

Anthony Viola,
Chairperson



Paola Garcia,
Assistant District Manager

Community Board 12–Manhattan

Chair and Vice Chair Guide

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1. Purpose and Scope

a. Purpose

The purpose of this document (this “**Guide**”) is to provide Committee Chairs and Vice Chairs with the information and tools needed to meet their obligations to Community Board 12-Manhattan (“**CB12M**” or the “**Board**”) and to foster a healthy dialogue among all members.

b. Scope

The scope of this Guide is limited to Committee Chairs and Vice Chairs; however, appendices and other informational sections throughout the Guide may be referred to and used by other members of the Board from time to time to complete assigned tasks. Requirements

Sections 7.8 and 7.9 of the CB12M By-laws (the “**By-laws**”) define the core duties of Chairpersons and Vice Chairpersons of Committees as follows:

Duties of Chairpersons of Committees

- To preside over regular and special meetings of the Committee.
- In consultation with the Chairperson of the Board, to preside over Public Hearings of the Board which are relevant to the work of the committee.
- In consultation with the Chairperson of the Board, to attend outside meetings which are relevant to the work of the committee.
- At the request of the Chairperson of the Board, to attend and participate in budget consultations with City agencies and testify at City Council hearings.
- In consultation with the Chairperson of the Board, to communicate with City agencies and their representatives as well as with members of the public.
- To prepare and deliver to the Executive Committee and/or the Board reports and resolutions regarding the work and activities of the committee.
- To ensure the accuracy of the attendance record of the committee at the end of each meeting.
- To work with the Chairperson of the Board and the District Manager to publicize adequately all public hearings relevant to the committee’s work.
- To review, in consultation with the Chairperson, the committee roster and inform the chairperson of the Committee personnel needs.
- To keep the Vice Chairperson of the Committee apprised of all information, order(s), directives and other matters coming to the attention of the Chairperson.

Duties of Vice Chairpersons of Committees

- Preside over meetings in the absence of the Chairperson.
- To prepare and deliver to the Executive Committee and/or the Board reports and resolutions regarding the work and activities of the committee, if the Chairperson is unable to attend those meetings.

2. Role and Responsibilities

Role	Responsibility
Community Board 12-Manhattan (the “Board”)	The Board is responsible for hearing updates from the Committee Chairs (or Vice Chairs), reviewing minutes from the Committees, and passing resolutions finalized by the Committees.
Chair (or Chairperson)	The Chair is responsible for selecting the Committee Chairs.
Executive Committee	The Executive Committee is responsible for convening all the Committee Chairs in one forum for providing strategic updates as needed.
Committee Chairs (or Committee Chairpersons)	The Committee Chairs are responsible for presiding over their respective committees, among other responsibilities as outlined in the By-laws.
Committee Vice Chairs (or Committee Vice Chairpersons)	The Committee Vice Chairs are responsible for fulfilling the responsibilities of the Committee Chairs in their absence, respectively, among other responsibilities as outlined in the By-laws.
Members of the Committees	The members of each committee, including public members, are responsible for holding the Committee Chair and Committee Vice Chair accountable with their responsibilities and the standards of this Guide, and shall report any undue deviations to the Chair accordingly.
Office Staff	The Office Staff, including the District Manager, is responsible for providing Committee Chairs and Vice Chairs with the resources necessary to conduct meetings and other responsibilities.

3. Procedure

As the engine of all community boards, committees are the primary space where Board members broker conversations with governmental agencies, institutions, and members of the public. Committees are the forum for presentations, updates, and public hearings regarding key areas of interest. At times, committees may also hold joint meetings with other committees based on overlapping priorities or host a special meeting, such as a public hearing, to conduct a special vote or conversation.

Committee Chairpersons and Vice Chairpersons are expected to collaborate and support the work of the Committee and Board, as follows:

a. Committee Chairpersons

Committee Chairpersons are the primary points of contact for their respective committees. Under the By-laws, each Committee Chairperson has express duties that they agree to comply with upon acceptance of their appointment.

- i. To preside over regular and special meetings of the Committee.*

Committees are required to meet each month prior to the Executive Committee, except for July and August. The Chair of the Board may request that a Committee convenes a special meeting in addition to their regular monthly meeting. The Committee Chair may elect to hold an additional meeting from time to time for a specified purpose.

