/31/XX, regardless of when membership is received. In the case of memberships received after August, the membership will expand to 12/31 of the following year.	Regular members will have membership for a period of one (1) year, renewable annually, commencing with receipt of payment for membership.	Allowing flexibility for automatic, rolling renewals
Article 6	Sponsors will have membership for a twelve-month period, commencing with receipt of payment for sponsorship.	Sponsors shall be individuals, groups or business owners who financially support the CCA at a higher level than regular members. Sponsors will have membership for a period of one (1) year, renewable annually, commencing with receipt of payment for sponsorship.	Defining sponsors and sponsorships vs regular memberships; formatting consistency
Article 7. Board of Directors, a.2	All members of the Board of Directors are required to reside within the boundaries of Charlotte (see Addendum map) except that three members may reside outside	All members of the Board of Directors are required to reside or own an active business within the boundaries of Charlotte (see Addendum map).	Broadening board participation by recognizing non-resident, active business owners as major stakeholders

	of the boundaries of Charlotte.		
Article 7. Board of Directors, c.	All members of the Board of Directors shall comply with the Association's Conflict of Interest Policy.	All members of the Board of Directors shall comply with the Association's Conflict of Interest Policy. A signed statement of compliance is required by each member of the board on an annual basis.	Recognizes the requirement of each board member to annually renew their compliance with the COI policy
Article 7. Officers	...Chief Communications Officer...	...Communications Officer...	Eliminating unnecessary word in title
Article 7. Meetings, a.	Special meetings of the Board may be called by the President or upon written request of at least three (3) board members with at least three (3) days written notice. Written notice of time and place of special meetings of directors shall be given to each director either by personal delivery or by mail, telephone, fax transmission or email at least two (2) days before the meeting.	Special meetings of the Board may be called by the President in between regularly scheduled board meetings for the purpose of conducting time-sensitive business. All board members must be notified and provided a timeline in which to respond.	Allowing flexibility for necessary impromptu meetings while maintaining some flexibility in board members' response time and use of various current and future communication technologies
Article 7. Meetings, a.	Any one or more directors, or committee members, may participate in a meeting of such Board or committee by means of a conference telephone or similar equipment that allows all persons participating in the meeting to hear each other at the same time.	Any one (1) or more directors, or committee members, may participate in a meeting remotely by means of any technology that allows all persons to have simultaneous access and the ability to participate in the meeting discussions.	Allowing flexibility for various technologies, current and future, that can facilitate equal access and participation by all persons
Article 7. Meetings, b.	...and the meetings shall be open to the community. A minimum of ten (10) meetings per year must be held and announced in the CCA community newsletter at a place designated by the President,and the meetings shall be open to the community and advertised in advance. A minimum of ten (10) meetings per year must be held at a place designated by the President, ...	Eliminating reference to the currently-defunct newsletter; allowing flexibility for use of any current and future media used for communication
Article 7. Meetings b.	Special meetings of the membership may be called by the President, by the	Special meetings of the membership may be called by the President in between	Streamlining

	Secretary upon written request of ten (10) members of the Association to the Secretary, or by the Board of Directors. Members shall be notified of the annual meeting and of any other meeting at which action may be taken by the most expeditious means possible.	regularly scheduled monthly meetings.	
Article 7. Quorum and Voting, a.	A quorum of all meetings of the members shall consist of the lesser of one hundred members of the Association or one-tenth (1/10) of the members.	A quorum of the members shall consist of two thirds (2/3) of the members present.	Allowing flexibility as membership numbers fluctuate.
Article 7. Elections and Terms of Office, a.	The President shall, with the approval of the Board, appoint a Nominating Committee in June of at least two members of the Association to recommend candidates for each Board position to be vacated. The Committee shall publish in the July/August issues of the CCA newsletter a solicitation for members interested in serving on the Board. The President shall solicit written responses from all recommended candidates. Other nominations may be filed with the President or Secretary on written petition of ten (10) voting members or may be made from the floor at the September meeting of members. No further nominations will be accepted beyond the September membership meeting. The President shall cause the printing of all nominations, including the Nominating Committee's recommended slate as well as nominations from the membership petition, in the October	<p><u>Annual Nominations Process and Timeline:</u></p> <p>June: The President shall, with the approval of the Board, appoint a Nominating Committee of at least two (2) members of the Association to recommend candidates for each Board position to be vacated.</p> <p>July-September: The Committee shall publish a solicitation for members interested in serving on the Board. Nominations shall be accepted by a written statement of intent by the candidate and delivered to the President, Secretary, or Nominating Committee up to and including the September general meeting of members.</p> <p>September: No further nominations will be accepted beyond the September membership meeting. The Committee shall vet all candidates for eligibility and</p>	Eliminating reference to the currently-defunct newsletter; allowing flexibility for use of any current and future media used for communication; describing the election process in a clear, month-by-month format

