

Roosevelt Island Residents Association Constitution

As Adopted December, 1991
[Amended in May 1990, December 1991 and amended and restated in September 2004]
[Amended November 1, 2006]

ROOSEVELT ISLAND RESIDENTS ASSOCIATION
CONSTITUTION

Preamble	1
Definitions	2
ARTICLE I, NAME AND PURPOSE	3
Section 1, Name	3
Section 2, Purpose	3
ARTICLE II, RIRA MEMBERSHIP	3
Section 1, Membership	3
Section 2, Contributions	6
ARTICLE III, COMMON COUNCIL	4
Section 1, Function	4
Section 2, Membership	4
Section 3, Quorum	4
Section 4, Meetings	4
Section 5, Notice of Meetings	4
Section 6, Vacancies	4
Section 7, Relocation	4
Section 8, Resignation	4
Section 9, Expulsion	4
ARTICLE IV, OFFICERS	6
Section 1, President	6
Section 2, Vice President	6
Section 3, Secretary	6
Section 4, Treasurer	6
Section 5, Resignation of an Officer	6
Section 6, Removal from Office	6
Section 7, Vacancies	6
ARTICLE V, COMMITTEES OF THE COMMON COUNCIL	6
Section 1, Determination of Committees	6
Section 2, Selection of Members	6
Section 3, Supervision of Committees	6
Section 4, Nominations Committee	6
Section 5, Election Committee	6
ARTICLE VI, TOWN MEETING	8
Section 1, Call for Meeting	8
Section 2, Authority	8
Section 3, Notice	8
Section 4, Waiver of Notice	8
Section 5, Quorum	8
Section 6, Voting	8
Section 7, Other Conduct and Procedures at Town Meetings	8
ARTICLE VII, ELECTIONS OF COMMON COUNCIL; TERMS OF OFFICE	9
Section 1, Regular Elections	9
Section 2, Nominations	9
Section 3, Term of Office	9
Section 4, Eligibility	9
Section 5, Candidates Night	9
Section 6, Campaigns	9
Section 7, Polling	9
ARTICLE VIII, FISCAL ISSUES	11

Section 1,	RIRA Fiscal Year
Section 2,	Fiscal Responsibility
ARTICLE IX,	RIRA BYLAWS
Section 1,	Establishment of Bylaws
Section 2,	Adoption, Amendment or Repeal of Bylaws
ARTICLE X,	AMENDMENT TO THE CONSTITUTION
Section 1,	Introduction
Section 2,	Consideration and Voting
Section 3,	Continuity

**The Constitution enacted in 1989, and amended in May 1990 and December 1991,
is hereby deleted in its entirety, and replaced with the following Amended and
Restated Constitution**

Preamble

We, the residents of Roosevelt Island, come from diverse backgrounds and have diverse interests and circumstances. We all want to live together in harmony based on mutual respect and the voluntary sharing of certain responsibilities for our common good. We form this community association to enable us to define, maintain and promote our common objectives in a democratic manner.

Definitions

As used herein the following terms shall have the following meanings:

1. Common Council – Deliberative body of RIRA. The Common Council meets regularly to discuss and vote on issues of relevance to the community.
2. Council Officers– the President, Vice President, Secretary, Treasurer and Committee Chairs.
3. District Representative – Council Members elected to represent local residential districts, or those duly appointed to replace them in an unfilled District seat.
4. Alternates – Candidates who run for District Representative positions who do not receive sufficient votes for elective office.
5. Majority vote – a vote in which the number of Aye votes cast exceeds the number of Nay votes cast on a matter properly presented at a duly convened meeting at which a quorum is present. Abstentions shall not be counted as a vote cast either for or against any motion.
6. Two-Thirds vote – a vote in which at least two-thirds of the votes cast are in favor of a matter properly presented at a duly convened meeting at which a quorum is present. Abstentions shall not be counted as a vote cast either for or against any motion.

ARTICLE I, NAME AND PURPOSE

Section 1, Name

The name of this organization is the Roosevelt Island Residents Association (hereinafter referred to as “RIRA”).

Section 2, Purpose

The purposes of RIRA are: 1) to represent the interests of its members to all governmental, quasi-governmental and private institutions that develop policy affecting Roosevelt Island and its residents; that supervise or manage our housing and that supervise or manage other Island operations; and 2) to ensure that the health, safety and welfare of its members and the quality of life in our community are maintained and improved.

