

**BY-LAWS
OF
COMMUNITY BOARD #2,
BOROUGH OF BROOKLYN**

I. Name

This Board shall be known as COMMUNITY BOARD #2, BOROUGH OF BROOKLYN.

II. Area

This board shall serve the community within the area designated on the Community District Map as Community District Two, or as such map may be hereafter duly amended or revised.

III. Officers

The officers of the Board shall be as follows:

Chairperson
1st Vice Chairperson
2nd Vice Chairperson
Secretary

The term of each office shall be for one year, commencing January 1st and expiring December 31st.

IV. Duties of the Chairperson

The Chairperson shall have the following duties and responsibilities:

1. To perform all duties set forth in the City Charter.
2. To call and preside over Executive Committee meetings.
3. To supervise the District Manager and all members of the staff in the absence of the District Manager.
4. To receive all calendars and notices from all City agencies which are required to be referred to Community Board pursuant to the City Charter and to refer matters to standing committees for investigation and report and/or hearing.
5. To attend meetings of the Borough Board, City Planning Commission, City Council, District Service Cabinet or such other meetings called for under the New York City Charter or applicable law or rule or to designate his/her representative or representatives to attend.

6. To open and preside over regular monthly meetings of the Board.

7. To state and put to a vote all questions or resolutions which are to be moved or necessarily arise in the course of the Board's business and to announce the result of the vote.

8. With approval of the Board, to appoint a Parliamentarian to advise the Chairperson on all questions of parliamentary procedure. In the absence of a Parliamentarian, the 1st Vice Chairperson and the 2nd Vice Chairperson, in this order, shall act as Parliamentarian.

9. Except as he/she shall otherwise authorize, the Chairperson shall authenticate all acts, orders and proceedings of the Board including the signing of all letters going out from the Board and shall be the sole spokesperson for the Board before news media, agencies of government and the public at large.

10. To call for and entertain motions to adjourn meetings.

11. According to the provisions of these By-laws, to appoint, suspend or remove Chairpersons of all Committees of the Board, to establish special task forces, committees and subcommittees as from time to time may be deemed necessary for the best performance of the Board's function and to appoint, suspend or remove the Chairperson of such special task forces, committees and sub-committees. All Committee Chairpersons and the Budget Coordinator shall serve only during the term of the Board Chairperson appointing him/her. The Board Chairperson shall be an ex-officio member of each committee, except the nominating committee. The Chairperson shall report at the earliest Board meeting any new appointments or removals.

12. To prepare and deliver the Board Chairperson's monthly report.

13. To notify the Board of all matters brought before the committees and presently pending and of all communications to the Board so that Board members may perform their duties.

14. To preside over and coordinate public hearings and public informational meetings involving more than one Standing Committee to effect the most efficient disposition of the Board's duties to the widest public audience.

V. Duties of the 1st Vice Chairperson

The duties of the 1st Vice-Chairperson shall be as follows:

1. To preside over regular monthly business meetings in place of the Chairperson when the Chairperson is absent.
2. To fulfill all obligations of the Chair when the Chairperson is absent.
3. To assist the Chairperson in liaison activities with other community boards as necessary.
4. In the absence of a Parliamentarian, advise the Chairperson on all questions of parliamentary procedure.

VI. Duties of the 2nd Vice Chairperson

The duties of the 2nd Vice Chairperson shall be as follows:

1. To preside over regular monthly business meetings in place of the 1st Vice Chairperson when the Chairperson and the 1st Vice Chairperson are absent.
2. To fulfill all the obligations of the Chairperson when the 1st Vice Chairperson and the Chairperson are absent.
3. To assist the Chairperson in liaison activities with other community boards when the 1st Vice Chairperson is absent.
4. In the absence of a Parliamentarian and the 1st Vice Chairperson, advise the Chairperson on all questions of parliamentary procedure.

