Voted and approved on 2/8/2018

BY-LAWS

OF

LONG ISLAND VILLAGE CLERKS AND TREASURERS ASSOCIATION

ARTICLE I
Name and Objects

Section 1. Name. The name of the organization shall be LONG ISLAND VILLAGE CLERKS AND TREASURERS ASSOCIATION. **[Amended 5-18-83]**

Section 2. Objectives. The objectives of the Association are:

A. To develop in-service training programs and conferences to better qualify government officials who are authorized membership in this Association to carry out their responsibilities.

B. To study and discuss various activities and actions that will aid the membership to improve upon the public safety, health and welfare of the populace governed by those officials.

C. To perpetuate and develop an agency for encouraging and stimulating cooperation among the membership of this Association for their mutual benefit and welfare.

D. To investigate and discuss the most efficient methods and means of Village government.

E. To provide a medium to Village officials for the exchange of ideas and experience in the administration of their offices. **[Amended 3-18-93]**

F. To promote the professional status of the offices represented by its members. **[Added 5-21-86]**

G. To take all actions necessary and proper to effectuate the objectives of the Association. **[Amended 5-21-86; 6-1-05]**

Section 3. Educational, Professional and Charitable Activities. The Association shall be authorized to accept and solicit gifts, contributions and other assistance for its educational, professional and charitable objectives. **[Added 4-21-93] [Amended 6-10-09]**

ARTICLE II

Membership and Representation

Section 1. Membership shall be divided into three classes: Active, Associate and Honorary. **[Amended 6-1-05]**

Section 2. Active Members shall be duly appointed Village Clerks, Village Treasurers, City Clerks, City Comptrollers, City Finance Officers and other administrative and financial officers, their deputies and persons retired from such position, or persons whose employment in such a position has terminated within the past six (6) months but are actively seeking employment in a similar position for a period not to exceed two years , of the Villages and Cities of Nassau and Suffolk Counties who shall have been accepted into membership. ***In the event there is a change in personnel in a municipality, the owner of the membership shall be retained by the person or entity that paid for such membership.[*****Amended 5-18-83; 4-21-93; 6-1-05; (---)]**

Section 3. Associate Members shall be individuals, entities, corporations, businesses, professional associations or other organizations, who or which are interested in the purposes and activities of the Association, and former members of the Association, who are no longer officials or employees of their respective municipalities and who wish to be identified with the Association. Upon application to the Secretary and approval by the Association, such membership may be placed into effect. **[Amended 6-20-79; 5-18-83; 3-18-93; 6-1-05] [Renumbered 6-1-05]**

Section 4. Honorary Members shall be individuals who have rendered outstanding service to the Association and have applied to and been approved by the Executive Committee for Honorary Member status. Honorary Member status need not be renewed annually, but shall continue until revoked by the Executive Committee. Approval by the Executive Committee shall not be required for Past Presidents of the Association, as provided in Section 5 of this Article II.

[Amended 5-18-83; 5-21-86; 6-10-09; (---)]] [Renumbered 6-1-05]

Section 5. All Past Presidents of the Long Island Village Clerks and Treasurers Association who are no longer serving in any capacity with a village, city or other municipality and are not employed in any business or profession that provides good or services to municipalities or do not otherwise qualify for membership as an Associate Member ***will automatically become Honorary Members upon separation from Village services.*** **[Amended 3-18-93; (---)]] [Renumbered 6-1-05]**

Section 6. Each Active Member shall have one (1) vote on election of officers and on any resolutions, questions or matters placed before the membership of the Association pursuant to Article XIII. Associate and Honorary Members shall have no voting privileges. **[Amended 6-1-05; 6-10-09] [Renumbered 6-1-05]**

Section 7. Members of all membership classes shall be deemed to have chosen to retain membership for the succeeding fiscal year unless they shall give notice in writing to the Secretary of the Association to the contrary within thirty (30) days after the annual meeting of the Association. **[Amended 6-10-09] [Renumbered 6-1-05]**

Section 8. Upon termination of the conditions for membership as an Active, Honorary or Associate member, all rights and privileges of membership, including voting rights, shall immediately terminate. **[Amended (---)]**

ARTICLE III
Meetings

Section 1. The annual meeting of the Association shall be held during the month of June in each year, unless it is impossible or impractical to do so, in which case the Executive Committee shall determine the date of the annual meeting. **[Amended 10-20-88; 3-18-93; 6-10-09]**