ARTICLE II, RIRA MEMBERSHIP

Section 1, Membership

All individuals who live in residential housing on Roosevelt Island are members of RIRA.

Section 2, Contributions

In order to defray the cost of RIRA operations, the Common Council may raise funds as needed from voluntary contributions. Such contributions shall not be a precondition for the exercise of the rights and privileges of RIRA membership.

ARTICLE III, COMMON COUNCIL

Section 1, Function

Except as provided in Article VI, I Common Council (hereinafter sometimes referred to as the 'Council') shall be the representative body of RIRA, shall determine RIRA policies and coordinate, direct and administer their implementation to further the purpose of the organization as defined in Article I, Section 2.

Section 2, Membership

The Common Council shall be comprised of RIRA members of legal voting age who are either elected in RIRA elections, or who are filling a vacancy, each as specified herein.

The following table details the Districts and number of Council Members:

District	Number of Council Members
546 Main Street in Eastwood	2
The rest of Eastwood	7
2 River Road	1
4 River Road	1
10, 20, 30, and 40 River Road combined	8
Westview	3
Island House	3
Rivercross	3
Southtown Buildings	Number of the existing units divided by 130 and then rounded to the nearest seat
Octagon Park	5

(b) The President and Vice President shall be selected by an Island-wide election and shall be voting Members of the Common Council.

(c) Candidates who run for District Representative positions who do not receive sufficient votes for elective office shall be designated as Alternates. Alternates shall attend all Common Council meetings and, in the event a regular Council Member is absent, the first alternate for that District may vote. If the first alternate is not available, then the second alternate may vote, and so on.

(d) Each Council Member shall also serve as member or chair of at least one RIRA committee or as an officer of RIRA. Each Alternate shall serve as member of at least one RIRA committee.

Section 3, Quorum

For all meetings of the Common Council, the quorum shall be the presence of at least one-half plus one of the current Membership.

Section 4, Meetings

The Common Council shall meet at least once each month on a regularly scheduled basis at least during the months from September through June. Additional meetings of the Council may only be called by the President or upon the petition of five Council Members. All meetings of the Council shall be open to the public and the first fifteen minutes of each meeting shall be open for public question and comment.

However, the Council may be called into executive session by a Two-Thirds vote of the Council Members. Executive sessions are not open to the public and no votes may be taken at any executive session.

When the Common Council is not in session, matters that require a vote may be raised by the President or at the request of at least five Members of the Council. Such matters shall be communicated to Members in

a manner prescribed by Common Council bylaws.

Section 5, Notice of Meetings

It shall be the responsibility of the Secretary to notify Council Members of all meetings. It shall be the responsibility of Council Members to notify residents in their Districts and the responsibility of the Vice President to provide notification to the general community. Except when the President or a petition of five Council Members declares an emergency to exist, no meeting of the Council may be held unless five days notice has been provided to the RIRA membership. Minimal notice to RIRA members shall consist of the posting of the meeting date and the expected agenda on lobby bulletin boards in all residential buildings where permitted and on at least five Roosevelt Island kiosks.

Section 6, Vacancies

In the event of the resignation, a move from the voting District, expulsion or death of any elected Council Member, the position shall be filled in the following order:

- a) by the highest ranking Alternate, if there is one
- b) by a majority recommendation by the current Council Members from that voting District
- c) If no recommendation has been made pursuant to (b), in the Council meeting following the creation of the vacancy, then by written recommendation by the Building Committee or Board of Directors for that District
- d) If no recommendation has been made pursuant to (c) within two Council meetings following the creation of the vacancy, then by a recommendation of the RIRA President

Alternates who have adhered to the committee participation requirements (noted in Article II, Section 2 (d)) shall be automatically accepted as Council Members. All other individuals are subject to the Majority vote of the Council Members before they may assume the vacant position.

If a district has no alternate, one may be appointed pursuant to b), c) and d) above.

Section 7, Relocation

Any Council Member that relocates his/her residence away from Roosevelt Island shall automatically lose his/her seat. A Council Member representing a District who moves from one District to another shall retain all responsibilities except for voting rights for the remainder of the term subject to the provisions of this Constitution and the ByLaws. The District vacancy resulting from such move shall be filled according to Section 6. In the event of resignation, expulsion or death of such representatives, there shall be no replacement.

