

Section 2. - Sample Provision Excerpt (Public Preview)

Number and Term of Office and Qualifications. The number of directors shall be nine plus one additional director who may be designated by the Commissioner of the New York State Division of Housing and Community Renewal. Each director, except the appointee of the Commissioner of Housing and Community Renewal must be a shareholder of the Corporation.

ISSUE #1



MARKUP #1 ->



MARKUP #1 · DOCUMENTS CONTRADICT

BOARD & COUNSEL REVIEW

Sec. 2. (p. 4): Hierarchy conflict (DECLARATION trumps BYLAWS): DECLARATION mandates that Directors serve 2-year terms, whereas BYLAWS specifies 3-year terms.

Statutory / Legal Reference: N.Y. Not-for-Profit Corp. Law (N-PCL), Real Prop. Law Art. 9-B & 13 NYCRR Parts 18, 20, 21 & 22 (NY AG Real Estate Finance Bureau Offering Plan Regulations) & Restatement (Third) of Property (Servitudes) § 6.7...

Statutory Comparison: Under the governing document hierarchy, the Director term length established in the superior DECLARATION (2 year[s]) controls over conflicting provisions in the subordinate BYLAWS (3 year[s]).

CURRENT WORDING IN DOCUMENT:

Number and Term of Office and Qualifications. The number of directors shall be nine plus one additional director who may be designated by the Commissioner of the New York State Division of Housing and Community Renewal. Each director, except the appointee of the Commissioner of Housing and Community Renewal must be a shareholder of the Corporation.

SAMPLE DISCUSSION WORDING (FOR HOA ATTORNEY REVIEW):

Amend Ebd953 2f16aedd9a3b47b19952aa893c7916c8 Section 2. to specify 2-year Director terms in conformity with the controlling DECLARATION.