Section 2. Regular meetings shall be held on a monthly basis, excluding July and August and that month in which the annual NYCOM Fall Training School for City and Village Officials is conducted by the New York State Conference of Mayors and Municipal Officials, unless the Executive Committee shall determine otherwise. The specific dates on which meetings shall be held will be determined by the Executive Committee and written notice of such meeting dates shall be provided to all members at least ten (10) days prior to any such meeting. **[Amended 2-21-01; 6-1-05; 6-10-09]**

Section 3. Special meetings of the Association may be called by the President or shall be called on request in writing delivered to the President or Secretary by any ten (10) members of the Association, on such notice as may be deemed appropriate by the President or the Secretary under the circumstances. **[Amended 3-18-93; 6-1-05]**

Section 4. Fifteen percent (15%) of the Active Members shall constitute a quorum. **[Amended 5-21-86; 6-1-05]**

ARTICLE IV
Officers

Section 1. The officers of this Association shall be a President, First and Second Vice Presidents, Secretary, Treasurer and up to four (4) Directors. At least one Director shall be an official or employee of a Nassau County Village or City and at least one Director shall be an official or employee of a Suffolk County Village. One additional Nassau Director and/or one additional Suffolk Director may also be nominated and elected in accordance with the provisions of Article XIII of these By-Laws. The number of Nassau Directors and Suffolk Directors need not be the same, but in no event shall there be more than two Nassau Directors or two Suffolk Directors. **[Amended 5-18-83; 3-18-93; 6-1-05; 6-1-06]**

Section 2. All officers shall be Active Members and all officers shall assume office at the annual meeting of the Association, and shall hold their respective offices until the succeeding annual meeting, or, if later, until their successors are elected and shall qualify. The office of President shall not be held for a continuous term of more than two (2) years. ***The office of Director shall not be held for a continuous term of more than two (2) years, unless specifically***

appointed by the President from year to year. Vacancies arising from any cause, including vacancies due to the creation of a new office in the Association, shall be filled as soon as practicable after such vacancy occurs. Nominations to fill any such vacancy occurring prior to February 1 of any year shall be made in the manner provided for in Article XIII***. If a vacancy occurs on or after February 1 of any year, the President shall either appoint an individual to serve for the balance of the vacated term or leave the office vacant for the remainder of the official year of the Association.*** **[Amended 6-20-79; 6-20-80; 5-2-86; 6-1-05; 6-10-09; ---]**

Section 3. Add a new section: Term of office for Directors . As it is anticipated that the Director position will lead to greater Executive Committee involvement, the term for each director shall be no more than four consecutive years. In the event that there are no nominations for Director, the current office holder may continue at the discretion of the President. [---]

Section 4. There may be a duly admitted member of the Bar of the State of New York appointed as Attorney for the Association who shall receive no specific retainer but may be paid by agreement for his or her services performed at the request of and for the Association. **[Amended 3-18-93; 6-10-09] RENUMBERED**

Section 5. The salaries of the Secretary and Treasurer shall be as set forth in the final adopted budget of the Association, as approved by a vote of the Active Members. **[Amended 6-20-80; 7-8-87; 10-21-87; 6-1-05] RENUMBERED**

Section 6. In the event of a change in the date of the annual meeting of the Association, the officers of the Association at the time of such change shall continue in their respective offices until the date of the rescheduled annual meeting, which may be earlier or later than the date of the originally scheduled annual meeting. **[Amended 6-1-05; 6-10-09] RENUMBERED**

ARTICLE V
Duties of Officers

Section 1. The President shall preside at the meetings of the Association and appoint all committees not otherwise provided for, and shall perform such other duties as are usually incumbent upon that officer or as he or she may be directed by resolution of the Association. **[Amended 6-20-80; 5-18-83; 3-18-93]**

Section 2. It shall be the duty of the Vice President to perform the duties of the President in the event of the President's absence or disability. **[Amended 6-10-09]**

Section 3. It shall be the duty of the Secretary to mail or transmit notices of all meetings at least five (5) days in advance of said meeting and to keep an accurate record of the proceedings of same. The Secretary shall keep a complete record of each voting member and the attendance of such members at the meetings. The Secretary shall conduct the correspondence of the Association under the direction of the President. **[Amended 3-18-93; 6-10-09]**