Section 8, Resignation

Any Council Member may resign at any time by submitting a letter of resignation to the President or the Secretary.

Section 9, Expulsion

Any Member of the Common Council may be removed from office for just cause in relation to conduct in office by either of the following procedures:

(a) Expulsion for Nonperformance. (i) Any Council Member or Alternate shall be automatically expelled for failure to attend three consecutive regular meetings of the Council unless m by Majority vote the Council Members vote otherwise. (ii) Any Council Member or Alternate may be expelled by a Two-Thirds vote of the Council Members for failure to comply with the requirements of Committee Participation of Article III, Section 2(d).

(b) Expulsion for Misconduct. Any Council Member or Alternate may be expelled for misconduct after a written presentation of a Bill of Particulars, signed by no less than three RIRA members, is presented to a regular meeting of the Common Council. The Council shall determine by a Majority vote of the Council

Members whether probable cause exists. If it so determines, the charges will then be presented to the person or persons charged. The charged person shall have an opportunity to present a defense at the next regular meeting of the Council. Upon review, if a Two-Thirds vote of the Council Members concur, the person shall be removed.

ARTICLE IV, OFFICERS

Section 1, President

The President shall be the chief executive officer and principal spokesperson of RIRA, a voting Member of the Common Council, presiding officer of all meetings of the Council and of the Town Meeting and an ex officio member of all committees.

It shall be the responsibility of the President to co-sign with the Treasurer all checks as provided in Article VIII, Section 2.

Section 2, Vice President

The Vice President shall supervise: all RIRA elections; all communications, both internal and external, of RIRA; secretarial services that are not the responsibility of the Secretary; legal representation (in coordination with the Chairperson of the Legal Action Committee, should it exist); auditing of the finances of RIRA; membership participation and fund-raising.

To perform the responsibilities of office, the Vice President shall supervise the Nominations Committee, the Election Committee, the Auditor, and, should it exist, the Communication Committee.

In the temporary absence or inability to serve of the President, the responsibilities of the President shall be assumed by the Vice President who shall serve as President Pro Tempore.

In the event of a vacancy in the office of President, the Vice President shall become President until the completion of the term.

Section 3, Secretary

The Common Council shall elect from among its own Members a Secretary of the Council.

It shall be the responsibility of the Secretary to take and report minutes of all meetings of the Common Council and the Town Meeting, to maintain the archives of RIRA, and to notify Members of the Council of all meetings of the Council.

Section 4, Treasurer

The Common Council shall elect a Treasurer.

The Treasurer must be a) a Member of the Council who is an accountant; or if there is none willing to serve, b) a non-Member who is an accountant; or if there is none willing to serve, c) a Member of the Council.

If the Treasurer is not already a Member of the Council upon taking office, the Treasurer shall automatically become a voting Member of the Council and shall so serve throughout his or her term of office as Treasurer.

It shall be the responsibility of the Treasurer: to receive and disburse all monies of RIRA; to maintain financial records for RIRA, including those required by law; to present a financial report to each meeting of the Common Council; to co-sign checks as provided in Article VIII, Section 2; to receive financial reports from all RIRA committees.

The Treasurer shall also provide to the Auditor such financial reports and information as the Auditor may require.

Section 5, Resignation of an Officer

Any officer of RIRA may resign at any time by submitting a letter of resignation to the Secretary. The resignation of the President, the Vice President or the Treasurer (if the Treasurer is not an elected Member of the Council) shall automatically include resignation from the Council.

Section 6, Removal from Office

Except for the President and the Vice President, any officer may be removed from office upon a Two-Thirds vote of the Council Members. No motion to remove an officer may be voted on at the same meeting it is made nor without at least five days written notice to said officer.

Removal of an officer shall not constitute removal as a Member of the Council (except for the Treasurer, if the Treasurer is not an elected Member of the Council).

Section 7, Vacancies

In the event of the death, resignation or removal from office of any officer except the President and the Vice President, the vacated position shall be filled in the same manner as it was originally filled for the balance of the term.

In the event of the death, resignation or removal from office of the Vice President, the Common Council shall by Majority vote of the Council Members elect a new Vice President. In the event of the death, resignation or removal from office of the President, the Vice President shall become the President.

