

# **Cooperative Tug Hill Council Bylaws**

Approved by the Cooperative Tug Hill Council on May 1, 1996  
**Revised January 31, 2006**

## **Section 1. General**

These bylaws shall constitute the general operating procedures of the Cooperative Tug Hill Council (CTHC) established through the CTHC Intermunicipal Agreement, pursuant to Article 5-G of the General Municipal Law of the State of New York. If there is any conflict between the provisions of these bylaws and the CTHC Intermunicipal Agreement, the provisions of the Intermunicipal Agreement shall govern.

## **Section 2. Member Towns and Villages**

Towns and villages which have adopted and signed the CTHC Intermunicipal Agreement and have paid their annual fee shall be considered members of the CTHC. The annual fee may be waived for the first year of membership of any town or village.

## **Section 3. Composition of CTHC**

The CTHC shall be composed of two representatives, duly appointed, from each member town or village as established through the CTHC Intermunicipal Agreement. Attendance and participation at CTHC meetings by all interested local officials is encouraged. **It is recommended that one of the appointed representatives be a town official.**

## **Section 4. Contracting Towns and Villages**

Towns and villages which have not adopted and signed the CTHC Intermunicipal Agreement may contract for services with the CTHC. The contracting rate shall be the same as the membership fee for member towns and villages. Such contracting towns or villages may send representatives to CTHC meetings. Such representatives may discuss issues but shall not vote. Contracts with such towns and villages may be renewed on an annual basis.

## **Section 5. Meetings**

An annual meeting shall be held to evaluate performance, establish goals and objectives, elect officers, and review bylaws. Such annual meeting shall be held prior to **May 30**. At least one additional meeting shall be held prior to **October 1** to establish the budget for the coming year. Regular meetings shall be held as deemed appropriate by the CTHC. Other meetings may be called at the request of two or more member municipalities, or upon the initiative of the chairman, following due and proper notice given to all representatives. Verbal or written notice of all special meetings shall be given to all members not less than 48 hours in advance thereof. Such meetings shall be held at a time, date, and place designated by the chairman.

## **Section 6. Meeting Quorum**

A quorum for all annual, regular and special meetings shall be constituted when representatives from a majority of the member towns and villages are present.

## **Section 7. Voting**

At all meetings, each representative properly appointed shall be entitled to cast one vote unless herein otherwise provided. Any representative having a conflict of interest of any kind in a matter before the board shall be disqualified from voting, and the secretary shall record in the minutes that no vote was cast by such

representative. A majority of the board present and voting shall be necessary for the adoption of any proposed action, resolution or other voting matter.

#### **Section 8. Proceedings at Meetings**

At any regular meeting of the CTHC, the following shall be the regular order of business:

1. roll call of towns and villages;
2. approval of minutes of preceding meeting and any special meetings;
3. reports;
4. communications;
5. old business;
6. new business;
7. time, date and place of next meeting;
8. adjournment.

#### **Section 9. Rules of Procedure at Meetings**

All meetings shall be conducted in accordance with the laws of New York State and with Robert's Rules of Order, Newly Revised.

#### **Section 10. Officers**

The officers shall consist of a chairman, vice chairman, secretary, and four directors. The officers shall be elected for the ensuing year at the annual meeting. Their term shall commence immediately following the annual meeting and they may be reelected. Each officer shall be from a separate municipality.

#### **Section 11. Chairman**

The powers and duties of the chairman shall be as follows:

1. to preside at all meetings of the CTHC;
2. to call special meetings of the CTHC;
3. to sign all official documents on the behalf of the CTHC;
4. to see that all reports, documents, and actions of the CTHC are properly made, executed, filed or taken, as the case may be, in accordance with law, the responsibilities, and the actions of the CTHC;
5. to develop the budget of the CTHC;
6. to appoint regular and special committees as the need arises;
7. to serve on the executive committee.

#### **Section 12. Vice-chairman**

The powers and duties of the vice-chairman shall be to perform all the duties of the chairman during the absence, disability or disqualification of the chairman, and to serve on the executive committee.

#### **Section 13. Secretary**

The powers and duties of the secretary shall be as follows:

1. to oversee the keeping of the minutes of all meetings of the CTHC;
2. to oversee the proper custodianship of the records of the CTHC;
3. to bring before the CTHC at its regular meetings, all correspondence relating to the business of the CTHC;

4. to affix to any official document of the CTHC the official signature thereof whenever the same shall be required by rule or regulation of the CTHC, such action to be taken, however, only after action shall have been authorized by an affirmative vote of the CTHC;
5. to serve on the executive committee.

#### **Section 14. Fiscal Year**

The fiscal year shall be the calendar year. The budget shall be prepared for each ensuing year prior to October 1.

#### **Section 15. Executive Committee**

There shall be a standing committee known as the "executive committee" which shall be composed of the officers. This committee shall oversee the CTHC program, hire and oversee coordinators, and draft budgets. The executive committee shall have all duties and responsibilities of the CTHC between meetings of the CTHC, but may not elect officers or amend bylaws. **Executive committee members are expected to attend all meetings with a minimum of attendance at four being acceptable** A quorum of the executive committee shall be not less than three of the voting members in attendance in order to conduct business.

#### **Section 16. Amendment of Bylaws**

The bylaws may be amended at any regular meeting provided that notice of said proposed amendment is given to each representative in writing at least five days prior to said meeting. The bylaws may also be amended at any special meeting called solely for that purpose. Notice of such special meeting shall be in writing, shall contain a precise description of the change proposed, and shall be given to each representative at least five days prior to said special meeting. An amendment to these bylaws shall require a two-thirds vote of the representatives present.