

# **BYLAWS FOR NEW YORK CHAPTER ALLIANCE FOR COMMUNITY MEDIA**

Revised 4/15/11

## Article I – Name

The name of the organization shall be the NY Chapter of the Alliance for Community Media (hereinafter in these bylaws referred to as “ACMNY”)

## Article II – Statement of Purpose

- Section 1. The mission of ACMNY is to serve the needs of New York State communities and individuals in developing and sustaining active community media centers and programming for Public, Educational and Governmental Access Television and emerging media.  
Section 2. ACMNY is an Affiliate as provided for in the national bylaws of the Alliance for Community Media
- Section 3.  
The New York Chapter of the Alliance for Community Media is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501c3 of the Internal Revenue Code, or corresponding section of any future federal tax code.  
No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

## Article III – Members

- Section 1. An individual shall be eligible for membership in ACMNY upon correspondence with one of the officers. There are no dues required at this time. A minimum attendance of 2 meetings per year shall be the only requirement for an active member.
- Section 2. A voting member shall be any member who has attended a minimum of 2 meetings in the preceding year.
- Section 3. Annual dues may be created or abated by the Board of Directors, and if instituted shall be payable on January 1 of each year.

#### Article IV – Officers

- Section 1. The officers of ACMNY shall be a Chair, a Treasurer, and a Secretary. In the absence of the Chair, the Treasurer shall function as Acting Chair. They automatically become members of the Board of Directors.
- Section 2. – Additional Officers may be created by the Board of Directors.
- Section 3. The officers shall be elected by ballot at the Annual Meeting to serve a term of one year.
- An officer may be removed from that office for failure to perform the duties required. This action shall require a majority vote of the Board of Directors.
- ACM membership required to be on ballot

#### Article V – Board of Directors

- Section 1. The ACMNY Board of Directors shall consist of a minimum of 4 and a maximum of 7 elected members and up to 3 additional appointed members, plus the Past Chair. (maximum of 11)
- Section 2. All members of the ACMNY Board of Directors must also be currently registered members of the Alliance for Community Media, and must be over the age of 18. (OK this is better)
- Section 3. Board vacancies may be filled at any time as a temporary appointment by the Chair, but must be voted on at the next Annual Meeting.
- Section 4. A Board member may be removed either for gross misconduct, misappropriation of funds, poor attendance or failure to perform the duties required. This action shall require a majority vote of the Members of the Board.

#### Article VI – Meetings

- Section 1. The Board will meet at least four (4) times per year unless the Board orders otherwise in advance.
- Section 2. The regular meeting in January shall be known as the Annual Meeting and shall be for the purpose of electing officers, receiving annual reports, amending the bylaws and conducting of any other business that may arise unless ACMNY orders otherwise in advance.
- Section 3. A special meeting may be held upon the call of the Chair or upon the request of any 5 members of the organization. The purpose of the meeting shall be set forth in the notice.

- Section 4. No notice shall be required for the regular meetings except the annual meeting which shall require a notice of at least fourteen days. Notice of a special meeting shall be given at least 8 days in advance.
- Section 5. Two members of the Board of Directors shall constitute a quorum at the Annual Meeting to preside over the election.
- Section 6. ACMNY Meetings may be conducted as conference calls.
- Section 7. At a meeting of the Board of Directors a quorum shall consist of one half the sitting Board Members plus one. In the absence of a quorum, informal discussions may take place, but no official action may be taken.

#### Article VII – Amendment

- Section 1. These bylaws may be amended at the Annual Meeting of the Organization by a two thirds vote of the members present, provided that the previous notice of the amendment was given to all members at least 8 days in advance.
- Section 2. These bylaws may be amended at a regular meeting, but the motion must lie on the table until the second meeting thereafter, and the proposed change(s) must be listed in the e-mail meeting notice.

#### Article VIII – Requirements and Duties of the Officers and Committee Chairs

##### Section 1 General Requirements

- Each Board member shall be required to serve as a committee chair or an officer.
- Board members who miss 4 consecutive meetings will automatically be removed from the Board. The Board may retain a member that misses 4 consecutive meetings by a simple majority vote. The board must vote to retain at the next scheduled meeting after the member misses four meetings.
- Open board seats shall be filled as soon as possible. Members appointed to an open board seat will hold the seat until the seat expires, at which time, they must run for election to retain the seat.
- Elections will be held in January. Committee chairs will be appointed by the chair at that meeting. Only those present may vote.
- The appointed seats are designated as ‘skills’ seats. These seats shall be appointed by a vote of the board and will be awarded to ACMNY members that demonstrate skills that the board needs. These appointed board members may serve in any capacity other than Chair of the board.

#### Article IX – Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or

organizations, as said Court shall determine, which are organized and operated exclusively for such purposes

## Section 2. – Specific Duties

### Duties of Chair

- Sets meeting agendas, organizes and runs board meetings, and oversees or sends out all meeting notices, reminders and agendas to the board as proscribed by the bylaws.
- Oversees the result of work done by all committees and officers
- Keeps track, using a timeline, of all committee activities and strategic planning activities of the board.
- Appoints chairs of standing committees.
- Appoints ad hoc chairs as needed
- Serves on all committees as an ad hoc member, or appoints delegate to serve in the chair's absence
- Oversees the training and recruiting of future board leadership
- Serves as a spokesperson for ACMNY in public matters and forums, or appoints a delegate or representative to service in the chair's place when necessary.
- Acts as an alternate signer on the checking account
- Files paperwork with the ACM to ensure compliance with Affiliates Agreement

### Duties of the Secretary

- Records minutes of board and annual meetings, and distributes to board members within 15 days of each meeting for revision
- Presents at each meeting a copy of all unapproved minutes to the board for approval
- If the secretary is unable to attend a meeting, it is the responsibility of the secretary to find an alternate to record minutes at that meeting
- Keeps records of meetings with all materials and handouts

### Duties of Treasurer

- Reports on ACMNY monies received/monies disbursed for ACMNY meetings.
- In the absence of the Chair, functions as Acting Chair