ARTICLE V, COMMITTEES OF THE COMMON COUNCIL

Section 1, Determination of Committees

The Common Council shall determine and set forth in the Bylaws the committees they deem necessary to perform their responsibilities. Committee Chairs shall be approved by Majority vote of the Council Members.

At minimum, there shall be a Nomination Committee and an Election committee.

Section 2, Selection of Members

Council Members shall serve on at least one Committee. Any RIRA member who is not a Member of the Common Council may serve on any committee. Committee members are automatically expelled from the Committee if they fail to attend three consecutive sessions. Committee member may be removed from a Committee by majority vote of that committee. As Common Council Members are subject to the requirements of Article III, Section 2(d), which requires them to be a member of at least one Committee, any such expelled Council Member must select another Committee in order to continue to comply with such Section.

Section 3, Supervision of Committees

The Common Council shall review the operations of all committees and provide guidance and direction to ensure that committee activities are consistent with the objectives and policies of RIRA as established by this Constitution and RIRA Bylaws.

The Council shall have the authority by a Two-Thirds vote of the Council Members to remove from office the chairperson and/or members of any committee for failure to follow such direction.

Section 4, Nominations Committee

There shall be a Nominations Committee to recruit candidates for the Common Council and the offices of President and First Vice President.

The Committee shall ensure that at least one candidate is recruited for each position to be filled in each regular RIRA election.

The Common Council shall approve by Majority vote of the Council Members a Chair to the Nominations Committee who will coordinate such activities.

Section 5, Election Committee

There shall be an Election Committee to administer all elections in accordance with the provisions of Article VII. The Election Committee shall include representatives from at least five election Districts. No candidate for President or Vice President may serve on the Election Committee. Candidates for the Common Council may serve on the Election Committee but may not participate in the elections for their own election Districts. No member of the Election Committee may participate in the election campaign of any candidate other than himself/herself or give support to any other candidate.

The Common Council shall approve by Majority vote of the Council Members a Chair to the Elections Committee who will coordinate such activities

ARTICLE VI, TOWN MEETING

Section 1, Call for Meeting

A Town Meeting shall be called into session if (a) a Majority vote of the Council Members call for a meeting, or (b) 100 members of RIRA of legal voting age petition to the Common Council for such a meeting. The petition may be given to any Common Council Member, whose responsibility shall be to direct it to the Common Council Secretary for action.

The Common Council's call for a Town Meeting, or the petition, must specifically state the date, time and place of, the agenda for, and action requested to be taken at, the Town Meeting.

Section 2, Authority

At the Common Council meeting next following a Town Meeting at which a quorum was present and action taken, the Common Council shall resolve to enforce and/or implement such action to the fullest extent legally permissible, and shall determine the most practicable method by which such action shall be enforced and/or implemented.

Section 3, Notice

All Town Meetings shall be called with at least 15 days public notice unless the Common Council shall declare by resolution at a duly convened meeting at which a quorum is present that an emergency exists, in which case such shorter notice as determined by the Common Council shall be deemed sufficient; provided that public notice of Town Meetings called for purposes of amendment to the Constitution shall be as set forth in Article X and may not be so shortened. Notice of all Town Meetings shall be deemed sufficient if it consists of the publication of the meeting date, place and time, and the agenda, including proposed motions, on lobby bulletin boards in all residential buildings where permitted and on at least five Roosevelt Island kiosks.

Section 4, Waiver of Notice

Attendance of a person at a Town Meeting shall constitute a waiver of notice of such Meeting, except when such member of RIRA attends a Meeting for the express purpose of objecting, at the beginning of the Meeting, to the transaction of any business because he/she believes that the Meeting was not lawfully called or convened.

Section 5, Quorum

The quorum for the conduct of any business at any Town Meeting shall be 100 members of RIRA who are of legal voting age. Town Meetings may not be adjourned for the cause of an insufficient quorum until at least 15 minutes have elapsed from the time of the Quorum Call on the published Agenda. When a quorum is present at a Town Meeting, it is not broken by the subsequent withdrawal of any such RIRA members.

If a Town Meeting is called for the purpose of voting to create or modify a policy or to conduct any other substantive business and a quorum is not present, the Common Council shall be thereafter empowered to establish such policy and conduct other such business as would otherwise have been conducted at such Town Meeting, but only in accordance with the provisions set forth herein and in the RIRA Bylaws.

