

**JAMAICA ESTATES ASSOCIATION, INC.
CONSTITUTION AND BY LAWS
AS AMENDED OCT, 2016**

CONSTITUTION

**ARTICLE I
Name and Purpose**

Section 1. The name of this corporation shall be Jamaica Estates Association, Inc.

Section 2. The purposes for which this association is formed are as follows:

- a) To maintain and promote the civic and social welfare and interests of all the residents and property owners of that section of Jamaica, Queens County, New York, known as Jamaica Estates and as defined in maps filed in the Queens County office of the City Registrar.
- b) It shall be non-political in character.

Section 3. The principal office of the Association shall be located at a place designated by the Board of Directors, in Jamaica, County of Queens, City and State of New York.

**ARTICLE II
Membership**

Section 1. The following shall be eligible for membership in the Association:

- a) Owners of structures having three residences or less situated in Jamaica Estates.
- b) Tenants occupying a residence within a structure having three residences or less within Jamaica Estates.
- c) Owner occupied condominium and cooperative units within Jamaica Estates.
- d) Others may be admitted upon recommendation of the Board of Directors.

Section 2. Application for membership shall be referred to the membership committee and acted upon by the Association on the favorable recommendation and approval of the membership committee. Applications must be accompanied by one year's dues or, if application is made after July 1st, by six month's dues.

Section 3. Resignations shall be acted upon by the Board of Directors.

Section 4. Application shall be made in such form as the Board shall designate.

ARTICLE III
Dues

Section 1. The Board of Directors shall set the annual dues amount.

Section 2 Each member shall pay dues in accordance with Section 1, above. Each member shall also pay all assessments duly levied.

Section 3. Annual dues are payable on the first day of January, of each year.

ARTICLE IV
Meetings

Section 1. The annual meeting of the Association in each year shall be held on the third Monday in October, the place to be designated by the Board of Directors. Notice of the annual meeting shall be mailed to each member at least five days in advance. Notice may be sent by regular mail or by email, and be deemed acceptable.

Section 2. Regular meetings of the Association shall be held bi-monthly on the third Monday of the month or on such other day of the month as may be designated by the president, commencing with the month of October. Written notice shall be mailed, emailed, or otherwise sent to each member at least five days in advance.

Section 3. Special meetings of the Association may be called by the president and shall be called by the president on written request of five members of the Board of Directors or fifteen members of the Association. Written notice shall be mailed, email, or otherwise sent to each member, specifying the purpose of the meeting and giving the date, time and place of the meeting, at least five days in advance.

Section 4. Each member shall be entitled to one vote on all questions at any meeting of the Association. A member household, shall be deemed to have one (1) vote, however said member household may have the option of applying that vote as two (2) half votes. No proxy voting shall be permitted.

Section 5. Upon the resignation, death or removal for any cause of any member from membership in the Association, the member automatically loses all rights in the Association.

Section 6. Whenever any notice by mail is required to be given to the members, publication of such notice in the Association's Bulletin, mailed or emailed, or otherwise transmitted to the members, shall be deemed sufficient notice.

ARTICLE V
Board of Directors

Section 1. The Board of Directors shall be composed of the chairperson, the president, first and second vice presidents, corresponding and recording secretaries, financial secretary/treasurer of the Association, by virtue of their office, and fifteen members of the Association. All past presidents, for so long as they are members of

the Association, shall be additional members of the Board of Directors with equal rights and privileges.

Section 2. The Board of Directors, other than officers and past presidents, shall be divided into three classes, each of which will consist of five members and each class shall be elected for a term of three years. Years as an officer of the Association shall not be included in any such calculation.

Section 3. Following the Association's annual meeting the chairperson of the Board of Directors shall call an organizational meeting of the Board of Directors.

Section 4. The chairperson of the Board of Directors and in their absence, the president, shall preside at all meetings of the Board. The recording secretary of the Association shall serve as the secretary. The Board shall make such rules as are necessary for the conduct of its meetings.

