



BYLAWS

ARTICLE I - NAME

- Section 1. The name or title by which this Association shall be known is the New York State Capital Region Apartment Association, or in short form, "NYCRAA."
- Section 2. The Association shall be incorporated as a not-for-profit corporation under the laws of the State of New York.

ARTICLE II - PURPOSE AND OBJECTIVES

- Section 1. To foster, promote, encourage and develop the best interests of members in the rental housing industry.
- Section 2. To develop and provide members with educational opportunities that relate to the conduct of their business and to the rental housing industry.
- Section 3. To research, develop, publish, and disseminate information and data on the rental housing industry to NYCRAA membership and the general public.
- Section 4. To encourage within the rental housing industry an appreciation of the objectives and responsibilities of its members providing adequate housing.
- Section 5. To promote the enactment and enforcement of local, state, and federal laws and regulations beneficial to the rental housing industry.
- Section 6. To advocate high professional standards and sound business practices among members for the best interests of the rental housing industry and the public.

ARTICLE III – MEMBERSHIP

- Section 1. **Ownership Membership***. Member who has ownership in residential units (Independent Rental Owner).
- Section 2. **Management Company Membership***. Member who manages multiple multi-family sites.
- Section 3. **Community Membership***. Member who owns or manages a single property.
- Section 4. **Associate (Vendor) Membership**. Member who provides products or services to the multi-family industry.

*Ownership, Management, and Community Memberships include membership and support for all members of the property management team including programs designed for Leasing, Marketing, Management, and Maintenance.

ARTICLE IV - DUES AND ASSESSMENTS

- Section 1. **Dues and Assessments**. The amount of dues and/or other assessments payable to NYCRAA shall be determined by the Board of Directors. Membership dues shall become due annually in advance on or before January 1 of each year.
- Section 2. **Suspension**. Any member whose dues are in arrears more than three months from the end of the membership year shall be suspended and may be dropped from membership by action of the Board of Directors.

ARTICLE V - BOARD OF DIRECTORS

- Section 1. **Composition of the Board**
- A. Voting Members: The voting members of the Board of Directors shall consist of:
 1. President
 2. Vice President
 3. Treasurer
 4. Secretary
 5. No more than nine (9) NYCRAA Members Elected to the Board of Directors
- Section 2. **Voting**. Each voting member of the Board shall be entitled to one (1) vote. The member of the Board must be present to vote. No proxies or alternates will be allowed.
- Section 3. **Term of Office**. The Officers shall serve a term of one (1) year beginning January 1 and ending December 31 or until a qualified successor is elected or appointed.
- Section 4. **Replacement of Board Members**. In the event of a Board Member's resignation, removal, or inability to serve, a successor shall be named by the President of the Board.

- Section 5. **Attendance.** A Board member failing to attend three consecutive board meetings may forfeit his or her membership on the Board. Attendance may be defined as in person or via conference call.
- Section 6. **Meetings.** The Board of Directors shall meet at a time and place designated by the President upon at least ten (10) days prior notice in writing. Special meetings of the Board may be called at any time by the President, or by notice signed by a majority of the Board and mailed to members of the Board not less than ten (10) days preceding the scheduled time of the meeting.
- Section 7. **Quorum.** A quorum at any Board Meeting shall exist when the number of Board members present at a meeting equal at least fifty-one percent (51%) of the total number of Directors.
- Section 8. **Special Ballot.** When, in the judgment of the President or the Board of Directors, any question shall arise which it believes should be put to a vote of the Board and where it deems it inexpedient to call a special meeting for such purpose, the President may authorize a vote by mail, email, other electronic means or telephone. The question thus presented shall be determined according to a majority of the votes received as outlined in the Policies & Procedures after such submission to the Board; provided that in each case, votes of at least fifty-one percent (51%) of the number of Board members shall be received.
- Section 9. **Authority.** Subject to the limitation of the Articles of Incorporation, and these Bylaws, the Board of Directors shall exercise all corporate powers and shall direct and control the business and affairs of NYCRAA including approval of the Policies & Procedure
- Section 10. **Removal.** The Board of Directors, by two-thirds (2/3) vote, may remove any Board Member.
- Section 11. **Revocation of Membership.** The Board of Directors may terminate membership for any category of membership previously approved by the Board for any reason including violations of these Bylaws. The termination shall become effective upon a two-thirds (2/3) vote of the Board of Directors, after due process, provided however, that the holder of the terminated membership may note an appeal to the Board of Directors within 10 days of the Board's action. The Appeal shall be considered at the next meeting of the Board of Directors.
- Section 12. **Compensation.** Officers and Directors shall serve without compensation.
- Section 13. **Expenses.** Necessary expenses may be reimbursed in the amounts actually incurred in connection with business of NYCRAA as authorized by the Board of Directors. Expenses must be submitted within 90 days from the date the expense was incurred in order to be considered for re-imbusement.
- Section 14. **Ineligible Board Members.** No paid staff employee of NYCRAA or any affiliated association, may serve as a voting Board Member or Officer of this Association.