VII. Duties of the Secretary

The duties of the Secretary shall be as follows:

1. Review and certify minutes of the regular monthly business meetings of the Board.
2. Insure that procedures, protocol notices and correspondence relating to Community Board meetings, public hearing and other special matters are

implemented through the Board Office. This responsibility includes but is not limited to the following:

- (a) Recording records of attendance.
- (b) Recording all official votes.

VIII. Election of Officers

1. At the Community Board's regular monthly business meeting in the month of October, the Community Board Chairperson shall appoint a Nominating Committee consisting of 7 members and shall designate one of their members to be Chairperson of said committee. However, at the written request of at least 10 members of the Board filed at least 10 days prior to the regular October monthly business meeting of the Board, a Nominating Committee of seven members shall be elected by a regular ballot. Notice of such action shall be placed on the agenda mailed to Board members. A ballot shall be prepared by the Board Office and the vote shall be recorded in the minutes. The nominee receiving the highest number of votes shall be Committee Chairperson. Any tie or ties shall be resolved by lot.

2. The Nominating Committee shall meet as often as necessary thereafter in order to report to the Board at its November business meeting one or more candidates for each of the offices of Chairperson, 1st Vice Chairperson, 2nd Vice Chairperson and Secretary. The Nominating Committee shall make its report to the Community Board at the regular monthly business meeting in November and with its report present one or more members for each position and at such meeting members of the Board may offer additional nominees from the floor. Each nominee at this meeting shall make a speech limited to three minutes. Following these statements, Board members will be allowed to engage in a question and answer session for those seats for which there are two or more candidates. Within time limits, each Board member can ask one question and each candidate will be given up to one minute to respond. The total duration of the question and answer session shall be limited to one hour. The chairperson of the Nominating Committee shall administer the question and answer process and enforce the time limits. All nominees suggested by the Nominating Committee as well as nominees offered from the floor for the Community Board offices shall be made known to

each member of the Board in the written notice of the election of officers for the December meeting. There shall be no further nominations from the floor at the December meeting unless there is no nominee for an office.

3. At the December regular business meeting of the Board pursuant to the written notice sent to each member, there shall be a separate election administered by the Nominating Committee held for each of the offices of Chairperson, 1st Vice Chairperson, 2nd Vice Chairperson and secretary. In order to be successful, a candidate must poll a majority of the vote. On failing to poll a majority vote, there shall be a runoff between the two persons receiving the two highest number of votes. Nominees shall not be permitted to speak at this meeting.

4. Voting for each office shall be by signed paper ballots with each member's vote recorded and listed in the minutes, unless there shall be no opposition.

IX. Duties of the Budget Coordinator

There shall be a Budget Coordinator who shall be appointed by and serve under the direction of the Chairperson. Working with the District Manager, the Budget Coordinator shall serve as Chairperson of the Budget Committee composed of all standing committee chairpersons. The Budget Coordinator shall:

1. Publish for the Board as soon as practicable, a timetable for the consideration of the next year's capital, expense and Community Development budget.

2. Insure that, by the appropriate dates of the district and budget consultations, relevant committees have been in touch with City agencies to ascertain and advise on capital and expense budgets for the ensuing fiscal year.

3. Arrange for public hearings (including appropriate notification within designated legislative time limits) for the capital, expense and Community Development budget.

4. Collect from committees and agencies, and publish as soon as practicable prior to the scheduled hearings, both agency requests and committee recommendations.

5. Transmit reports to the Borough President and the Office of Management and Budget as appropriate to influence their priority reports.

6. Maintain liaisons with the Office of Management and Budget to insure appropriate focus on district recommendations and needs in the budget process.

7. Prepare testimony as appropriate for Borough Board, City Planning and City Council budget hearings.

8. Insure that appropriate timetables and hearings are set for Capital, Expense and Community Development funding requests and other funding requests.

