

Standing Rules of the Prospect Heights Neighborhood Development Council, Inc.

1. Purpose and scope

The Prospect Heights Neighborhood Development Council, Inc. (the “Council”) hereby establishes these Standing Rules for the purpose of providing transparency and consistency in the administration of the Council’s business. The Council’s Secretary shall maintain the Standing Rules and make them available for use by members of the Council.

The Standing Rules of the Council may be amended by majority vote of the Board of Directors of the Council, or by majority vote of the Members of the Council. The Secretary shall record the date of adoption of each Standing Rule, and the body which adopted it.

In the case of a conflict between the Standing Rules and the By-Laws of the Council, the By-Laws shall prevail. In the case of a conflict between a Standing Rule adopted by the Board, and a Standing Rule adopted by the Members, the Standing Rule adopted by the Members shall prevail.

[Adopted by the Board on April 2, 2019.]

2. Finance

2.1. Annual dues

Annual dues for members of the Council shall be \$25.00. The Board shall provide for members to apply for a reduction of dues based upon need.

[Adopted by the Board on September 6, 2016.]

2.2. Fundraising

In order to obtain resources necessary for the fulfillment of its mission, the Council shall accept contributions of funds from individuals, businesses, corporations and governments. The Council shall maintain a written policy governing its acceptance of such funds as part of the Council’s Standing Rules. The Secretary shall distribute the policy and any amendments thereto to all members of the Council.

2.2.1. Types of contributions solicited

The types of contributions the Council may seek include, but are not limited to,

1. *Donations* of cash or in-kind contributions, from any source;
2. *Grants*, both government and private; and
3. *Sponsorships* of the Council's events, campaigns and projects by businesses and corporations, where the contributing sponsor's brand and messages are presented, but in a manner that does not indicate endorsement by the Council of any products or services.

2.2.2. Reporting

The Treasurer shall report to the Board all contributions received in the prior month at each of its regular meetings. Donations shall be reported in the aggregate, and Grants and Sponsorships shall be reported individually. The Secretary shall include such reports in the meeting minutes.

2.2.3. Conflict of interest

The Council shall not accept a contribution if doing so would create the potential for a conflict with the fulfillment of the Council's mission. Such situations may include, but are not limited to, contributions from

1. businesses or corporations (including individuals who are employed by same in a management capacity) which can reasonably be expected to apply for a land use change within the Prospect Heights neighborhood in the coming twelve (12) months;
2. an individual, business or corporation which is currently seeking an approval from an agency of government related to its business or property in the Prospect Heights neighborhood when such an approval includes the opportunity for public testimony before the agency;
3. an individual, business or corporation which has requested a letter of support from the Council for any reason, or has received one in the last twelve (12) months;
4. an organization of any kind that engages in advocacy on issues directly related to the Prospect Heights neighborhood; and
5. the account of a campaign for a candidate seeking public office.

Should the Board determine that a contribution which has been received represents a potential conflict of interest, it shall direct the Treasurer to return the contribution to the party from which it was received.

2.2.4. Social responsibility

The Council may restrict a specific business or corporation from making contributions to the Council if its Board or membership find that the behavior of such party is detrimental to a safe, just and sustainable society. Members of the Council involved in fundraising shall use reasonable best efforts to inform the Board as to businesses and corporations considering sponsorship offers.

[Adopted by the Board on August 10, 2021.]

3. Committees

3.1. Landmarks Committee

The Council shall maintain a standing Landmarks Committee, with the following charter:

- To plan and execute initiatives, programs and activities intended to preserve the historic character of Prospect Heights, subject to the approval of the Board of Directors.
- To draft testimony to agencies of government regarding the impact of proposed construction on the historic character of Prospect Heights, to be submitted by the Chair on behalf of the Council.
- To inform the Board, in a timely manner, of any testimony submitted to government agencies.

The Landmarks Committee shall consist of at minimum a chair and co-chair and one other committee member.

Members of the Landmarks Committee shall be approved by the Board of the Council.

Committee members must be members in good standing of the Council. Prospective committee members can be referred by the chair of the Landmarks Committee, or can request membership directly to the Board. Upon approval by the Board, a new committee member shall be considered to be in good standing. The chair of the Landmarks Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Landmarks Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Landmarks Committee may also be decided by online ballot with a minimum of three days provided for members to respond. Committee members must be members in good standing of the Council in order to be eligible to vote on matters before the Committee. A quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

[Adopted by the Board on September 6, 2016.]

