

BYLAWS of

**KAISERTOWN COALITION, INC.**

*Approved on April 22, 2026, at 4:38 p.m., in the City of Buffalo and Erie County by Dr. Cortasia Solomon-Carter, 1<sup>st</sup> Vice President of the Buffalo and Erie County Board of Block Clubs.*



*Table of Contents*

<i>Article I</i>	<i>Name of the Organization</i>	<i>Page 3</i>
<i>Article II</i>	<i>Mission Statement</i>	<i>Page 3</i>
<i>Article III</i>	<i>Eligibility and Membership</i>	<i>Page 4</i>
<i>Article IV</i>	<i>Governance Structure</i>	<i>Page 4</i>
<i>Article V</i>	<i>Duties of Officers</i>	<i>Page 8</i>
<i>Article VI</i>	<i>Meetings</i>	<i>Page 11</i>
<i>Article VII</i>	<i>Member Benefits/ Participation</i>	<i>Page 12</i>
<i>Article VIII</i>	<i>Order of Business</i>	<i>Page 13</i>
<i>Article IX</i>	<i>Committee Structure</i>	<i>Page 15</i>
<i>Article X</i>	<i>Constitutional Amendments</i>	<i>Page 17</i>
<i>Article XI</i>	<i>Organizational Authority</i>	<i>Page 17</i>
<i>Article XII</i>	<i>Liability and Indemnification</i>	<i>Page 19</i>
<i>Article XIII</i>	<i>Effective Date</i>	<i>Page 19</i>



## ARTICLE I

### NAME

The organization shall be known as Kaisertown Coalition, Inc.

## ARTICLE II

### MISSION STATEMENT

Kaisertown Coalition, Inc. is a nonprofit 501(c)(3) community organization dedicated to strengthening and enhancing the Kaisertown neighborhood through collaborative action and inclusive participation.

The mission of Kaisertown Coalition, Inc. is to:

- Preserve and enhance the livability and quality of life in the Kaisertown neighborhood.
- Promote sustainable development and initiatives that maintain the community's unique character while embracing positive growth.
- Actively support programs and activities that foster the positive development of Kaisertown.
- Advocate for the community's interests and oppose actions that may negatively impact neighborhood wellbeing.
- Monitor and promote quality housing, infrastructure, and sustainable development in the community.
- Build community pride and civic engagement among all residents.
- Collaborate effectively with elected officials, city agencies, and community partners to secure necessary resources and support.
- Create and support programs and opportunities for residents of all ages, with particular attention to youth and senior community members.
- Support local economic development and assist neighborhood businesses in thriving.
- Foster inclusive community participation by welcoming and engaging residents from all backgrounds in community activities and decision-making.



## **ARTICLE III**

### **ELIGIBILITY AND MEMBERSHIP**

#### **Section 1: Membership Eligibility**

All residents, homeowners, renters, and business owners within the designated Kaisertown area are eligible for membership in Kaisertown Coalition, Inc. Business owners may choose to be represented by a designated representative if they prefer.

#### **Section 2: Designated Area Definition**

The designated area of the Kaisertown neighborhood is determined to be from a point at the foot of South Park Avenue and the North Bank of Buffalo Creek, West along said North Bank of Buffalo Creek to the CSX railroad tracks, Northwest along said track to the outbound curb of the Niagara Section of I-90 (Thruway), to the junction of said outbound curb to the South Property line of Weiss Street, North along said South property line of Weiss Street to the North curb of Dingens Street, East along the North curb of Dingens Street to the East City Line, South along the actual City Line to the North Bank of Buffalo Creek.

#### **Section 3: Non-Discrimination Policy**

Membership in this organization shall be available to all eligible individuals without discrimination based on race, ethnicity, religion, gender, gender identity, sexual orientation, age, national origin, disability status, socioeconomic status, political affiliation, or any other protected characteristic.

## **ARTICLE IV**

### **GOVERNANCE STRUCTURE**

#### **Section 1:**

##### **Board of Directors**



The Board of Directors shall consist of nine (9) members elected for 3-year terms. Directors shall be elected on a staggered schedule to ensure continuity of leadership.

#### Section 2: Director Elections

Three Directors shall be elected each year for three-year terms. The initial election shall establish staggered terms: three Directors for three years, three Directors for two years, and three Directors for one year.

#### Section 3: Continuity of Service

Directors shall serve until their successors are elected and take office. When a vacancy occurs through resignation, relocation, or other circumstances, the President shall appoint an interim successor to serve until the next election.

#### Section 4: Executive Officers

The Officers of the Coalition shall be a President, Vice President, Secretary, Treasurer, and Community Liaison, who shall be elected annually by the Board of Directors at a meeting held within thirty days after the annual membership meeting. Officers shall be elected from among the Directors.

