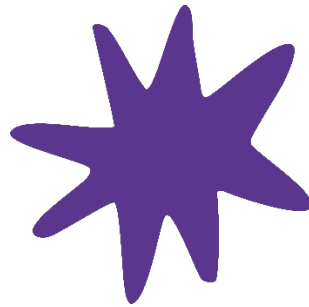




Empowering our Youth.
Protecting our Future.

It takes a community.

BY-LAWS



Addendum I: Review and Revision

Adopted: October 12th, 2022

Amended and Adopted: November 14th, 2022

Amended: October 14th, 2025

Adopted: October 29th, 2025

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Article I: Name and Background

- I. **Name:** The name of the organization is ITAC - It Takes a Community of New York, Inc.
- II. **Background:** ITAC - It Takes a Community of New York, Inc. (hereby referred to as "ITAC") exists to address underage substance abuse in Elma, Marilla, Wales, and surrounding areas ("the Community"). ITAC shall focus upon both underage individuals and their families. Factors that impact youth and the degree of their substance use/abuse include, but are not limited to:
 - a. Social norms and trends;
 - b. School expectations and policies;
 - c. Governmental laws and law enforcement;
 - d. Church and other community groups that promote healthy attitudes and behaviors;
 - e. Social service agencies that assist in education and intervention.
- III. **Mission and Vision of the Coalition**
 - a. **Purpose:** ITAC's purpose is to engage and educate parents, youth, educators, and community partners in reducing the use of alcohol, marijuana/cannabis, tobacco, and other substances among youth in our community.
 - b. **Mission Statement:** We prevent youth substance use by empowering our community with conversations, education, and access to support.
 - c. **Vision Statement:** Stronger Together: Empowering our youth, protecting our future.
 - d. **Goals:** ITAC's goals, through the use of evidence-based and effective environmental practices are to:
 - i. Strengthen and diversify community collaboration among local government, schools, parents, youth, media, business, youth serving organizations, law enforcement, religious and fraternal groups, health care and substance misuse treatment agencies, civic and volunteer groups, parenting education services, and institutions of higher education;
 - ii. Reduce substance misuse among youth;
 - iii. Address factors that increase risk of substance misuse and other high-risk behavior;
 - iv. Promote the protective factors that minimize the risk and tendency of substance misuse.
 - e. **Approved Methods:**
 - i. Conduct primary and secondary assessments (Gathering Data)
 - ii. Engage in the analysis of findings
 - iii. Educate
 - iv. Engage and advocate action by community sectors
 - v. Enter into contractual agreements that support ITAC's mission and action plan.

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Article II: Organizational Structure

ITAC is composed of a Board of Directors (BOD), Key Personnel (KP), a Fiscal Agent, General Coalition, Board/Ad Hoc Committees as defined below. who work together toward the common goals of ITAC. ITAC will strive to ensure a demographic and culturally diverse membership representative of the Community. Any member or sector of the community is welcome to attend meetings and become a member of ITAC unless the Board of Directors may deem them unfit or a negative influence on the community.

I. **Board of Directors (BOD):**

ITAC shall be governed by a Board of Directors consisting of at least five members, elected for terms of two years.

a. **Roles and Responsibilities:**

The BOD is the governing body elected or appointed to represent ITAC's interests and oversee strategy and performance.

A strong board will:

- **Set strategic direction** and approve long-term plans
- **Ensure financial accountability** through robust oversight and auditing.
- **Hire, evaluate, and if required replace the CEO**
- **Safeguard mission and values** while meeting legal and ethical standards.

The BOD will hold legal and financial accountability, set direction, ensure sustainability, and oversee executive leadership. A job description with specific roles and responsibilities of board members is available in the ITAC Policy & Procedures Manual.

b. **Election and Terms:**

- i. Except as otherwise provided by law or these bylaws, Board members of ITAC can be elected at any meeting of the Board by majority vote and serve a term of two years.
- ii. Nominations for new Board members may come from current Board members, General Coalition members or by self-nomination.
- iii. Each appointed Board Member shall have one vote, irrespective of office held.
- iv. Board Members must be present at a meeting to have his/her/their vote counted.
- v. The Board of Directors may increase or decrease the number of members by a vote of the majority of the entire Board, but the number of directors constituting the entire Board shall at no time be less than three. No decrease in the number of directors shall shorten the term of any incumbent member.

