

CONSTITUTION AND BY-LAWS

OF

HARDIN VALLEY BUSINESS and COMMUNITY ALLIANCE



ARTICLE I NAME

1. This organization shall be known and recognized as the Hardin Valley Business and Community Alliance.

ARTICLE II PURPOSE and POWERS

1. The purpose of the Alliance shall be
 - a. To promote community business and business relationships
 - b. To aid in community building
 - c. For fellowship of members
2. All action in the conduct of the Alliance(s) business by its officers and directors shall be subject to the ultimate control of the membership of the Alliance. Thus, the membership delegates to the directors the responsibility of carrying out the objectives of the membership. The Board of Directors are given responsibility for achieving such purposes. The membership shall have right and authority to pass upon the annual budget and to set up the scope of operation for the Alliance.
3. The Constitution and By-Laws may be amended at a regular meeting provided the amendment has been presented in writing at a previous meeting and with a waiting period of one month for discussion, input and changes.
4. The Constitution and By-Laws may only be amended by a majority vote during a regular business meeting in which at least 10 members are present.

ARTICLE III MEMBERSHIP, DUES and FISCAL YEAR

1. The membership shall consist of men and women living in, owning or operating a business or conducting regular business in the Hardin Valley Community.
2. Statements of the annual membership dues shall be sent by January 31st of each year and will be payable by the 31st of March that year.
3. A member shall be considered to be in good standing upon payment of the annual membership dues.
4. Voting privilege of each member shall be dependent upon current payment of dues. Each member shall be entitled to one vote.
5. The fiscal year of the Alliance shall begin annually on January 1st and end on December 31st.

ARTICLE IV OFFICERS

1. The officers shall consist of President, Vice-President, Secretary, and Treasurer.
2. The officers shall be elected annually in November, take office in January and shall serve for one year. (They may run again in consecutive or following years. There is no limit to length of service if they are voted in.)
3. Nomination of officers shall be made by a committee, consisting of the President and two past Presidents, with the President serving as chairman. The committee shall nominate a slate of candidates to fill the office. To facilitate the election process, members who desire to make a nomination should present said nomination to the nomination committee in writing at least thirty days prior to the scheduled election. However, nominations will be accepted from the General Membership up until and including the day of the election.
4. Officers must have been a paid member for a minimum of one year and members must have been a paid member for at least 90 days to be eligible to vote in any election or procedure.
5. The Board of Directors will consist of the current officers and the Presidents from the previous three (3) years.

ARTICLE V VACANCIES and REMOVALS

1. All vacancies in the Board of Directors or any other office of the Alliance shall be filled by election by the Board of Directors until the next regular meeting of the Alliance at which time a successor will be elected to complete the unexpired term.
2. Any member of the Board, any officer of the Alliance, or any member of the Alliance may be removed from such office or membership by two-thirds (2/3) vote of those attending a special meeting of the Alliance called for such purposes. A majority of the Alliance in good standing must be present. The member or officer being removed may have 30 days after such removal to submit in writing to the Board of Directors a request for a reinstatement vote.

ARTICLE VI DUTIES OF OFFICERS

1. The President shall preside over all meetings, shall appoint committees, shall cause to be issued all calls for meetings, both regular and special, shall be *ex officio* member of all committees, and shall have general jurisdiction over all affairs of the Alliance.
2. The Vice-President shall be the second presiding officer and Program Committee chairperson.
3. The Secretary shall accurately and completely record the proceedings of all meetings of the Alliance. He or she shall present a written report of the previous meeting at each regular meeting. The Secretary shall keep a complete and accurate list of the membership and attendance of the alliance.
4. The Treasurer shall receive all monies due the Alliance from any source; shall keep a true record of all receipts, disbursements and shall render an accounting when called upon to do so. He or she shall present a written report of all receipts, disbursements and balances at the end of June and December of each year covering the previous six month period. He or she shall maintain a record of membership and dues paid by members. He or she shall deposit all funds in a bank designated by the Alliance. He or she shall issue all checks from the funds of the bank account and pay all bills due in a timely manner.

ARTICLE VII COMMITTEES

1. The Alliance shall have the following committees: Program, Membership, Communication and Events. Additional committees will be added as organization grows. (possibilities: Education, Budget, Scholarship, Man/Woman/Businessperson of the year)
2. All committees shall be appointed by the President except the Budget committee shall consist of the Board of Directors.
3. Regular committee members shall serve a period of one year. All matters should be handled by regular committees if possible.
4. Committees will meet on a regular basis (as needed for their responsibilities) but not less than quarterly and at the time and place of the convenience of the members.
5. Special committees shall serve until dismissed and dismissal shall be determined on the basis of need.
6. All committee chair heads should maintain a register of their activities and give a year-end report of the past year's activities by the March meeting. All reports shall be in written form and placed in the Alliance's files for future reference.

ARTICLE VIII DUTIES OF COMMITTEES

Program

The program committee shall supply the program/speaker for each regular meeting. The program committee chairman is the Vice-President.

Membership

The membership committee shall make every effort to secure and maintain membership in the Alliance including organizing and holding membership events (min. 2x/year). The committee will also be responsible for getting a membership directory printed each year for distribution throughout the community.

Budget

The Budget committee shall review requests for all expenditures until the Alliance funds are over \$1000 and at that point, Committee heads can make purchase of up to \$100 prior to Board approval but must present documents and receipts for reimbursement within two weeks of purchase.

Newsletter

This committee shall be responsible for reporting pertinent information to the members of the Alliance through a newsletter emailed each month to members.

ARTICLE IX MEETINGS and ORDER OF BUSINESS

1. Regular meetings shall be monthly on the third Wednesday at 12:00 noon.
2. Special meetings may be called when deemed necessary by the President, provided a reasonable effort is made to notify all members.
3. The regular meeting should not exceed one hour.
4. All meetings shall be conducted in a civil, professional and businesslike manner.
5. Unless otherwise indicated by the President the order of business shall be as follows:
 - a. Invocation
 - b. Introduction of new members and guests
 - c. Reading and approval of minutes
 - d. Treasurer's report
 - e. Local updates from government and school leaders
 - f. Business Spotlight (rotation with no business speaking more than 1x/year)

- g. Unfinished business
 - h. Reports of committees
 - i. New business
 - j. Program including speaker of interest
 - k. Drawing for prize and next month's business spotlight
 - l. Adjournment
6. Board Meetings
- a. The President will call a board meeting at a minimum of every other month.
 - b. In these meetings, the following will occur:
 - 1. Agenda will be sent out by President at least one week prior
 - 2. Committee head requests/concerns are addressed
 - 3. Membership numbers reviewed and growth addressed
 - 4. Upcoming and potential events discussed
 - 5. Program ideas evaluated
 - 6. By-law changes discussed if necessary
 - 7. Budget and balances assessed
 - 8. Any other issues/concerns brought before Board by membership/community

ARTICLE X AMENDMENTS

Section to be used for future changes