Section 5. Meetings of the Board of Directors shall be held bi-monthly during those months when the regular membership meetings are not held. Special meetings may be called by the chairperson of the Board and shall be called upon written request of five members of the Board, sent or delivered to the chairperson.

Section 6. Seven members of the Board shall be considered a quorum and fewer members may adjourn from time to time until a quorum is present. However, upon prior approval of both the president and the chairperson, a member of the Board may attend a meeting by telephone or by other electronic means, and participate in discussion, be counted as a present for the purposes of a quorum, and exercise voting rights via that medium, so long as they have participated in the full meeting by such telephonic or electronic means.

Section 7. When any member of the Board of Directors other than an officer declines to serve, becomes incapacitated, or shall have failed to attend three consecutive meetings of the Board and/or regular meetings of the Association without adequate excuse, the Board may declare such Board membership vacant and the Association may elect a successor at a special election to be held at the next available General Membership Meeting, in accordance the notice requirements recited in the Bylaws Article IV Sec. 2, or at the next annual election.

ARTICLE VI

Duties of Board of Directors

Section 1. All powers of this Association shall be vested in the Board of Directors when sitting in regular session except the election of officers and directors.

Section 2. The Board of Directors shall investigate and report on all matters referred to it by the Association and make a report at the next regular meeting of the Association unless otherwise ordered.

Section 3. The Board of Directors shall make recommendations, from time to time, to the Association of all matters it may deem important to the Association. It shall audit the

books of the Association annually. It shall hear all charges against any member of the Association.

ARTICLE VII Officers of the Association

Section 1. The officers of the Association shall be a chairperson of the Board of Directors, president, first and second vice presidents, corresponding secretary, recording secretary, financial secretary/treasurer, all of whom shall be elected by a majority vote of the members of the Association, present and voting, and except for the office of the president, they will serve for a term of one year, or until their successors are elected. The president will serve for a two (2) year term.

Section 2. No person shall be elected chairperson or president unless the person nominated shall have previously served as a member of the Board of Directors for not less than two years.

BY LAWS

ARTICLE I Duties of Officers

Section 1. The president shall be the chief executive officer of the Association. The president shall be a member of the Association and shall preside at all meetings of the Association. The president shall be a member, *ex-officio*, of all committees of the Association and shall perform such other duties as are usual for such an office.

Section 2. The vice presidents, in the order of their election, shall have the same power, authority and duties as the president in case of absence or inability to serve.

Section 3. The corresponding secretary shall send out all notices of meetings as herein provided and shall conduct the official correspondence and perform such other duties as are usual for such an officer or as may be required by the president of the Board of Directors.

Section 4. The recording secretary shall keep a complete and accurate record of all proceedings of the Association and of the Board of Directors, act as custodian of all the property of the Association and perform such other duties as are usual for such an officer or as may be required of the recording secretary by the president or by the Board of Directors.

Section 5.

- a) The financial secretary/treasurer shall receive and record all monetary receipts of the Association and shall record all monies paid.
- b) All records shall be complete and available at all times and upon demand shall submit them to the president or the Board of Directors for examination.

- c) Notice shall be given by mail, email or otherwise to each member when annual dues or any assessments must be paid.
- d) Deposits of all monies received shall be made to the account of the Association in the duly designated depositories of the Association.
- e) Such monies shall be disbursed only upon orders of the president or, in the absence of the president, or incapacity to act, one of the vice presidents acting for the president or, the Board of Directors.
- f) A full report of all receipts and disbursements shall be rendered upon the request of the president or the Board of Directors and at the January and September Board of Directors meetings.
- g) A complete and accurate system of accounting shall be maintained and reflect the true financial status of the Association. An account shall be kept of each member in a ledger or otherwise which will record the correct name and address of each member and the exact amount of indebtedness or credit of each members with the Association.
- h) Investments of capital funds as ordered by the Board of Directors and act as custodian of any securities or other indicia of ownership shall be made.