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- c. **Attendance:** To remain in good standing, a member of the Board of Directors will attend at least eight of eleven scheduled meetings per year.
 - i. **Presence at the Meeting by Telephone/Zoom:** One or more members of the Board of Directors or any committee thereof may participate in a meeting of such Board Meeting or committee by means of a conference telephone or similar communications equipment or by electronic video screen communication. Participation in a meeting by such means shall constitute presence in person at the meeting, as long as all persons participating in the meeting can hear each other at the same time and each director can participate in all matters before the board or committee.
- d. **Officer Positions:** ITAC shall designate one Board of Directors member to serve as President, one member to serve as Vice-President, one member to serve as Secretary, and one member to serve as Treasurer. If there is an officer position that is not filled, Key Personnel can assist with duties.

i. Duties of Officers:

1. **President:** The President shall serve as principal officer for the organization and is responsible for leading and managing the Board of Directors. This includes presiding over board meetings, collaboration on creating a meeting agenda, facilitating discussions, ensuring decisions are made in the best interest of the organization, representing the board to external stakeholders, and overseeing the performance of the board members. They also work closely with Key Personnel to provide direction and support for the organization's overall strategy and goals. The President shall act as spokesperson for ITAC or may, under special circumstances, delegate another ITAC Board member or Key Personnel to serve as spokesperson.
2. **Vice-President:** The Vice-President shall assume the responsibility and authority of the President in his/her/their absence. The Vice-President shall act as the spokesperson for ITAC as required.
3. **Secretary:** The Secretary's responsibilities will be supported by the Board of Directors and Key Personnel. The secretary is responsible for documentation pertaining to ITAC. The following duties and responsibilities are required but not limited to:
 - a. Recording Board meeting minutes.
 - b. Distributing the agenda/prior meeting minutes at least one week before each Board meeting.
 - c. Maintaining records, including a current membership roster.
 - d. Supporting the President with scheduling meetings, preparing agendas, emailing members and shaping the specific work of the ITAC Board in relation to the mission.
 - e. Act as the spokesperson for ITAC as required.

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4. **Treasurer:** The Treasurer is responsible for managing funds, keeping financial records pertaining to ITAC and act as a second signature on required purchases. The following duties and responsibilities are required but not limited to:
 - a. Preparing a monthly report on specific bank account status for each Board meeting.
 - b. Pay bills and process reimbursements for ITAC from specific accounts.
 - c. Act as the spokesperson for ITAC as required.
- ii. **Election and Terms**
 1. Nominations and election of Board of Directors officer positions follow the rules as outlined in Section I.b.
 2. Board of Directors officer positions are elected by Board members at the meeting following the Annual Meeting and serve a term of one year.
- e. **Vacancies**
 - i. Newly created positions resulting from an increase in the number of directors or vacancies may be filled by a majority vote of the current Board of Directors.
 - ii. A Director elected to fill a Board of Directors officer position vacancy will serve until:
 1. The BOD meeting after the annual meeting, where the nomination and election of officers takes place.
 2. Their successor has been elected and has begun their term.
- f. **Resignation and Removal**
 - i. **Resignation:** Any member of the Board of Directors may resign at any time by giving his/her/their resignation to Key Personnel, the President, the Vice President, or the Secretary in writing. Such resignation shall take effect at the time specified therein and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
 - ii. **Removal:** Any member may be removed with or without cause by the affirmative vote of the majority of the Board of Directors at any meeting, notice of which shall have referred to the proposed action. Unexcused absence from 4 meetings in any 12-month period shall, without limitation, be cause for removal.
- g. **Compensation:** No member of the Board of Directors shall receive, directly or indirectly, salary, compensation, or emolument from the corporation, except reasonable compensation for services actually performed and reimbursement of expenses necessarily incurred in effecting one or more of the corporate purposes of the corporation.
- h. **Special Advisors:** From time to time, the Board of Directors may designate as special advisors a chosen number of outstanding persons from the community

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who are interested in the objectives of ITAC to assist in its operations. Selection as a special advisor shall not confer upon those selected any right to vote or to participate in the management of neither the corporation, nor any liability with respect thereto.