Section 4. It shall be the duty of the Treasurer to prepare a preliminary annual budget for the Association. The preliminary budget for each fiscal year shall be submitted to the Executive Committee by April 1 preceding the commencement of such fiscal year. The Treasurer shall also collect dues and deposit the funds of the Association in a bank or trust company designated by the Association. The Treasurer shall withdraw funds from the depository for financial obligations, only upon vouchers or checks signed by himself or herself or the President or a Vice President of the Association. The Treasurer shall furnish, and submit for approval at the annual meeting of the Association, an annual report of all receipts and disbursements during the preceding year. **[Amended 3-18-93; 6-18-97; 6-1-05; 6-10-09]**

Section 5. Wherever the term "Vice President" is indicated in this Article, it shall mean the First Vice President, or in his or her absence, the Second Vice President. **[Amended 3-18-93; 6-10-09]**

Section 6. The Directors shall advise and consult with the President and other officers on any pertinent matters. **[Added 6-10-09]**

ARTICLE VI
Dues

Section 1. The dues of Active Members shall be determined by duly adopted resolution of the Association and shall be payable annually. **[Amended 3-18-93; 6-1-05; 6-10-09]**

Section 2. The dues of the Associate Members shall be determined by duly adopted resolution of the Association and shall be payable annually. **[Amended 5-21-86; 3-18-93; 6-1-05; 6-10-09]**

Section 3. Dues for each fiscal year are due and payable on or before June 1st of such fiscal year. **[Amended 6-1-05]**

Section 4. Honorary Members shall be exempt from all dues.

Section 5. Any Active or Associate Member whose dues and/or special assessments remain unpaid 60 days after presentation of a written notice shall be notified in writing by the Secretary that unless such dues and/or special assessments are paid within sixty days thereafter, the membership of such Active or Associate Member in the Association shall be considered terminated. Such termination shall become effective without any further act or notice. **[Amended 6-1-05; 6-10-09]**

Section 6. Upon approval of a resolution duly adopted by the Association, extra assessments may be imposed upon the Active and Associate Members for contingencies, expenses or liabilities which may arise for the furtherance of the purposes of the Association. **[Amended 3-18-93; 6-1-05; 6-10-09]**

ARTICLE VII
Standing Committees

Section 1. The committees of this Association shall consist of an Executive, a Nominating, a Legislative, an Education and a Membership Committee, and such other committees as may be appointed by the President upon his or her own motion or by resolution duly adopted by the Association. Members of all committees shall be Active or Honorary Members of the Association. ***However the President may appoint as a non-voting committee member, an Associate Member upon approval of the Executive Board.*** All actions taken by a committee shall be by a majority vote of the full voting membership of such committee. **[Amended 3-18-93; 6-1-05; ----]**

Section 2. The Executive Committee shall consist of the officers of the Association and the immediate past president of the Association. The President shall have the option of appointing one other past president of the Association to serve as an additional member of the Executive Committee. If the immediate past president is unable or unwilling to serve as a member of the Executive Committee, the President shall have the option of appointing another past president (in addition to the optional appointment discussed in the prior sentence) to serve as another additional member of the Executive Committee. The Attorney for the Association shall advise the Executive Committee when requested. **[Amended 3-18-93; 6-1-05]**

Section 3. The Nominating Committee shall consist of five (5) members, each being representative of a different Village or City, appointed by the President and approved by the Association by a duly adopted resolution. **[Amended 3-18-93; 6-1-05]**

Section 4. The Legislative Committee shall consist of not more than five (5) members, appointed by the President and approved by the Association by a duly adopted resolution. **[Amended 6-1-05]**

Section 5. The Education Committee shall consist of not more than five (5) members, appointed by the President and approved by the Association by a duly adopted resolution. **[Amended 6-1-05]**

Section 6. The Membership Committee shall consist of the Nassau and Suffolk Directors and not more than three (3) other members appointed by the President and approved by the Association by a duly adopted resolution. **[Added 6-1-05]**

ARTICLE VIII
Executive Committee

Section 1. The Executive Committee shall conduct the affairs of this Association in the interim between meetings and shall perform such other duties as are referred to it by the Association in accordance with these by-laws.