	<p>issue of the CCA community newsletter. Proxy voting forms shall be included in that mailing. Candidates shall be invited to be introduced at a “Meet the Candidates” session at the October CCA meeting of members.</p>	<p>make recommendations to the Board no later than the September meeting of the Board. The Board shall approve a final slate of candidates for the fall election ballot.</p> <p>October: The President shall cause the announcement and publication of the approved slate of candidates.</p> <p>Proxy voting forms shall be made available at least two (2) weeks prior to the November vote. Candidates shall be invited to be introduced at a “Meet the Candidates” session at the October general meeting of members.</p> <p>November: A vote on all candidates is called at the November general meeting of members.</p>	
Article 7. Elections and Terms of Office, b.	The Board of Directors shall be elected by plurality to a two (2) year term of office, not to exceed three (3) consecutive terms. The term of office will start January 1 st following elections and end December 31 st of the following year.	The Board of Directors shall be elected by plurality to a two (2) year term of office, starting January 1 st following elections and ending December 31 st of the following year.	Eliminating the cap on years of service; in response to exponentially diminishing community interest in serving on the Board
Article 7. Transition, c.	...transition issues (phone, email, website access, PO Box access, records transfer, CCA property, etc.)	...transition issues (individual contact information, orientation materials, access to files, records transfer, transfer of CCA property, etc.)	Eliminating specific dated references and describing in more broadly based terms
Article 9. Committees	The activities of the CCA shall be driven by two types of committees: a) Committees of the Corporation: governing the external affairs of its	The activities of the CCA shall be driven by two types of committees: a) Committees of the Corporation: advising and assisting the Board in governing the external affairs	Clarifying the advisory nature of Committees of the Corporation; Adding the statement that the Board can start or end a committee

	members and the community and b) Committees of the Board: governing internal organizational operations.	of its members and the community and b) Committees of the Board: governing internal organizational operations. Committees may be established and dissolved at the discretion of the Board.	at its discretion.
Article 9. a.	The Board may establish a Committee of the Corporation at any time to address the needs of the community.	The Board may establish a Committee of the Corporation at any time to address the needs of the community (i.e. Beautification; Community Development; Safety and Security; Youth Engagement).	Adding examples of Committees of the Corporation
Article 9. b. 1	...Chief Communications Officer.	...Communications Officer.	Eliminating unnecessary word in title
Article 9. b. 2	The Board, by resolution adopted by a majority of the entire Board, may designate from among its members other committees of the Board.	The Board, by resolution adopted by a majority of the entire Board, may designate from among its members other committees of the Board (i.e. Governance, Finance, Nominating).	Adding examples of Committees of the Board
Article 9. c. 1	...and approved by the Board of Directors.	...and approved by the Board of Directors. Committee Plans of Work shall include budget projections.	Adding the need for budget projections essential for annual budget development
Article 9. c.2	Each Committee must deliver a written report to the Board at least annually and shall keep the CCA members advised of the committee's activities and progress via articles in the CCA newsletter and website.	Each Committee must deliver a report to the Board at least annually and shall keep the CCA members advised of the committee's activities and progress.	Eliminating reference to the currently-defunct newsletter; allowing flexibility by not specifying the use of any particular technology