i. Meetings

i. Types of Meetings

1. **Regular Meetings:** Regular meetings of the Board of Directors shall be held monthly at ICS Campus and via zoom. Other locations may be used; board members will be advised ahead of time.
 2. **Special Meetings:** Special meetings of the Board of Directors may be called at any time by any officer or member and shall be held at such time and place as the person calling the meeting shall determine and the notice of the meeting shall specify. Such a request shall state the purpose or purposes for which the meeting is to be called.
 3. **Annual Organizational Meeting:** The annual organizational meeting of the Board of Directors shall be held during the month of April to bring together old and new board members, to discuss important matters, make strategic decisions for the organization and appoint new officers.
- ii. **Notice of Meetings:** Notice of each regular or special meeting of the Board of Directors stating the time and place thereof shall be given to each member of the Board at least one week prior to meeting date.
 - iii. **Procedure:** The order of business at regular meetings shall include but not be limited items on a prepared agenda, which will be covered in sequence unless circumstances make an altered order more efficient.
 - iv. **Quorum and Action:** At all Board of Directors meetings, except as required by law or the certificate of incorporation or these bylaws, a quorum is necessary for conducting business. A quorum consists of at least one-third of the entire Board. If a quorum is present, the majority vote of the directors present at the time of the vote will decide any question that comes before the meeting. For the purpose of this paragraph, directors who are present at the meeting but absent at the time of the vote due to a conflict of interest or related party transaction will be considered present at the time of the vote. A majority of directors present, whether or not a quorum is present, may adjourn the meeting to another time or place without prior notice, except for an announcement at the meeting stating the new time and place.
 - v. **Action without a Meeting:** Any action required or permitted to be taken by the Board of Directors thereof may be taken without a meeting if all members consent in writing to the adoption of a resolution authorizing the action. The consent may be sent by electronic mail as long as the

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consent sets forth, or is submitted with, information from which it can reasonably be determined that the transmission was authorized by the director. The resolution and the written consents thereto by the members of the Board of Directors shall be filed with the minutes of the proceedings of the Board of Directors.

II. **Key Personnel:** Complete job duties and responsibilities are outlined in individual Key Personnel Job Descriptions (separate from bylaws).

- a. **Authorized Organizational Representative (AOR):** The Authorized Organizational Representative (AOR) is the representative of ITAC with authority to act on the organization's behalf in matters related to the award and administration of grants under the CDC. These responsibilities include overseeing the financial aspects of the grant and the performance of the grant-supported project or activities as specified in the approved application. The AOR is responsible for the day-to-day running of the coalition, administration, program planning, implementation and evaluation, financial management and reporting and oversight of personnel and project management.
- b. **Program Director:** The Program Director (PD) is the person who provides programmatic oversight of the grant and is accountable to the Authorized Organizational Representatives (AOR) and Board of Directors (BOD) of ITAC. The AOR and Program Director are responsible for the day-to-day running of the coalition, administration, program planning, implementation and evaluation, financial management and reporting and oversight of personnel and project management.
- c. **Program Coordinator:** The Project Coordinator (PC) works to build the capacity and leverage the resources of the coalition through its members and the organizations they represent. In collaboration with the Authorized Organizational Representative (AOR), Program Director (PD), and the Board of Directors (BOD), the PC facilitates communication, provides resources, and helps with planning and coordination of substance use prevention activities, in keeping with grant funding. The Project Director and the Project Coordinator can be the same person, at no more than 100% FTE.
- d. **Other Staff Positions and Support:** The Board of Directors will, as grant funding enables, post, screen, select and hire staff members to direct and augment the work of ITAC within the purpose and goals set forth within these bylaws, and as elaborated with the position job description. Needs addressed shall likely include, but not be limited to the following: Administrative, Personnel Management, Program Oversight and Financial.
 - i. **Youth Coach:** Youth Coaches work with ITAC Youth Ambassadors on a variety of initiatives focused on preventing underage substance use. They are instrumental in educating, motivating, and supporting ITAC youth in implementing the strategies, activities, and events that support

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the Action Plan and Coalition mission. Coaches create opportunities for youth to lead which in turn allows them to engage, feel valued and believe they are an integral part of the process to achieve ITAC goals and objectives. Youth Coaches also assist the AOR and Project Director in implementation of strategies and activities including focus groups, surveys, and events.

III. Fiscal Agency

- a. The fiscal agent for ITAC shall be the Iroquois Central School District (ICSD). ICSD will be the fiscal agent for all revenues generated by federal grants which are received for the purpose of the operation of ITAC. A memorandum of understanding (MOU) between ITAC and ICSD will describe specific details of the responsibilities for each party, until terminated by mutual agreement.
- b. The Board of Directors will appoint a treasurer to serve as fiscal agent to the board, responsible for proper fiscal management of ITAC grants, cash donations and all other resources not considered a federal grant, and the Bank of Holland account.