Prior to each meeting, the Committee Chair shall develop an agenda that guides the topics for discussion or decision-making and incorporates suggestions from members of the committee. Each agenda item should have a contemporary nexus to Community District 12-Manhattan (the "District"). Agendas should convey the topic in enough detail for members of the committee and of the community to prepare in advance. Committee Chairs should prepare agendas with enough time in advance of a meeting and distribute to the members accordingly (or otherwise task the Office Staff to distribute accordingly). At no time should agendas be prepared any later than one week prior to each meeting (except for the Licensing Committee or the Cannabis Taskforce, where the agenda is dependent on applicants submitting materials by the Friday prior). Committee Chairs should allocate sufficient time to each agenda item for adequate discussion to take place and should not include too many items such that meetings are dense or otherwise go on for too long; Committee Chairs should strive for meetings to occur for no longer than 2.5 to 3 hours.

At each such meeting, the Committee Chair shall preside in a manner consistent with Robert's Rules of Order and the By-laws. Presiding over the meeting requires that the Committee Chair facilitates discussion and fosters a conducive environment for members of the committee to express opinions or concerns, ask questions of the other members, including the Committee Chair, or the guests, and provide input when their expertise or experience can lend clarity to the topic. Presiding over the meeting does not mean the Committee Chair should dominate discussion or otherwise use a tone that can be perceived as condescending or discouraging. The Committee Chair should gauge the opinion of all the members of their committee in deciding whether to hold a vote for developing a resolution on any issue discussed at each meeting.

In presiding over meetings, the Committee Chair shall assign either themselves or another member of the committee with the responsibilities of drafting minutes and, if applicable, resolutions.

- ii. In consultation with the Chairperson of the Board, to preside over Public Hearings of the Board which are relevant to the work of the committee.*

If the Chair of the Board requests so, the Committee Chair shall preside over a public hearing that involves a topic relevant to the work of their Committee. Committee Chairs should preside over public hearings in a manner similar to presiding over a committee meeting, noting that public hearings involve more community and public input by their nature. Unlike committee meetings, where dialogue between committee members, including the Committee Chair, and the public is encouraged, public hearings are generally a forum for funneling public opinion to the Board for purposes of understanding the position of the District at large about the pertinent topic. The Committee Chair may provide input when their expertise or experience can lend clarity on the topic, but this input should not result in unhelpful back-and-forth that could escalate tension rather than diffuse situations.

- iii. In consultation with the Chairperson of the Board, to attend outside meetings which are relevant to the work of the committee.*

If the Chair of the Board requests so, the Committee Chair shall attend meetings held by government agencies or other community-based organizations where the work or topic relates to the respective committee. As a designee of the Chair, the Committee Chair is representing the Board and shall conduct themselves in a manner consistent with being a Board representative. However, the Committee Chair shall not make commitments that, on their face, require the Board to vote or decide as a body. The Committee Chair is encouraged to provide clarity or perspective so long as such clarity or perspective is based on fact or relevant experience or otherwise aligns with tone and candor of the District in pursuit of serving the District.

Ex: The Chair of the Board asks the Chair of the Youth and Education Committee to attend an upcoming public hearing held by the Superintendent of District 6. The meeting is about providing free lunches to all students attending a public school in District 6. The Chair of the Youth and Education Committee should attend and provide input where appropriate.

If the Committee Chair cannot attend a meeting requested of them by the Chair, the Committee Vice Chair shall attend in their place. If both the Committee Chair and Committee Vice Chair cannot attend, another member of the relevant committee may attend with the approval of the Chair of the Board.

- iv. At the request of the Chairperson of the Board, to attend and participate in budget consultations with City agencies and testify at City Council hearings.*

If the Chair of the Board requests so, the Committee Chair shall attend and participate in budget consultations with City agencies and testify at City Council hearings. As a designee of the Chair, the Committee Chair is representing the Board and shall conduct themselves in a manner consistent with being a Board representative. However, the Committee Chair shall not make commitments that on their face, require the Board to vote or decide as a body. By virtue of the request, the Committee Chair shall provide input that is rationally based in the interests of the District or otherwise fact and expertise acquired from being a member of the relevant committee. The Committee Chair should hold themselves out as an advocate of the District and opine on or object to discussions or decisions that would negatively impact the District.

