

**BYLAWS  
OF  
SUFFOLK COUNTY EXECUTIVE ASIAN-AMERICAN ADVISORY BOARD**

**ARTICLE I. NAME**

This body shall be known as the: Suffolk County Executive Asian-American Advisory Board and its principal office shall be the Office of the County Executive.

**ARTICLE II. PURPOSES**

The purposes for which the Board is formed are those set forth in its Mission Statement, which may from time to time be amended, and generally are as follows:

- Bring to the attention of the County Executive those issues that impact upon the Asian-American communities throughout the County of Suffolk.
- Seek community input on relevant issues that impact their communities.
- Improve communications and cultural understanding between the Asian-American communities, government, and its residents.
- Address pertinent issues, some of which include:
  - education
  - health
  - legislation
  - small business development/economic development.
- Encourage civic participation in the communities.

The purposes of the Board shall be promoted through educational programs, conferences, committees, projects and other programs.

**ARTICLE III. BASIC POLICIES**

1. The Board shall be noncommercial, nonsectarian and nonpartisan and shall not participate nor intervene or endorse in any manner whatsoever any political organization or act on behalf of any candidate for public office.
2. The name of the Board or the names of any members in their official capacities shall not be used in any connection with a commercial concern or with any partisan interest or for any purpose not appropriately related to the promotion of the objectives of the Board.
3. The Board may cooperate with organizations and agencies concerned with and involved in activities related to the Mission of the Board. However, persons representing the Board in such matters shall make no commitments that may bind the Board, except as agreed to by a majority

of the Board.

#### ARTICLE IV. MEMBERSHIP

1. The County of Suffolk may have ex officio members on the Board, (and any committees thereof,) through representatives from the Office of the County Executive.
2. The Board may consist of up to eleven (15) individuals.
3. All members of the Board shall be appointed by the County Executive and serve at the directive of the County Executive.
4. All members of the Board shall be eligible to plan various activities related to their communities, or to serve on its committees, or in appropriate Board positions.
5. Each member shall have only one vote at a meeting of the membership. All questions, which are not otherwise prescribed herein, shall be decided by majority vote of the members present in person.

#### ARTICLE V. OFFICERS AND THEIR ELECTION

##### I. Officers

- a. The officers of the Board shall consist of a chairperson, or two co-chairpersons, or a vice-chairperson, recording Secretary, and corresponding Secretary, who shall also be members of the Board.
- b. All officers shall assume their official duties following the close of the meeting in the month of December and shall serve for a term of two years or until the election.
- c. A vacancy occurring in any office shall be filled for the unexpired term by a person appointed by the County Executive

#### ARTICLE VI. DUTIES OF OFFICERS

1. The Chairperson or the two co-chairpersons or vice chairperson, if elected, shall preside at all meetings of the Board, perform such duties as may be prescribed in these Bylaws or assigned to him or her by the Board and coordinate the work of the officers and committees of the Board in order that its purposes may be promoted.
2. The Vice Chairperson, if elected by the Board, shall act as aide to the Chairperson and shall automatically perform the duties of the Chairperson in his/her absence or disability of that officer to act.

3. The Recording Secretary shall keep and maintain all minutes of meetings, including attendance, and shall perform such other duties as may be delegated by the Board or Chairperson(s). The Office of Minority Affairs will maintain residence information of current members. Copies of all approved minutes will be filed with the County Executive office within two weeks of the meeting.
4. The Corresponding Secretary with the assistance of the Office of Minority Affairs, shall be responsible for providing notices of meetings, receiving and sending correspondence and drafting of such correspondence as directed by the Board or the Chairperson(s).
5. All Officers shall:
  - a. Perform the duties prescribed in these Bylaws and those assigned from time to time by the Board.
  - b. Deliver to their successors all official material not later than ten (10) business days following the appointment of their successors.

#### ARTICLE VII. MEETINGS

1. Regular meetings of the Board shall be held at the Office designated by the County Executive or at agreed place and at such times as agreed upon by a majority of the Board. Regular meetings may be adjourned to any other place at the will of a majority of the Board.
2. Special meetings of the Board may be held at any time upon the written request of any Officer of the Board or  $\frac{1}{4}$  of the Board members. Any business that may be transacted at a regular meeting may be transacted at a special meeting.
3. Delegation of Powers. The Board may delegate to one or more of the Members, Officers or Agents of the Board such powers and duties as it may deem proper.
4. Regular meetings of the Board shall be held every quarter. Majority of the Board members (over 50%) presence, including two officers, shall constitute a quorum.
5. A Board member who is absent from four consecutive regular meetings, shall be deemed to have vacated his/her position. An absence may be excused for reason of sickness, disability, or business, if the Board member notifies the Board Chairperson of his/her absence. The Chairperson(s) should send notice to a Board member who is absent from three consecutive meetings that fourth absence will result in his/her vacating his/her position.

#### ARTICLE VIII. STANDING AND SPECIAL COMMITTEES

1. The Board may create such standing committees as it may deem necessary to promote the

purposes and carry on the work of the Board and shall appoint the committee chairperson

2. The Chairperson of each standing committee shall present a plan of work to the Board for approval. No committee work shall be undertaken without the consent of the Board.

#### ARTICLE IX. INDEMNIFICATION OF BOARD MEMBERS AND OFFICERS

County of Suffolk shall indemnify any board member who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil or criminal, by reason of the fact that he or she is or was a board member, and/or officer of Asian American Advisory Board, if he or she acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interest of County of Suffolk, and with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful.

#### ARTICLE X. ADOPTION AND AMENDMENT OF BYLAWS

1. The Bylaws of the Board shall be adopted by a majority vote of the Board, and the approval of the County Executive.

2. The Bylaws of the Board may be amended or revised by the Board upon the proposed amendment being introduced in writing at a regular meeting of the Board and approved by the County Executive.