Section 2. The Executive Committee may, upon recommendation of the President, designate representatives of the Association to attend State, regional and national and international conferences, seminars or other activities in furtherance of the scope and purposes of the Association. In such event, the designated representative shall provide a written report to the

Executive Committee summarizing such conference, seminar or other activity. The Executive Committee shall determine and authorize the payment of any reasonable expenditures to be incurred by the Association for such attendance. **[Amended 3-18-93; 6-1-05]**

Section 3. The Executive Committee shall review the preliminary budget submitted by the Treasurer. The preliminary budget shall be either approved by the Executive Committee as submitted or may be revised by the Executive Committee. The preliminary budget, either in its original form or as revised, shall be approved by a majority of the Executive Committee no later than April 22 preceding the fiscal year for which such budget shall be effective and upon such approval shall become the final proposed budget for the next fiscal year. If a final proposed budget is not approved by April 22 of any fiscal year then the budget for such fiscal year shall become the final proposed budget for presentation to the Active Members of the Association. A copy of the final proposed budget shall be mailed to each Active Member at least ten (10) days prior to the date of the May meeting. The budget shall be presented to the Active Members for approval at a vote to be held at the May meeting. **[Added 6-1-05] [Amended 6-10-09]**

ARTICLE IX
Nominating Committee

Section 1. The Nominating Committee shall be charged with the duty of nominating candidates for each elective office of the Association.

ARTICLE X
Legislative Committee

Section 1. The Legislative Committee shall stay informed on any proposed or adopted legislation that may affect, directly or indirectly, Villages and/or Cities in Nassau or Suffolk County and shall make suggestions and recommendations thereon to the Association. **[Amended 5-18-83; 6-1-05]**

ARTICLE XI
Education Committee

Section 1. The Association shall be authorized to provide scholarship funds to Active Members in connection with educational activities. The Education Committee shall be responsible for reviewing applications for scholarships relating to educational activities and shall present its recommendations to the membership for approval. Attendance at conferences, seminars or other similar activities, including any event for which the Executive Committee may designate a representative pursuant to Section 2 of Article VIII, shall not be considered educational activities under this Section. **[Added 10-28-98][Amended 6-16-04]**

Section 2. (A) Preference in awarding scholarships will be given to Certified Municipal Clerk (CMC), Master Municipal Clerk (MMC) and Registered Municipal Clerk (RMC) applicants. However, if sufficient funds are available, other forms of education that are job-related and intended to enhance or expand the Active Member's professional knowledge and experience will be considered. Applications to the Education Committee should be submitted at or prior to the time of registration for the course. If approved, reimbursement will be made upon verification of successful completion of the course and submission of a paid receipt. (

B) Unless otherwise specified by the Executive Committee, ***reimbursement shall be in the amount of $500 for CMC, MMC or RMC programs and up to $500 per course for other educational activities. Unless otherwise specified by the Executive Committee, the maximum amount to be reimbursed to or on behalf of any individual during a single fiscal year shall be $500. [---]***

(C) For CMC, MMC or RMC programs, scholarship payments will be made directly to the Village or City if the Village or City has paid 100% of the expenses. (D) Active Members who pay some or all expenses will be reimbursed for such expenses by the Association directly, upon submission of appropriate documentation. The total reimbursement to the Active Member and the village or city will not exceed the maximum amount specified in Section 2(B) of this Article. **[Added 6-16-04][Amended 6-1-05; 6-10-09]**

ARTICLE XII
Membership Committee

Section 1. The Membership Committee shall be charged with the duty of developing policies, procedures and activities designed to maintain and increase the membership of the Association. **[Added 6-1-05]**

ARTICLE XIII
Nominations and Elections

Section 1. The Nominating Committee shall nominate Active Members to serve as officers of the Association for the next official year ***or to fill a mid-year vacancy in any office that occurs prior to February 1 in any year.*** The occurrence of a vacancy in any office shall be announced by the President or Secretary at the next regular or special meeting following a determination by the Secretary that a vacancy exists. **[Amended 3-18-93; 6-1-05; 6-10-09; ---]**

Section 2. Nominations made by the Nominating Committee shall be in writing, signed by at least a majority of the members of the Nominating Committee. Nominations for regular terms for the next official year of the Association shall be filed with the Secretary at least three (3) days prior to the scheduled date of the April meeting. Any nominations being made by the Nominating Committee to fill a mid-year vacancy shall be made promptly upon announcement of the vacancy pursuant to Article XIII, Section 1. Nominations to fill mid-year vacancies shall be filed with the Secretary at least three (3) days prior to the scheduled date of the meeting preceding the meeting at which it is proposed to vote upon the new officer or officers. ***Nominations shall be announced at the regular or special meeting preceding the meeting at which it is proposed to vote for regular terms or to fill a mid-year vacancy.*** A notice listing the nominations to fill regular terms for the next official year shall be mailed by the Secretary to each Active Member of the Association at least ten (10) days before the regular meeting preceding the annual meeting. A notice listing the nomination or nominations to fill any mid-year vacancy shall be mailed by the Secretary to each Active Member of the Association at least ten (10) days before the regular or special meeting at which a vote to fill the vacancy or vacancies is scheduled. **[Amended 3-18-93; 10-28-98; 6-1-05; 6-10-09, ---]**