Ex: The Chair of the Board asks the Chair of the Traffic and Transportation Committee to attend a City Council hearing about making buses free for all routes other than those in Manhattan. Objectively, this decision seems to discount the needs of residents in Washington Heights and Inwood. The Chair of the Traffic and Transportation Committee should attend this hearing with the intent to provide comments on this issue on behalf of the Board and the District and object to a decision that would force residents of Washington Heights and Inwood to pay bus fares when their counterparts in other boroughs will not.

If the Committee Chair cannot attend a consultation or hearing requested of them by the Chair, the Committee Vice Chair shall attend in their place with the approval of the Chair of the Board. If both the Committee Chair and Committee Vice Chair cannot attend, another member of the relevant committee may attend with the approval of the Chair of the Board.

- v. *In consultation with the Chairperson of the Board, to communicate with City agencies and their representatives as well as with members of the public.*

Committee Chairs shall engage with representatives of City agencies in order to carry out the work of their committee. Section 11.5.1 of the By-laws contain a comprehensive list of agencies corresponding to the relevant committee that aligns with each's work. Committee Chairs should rely on this list in determining agendas and goals for their committees.

If topics or issues become sensitive or a political rift is drawn between the Board or the committee and a particular agency or agencies, Committee Chairs shall consult the Chair of the Board before engaging in correspondence. Understanding the timeliness of scheduling meetings and setting agenda items, the Chair of the Board shall promptly review and advise on steps to take with particular agencies or their representatives.

Ex: The New York City Parks Department announces plans to construct a new park in Washington Heights that will cost \$40,000,000. Community-based organizations, advocacy groups, and residents in general have protested this project in hopes of swaying City officials to invest the funds into building affordable housing. The Parks and Cultural Affairs Committee would like to discuss the issue at an upcoming meeting. Before inviting representatives of the Parks Department, the Chair of the Parks and Cultural Affairs Committee should discuss the matter with the Chair of the Board.

- vi. *To prepare and deliver to the Executive Committee and/or the Board reports and resolutions regarding the work and activities of the committee.*

Committee Chairs shall provide reports on the work of their committee aloud at Executive Committee meetings and general meetings of the Board, unless otherwise directed by the Chair of the Board. These reports should summarize the most recent meeting of the committee, any highlights arising from the meeting, and plans for the upcoming meeting that the Board should be aware of. If the committee produces a resolution for the Board's consideration and vote, the Committee Chair shall provide as much context as necessary about the resolution to inform a vote.

If the Committee Chair cannot attend a meeting to update the Executive Committee or the Board of the committee's work and/or a resolution, the Committee Vice Chair shall attend in their place and provide the necessary report. If both the Committee Chair and Committee Vice Chair cannot attend, another member of the relevant committee may attend and provide the necessary report.

- vii. *To ensure the accuracy of the attendance record of the committee at the end of each meeting.*

Committee Chairs shall review the attendance sheet following the adjournment of each meeting to confirm that (1) each present and voting member of the committee has affixed their signature and the time they entered onto the sheet, (2) each member of the committee who has an exemption and attends by Zoom has been marked as present on the sheet, and (3) each member of the committee who does not have an exemption but alerted the office to their Zoom attendance has been marked present but not counted towards quorum. See Appendix A for a fact sheet regarding

the Board's attendance policy.

Once the attendance sheet is confirmed to have accurate data, Committee Chairs shall take a photo of the sheet for their record and distribute it to whichever member of the committee is responsible for producing that meeting's minutes. The physical sheet may be left in the meeting room for collection by the Office Staff the following day.

Committee Chairs may delegate this responsibility to the Committee Vice Chair or another member of the committee.

- viii. To work with the Chairperson of the Board and the District Manager to publicize adequately all public hearings relevant to the committee's work.*

If the Chair of the Board requests so, the Committee Chair shall assist in the publication to the community of public hearings relevant to the work of the committee. This may include drafting, revising, or proofreading fliers or public notices, contributing ideas for spreading the message about the public hearings, or communicating with relevant community-based organizations, city agencies, or other advocacy groups that relate to the topic of the public hearing. Where appropriate, Committee Chairs may delegate this responsibility to the Committee Vice Chair or another member of the committee.