Section 6. In the event of death or inability to serve on the part of the e chairperson, or any officer, the position shall be deemed vacant and a successor may be designated, both by the majority of the Board. Such designee shall serve until the next regular meeting of the Association at which meeting a special election shall be held to fill the vacancy.

ARTICLE II Committees

Section 1. The president, with the advice and consultation of the executive committee, shall make appointments to standing and special committees as may be deemed necessary for the proper functioning of the Association except when otherwise ordered by the Association.

Section 2. Executive Committee. The executive committee shall consist of the chairperson, officers of the Association and the immediate past president of the Association. All members of the committee shall be voting members. The duties of the executive committee shall be:

- a) To advise and consult with the president on committee appointments.
- b) To advise and consult on the appointment of replacements for vacancies occurring on the Board of Directors, and
- c) To assist the president in the formulation of policy to be recommended to the Board of Directors.

Section 3. The following shall be the standing committees of the Association:

- a. Government Services
- b. Security Patrol
- c. Zoning
- d. Executive
- e. Audit and Finance
- f. Law and Legislation
- g. Membership
- h. Parks and Landscape
- i. Public Relations
- j. Zoning

ARTICLE III Nominating Committee

Section 1. The president of the Association, each year, shall appoint a nominating committee of at least five members, at least three of whom shall be present directors, not later than two months prior to the annual meeting, for the election of officers and directors. It shall suggest, prepare and send to both the president and recording secretary a list of candidates for nomination for every office and as members of the Board of Directors, to be elected at the annual meeting. No person who seeks nomination as an officer of the Association shall be eligible to serve as a member of the nominating committee.

Section 2. The position of President is limited to two (2) consecutive, two (2) year terms. A past president may be reelected as President after the passage of a minimum of four (4) years, following the end of such past president's last term.

Section 3. Any member of the Association is privileged to make other nominations not made by the committee by petition signed by not less than thirty (30) members of the Association in good standing, submitted to the recording secretary not less than fifteen (15) business days prior to the scheduled election meeting.

Section 3. No person not a member of the Association shall be eligible to be elected to the Board or to hold office in the Association.

ARTICLE IV Election of Officers and Members of the Board of Directors

Section 1. The report of the nominating committee shall be published in the Bulletin or notice otherwise given to the membership not less than thirty (30) days before the election

Section 2. The officers of the Association and members of the Board of Directors to be elected shall be elected at the annual meeting of the Association in October of each year.

**ARTICLE V
Expulsion**

Section 1. Any member may be expelled from the Association for action deemed detrimental to the best interests of the Association by a two thirds vote of the members present at a stated meeting.

Section 2. No member can be expelled until charges have been proffered in writing and the accused given a hearing by the Board of Directors.

**ARTICLE VI
Arrears**

Section 1. Any member who is three months in arrears in the payment of dues or assessments shall be reported by the financial secretary/treasurer to the Board of Directors for appropriate action.

Section 2. Any member of the Association who is three months in arrears in the payment of dues or assessments is suspended from membership in the Association and shall not be entitled to debate, vote at any meeting or hold office as an officer or a member of the Board of Directors.

**ARTICLE VII
Quorum**

Section 1. Thirty five members shall constitute a quorum for the transaction of business at any meeting of the Association.

**ARTICLE VIII
Resolutions**

Section 1. Resolutions, other than those recommended by the Board, calling for action or endorsement of the Association, shall be in writing. They shall be referred to the proper committee for report at the next meeting of the Association unless the Association, by a two thirds vote of the members present, decides otherwise or for immediate action.

**ARTICLE IX
Amendments**

Section 1. Amendments to the Constitution or By Laws may be adopted at any meeting of the Association upon the affirmative vote of two thirds of the members present, provided a copy of the proposed amendment shall have been mailed, emailed or otherwise transmitted to each member at least thirty (30) days prior to the date of meeting.

ARTICLE X
Order of Business

Section 1. Roberts Rules of Order Revised of Order shall govern the deliberations of the Association unless otherwise provided by this Constitution or By Laws.