#### Section 5: Executive Committee

The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and Community Liaison.

#### Section 6: Removal of Directors or Officers

Any Director or Officer may be removed from office by a vote of two-thirds of the members present at a regular or special meeting called for that purpose. Proper notice of such meetings must be provided to all members and to the individual facing removal, who shall have the opportunity to respond to any concerns in writing and at the meeting.

Section 7: Director Nomination and Election Schedule Director nominations shall take place at the September meeting, with elections held at the October meeting of each year.

#### Section 8: Director Eligibility Requirements

To be eligible for election as a Kaisertown Coalition Director, a member must:



- a) Reside or operate a business within the Designated Area as defined in Article III, Section 2,
- b) Have attended at least two-thirds (2/3) of Coalition meetings in the twenty-four (24) months prior to the election, as verified by attendance records,
- c) Not currently serve as an elected or appointed government official to avoid conflicts of interest.

#### Section 9: Election Process

The Election Committee shall consist of a Chairperson and three members appointed by the President. Election Committee members must be Coalition members in good standing who are not candidates in the current election and are not current government employees. The Election Committee shall oversee the nomination process, provide ballots, conduct elections professionally, tabulate results, declare winners, and maintain ballot records for at least 90 days. The Committee shall publish election results as specified in this Constitution.

## **ARTICLE V**

### **DUTIES OF OFFICERS**

#### Section 1: President

- a) **Presiding Officer:** Presides at all Coalition meetings and maintains order. Exercise voting rights in officer elections and serve as the tie-breaking vote when membership is equally divided.
- b) **Meeting Management:** Call special work sessions upon written request from Coalition members, ensuring proper notice is provided and meetings stay focused on stated purposes.
- c) **Policy Enforcement:** Ensure adherence to these Bylaws and appoint committees as needed, serving as an ex-officio (non-voting) member of all committees.
- d) **Administrative Leadership:** Serve as Chief Administrative Officer, coordinating activities of all Coalition Officers and Committees while ensuring proper organizational function.
- e) **Community Advocacy:** Propose, support, and promote initiatives consistent with the Mission Statement of this Constitution.



## Section 2: Vice President

Assist the President in all duties and assume presidential responsibilities during the President's absence. In the event of a presidential vacancy, serve as President for the remainder of the unexpired term.

## Section 3: Secretary

- a) Record Keeping: Maintain accurate, detailed minutes of all Coalition meetings in a professional manner, and perform other duties as assigned.
- b) Communications: Read important communications to the membership that require attention.
- c) Documentation: Record proceedings of Executive Board and Election Committee meetings, maintaining these as permanent Coalition records. Maintain a record of official attendance records and other important Coalition documents, correspondence, and records.

## Section 4: Treasurer

- a) Financial Management: Receive and deposit all Coalition funds in a designated bank account, issuing receipts for all money received and maintaining separate records for deposits. All checks must be countersigned by the President when the amount is \$500 or more.
- b) Financial Reporting: Maintain accurate financial records and report at each meeting the current balance, income received, expenditures made, and remaining balance. Accounts shall be open for examination when requested and subject to annual audit.
- c) Expenditure Authorization: All Coalition expenditures must be approved by directors vote at a regular meeting. Officers and members cannot authorize payments without membership approval, nor can they commit to expenditures for which funds are unavailable or activities not in accordance with these Bylaws. All Coalition bills must be submitted to the Board for approval before payment.
- d) Routine Expenses: Standard recurring bills (utilities, rent, taxes, etc.) may be paid by the Treasurer with single membership authorization when due.
- e) Supplies and Petty Cash: Purchase necessary office supplies when authorized by membership. Maintain a petty cash fund not exceeding \$75.00.

## Section 5: Community Liaison



- a) Meeting Security: Oversee meeting logistics and ensure only eligible participants attend meetings.
- b) Facilities Management: Arrange for meeting space and necessary facilities, maintaining the official attendance record and transmitting it to the Secretary.
- c) Order Maintenance: Help maintain order at meetings under direction of the President.

## **ARTICLE VI**

### **MEETINGS**

#### Section 1: Regular Meetings

The Coalition shall hold general membership meetings on the first Tuesday of each month.

Special meetings may be called by member petition, with meetings restricted to the stated petition purpose. A quorum of fifteen (15) members is required for all official business.

#### Section 2: Meeting Schedule

Regular membership meetings shall be called to order promptly at 6:00 p.m. and adjourned after completion of scheduled business.

#### Section 3: Parliamentary Procedure

All meetings shall be conducted according to Robert's Rules of Order.

#### Section 4: Adjournment

A motion to adjourn is always in order after regular business is completed and shall be decided without debate. A majority vote of members present is required to adjourn.

