

CONSTITUTION

of the

GEDNEY ASSOCIATION

Version 1.1
Effective Date: Nov. 16, 2022

Article I
NAME

Section I

The name of the Organization shall be the Gedney Association.

Article II
PURPOSES

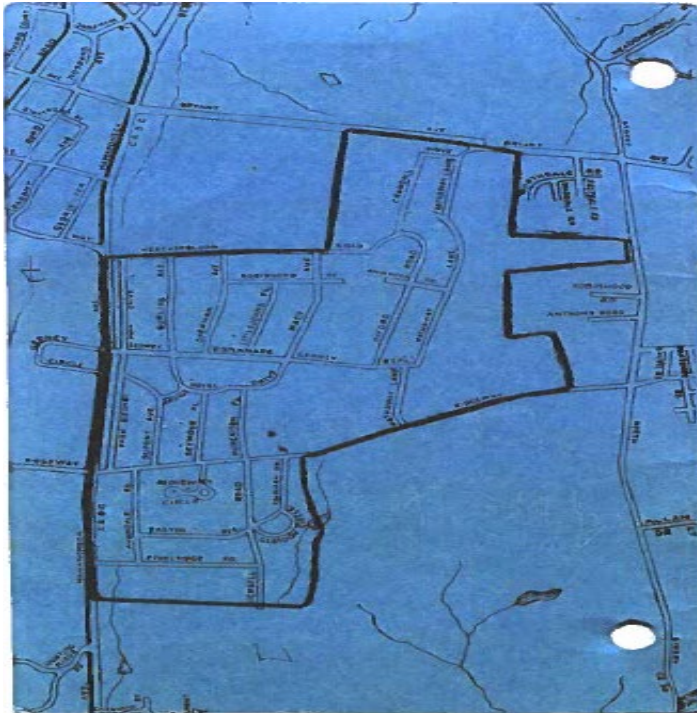
Section I

Its purposes shall be to promote and protect the interests of property owners and/or residents of the section known as Gedney Farms, in the City of White Plains.

Article III
MEMBERSHIP

Section I

Any adult person owning property or residing in the areas depicted below (hereinafter, "GEDNEY FARMS") shall be eligible for membership.¹



¹ Richbell Road now extends beyond the area depicted in the map. The GEDNEY FARMS portion extends south to and including 49 Richbell Road.

Article IV
REPRESENTATIVE BOARD

Section I

The affairs of the Association shall be managed by a Representative Board consisting of twelve dues-paying members from the membership.

Section II

The members of the Representative Board shall be elected at the annual meeting of the Association to be held in the fall of each year, and they shall hold office for a period of three years commencing immediately following the annual meeting. The Representative Board shall consist of twelve (12) members operating on a rotation basis, so that at each annual meeting the Board shall comprise four members who have a balance of a term of two years, four members with a balance of a term of one year, and four members whose term will then be expiring and for whom the Nominating Committee shall nominate four persons for a term of three years. At each annual meeting, successors to those whose terms expire shall be nominated and elected for a term of three years. A vacancy in the Board shall be filled by election by the Board and the member so elected shall hold office until the following annual meeting when the Nominating Committee shall nominate a successor for the unexpired portion of the original term, or for the full term of three years if the original term shall have expired. Members of the Representative Board are elected to serve until their successors take office.

Article V
OFFICERS

Section I

The officers of the Association shall consist of a President, a Vice-President, a Secretary, a Treasurer, and an Information Officer all of whom shall be elected by and from the Representative Board, the said election to be held immediately following the annual meeting of the Association, to hold office for one year.

Article VI
ELIGIBILITY TO OFFICE

Section I

No person shall be eligible to hold any office or become a member of the Representative Board in the Association unless he or she or his or her spouse are property owners in GEDNEY FARMS.

Section II

The purposes of this Association being entirely nonpolitical, no person shall be eligible to hold any office in the Association who holds or enjoys any office or position of trust or profit with the City of White Plains or the County of Westchester or the State of New York. If after being elected or appointed to office within the Association, a member shall accept a nomination for or be elected or appointed to or accept any office or position of trust or profit with the City of White Plains, or the County of Westchester or the State of New York, that office in the Association shall forthwith become vacant; provided, however, that the foregoing provision shall not be applicable to Notaries Public or Commissioners of Deeds and employees of the State appointed under Civil Service.

Section III

All officers, chairmen or committees and members of the Representative Board shall continue in office until their successors are chosen and qualify.

Article VII **FINANCES**

Section I

No obligation or indebtedness shall be incurred on behalf of the Association in excess of the net amount of cash on hand at the time of the incurring thereof.

No member, officer or director of this Association shall be personally liable for the debts or obligations of this Association of any nature whatsoever, nor shall any of the property of the members, officers or directors be subject to the payment of debts or obligations of this Association.

Section II

The funds of the Association shall be deposited in the name of the Association in such Bank or Trust Company as the Representative Board shall designate and shall be drawn out only on checks signed by the Treasurer which checks shall be required to also be signed by a second officer of the Association in the event that the check amount is greater than one hundred dollars.

Section III

The FISCAL YEAR shall run from January 1 through December 31 each year.

Article VIII
AMENDMENTS

Section I

This constitution may be amended by a majority vote of the members present at any regular meeting of the Association or at any special meeting called for that purpose.

Section II

Amendments may be proposed in writing by the Representative Board or by ten percent of the membership as certified by the Secretary. All proposed amendments shall be submitted to the membership at the annual meeting or a special meeting called for that purpose and a vote taken thereon.

Article IX
DISSOLUTION

Section I

The Association shall be dissolved upon a vote of three-quarters of the Representative Board. Should the Association dissolve, assets shall be distributed by the Representative Board in equal shares to the members in good standing, after paying or making provision for any outstanding debts or obligations of the Association.

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