9. Insure that any other legislative requirements relating to budgetary matters are complied with.

X. Committees

1. Committees of the Board shall consist of standing committees as specified in Section 9 of this Article and such other special committees as the Chairperson or a majority of the board members at a regular business meeting, and voting shall establish to transact the Board's business.

2. Chairpersons of all committees shall be members of the Board and shall be appointed by the Chairperson of the Board.

3. Committee membership shall be designated by the Board Chairperson in consultation with Committee Chairperson. Each standing committee of the Board shall have no less than five board members. Each committee shall govern its internal functioning consistent with these by-laws and the City Charter unless submitted to and approved by the executive committee. Except as otherwise provided by law, committee meetings shall be open to the public. Each committee shall maintain attendance lists, minutes of each meeting (written or tape recorded), and the vote shall be recorded in the minutes. Persons with a residence or significant interest in the community may be invited to participate as non-board committee members based on their interest and relevant skills and may vote only as committee members on matters brought before that committee. Any committee recommendation to the Board must be approved by a majority of the committee members present and voting. Committee Chairpersons, in consultation with the Board Chairperson, may create subcommittees as necessary but any such subcommittee must include at least one Board member.

3a. Application of non-board members to serve as committee members, appointment to such committees and removal.

Non-board members may apply to be members of any committee or subcommittee. An application form shall be provided upon request to any member of the public or to any person attending three consecutive committee meetings. The Board Chair shall have the power to appoint, in consultation with committee chairs. Only persons who have formally been appointed may vote at committee, subcommittee or task force meetings. Appointments of non-board members shall be for no more than two years and must be renewed. The Chair when making an appointment of a non-board member may in the appointing letter limit the term of such appointment to less than two years in the Chair's discretion. Non-board members may be removed from committees, task forces or subcommittees for failure to attend meetings or for cause. The procedure followed shall be the same as for Board members except that the Executive Committee of the Board shall be the body which holds such hearing and the entity that shall vote on the removal. A simple majority vote of the quorum so attending any such meeting shall be sufficient to remove such person.

4. Committee meetings ordinarily shall be open to the community but may be closed pursuant to the provisions of the Open Meetings Law (Public Officers Law Section 100 -105). Only committee members may vote at committee meetings.

5. Upon receipt of a request for investigation and report on a matter from the Chairperson, a designated coordinator or the Board, the appropriate committee shall take action. This may include but is not limited to interviews, request for information and public meetings, which shall be coordinated with the Chairperson. Except in emergencies, the committee reports requiring Board action shall be mailed to Board members in the regular monthly mailing from the Board Office.

6. If a committee chairperson, in order to facilitate the committee's work, wishes to contact district service representatives, he or she may do so through the District Manager only. The committee chair may request (through the district manager) the attendance of agency representatives at meetings of the Community Board. Through the District Manager, an issue of said committee may be placed on the agenda of the District Service Cabinet.

7. Each committee shall be responsible for reporting to the Board on activities on a monthly basis. This shall include but is not limited to a report in writing to the Chairperson to be submitted no later than the

evening of the Executive Committee meeting on the status of all matters under consideration.

8. If a jurisdictional question arises, the Chairperson of the Board shall resolve the overlapping matter.

9. There shall be the following standing committees with the following responsibilities:

A. Land Use:

Responsibility for matters concerning planning, district development plans and land use in accordance with Section 197-b (Notification of plans and proposals) and Section 197-c (Uniform Land Use Review Procedure) of the New York City Charter and related public approval processes including but not limited to: zoning, subdivision, zoning map changes, business improvement districts, variance applications and revocable consents, special permit applications and franchises (other than transportation franchises); responsibility for Landmarks and Historic Preservation; responsibility for all matters concerning public and private housing; responsibility for all budget matters of the Department of Housing, Preservation and Development, Department of Buildings, Department of City Planning and any successor agencies;

B. Transportation and Public Safety:

Responsibility for matters concerning highway maintenance and street repair, traffic control and safety matters, transportation franchises and public transportation; responsibility for fire, police patrol and related matters of public safety; responsibility for capital and expense budget matters concerning Department of Transportation and Safety.