## **ARTICLE VII**

### **MEMBERSHIP RIGHTS AND PARTICIPATION**

#### Section 1: Automatic Membership



All residents and business owners actively participating in Coalition meetings, programs, or projects within the Designated Area automatically constitute the membership through their residence and participation.

#### Section 2: Inclusive Participation

No person shall be denied membership or participation based on housing status (renters, homeowners, etc.) or any other circumstance of residency.

#### Section 3: Encouragement of Participation

All members are encouraged to participate actively in Coalition meetings, programs, projects, and committees.

#### Section 4: Member Rights

All active members have the right to vote, second nominations, nominate candidates for office, and participate fully in all Coalition meetings and activities without restrictions.

#### Section 5: Voting Eligibility

Members attending a minimum of 50% of annual membership meetings, as verified by attendance records, shall be eligible to vote in Board elections.

### **ARTICLE VIII**

#### **ORDER OF BUSINESS**

1. Call to Order — Community Affirmation
2. Roll Call of Officers — by Secretary
3. Introduction of Guests and New Members
4. Reading of Previous Meeting Minutes
5. Reading of Communications
6. Officer Reports



7. Committee Reports
8. Standing Committee Reports
9. Unfinished Business
10. New Business
11. Adjournment

Meeting Procedures:

- Minutes: After minutes are read, a motion to approve must be made and seconded. Members may request corrections before approval.
- Communications: The Secretary reads correspondence requiring attention. Items may be referred to committees or addressed as new business as appropriate.
- Unfinished Business: Matters carried over from previous meetings, as recorded in prior minutes.
- New Business: New matters introduced during the current meeting.

## **ARTICLE IX**

### **COMMITTEE STRUCTURE**

Potential Standing Committees may include, but are not limited to:

1. Membership and Engagement
2. Community Outreach and Communications
3. Housing and Development
4. Business and Economic Development
5. Parks and Recreation
6. Youth and Family Programs
7. Senior Services



8. Public Safety and Quality of Life
9. Special Events and Community Building
10. Environmental Sustainability
11. Historical Preservation
12. Policy and Advocacy
13. Grant Development
14. Government Relations
15. Neighborhood Improvement
16. Technology and Innovation

Committee Operations:

Committee Chairs shall be appointed by and serve at the discretion of the President. Written committee reports shall be submitted monthly and become part of the official meeting record.

Each committee operates autonomously within its jurisdiction as directed by the President, with cooperation encouraged between committees.

## **ARTICLE X**

### **CONSTITUTIONAL AMENDMENTS**

Amendment Process:

1. Proposed amendments must be submitted in writing and presented at two consecutive Coalition meetings.
2. Amendments require approval by a two-thirds (2/3) majority vote of membership present at the second meeting.
3. Notice of proposed amendments must be provided to membership through appropriate community channels



prior to the voting meeting.

4 All amendments must be consistent with the organization's mission and values.

## **ARTICLE XI**

### **ORGANIZATIONAL AUTHORITY**

#### Section 1: Ultimate Authority

The membership constitutes the highest authority of Kaisertown Coalition, Inc. and is empowered to take any action consistent with this Constitution.

#### Section 2: Executive Authority

Between membership meetings, the Executive Board serves as the highest authority, empowered to act on behalf of the membership when urgent business requires prompt action, subject to subsequent membership approval.

#### Section 3: Presidential Authority

Between Executive Board meetings, the President may exercise general administrative authority and take necessary actions on behalf of the membership and Executive Board, subject to subsequent approvals at the next meetings.

#### Section 4: Executive Board Composition

The Executive Board consists of the President, Vice President, Secretary, Treasurer, and Community Liaison. The Board meets before each membership meeting to set agendas and address organizational needs.

## **ARTICLE XII**



## **LIABILITY AND INDEMNIFICATION**

Kaisertown Coalition, Inc. shall indemnify and hold harmless any Officer, Director, or former Officer or Director against claims arising from their service in good faith within the scope of their Coalition duties and responsibilities.

No Officer, Director, or Member may obligate Kaisertown Coalition, Inc. through contracts or agreements without prior authorization from the Membership, Board of Directors, or Executive Committee.

## **ARTICLE XIII**

### **EFFECTIVE DATE**

This Constitution becomes effective upon approval by the Board and members. Any amendments or additions shall take effect after adoption by membership vote at a regular meeting in accordance with Article X procedures.



End of Document

This Constitution reflects Kaisertown Coalition, Inc.'s commitment to inclusive language, democratic governance and community empowerment in 2026 and beyond.

Document Prepared with the assistance of Dr. Cortasia Solomon-Carter using updated New York State guidelines from the Constitution Review Committee.