- ix. To review, in consultation with the Chairperson [of the Board], the committee roster and inform the Chairperson [of the Board] of the [c]ommittee's personnel needs.*

From time to time, but no less than at least semiannually, each Committee Chair shall evaluate the composition of their respective committee against the needs of that committee. Each evaluation should consider the number (e.g., the number of members is sufficient for robust discussion, the number of members is odd to minimize the risk of tie votes) and the diversity of the members (e.g., the areas of the District served based on residence of each member, members of the Board versus public members, range of experience and expertise, general makeup of the committee). If the Committee Chair determines that either (1) their committee needs more members and/or (2) their committee needs more diverse voices, the Committee Chair shall consult the Chair of the Board for guidance. See Appendix B for a worksheet to assist with this evaluation.

- x. To keep the Vice Chairperson of the [c]ommittee apprised of all information, order(s), directives and other matters coming to the attention of the Chairperson [of the committee].*

Where possible, each Committee Chair shall inform the Committee Vice Chair of all details they're made aware of that relates to the work of the committee. This can be accomplished by copying the Committee Vice Chair on emails with City agencies or other groups regarding future meeting discussions, meeting with the Committee Vice Chair separately from the committee's meeting, or providing the Committee Vice Chair with a written report of any updates necessary for them to learn and assist with matters.

b. Committee Vice Chairpersons

- i. Preside over meetings in the absence of the Chairperson [of the committee].*

In the absence of the Committee Chair, each Committee Vice Chair shall preside over meetings of their committee consistent with the standards set forth in Section IV(a)(1) of this Guide.

- ii. To prepare and deliver to the Executive Committee and/or the Board reports and resolutions regarding the work and activities of the committee, if the Chairperson [of the committee] is unable to attend those meetings.*

In the absence of the Committee Chair, each Committee Vice Chair shall prepare and deliver reports and resolutions consistent with the standards set forth in Section IV(a)(6) of this Guide.

4. Tips and Considerations

a. Timing Considerations

Each Committee Chair shall expect to commit between 5 to 10 hours per week on the work of their committee, which may vary from time to time. Periods of additional stress and therefore more time dedicated include:

<u>September:</u>	Preliminary discussion of expense and capital budget requests
<u>October:</u>	Committee vote and member ranking of budget capital and expense requests
<u>January:</u>	Annual board member survey
<u>May/June:</u>	Appointment of new Board members

b. Best Practices for Chairs

- i. Facilitation Tips*

As described in Section IV(a)(1) above, it is imperative that any individual presiding over a meeting does not dominate the conversation. Presiding over a meeting is a responsibility centered around instilling committee and community trust and fostering robust discussion. It is not an opportunity to gravitate the focus onto any one individual.

To be an effective leader, Committee Chairs and Committee Vice Chairs should integrate perspectives and solicit active participation of committee members. In so doing, committees must remember that the Board has adopted a hybrid meeting model and all voices are equal. The voice of an individual physically in the meeting should never supersede the voice of an individual present on Zoom solely because of their remote presence. At all times, Committee Chairs or Committee Vice Chairs must refer to Zoom and determine whether an individual (particularly, members on Zoom) wishes to speak on a topic. Note that Committee Chairs or Committee Vice Chairs may choose to use the chat feature on Zoom but any messages produced on chat may not be part of the committee's record for that meeting unless read aloud by the individual. Minutes

To inspire collaboration, Committee Chairs and Committee Vice Chairs should rotate the responsibility of producing minutes or preparing resolutions among members. Committee Chairs

and Committee Vice Chairs are encouraged to assign deadlines for this purpose to allow sufficient time to provide feedback and finalize for submission to the Board Office for distribution. Committee Chairs and Committee Vice Chairs should provide adequate instructions for drafting minutes that include (1) providing previous editable files of past minutes as precedent, (2) giving tips or pointers on writing clear and concise minutes, and (3) avoiding transcribing full conversations and summarizing as appropriate.

ii. Agenda

In general, the responsibility of establishing each meeting's agenda as described in Section IV(a)(1) above. This responsibility includes requesting suggestions from other members of the committee for topics to add. The principle is that a committee works as a whole; thus, agendas should be co-created with the entire committee. To accomplish this goal, Committee Chairs should share a draft of the agenda in advance of each meeting and request input from the members on items to add, revise, or remove (if appropriate).