C. Health, Environment, and Social Services:

Responsibility for matters concerning health services including mental health services, sanitation and refuse collection, environment concerns including sewer maintenance and repair, air pollution, toxic waste and liquor licensing issues; responsibility for capital and expense budget matters concerning the Environmental Protection and Health Services Administrations; responsibility for matters concerning social services, the disabled, the homeless and senior citizens; responsibility for capital and expense budget matters relating to the appropriate agencies including but not limited to the Human Resource Administration.

D. Youth, Education and Cultural Affairs:

Responsibility for matters relating to young people; responsibility for coordinating and encouraging the development of Youth Services in the Community Board area; responsibility for encouraging the improvement and expansion of educational and cultural programs and for establishing liaison with appropriate institutions within the district including libraries; responsibility for reviewing related budgets.

E. Finance and Personnel:

Responsibility for presenting the Community Board's internal budget within the appropriate time frame to the Board for approval prior to the beginning of the fiscal year; responsibility for development of personnel and salary administration policies for approval of the Board; responsibility for monitoring the expenditure of Community Board's internal budget including monthly financial reports; responsibility for presenting qualified candidates for employment to the Board for approval; responsibility for monitoring all employees time sheets including the District Manager's time sheets; responsibility for reviewing all staff evaluations, including the District Manager's evaluation before recommending salary increases.

F. Parks and Recreation:

Responsibility for all matters relating to local parks and recreation areas; responsibility for capital and expense budget matters concerning parks and recreation.

G. Economic Development and Job Creation:

Responsibility for the development of effective employment and training programs; responsibility for creating equal opportunities and affirmative action for employment of local residents, minorities and women among public and private employers, contractors and developers within the District; responsibility for establishment of liaison with related agencies such as the Department of Small Business Services and Human Rights Commission.

H. Budget Committee:

Responsibilities are as defined in Article IX.

10. Special committees may be established by the Chairperson or a majority of the Board as necessary from time to time to consider matters coming under the jurisdiction of any standing committee or any

other matter which the Board shall designate. When a special committee is established to consider matters covered by two or more standing committees, the membership must include but need not be limited to the heads of the relevant standing committees.

XI. Meetings

1. The Board shall meet at least once a month, except during July and August, and shall meet the second Wednesday of the month unless there is a conflict.

2. A meeting agenda, minutes and all reports for Board Action shall be mailed to all Board members at least seven days prior to the regular monthly business meeting except in cases of emergency where notice will be given as provided under the Open Meetings Law.

3. No matters, other than procedural matters, shall be submitted to the Board for a vote without such matters having been placed on the agenda forwarded to Board members except that additional items may be added by vote of the board members present at any meeting.

4. There may be special meetings of the Board. A special meeting shall be a meeting other than the regular monthly business meeting and may be called by the Board Chairperson

- (a) At the Board Chairperson's discretion;
- (b) At the Borough President's request;
- (c) Upon resolution adopted by majority roll call vote of the Board members; or
- (d) Upon written request of at least one-third of the Board members and presented to the Board Chairperson.

5. A special meeting shall be called upon seven days notice, in writing, with a specification of the purpose of the meeting and a delineation of the agenda of such meeting. Decisions at special meeting shall be made by a majority vote of those Board members in good standing then present and voting. Only items specified in the notice shall be considered.

XII. Responsibilities of Community Board Members

Community Board members shall:

1. Attend all meetings. Unexcused absences shall constitute cause for removal as provided under these by-laws.
2. Participate actively on at least one committee.
3. Not speak for the Board on any Board matter before the media or at any community meeting.
4. Vote in person and not by proxy on all matters that come before the Board.