Section 3. Nominations made by Active Members other than the Nominating Committee can be made, either orally or in writing, by at least five (5) Active Members. Any such nominations need not be filed with the Secretary in accordance with the provisions of Article XIII, Section 2 but shall be made at the regular or special meeting preceding the meeting at which it is proposed to vote for regular terms or to fill a mid-year vacancy. Notice of any such nomination shall be mailed to the Active Members by the Secretary of the Association at least ten (10) days before the scheduled date of the vote. **[Amended 3-18-93; 10-28-98; 6-1-05; 6-10-09]**

Section 4. Nominations may not be made in any manner other than as provided in this Article XIII, except that in the event any candidate for office shall decline his or her nomination for a regular term, then the President shall call for nominations for the office for which there is no candidate and nominations may be made from the floor by at least three (3) Active Members at the April meeting or, if there is no candidate for an office at the time of the May meeting, then such nominations may be made from the floor at the May meeting and voted upon immediately. [**Amended 6-1-05; 6-10-09]**

Section 5. The election of officers for regular terms shall be held at the regular meeting preceding the annual meeting. The election of an officer to fill any mid-year vacancy occurring prior to February 1 shall be held at the meeting following the meeting at which nominations to fill the vacancy were announced. The vote for each office shall be by a majority of the Active Members present at a meeting at which a quorum is present. **[Amended 3-18-93; 10-28-98; 6-1-05; 6-10-09]**

Section 6. Resolutions, questions or matters other than election of officers may be brought before the Association for a vote. Such questions and matters may be presented by the Executive Committee or by five (5) Active Members, either in writing or orally at a regular or special meeting. The President shall have discretion to determine if a vote shall be held immediately, a quorum being present, or at the next regular or special meeting. If the vote is to be held at the next regular or special meeting, notice of the matter to be voted upon shall be provided in writing to all Active Members of the Association at least ten (10) days prior to the scheduled date of the vote. **[Added 6-10-09]**

ARTICLE XIV
Order of Business

Section 1. At all meetings of the Association, the order of business shall be as follows:

A. Roll Call

B. Approval of minutes of prior meeting **[Amended 6-1-05]**

C. Reports of Officers

D. Reports of Standing Committees

E. Reports of Special Committees

F. Applications for membership

G. Communications and actions thereon

H. Old Business

I. New Business

J. Adjournment

ARTICLE XV
Rules and Procedures and Fiscal Year

Section 1. On all questions of parliamentary procedure or Rules of Order, "Roberts' Rules of Order" shall govern.

Section 2. Unless otherwise specifically provided herein, any notices required to be given hereunder, including notices required to be given in writing or by mail, may be given and shall be effective if given by electronic transmission (e-mail) or by facsimile transmission (fax) sent to an e-mail address or fax number provided by the recipient of the notice. **[Added 6-1-05]**

Section 3. The fiscal and official year of this Association shall commence on June first and shall end on May thirty-first of each year. **[Amended 6-1-05; 6-10-09, MOVED FROM ART. III]**

ARTICLE XVI
Amendments

Section 1. Any amendment, alteration or repeal of these by-laws shall be made in the following manner:

A. A proposition to alter, amend or repeal, may be submitted in writing by no less than ten (10) Active Members, or by the By-Laws Committee or any other committee appointed by the Executive Committee for such purpose, and shall be read at the meeting prior to the meeting at which it is proposed to vote on such alteration, amendment or repeal. Copies of any proposed alteration, amendment or repeal shall be mailed to each Active Member with a notice of the date, time and place of the meeting at which a vote is proposed to be taken thereon, at least fourteen (14) days prior to the date of the proposed vote. **[Amended 6-1-05; 6-10-09]**

B. An affirmative vote of two-thirds (2/3) of the Active Members at a meeting at which a quorum is present shall be necessary for the adoption of any alteration, amendment or repeal. **[Amended 6-1-05]**