Section 6, Voting

Each member of RIRA of legal voting age present at a Town Meeting shall have the right to cast one vote in person. Abstentions shall not be counted as a "vote cast", either for or against any motion. All actions of a Majority vote of RIRA at a Town Meeting shall be the action of RIRA. No action may be taken at any Town Meeting on any motion which was not specified in the published agenda.

Section 7, Other Conduct and Procedures at Town Meetings

Except as provided above, the conduct of, and procedures at, each Town Meeting shall be governed by the then-current edition of Roberts Rules of Order.

ARTICLE VII, ELECTIONS OF COMMON COUNCIL; TERMS OF OFFICE

Section 1, Regular Elections

In each even-numbered year, there shall be an election of Members of the Common Council, and of the President and the Vice President to two-year terms. This election shall occur on the first Tuesday after the first Monday in November, i.e., on the regular election day for Federal and State offices. If possible, the RIRA election shall be held in space adjacent to the space used for Federal and State elections on Roosevelt Island.

Section 2, Nominations

Nominations for President, Vice President and for Common Council Membership shall be made during the month of October. The Nominations Committee shall be responsible for publicizing this fact by posting timely notices on lobby bulletin boards in all residential buildings where permitted and on at least five Roosevelt Island kiosks. The notices shall indicate where nominations may be deposited.

Any Roosevelt Island Resident 18 years of age or older may nominate himself/herself for a Council seat, or for President or Vice President by the submission of a signed statement indicating name, address and willingness to serve if elected. It shall be the responsibility of the Nominations Committee to solicit the candidacy of at least one nominee for each Council seat and for the offices of President and Vice President.

Section 3, Term of Office

The term of all Common Council Members shall begin at the first monthly meeting after the elections, on a date determined by the outgoing Common Council.

Section 4, Eligibility

A person may be a candidate for a District Council seat and also for the office of President or Vice President at the same time; if a person is elected to both the District and an Island-wide position of President or Vice President, the District Council seat shall be filled by the first runner-up in that District.

There shall be no limit on the number of successive terms any Council Member or officer may serve.

Only a resident of a District may be nominated and serve as Council Member from such District.

To be eligible for election as President or Vice President, a person must have been a resident of Roosevelt Island for at least one year at the time of his or her election.

It shall be the responsibility of the Election Committee to certify the qualifications of all candidates for the Common Council and for the offices of President and Vice President.

Section 5, Candidates Night

There shall be a Candidates Night not more than two weeks prior to the election. Each candidate for President, Vice President and the Common Council shall have the opportunity to make a brief statement and to answer questions from the floor during the meeting. It shall be the responsibility of the Election Committee to notify all candidates of the meeting at least one week in advance, to publicize Candidates Night by posting notices on lobby bulletin boards in all residential buildings where permitted and on at least five Roosevelt Island kiosks at least one week in advance, and to conduct the Candidates Night meeting in an impartial manner.

Section 6, Campaigns

There shall be a limit to the market value of each candidate's campaign materials. The Council shall specify in the Bylaws the dollar amounts of such limits. Slates may combine their spending limits but the total expenditure for candidates in a slate shall not exceed their combined spending limit. Candidates shall not accept campaign efforts of supporters if such efforts will exceed campaign limits.

“Market value” shall be defined as the lowest price available for printing and materials at local retail stores even if the materials were donated or obtained for free. Creative labor provided by others to the candidate shall be valued at the reasonable rate normally received by the donor for such labor.

The Council may amend the Bylaws to revise the dollar amounts of the limits to the value of campaign materials. Any such revision shall take effect upon the approval of the amendment to the Bylaws.

The Council may amend the Bylaws to further revise campaign restrictions. However, if such revision is approved within six months of an upcoming election. It shall not take effect until after that election has taken place.

While the polls are open, no person shall do any electioneering within the polling place, or in any public street within a 100-foot radial measured from the entrance to such polling place, or within such distance in any place in a public manner; and no political banner, button, poster or placard shall be allowed in or upon the polling place or within such 100-foot radial.