XIII. Conflict of Interest

A member of the Board shall not vote on a matter before the Board, a committee or the Borough Board which may result in a personal and direct economic gain to the member or any person with whom the member is associated. A person associated with a Board member includes his or her spouse, child, parent or sibling, a person with whom the member has a business or financial relationship, and each firm in which the member has a present or potential interest. A member who is a City employee shall not vote on any matter before the Board or committee which has been or may be considered by the member as an employee of a city agency. This article shall apply to non-board members serving on committees.

XIV. Quorum and Voting

At any meeting or public hearing of the Board

1. A majority of the appointed members of the board shall constitute a quorum of the Board. Any action, determination or decision of the Board shall be authorized by a majority vote of the members present and authorized to vote. A quorum shall be present in order for a vote to be official at any meeting or public hearing. Public members and ex-officio members shall not be counted toward a quorum.
2. A Board member who has an interest in a matter to be considered by the Board or committee may participate in discussions on such a matter only after disclosing the nature and extent of the interest to the Board or committee before the meeting at which the matter shall be considered, but shall not vote.
3. If any Board member shall be excluded from voting because of a conflict of interest, then the number of members who are entitled to vote on that matter shall be reduced, and the majority required for passage shall be reduced accordingly. Members, not entitled to vote, shall not be counted as abstaining,

but shall be counted as present for the purpose of maintaining a quorum.

4. The Board Chairperson has the right to vote on matters before the Board and shall not be restricted to breaking a tie. If the Chairperson chooses not to vote, he or she shall be counted as abstaining.

XV. Removal

Any officer or member of the Board may be removed from the Board for cause. This procedure shall apply when removal is for reasons other than non-attendance or non-attendance not covered under Section 5 below. The procedure shall consist of:

1. A motion to institute removal proceedings may be made at any business meeting of the Board. However, no vote on removal shall be taken at the same meeting at which such motion is made but shall be taken at the next regular or special monthly business meeting of the Board.
2. Approval of such motion shall be made by a majority of the Board members quorum attending such meeting
3. Upon such approval, the member or officer in question shall be notified by the Chairperson in writing, within ten days, of such approval that a motion for removal has been passed by the Board and the grounds alleged for such removal. The member or officer in question may then request a hearing before the Board, which shall be scheduled for the next regular monthly business meeting. Both the motion to institute removal proceedings and notice of hearing shall be included in the agenda sent to members for the respective meetings.
4. At such hearing, such member or officer shall have the right to be represented by legal counsel to examine any witness and to call witnesses in his/her behalf. At the conclusion of the hearing, the Board shall vote upon such motion for removal by a simple majority.
5. When the reason for removal shall be based upon non-attendance at board or committee meetings the following procedure shall apply.
 - A. When a member is absent from 75 percent of the board meetings and committee meetings over a period of three months (missing five or more meetings of the six scheduled in three months), the member shall receive a notice signed by the Chair of the Board that states the following:

You have been absent from at least five of the six meetings in the last three months. One of the obligations of your appointment is that you must make a reasonable effort to attend. The Board has established the following procedure. After missing five of the six meetings in any three month period (excluding July and August) a member will be sent a warning letter. Following the warning letter, if you miss 50 percent of the meetings of the Board and committee that you have been appointed to during any three month period for the next nine months, your continued membership in the Board may be ended. If during this period you miss 50 percent of the meetings the Executive Committee of the Board may remove you after giving you seven days notice and providing you a hearing before the Executive Committee to determine whether your continued absences should not be excused. At the hearing you may be represented by counsel and present such evidence and call witnesses. The official attendance lists from the Board meetings or committee meeting shall be presumptive evidence of the information contained therein. The Executive Committee may allow a board member who has violated this attendance standard to continue to be a member under some form of probation for meeting specific attendance guidelines. We encourage you to attend the number of meetings as required so that no further action will be required. If you feel you will be unable to meet these standards we suggest that you consider taking a leave of absence (which you are permitted to do) or otherwise ending your membership in the Board.