Notably, Committee Chairs may need to correspond with City agencies and/or elected officials to finalize items on the agenda. If the Committee Chair or another member of the committee has rapport with a representative of a City agency or elected official's office and feels confident that correspondence could take place directly between the committee and that office, then the committee may proceed to corresponding. However, the Committee Chair or other member of the committee must always copy all three members of the Office Staff and the Chair of the Board on any such email for visibility. If no such rapport exists, it is strongly encouraged that the Committee Chair defers to the Office Staff in corresponding. In these cases, the Office Staff must add timely correspondence as a priority where lack thereof impacts the committee's work.

iii. Community Input

Unlike general meetings of the Board, meetings of committees do not have an agenda or meeting structure that is prescribed by the By-laws. With this flexibility, Committee Chairs and Committee Vice Chairs should consider establishing specified time for members of the community to ask questions, opine on topics, or relay concerns relating to the work of the committee. Not only does this align with the overall mission of CB12M, but it will motivate more members of the community to attend meetings. To accomplish this goal, Committee Chairs can add a Community Presentation segment to their meetings so that all guests can be heard and have fair time to speak (e.g., the Parks and Cultural Affairs Committee currently allocates two minutes per group for community updates).

iv. Sharing responsibilities

Committee Chairs must consider ways to delegate responsibilities to other members of the committee. Further, Committee Chairs should factor the interests and expertise of each committee member when making decisions about delegating responsibilities. In delegating, Committee Chairs should ask permission of the member before assuming they will take the responsibility. Committee Chairs should account for members that contribute less than others and ensure there is an equal distribution of work, when possible.

Importantly, Committee Vice Chairs should be the first line of support, especially with items like communicating with the Office Staff (e.g., following up after each meeting or when a resolution is sent out).

v. *Collaborating with the Office*

Committee Chairs and Committee Vice Chairs should take all reasonable efforts to collaborate with the Office Staff on matters requiring their assistance. It is important to note that resources are limited, and the Office Staff may lose track of a specific item. Committee Chairs and Committee Vice Chairs must always be respectful to the Office Staff. Committee Chairs and Committee Vice Chairs are encouraged to follow up with the Office Staff as many times as necessary to accomplish a task requiring their assistance. If the lack of assistance by the Office Staff has led to a specific, negative outcome, Committee Chairs and Committee Vice Chairs shall document each such occurrence and submit it to the Chair, the First Vice Chair, and the Second Vice Chair of the Board for awareness.

For reference, current assignments for the Office Staff are:

District Manager, Kiana Diaz

- Lead for all Agency requests

Assistant District Manager, Paola Garcia

- Oversees membership attendance and communications
- Liaison for committees

Community Associate, Noemi Ramirez

- Leads weekly newsletter and print
- Liaison for committees

Moreover, the Executive Committee should be the space for voicing feedback that the Chair of the Board and the District Manager could communicate through the District Service Cabinet. In reverse, the Chair should synthesize discussions, notate with input from the District Manager, and communicate information to the Executive Committee. This method help diffuse confusion and lead to results for the community.

5. Using this Guide

This Guide shall be referred to by Committee Chairs and Committee Vice Chairs when questions arise regarding the conduct of a committee's work. At the start of the term for any Committee Chair or Committee Vice Chair, each is expected to review this Guide in full and retain a copy for their records. Committee Chairs and Committee Vice Chairs should refresh themselves using this Guide periodically but no less than once per year.

A physical copy of this Guide is available in the Board Office and a digital copy of this Guide will be made available in the Member Hub on the CB12M website.

6. Communication

The Chair will communicate any changes to this Guide to all Committee Chairs and Committee Vice Chairs, and any other impacted parties by email before its effective date.