Section 7, Balloting

All RIRA members 18 years and older shall be eligible to vote for President and for Vice President. Only the resident RIRA members of a District of the Common Council 18 years and older shall be eligible to vote for Council Members from such District. Voters must sign in on a log-in sheet showing building and apartment number. Each will receive one ballot for the appropriate election district. If the identity or address of any prospective voter is challenged, that person may be required to produce valid identification, showing address.

All ballots shall be secret. Each District shall have a separate ballot box. Ballots shall be safeguarded before, during and after the election until such time as the new Common Council convenes for its first meeting, at which time they shall be destroyed.

Absentee ballots shall be made available by the Election Committee no later than one week prior to the election. The absentee ballot will be placed in a sealed envelope which is then placed in another sealed envelope, which is signed and shows name and full address, including apartment number. After verifying that the person did not vote on election day, the outer envelope will be opened and the inner envelope placed with all other absentee ballots to be opened at the close of polls and counted along with all the regular ballots.

It shall be the responsibility of the Election Committee to post the results of the election within 24 hours following the closing of the polls; to make a report to the Common Council on how the election procedure could be improved.

If there are more candidates running for Common Council seats in a given election District than there are positions available, those who do not win those seats will be designated as Alternates in descending order of the popular votes they received.

ARTICLE VIII, FISCAL ISSUES

Section 1, RIRA Fiscal Year

For the purpose of voluntary contributions and all other financial business, the close of the RIRA fiscal year shall be 12:01 AM of December 1 of each year.

Section 2, Fiscal Responsibility

It shall be the responsibility of the President and the Treasurer to co-sign all checks issued by RIRA.

The Treasurer shall be responsible for the safekeeping and disbursement of all monies raised by or allocated to committees. Committees may not incur debts in the name of RIRA or disburse monies on behalf of RIRA without prior authorization of the Common Council.

It shall be the responsibility of all committees to submit financial reports and records to the Treasurer on demand.

ARTICLE IX, RIRA BYLAWS

Section 1, Establishment of Bylaws

The Common Council shall establish such Bylaws, not in conflict with the Constitution, as may be necessary and proper for the governance of RIRA. In the event of conflict between any Bylaw and the Constitution, the provisions of the Constitution shall control.

Section 2, Adoption, Amendment or Repeal of Bylaws

Any Bylaw may be adopted, amended or repealed by the vote of at least Two-Thirds votes of the Council Members. No adoption, amendment or repeal of any Bylaw shall be voted on by the Common Council at the same meeting at which it is proposed. Each such adoption, amendment or repeal of a Bylaw shall be made available to RIRA members in the method determined by the Common Council.

ARTICLE X, AMENDMENT TO THE CONSTITUTION

Section 1, Introduction

Amendments to this Constitution shall be proposed in writing at any time by a Member of the Common Council or by petition to the Council of 100 RIRA members of legal voting age.

Section 2, Consideration and Voting

No amendment to the Constitution shall be voted on by the Common Council at the same meeting at which it is proposed.

In the case of an amendment proposed by a Council Member, the Council shall vote on the amendment at its next regular meeting. If at least Two-Thirds of the Council Members approve the proposed amendment, the Council shall call a Town Meeting, at which time the amendment shall be considered and acted upon. Enactment of an amendment at such Town Meeting shall require a Majority vote of members of RIRA at a Town Meeting called for such purpose.

In the case of an amendment proposed to the Council by a petition of RIRA members, the Council shall call a Town Meeting to be scheduled with at most 30 days notice, at which the amendment shall be considered and acted upon. Enactment of such amendment shall require at least a Two-Thirds vote of members of RIRA at a Town Meeting called for such purpose.

In either case, the Common Council shall make available to the members of RIRA a copy of any proposed amendment at least 15 days prior to the Town Meeting at which it will be considered, in the manner set forth in ARTICLE VI, Section 3.

In the case of any amendment brought to the Town Meeting on which a vote cannot be taken due to the absence of a quorum, the Common Council shall vote on such amendment at its next meeting. Any amendment so brought to the Council shall require a two-thirds vote of a quorum of Council Members present and voting for ratification.

Section 3, Continuity

In recognition of the growth of Roosevelt Island and the need for its elected representative body to operate more efficiently and respond to the needs of its residents more effectively, the constitution may be modified in accordance with the procedures herein.

Be it known that this Constitution shall in no way be construed to define a reorganization or dissolution of the existing RIRA, but rather, is intended to enable and further more efficient and responsive management.