B. Following the warning letter, if the Board member misses 50 percent of the meetings in any three month period, a notice shall be sent to the member upon no less than seven days notice providing the Board member an opportunity to be heard before a meeting of the Executive Committee called for the purpose of removing such member from the Board. The Board member may be represented by counsel of his or her choice at any such meeting and present evidence as why the Board member shall not be removed. The official attendance lists from Board and Committee meeting shall be presumed to be correct. However the Board member may present evidence to rebut this presumption. The Executive Committee is authorized to remove the member from the Board upon majority vote of the quorum of the executive committee. The Executive Committee may continue such membership in the Board upon such rules for attendance that it deems appropriate.

XVI. Vacancies of Elective Officers

1. In the event of a vacancy in the Office of Chairperson, the 1st Vice Chairperson shall complete the term of office of the Chairperson unless the Board votes to hold a special election for the Chairperson.

The special election shall be conducted as follows:

- (a) A Nominating committee shall be selected by the 2nd Vice Chairperson consisting of 7 Board members. The committee shall make its report at the next regular business meeting and at least ten days prior to the next regular business meeting the recommendations of the nominating committee shall be mailed to all the members of the Community Board.
- (b) The Nominating committee shall administer the elections and shall call for nominations from the floor at the election meeting. Immediately upon close of the nominations the Chair of the nominating committee shall select tellers, distribute ballots and announce the results, which shall be recorded in the minutes. Each candidate for office may select an observer to oversee the counting of the ballots. Upon announcement of the new Chairperson, said elected Chairperson shall assume office immediately and shall continue exercising the duties of said office for the remaining unexpired term of office.

2. In the event a vacancy occurs in the office of 1st Vice Chairperson then the 2nd Vice Chairperson shall complete the term of office of the 1st Vice Chairperson and the Office of 2nd Vice Chairperson shall remain vacant.

3. In the event a vacancy occurs in the office of 2nd Vice Chairperson then so long as the 1st Vice Chairperson is still in office the office of 2nd Vice Chairperson shall remain vacant.

4. In the event a vacancy occurs in the office of Secretary, then the Chairperson shall appoint a secretary for the remaining term of office unless a majority of members appointed to the Board object to such appointment. In the event of such objection, a special election shall be held in the same matter as set forth in Section 1 of this Article.

XVII. Executive Committee

There shall be an Executive Committee consisting of the elected officers, the appointed Chairpersons of the standing committees and the Budget Coordinator. The Executive Committee shall meet approximately 10 days prior to the regular monthly business meeting; provide continuity in the operations of the Board; call for special meetings of the Board; review and correct Board Action and Committee reports for conflicts; prepare agenda for the forth-coming regular monthly business meeting.

XVIII. Staff

To assist the Board there shall be a basic staff which in accordance with New York City Personnel policies, shall consist of a District Manager and secretarial and office assistants.

XIX. District Manager

1. Eligibility

The person shall meet the requirements for the position of District Manager as established by the New York City Department of Personnel and any other eligibility requirements in the written job description prepared and approved by the Board.

2. Supervision

The District Manager shall be under the supervision of the Chairperson, who shall prepare an annual written evaluation of the District Manager's performance. This evaluation shall be submitted to the District Manager which shall be placed on file and a copy forwarded to the Finance and Personnel Committee for use as a guide for any personnel action.

3. Duties of the District Manager

The District Manager shall have the following duties and responsibilities:

- (a) The processing of service complaints;
- (b) Presiding at meetings of the District Service Cabinet;
- (c) Attending regular monthly business meetings and Executive Committee meetings;

- (d) Attending budget consultations and participating in the preparation of the New York City fiscal budget;
- (e) Attending the meetings of the Finance and Personnel committee;
- (f) Performing other duties as shall be assigned by the Chairperson and the Board; and
- (g) Performing duties in accordance with the personnel policy procedures of the Board.