7. Exceptions

Requests for exceptions to this Guide are submitted in writing and with a rationale, addressed to the Chair, for review. The Chair shall consult the Parliamentarian, the Legal Department of the Manhattan Borough President's Office, and any other relevant parties before granting an exception. The Chair shall report significant exceptions, meaning long-lasting deviations from this Guide for a particular impacted party or group, to the Executive Committee promptly, but no event later than the meeting of the Executive Committee following the commencement of the significant exception.

8. Law Department Opinions

Drafting Resolutions to Charter Changes

It is the opinion of this Office that it is lawful and appropriate for a community board or community board committee to inform and educate the public, in a neutral fashion, about Charter Revision Commission's proposals. This includes analyzing arguments for and/or against the changes and informing the public about the anticipated consequences of the changes, including through the preparation and distribution of materials that reproduce the proposals, state what the proposals provide, or paraphrase them in a neutral manner. However, it is unlawful and inappropriate for a community board or committee of a community board to take a position for or against a Charter Revision Commission proposal. A City agency, including a community board, may not use public resources to influence the outcome of an election. The courts have taken the position that such actions violate the New York State Constitution's prohibition on the "gift" of public resources. Therefore, a community board and its committees may not use their funds or other resources to advocate for or against a proposal of the Charter Revision Commission. This would include adopting a resolution supporting or opposing such a proposal, issuing, in the name of the community board or any of its officers or members, a public statement or similar document supporting or opposing such a proposal, or using the time of the district manager or other community board staff member for work supporting or opposing such a proposal. (Please note that any officer or member of a community board and any community board staff member may, as a private individual, advocate for or against a Charter Revision Commission proposal. However, the community board officer, member or employee must make clear that they are acting in their personal capacity and not on behalf of the community board. Further, community board funds or other resources may not be used in any way in connection with this activity.)

9. Revision and Approval History

Version	Approval Date	Revision Description	Authority	Owner
1.0	01/31/2026	Initial draft	Executive Committee	Chair

Appendix A: Attendance

1. Attendance Requirements

Section 5.1 of the By-laws defines “substantial non-attendance” as follows:

- a. Three (3) unexcused absences during any six (6) consecutive months from duly called *regular* general meetings of the Board;
- b. Three (3) unexcused absences from duly called meetings of any *standing committee* of that member’s *standing committee* appointments during any six (6) consecutive months;
- c. If the Board member has been on the Board for at least twelve (12) months, any combination of five (5) unexcused absences in twelve (12) months from either or both of the above.

II. Attendance Methodology

Generally, if both of the following are met, then the individual is counted as absent:

- a. Did not attend a substantial portion of the meeting; and
- b. Did not vote when called upon on each meeting’s agenda.

If a member either (1) attended a substantial portion of the meeting but left early and did not vote; or (2) arrived late to the meeting but voted; then the member shall be counted as present.

A member is automatically absent if they attend on Zoom instead of in-person and they don’t have either (1) an exemption on file with the office or (2) haven’t provided notice via email to the Office Staff containing a reason for attending on Zoom.

A member only counts towards quorum if they (1) attend in person or (2) have an exemption on file with the office and attend on Zoom.

See the Member Attendance Policy for further details.

Appendix B: Personnel Needs Worksheet

Committee Name: _____

Committee Chair: _____

Committee Vice Chair: _____

How many individuals are members of the committee? _____

How many are members of the Board? _____

How many are public members? _____

What is the longest any one member has served on the committee? _____ years.

Are there areas of Community District 12-Manhattan that you believe are not served by the current composition of the committee? _____

If yes, specify: _____

Are there areas of expertise or experience that you believe is not present by the current composition of the committee that is necessary for the success of the committee? _____

If yes, specify: _____

Are there any other concerns with the composition of the committee that you believe should be addressed (e.g., all seven members of the committee identify as men and as such the committee lacks women representation)? _____

If yes, specify: _____

Date completed on: _____

Received by Chair on: _____

This worksheet should be completed at least semiannually to assist with the Committee Chairs' evaluation of the composition of their committees. This worksheet may be completed more frequently as necessary to ensure adequate representation in each committee's composition. Please submit this completed worksheet by email to Anthony Viola, Chair of CB12M, with Leo Jimenez, First Vice Chair; Tanesha Grant, Second Vice Chair; and the Office Staff on copy.