3.2. Livable Streets Committee

The Council shall maintain a standing Livable Streets Committee, to plan and execute initiatives, programs and activities intended to improve the safety of the streets in Prospect Heights for pedestrians, cyclists and motorists, and to enhance the cleanliness and visual appearance of neighborhood streetscapes.

The Livable Streets Committee shall consist of at minimum a chair and co-chair and one other committee member.

Members of the Council in good standing may apply to the chair of the Livable Streets Committee for membership. The chair of the Livable Streets Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Livable Streets Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Livable Streets Committee may also be decided by online ballot with a minimum of three days provided for members to respond. Committee members must be members in good standing of the Council in order to be eligible to vote on matters before the Committee. A quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

[Adopted by the Board on September 6, 2016.]

3.3. Housing Committee

The Council shall maintain a standing Housing Committee to reach out to residents in Prospect Heights to inform and educate about housing issues and potential strategies to address displacement and housing pressure.

[Adopted by the Board on December 6, 2016.]

3.4. Emergency Preparedness Committee

The Council shall establish a standing Emergency Preparedness Committee for the purpose of assessing the needs of the Prospect Heights community with respect to resilience and recovery in the event of an unexpected emergency, identifying governmental and non-governmental resources that address those needs, and recommending such action as may be necessary to ensure such resources be deployed efficiently and effectively when called upon for the safety and benefit of all community members.

[Adopted by the Board on May 2, 2017; amended by the Board February 5, 2019.]

3.5. Communications Committee

The Council shall maintain a Communications Committee for the purpose of furthering the Council's mission by building awareness of, and encouraging participation in, the Council's activities among its members, other members of the Prospect Heights community, elected officials, government agencies, and members of the private sector.

[Adopted by the Board on April 3, 2018; amended April 2, 2019.]

3.6. Vanderbilt Avenue Open Street Committee

The Council shall form a Vanderbilt Avenue Open Street Committee to plan, execute and manage an Open Streets program on Vanderbilt Avenue in accordance with policies established by the New York City Department of Transportation. The Committee shall be responsible for coordinating and performing the following:

1. Establishing an annual plan and budget for the Vanderbilt Avenue open street;

2. Acquiring the funds necessary to execute the annual plan, in accordance with the Council's fundraising policy;
3. Defining street equipment configurations and operating procedures that promote the safety of all users of the open street, provide for a clean and attractive streetscape, and comply with the requirements of NYCDOT;
4. Planning and presenting programming that enhances the public experience of the open street;
5. Publicizing, advertising and otherwise communicating relevant information about the open street to Prospect Heights residents and businesses, visitors to the open street, government agencies and elected officials;
6. Coordinating with agencies of City and State government as necessary;
7. Procuring such materials and services as may be necessary to execute the plan and authorizing expenses against the budget; and
8. Collecting all monies owed the Council on behalf of the open street.

The Committee chairs shall establish procedures with the Council Treasurer to manage necessary financial operations.

The Committee chairs shall provide a written report to the Board by the first Tuesday of each month highlighting key milestones and operating issues, and comparing the forecast budget to actual financial performance.

It is intended that the membership of the Committee include residents of Prospect Heights and proprietors of businesses of Vanderbilt Avenue.

This charter shall remain in effect through December 31, 2022. It may be extended by vote of the Council's Board.

[Adopted by the Board on December 7, 2021.]

3.7. Technology Committee

The Council shall maintain a standing Technology Committee for the following purposes:

- to identify opportunities for improving the Council's ability to execute its mission through process design and use of technology;

- to create and maintain standards for the use of technology by the Council and its committees; and
- to ensure that technology systems utilized by the Council are administered accurately, securely and economically.

Members of the Council may apply to the chair of the Technology Committee for membership. The chair of the Technology Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Technology Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Technology Committee may also be decided by online ballot with a minimum of three days provided for members to respond. A quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

[Adopted by the Board on January 3, 2023.]

3.8. Development Committee

The Council shall maintain a standing Development Committee for the following purposes:

- to identify opportunities for government and private grants through which the Council can seek funding for its programs, to submit applications for such grants and to administer grants which are received on behalf of the Council;
- to seek financial sponsorship from businesses interested in supporting the programs and mission of the Council, and to devise strategies to recognize such support consistent with the Council's policies and By-Laws; and
- to create and manage fundraising campaigns targeting community members that support the programs and the mission of the Council.