4. Appointment

- (a) Upon the existence of a vacancy in the position of District Manager, the Chairperson shall notify the Board members in writing of the effective date of the vacancy and shall also advise the Board of the Chairperson's nominees for a Search Committee and shall designate one of said nominees as Chairperson of the Committee. The Search Committee shall consist of a minimum of five Board members. Notice of the vacancy and the Chairperson nominees must be mailed at least ten days prior to the next regularly scheduled or special meeting of the Board. The nominees of the Chairperson shall be deemed appointed unless at least ten members of the Board file written objections. In the event objections shall be filed, then Board members shall vote as to the number and names of Board members who shall comprise the Search Committee and thereafter at the next regularly scheduled meeting or at a special meeting called for this purpose, the members of the Search committee shall be elected by the Board by a signed paper ballot, with each members vote recorded and listed in the minutes of the meeting. The nominees receiving the highest number of votes shall constitute the Search Committee and the nominee who receives the highest number of votes shall be the Chairperson.
- (b) There shall be public notices of the availability of the position of District Manager through advertisement in the local press, notification of community organizations and other additional appropriate means. This notice shall provide for ample time for the interested candidates to respond.

- (c) A minimum of three candidates for District Manager shall be presented to the Board for consideration.
- (d) There shall be ten days written notice to each Board member as to the date, time and place of the meeting to vote upon the selection of a District Manager. Included in this notice shall be each candidate's resume. All other information on file concerning each candidate shall be available to each Board member at the Community Board Two office prior to the election and at the Board meeting at the time of the election.

5. Removal

- (a) The District Manager shall serve at the pleasure of the Board. Upon recommendation of the Executive Committee, written charges for the removal of the District Manager shall be presented to the Board at a special meeting for consideration and vote.
- (b) Ten days written notice to each Board member as to the date, time and place of the special meeting to vote upon the removal of the District Manager shall be required. Included in this notice shall be the written charges stating the cause for the removal.
- (c) Ten days written notice to the District Manager as to the date, time and place of the Board's special meeting to consider the removal shall be required. Included in this notice shall be a copy of the written charges stating the cause for removal and an invitation to appear at the Board meeting to answer these charges.
- (d) Removal of a District Manager shall require a majority vote of the Board members present by signed paper ballot, with each members vote recorded and listed in the meeting minutes.

XX. Public Session

1. The public session of the regular monthly business Board meeting shall be held in the presence of a quorum of the Board before or after the Board business is conducted. It shall include matters brought forth by the community or members of the

public for the Board's information, interest, consideration or attention.

2. The Chairperson of the Board shall have the authority to limit the time of each speaker.

3. Members of the public may attend and observe all meetings of the Board and its committees, but may not participate, except during the public session or portions of the meeting set aside for them to speak, unless by request of the Chairperson.

XXI. Closed Meetings

Pursuant to the New York State Open Meeting Law, the Board or a committee may go into a closed meeting, to discuss a subject as provided in Section 105 of said law. The discussion shall be limited to that subject, and the Board or committee shall reconvene in open session to continue its discussion, deliberation and vote.

XXII. Amendment of By-laws

1. A majority of the members present and voting shall be required to amend these by-laws.

2. Amendments to these By-laws may be proposed by any member of the Board. A copy of the text of the proposed amendment shall be mailed to all Board members with the regular monthly business meeting notice. No amendment shall be voted upon unless the text of the amendment shall have been placed on the agenda of two successive meetings. The vote on the proposed amendment shall take place at the second meeting.

XXIII. Rules of Order

1. Robert's Rules of Order shall govern all matters pertaining to parliamentary proceedings not covered by these by-laws.

2. In case of any disagreement or conflict between these By-laws and the City Charter or any applicable rules and regulations concerning community Boards or other applicable law, the City Charter or any applicable rules and regulations concerning community Boards or other applicable law shall supersede anything in these by-laws.