IV. General Coalition: General Coalition Membership shall be a comprehensive representation of individuals, groups, and institutions that are interested in and committed to the work of ITAC. Members shall participate in the strategic planning and ongoing planning and implementation of prevention initiatives designed to ensure every youth in our community grows up in an environment that is purposefully drug free. Members shall include one or more representatives from each of the following sectors:

- Youth/Student
- Parent
- Business
- Media
- School
- Youth-serving organization
- Law enforcement
- Religious/Fraternal organization
- Civic/Volunteer groups
- Healthcare
- State, local, or tribal governmental agency with expertise in the field of substance use prevention, treatment, and/or recovery
- Other organizations involved in reducing substance use

a. Roles, Duties, and Responsibilities:

- i. Become knowledgeable about ITAC and the issues surrounding underage alcohol, tobacco, and other drug use;

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- ii. Follow ITAC bylaws;
- iii. Provide input and feedback into the formulation of ITAC goals, objectives, and strategic plans;
- iv. Serve on one of ITAC 's Committees;
- v. Come to ITAC meetings well-prepared and well-informed about issues on the agenda;
- vi. Consider others' point of view, make constructive suggestions, and help ITAC make decisions that benefit those ITAC serves;
- vii. Represent ITAC to individuals, the public and other organizations;
- viii. Support the on-going process of recruitment of new ITAC members and community partners;
- ix. Provide training and information in order to orient new members.

b. In Addition, Sector Representatives shall:

- i. Be willing to serve as a community liaison to the sector they represent;
- ii. Appoint a representative to participate on ITAC if they themselves cannot be present;
- iii. Contribute to the strategic planning process;
- iv. Clearly communicate between their sector and ITAC;
- v. Participate in sustaining ITAC's capacity, involvement, and energy;
- vi. Demonstrate cultural competence.

c. Annual Meeting: The annual meeting of the coalition shall be held during the month of March to bring together board members, coalition members and community to discuss important matters, review budget and action plans, make strategic decisions for the organization and appoint new board members.

- V. **Committees:** Committees and Ad Hoc committees shall be appointed by the Board of Directors or Key Personnel as necessary to carry out the work of the Coalition.
- a. **Committees of the Board:** consist of board members only with the authority to "bind" the organization.
 - i. **Executive Committee**
 - ii. **Finance/Audit Committee**
 - iii. **Nominating Committee**
 - b. **Committees of the Organization:** chaired by a board member, consists of board members, coalition members and community/sector representation.
 - i. **Fundraising and Sustainability**
 - ii. **Building Capacity**
 - iii. **Environmental Scans**
 - iv. **Strategic Planning**
 - c. **Ad Hoc Committees:** Co-chaired by at least one board member with a non-board member and consists of coalition members and community/sector representation, ad-hoc committees will be created and disbanded as necessary by the board of directors.

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Article III: Representation

- I.** No member may speak for, or in the name of ITAC unless said comments have been approved by a majority of those members of the Board of Directors present during a regular or special meeting.
- II.** When members of ITAC are speaking publicly, information offered needs to be qualified as to whether it is personal opinion, specific organizational interests, or a position agreed upon by ITAC. This includes interviews with a media representative.
- III.** When a hired or appointed staff member of ITAC is speaking. There shall be no discrimination on the basis of race, color, national origin, sex, religion, age, marital status, sexual orientation, gender identity, military status, source of income or disability.

Article IV: General Provisions

- I.** Any member may propose an amendment to the bylaws by proposing the change in writing or verbally at a meeting of the Board of Directors.
- II.** The bylaws go into effect immediately after they are approved by majority vote of the Board of Directors.
- III.** Job descriptions, dispute resolution, dissolution of the coalition, and other details not contained in these bylaws are available in the coalition's Policy & Procedure manual.
- IV.** Organizational bylaws will be reviewed every two years and updated as necessary.
- V.** In the event of dissolution, the Board of Directors shall, after paying all debts and obligations, dispose of remaining assets in accordance with federal grant requirements. Any property or funds purchased with Drug-Free Communities or other federal grants shall be returned or transferred as directed by the funding agency. All other assets shall be distributed to a nonprofit or government entity with a similar mission to prevent substance use and promote community health. No assets shall benefit any individual member or officer.

Addendum I: Review and Revision

Adopted: October 12th, 2022

Amended and Adopted: November 14th, 2022

Amended: October 14th, 2025

Adopted: October 29th, 2025

BYLAWS - It Takes a Community of NY, Inc

ITAC - It Takes a Community of New York, Inc. Bylaws Acknowledgment & Adoption

The undersigned, being the duly authorized representative of ITAC, hereby certify that the attached Bylaws were reviewed and adopted by the organization on the date indicated below.

Certification

These Bylaws were adopted on this ___ day of _____, 2025.

Printed Name: _____

Signature: _____

Date: _____

By signing below, the Board of Directors confirms that the attached Bylaws represent the current and complete governing document of the organization.

Board Chair Signature: _____ Date: _____

Secretary Signature: _____ Date: _____