Members of the Council may apply to the chair of the Development Committee for membership. The chair of the Development Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Development Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Development Committee may also be decided by online ballot with a minimum of three days provided for members to respond. A

quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

[Adopted by the Board on January 3, 2023.]

3.9. Diversity, Equity and Inclusion Committee

The Council shall establish a Diversity, Equity and Inclusion (DEI) Committee for the following purposes:

- to implement the Council's [DEI policy](#), including assisting the Board and committees of the Council with its implementation;
- to monitor the Council's performance on the actions stated in its DEI policy, as well as attainment of the policy's goals, and to report on the results to the Council's Board and membership; and
- to make recommendations to the Board regarding changes to the Council's DEI policy on an annual basis.

Members of the Council may apply to the chair of the DEI Committee for membership. The chair of the Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Committee may also be decided by online ballot with a minimum of three days provided for members to respond. A quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

The term of the Committee shall extend until the Council's 2024 Annual Meeting.

[Adopted by the Board on May 2, 2023.]

3.10. Open Streets Committee

The Council shall form an Open Streets Committee to plan, execute and manage an Open Streets program in Prospect Heights in accordance with policies established by the New York City

Department of Transportation. The Committee shall be responsible for coordinating and performing the following:

1. Establishing an annual plan and budget for the Vanderbilt and Underhill Avenue Open Streets;
2. Defining street equipment configurations and operating procedures that promote the safety of all users of the Open Streets, provide for a clean and attractive streetscape, and comply with the requirements of NYCDOT;
3. Planning and presenting programming that enhances the public experience of the Open Streets;
4. Publicizing, advertising and otherwise communicating relevant information about the Open Streets to Prospect Heights residents and businesses, visitors to the Open Streets, government agencies and elected officials;
5. Coordinating with agencies of City and State government as necessary;
6. Procuring such materials and services as may be necessary to execute the plan and authorizing expenses against the budget; and
7. Collecting all monies owed the Council on behalf of the Prospect Heights Open Streets.

The Committee shall establish procedures with the Council's Treasurer to manage necessary financial operations.

The Committee shall provide a written report to the Board by the first Tuesday of each month highlighting key milestones and operating issues, and comparing the forecast budget to actual financial performance.

A member of the Council in good standing may apply to the chair of the Open Streets Committee for membership. If the Chair declines such application, the member may appeal the Chair's decision to the Board. The chair of the Open Streets Committee may remove members with notice due to lack of participation. Members so removed may apply to the Board for reinstatement.

The chair of the Open Streets Committee may call a meeting of the committee with ten days' notice to committee members. Questions before the Open Streets Committee may also be decided by online ballot with a minimum of three days provided for members to respond. Committee members must be members in good standing of the Council in order to be eligible to

vote on matters before the Committee. A quorum of 25% of the committee members, but not less than two members, is required to pass on a motion.

[Adopted by the Board February 7, 2023. Amended by the Board April 2, 2024.]

4. Communications

4.1. Mission statement

The mission statement of the Council shall be, “The Prospect Heights Neighborhood Development Council brings Prospect Heights community members together to build a safer, more just and sustainable neighborhood.”

[Adopted by the Members February 25, 2019.]

4.2. Promotion of third party events

The Council’s communication channels shall be used to promote events that are geographically relevant to the Prospect Heights neighborhood and are sponsored by non-profit organizations.

[Adopted by the Board on November 1, 2016.]

4.3. Minutes of the meetings of the Board

The Board shall distribute minutes of its meetings to members of the Council by email, as soon after they are adopted as is practical.

[Adopted by the Board on November 7, 2017.]

4.4. Unforeseen events

In the event of unforeseen and emergent situations where the Council’s public reputation could be in jeopardy, the Chair shall seek consent of all members of the Board to waive the requirement of ten days’ notice for the scheduling of a Special Meeting. The purpose of the Special Meeting shall be to inform the Board as to the situation at hand so that it may take such action as necessary in response.

[Adopted by the Board on November 11, 2024.]

5. Employment and contracting

5.1. Equal employment opportunity

The Council shall maintain an equal employment opportunity policy as determined by its Board.

[Adopted by the Board on December 3, 2019.]

5.2. Minority- and woman-owned business enterprises opportunity

The Council shall maintain a policy with respect to contracting with minority- and woman-owned business enterprises as determined by its Board.

[Adopted by the Board on January 3, 2023.]

6. Conflict of interest

6.1. Conflict of interest policy

The Council shall maintain conflict of interest policy as determined by its Board.

[Adopted by the Board on February 4, 2020.]