ARTICLE VI - OFFICERS

- Section 1. **Officers.** The officers shall be the President, Vice President, Treasurer, and Secretary. Each officer must be either an owner, developer, builder, supplier, operator or manager of rental housing properties who is employed by or a representative of a member in good standing.
- Section 3. **Term of Office.** The term of office shall begin on the first day of January following the annual meeting at which the officer has been elected. The office shall serve one (1) year or until a successor is duly chosen and has assumed office.
- Section 4. **Vacancy.** In the event of the resignation, removal, or inability to serve of any Officer of NYCRAA, the President may appoint a replacement selected from the Board of Directors, subject to ratification by the Board of Directors.
- Section 5. **President.** Duties of the President include being Chairperson of the Board, calling and presiding at all meetings as provided in the By-Laws being a member ex-officio of all committees, and representing NYCRAA at all major functions. The President has the authority to sign legal documents and make disbursements on behalf of members as provided in these bylaws. The President appoints all Committee Chairpersons subject to the approval of the Board, and performs all other related duties associated with such office. The President shall also prepare, in consultation with the Executive Committee, a program for the year including a budget for implementation. Such program shall be subject to amendment and approval by the Board and may be modified during the fiscal year. The President is charged with coordination activities of all committees and making certain they conform with NYCAA's By-Laws and purposes.
- Section 6. **Vice President.** The Vice-President shall in the absence of the President, or upon direction, perform all duties of the President, the Secretary then the Treasurer in this order will do the same in the absence of the preceding level of office.
- Section 7. **Treasurer.** The Treasurer shall oversee the finances, supervise the custody and the disbursement of NYCRAA funds and other assets, shall be the custodian of the financial records of NYCRAA, and shall have charge of the investment of the NYCRAA's funds, subject to the direction or approval of the Board of Directors. The Treasurer shall provide to the Board at their regularly scheduled meetings an accounting of the financial condition of NYCRAA.
- Section 8. **Secretary.** The Secretary shall keep a record of all official proceedings and correspondence. which will be made available to members upon request. The Secretary shall maintain the official membership roster, including a record of all members' in good standing.

ARTICLE VII - COMMITTEES

Section 1. **Standing Committees.** The Association shall have the following Standing Committees:

- A. **Membership Committee** shall work maintain records, manage relationships and coordinate activities to insure widespread interests of members are fulfilled.
- B. **Communications Committee** shall be responsible for promoting the image of NYCRAA its charities, and other activities through press releases, advertisements, monthly newsletters, social media, and maintaining and updated website.
- C. **Events Committee** is responsible for planning, executing, and promoting events and educational seminars.
- D. **Operations Committee** shall be responsible for financial reporting, preparation of annual budget and overseeing establishment and enforcement of policies and procedures.
- E. **Elections Committee** shall be responsible for securing persons to fill the four officer positions and all positions on the Board of Directors. All candidates will be presented to the Board for discussion prior to the November meeting.

Section 2. **Appointments.** Chairpersons, Vice Chairpersons and members of each will be appointed by the President and subject to Board approval.

Section 3. **Other Committees and Task Forces.** The President or the Board of Directors may establish additional committees and task forces to address the needs of the Association.

ARTICLE VIII - ELECTION

Section 1. **Eligibility.** In order to vote or hold an office, a member must be a paid member in good standing for at least three months.

Section 2. **Nominations.** Nominations will be secured by the Elections Committee at least 45 days prior to the annual meeting. Voting shall take place at the Annual Meeting in December when additional nominations may also be made from the floor. The vote shall be taken by secret ballot and the persons receiving a majority of votes shall be elected.

Section 3. **Quorum.** A quorum of 2/3 of the voting members present is needed to vote in elections, on policy decisions and on amendments to the By-Laws

Section 4. **Voting.** Each membership shall be entitled to one vote. Each Member whose membership has not been suspended or revoked, and whose dues are fully paid to the date of the meeting, shall be entitled to one vote on each matter submitted to a vote of Members. The vote of the majority of the Members entitled to vote on any matter at a meeting of Members on that matter, unless the vote of a greater number is required by law or by the Charter or Bylaws of the Association. Voting on all matters shall be by ballot vote, unless otherwise specified.

Section 5. **Proxy.** No voting proxy shall be allowed at any meeting.

ARTICLE I - GENERAL

Section 1 **Contracts.** Verbal or written contracts of any nature obligating the Association in any manner shall be signed by the President or the Vice President unless the Board of Directors approves such Member to sign on behalf of the Association.

Section 2 **Fiscal Year.** The fiscal year of NYCRAA will be January 1st through December 31st.

Revisions

10/31/05 6/29/18

NYCRAA

PO Box 3956
Albany NY 12203
518-456-0927
admin@nycraa.com
www.nycraa.com

