

Hereford Zone Business Association, Inc.
Bylaws

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Article I: Name

The Corporation shall be known as the Hereford Zone Business Association.

Article II: Purpose

The mission of the Hereford Zone Business Association shall be to promote the services offered by member businesses for the benefit of the entire community; and to promote the growth of member businesses through cooperative marketing, networking, and education.

Article III: Membership

- A. Membership is open to all interested businesses located in the Hereford Zone.
- B. No person or business shall be discriminated against because of race, color, religion, age, national origin, sex, creed or handicap.
- C. Memberships shall be issued for a one year period, renewable annually.
- D. Membership shall require yearly payment of non-refundable annual dues and completion of a membership form. Renewing members shall be required to provide an updated membership form. Membership is effective upon payment of dues.

Article IV: Annual Dues

- A. The Executive Committee, which shall consist of the President, Vice President, Secretary, Treasurer and Member-at-Large, shall recommend the amount of the yearly dues each November, effective January 1. Dues must be approved by a 2/3 vote of the members present at the November meeting.
- B. Renewal dues shall be collected annually on the member's anniversary date. Dues are payable by check only. Non-payment of dues shall result in removal of the member business's name from the membership rolls and from the website maintained by the Hereford Zone Business Association.
- C. An invoice for renewal dues shall be sent to each member via e-mail thirty days in advance of the member's membership anniversary date.
- D. Upon payment of annual dues, members shall be given a password to provide access to the website for business-only information. The password shall be effective for one year.

Article V: Meetings

- A. Member's meetings shall be held on the second Thursday of each month unless the date conflicts with a holiday. In the event that the scheduled meeting date conflicts with a holiday, an alternate meeting date shall be chosen at the member's meeting for the prior month. The alternate meeting date shall be posted on the web site.
- B. The Executive Committee shall meet quarterly, unless agreed otherwise by the Committee.
- C. The annual meeting of the members shall be the November meeting.

Article VI: Voting

- A. Each member business shall have one vote.
- B. New members shall be eligible to vote and make motions at meetings of the members in the third month after membership becomes effective.

Article VII: Officers

- A. The Corporation shall have a President, Vice President, Secretary, Treasurer, and Member-at-Large.
- B. Officers must be members in good standing with voting rights.
- C. Officers shall serve for a two-year term except for the Treasurer, who shall serve at the discretion of the President.
- D. The elected Vice President shall automatically become President when the President's term expires.
- E. Officers and Member-at-Large shall be elected shall be elected at the Annual Meeting, held in November, with installation occurring at the January meeting.
- F. In the event of a permanent vacancy in the office of President, the Vice President shall succeed to serve the remainder of the President's term before serving his /her elected term as President. A member who is appointed as Vice President shall not automatically serve as President the following year. In such instances the position of the President shall be included in the normal election process.
- G. If a vacancy occurs among the officers other than that of President, a replacement shall be appointed by the Executive Committee to serve the remainder of the term.
- H. An officer may be removed by a 2/3 vote of the members present and voting at the general meeting. The removal procedure shall be as follows:
 - a. A written petition for removal of the officer shall be submitted to the Member-at-Large. The petition must clearly state the action requested and document the supporting rationale. The petition must be signed by 10% of the general membership prior to submission to the Member-at-Large.
 - b. The Member-at-Large shall:

- i. provide a copy of the petition to the Officer whose removal has been proposed;
 - ii. select three members at random from the general membership to serve as a review committee to review the petition for removal. The selected members must have attended 1/3 of the meetings of the members within the previous 12 months. Petitioners and officers may not serve on the review committee;
 - iii. set the earliest date possible for the review committee meeting,
 - iv. chair the review committee and advise the Executive Committee whether there is sufficient evidence to submit the petition to the general membership for vote;
 - v. report the review committee's recommendation at the next meeting of the members.
 - vi. If the review committee recommends that the petition be put to a vote by the general membership, he/she shall publish a notification of the vote by e-mail, outlining the issues and stating that the vote shall be taken at the next general meeting.
- c. The review committee shall conduct the vote at the general meeting, by written ballot.

I. Duties of the Officers

1. The President shall:

- a. Preside at all meetings of the members and at all meetings of the Executive Committee;
- b. Act as the Chief Administrator of the organization;
- c. Appoint and discharge all necessary committee chairmen and serve as ex-officio member on all committees, standing and special
- d. Be authorized to sign checks for the organization;
- e. Act as the spokesperson for the Hereford Zone Business Association;
- f. Prepare and distribute the agenda for meetings of the members.

2. The Vice President shall:

- a. Perform the duties of the President in the President's absence;
- b. Obtain a place for the monthly member's meeting adequate to accommodate the membership;
- c. Automatically serve as President at the end of the President's elected term;
- d. Chair any audit committee.

3. The Treasurer shall:

- a. Collect and disburse the funds of the corporation with supporting documents;
 - b. Present a financial report at each meeting of the Executive Committee and Membership Committee;
 - c. Be authorized to sign checks of the organization;
 - d. Ensure that annual tax returns are properly filed;
 - e. Provide the incoming Treasurer with full records, including a record of all transactions to date;
 - f. Maintain an itemized list of all assets and possessions of the Corporation.
4. The Secretary shall:
- a. Record the minutes at all meetings;
 - b. Submit meeting minutes to the web chair for posting on the website and distribution to all members by e-mail.
5. The Member-At-Large shall:
- a. Accept suggestions and concerns from members and reports to the Executive committee;
 - b. Chair the Officer Removal Review Committee as outlined above.

Article VIII: Executive Committee

- A. The Executive Committee shall consist of the officers of corporation.
- B. The Executive Committee shall be required to attend all monthly meetings of the members.
- C. The Executive Committee shall submit a proposed budget to general membership at the October meeting in each year, if not earlier.

Article IX: Committees

In addition to elected officers, there shall be committees led by a chairperson selected from volunteers from the general membership. A chairperson shall serve for not more than two consecutive years and shall report to the Executive Committee.

Nominating Committee:

- A. The Nominating Committee shall consist of three members in good standing, appointed by the President at the September meeting of the members.
- B. At the October meeting of the members, the Nominating Committee shall recommend a slate of officers for the following positions as needed: President, Vice President, Treasurer, Secretary, and Member-at-Large.

- B. Request and/or write articles for inclusion in local newspapers, on the Hereford Zone Business Association web site and in local school flyers or newspapers.

Membership Committee:

The Membership Committee shall:

- A. Solicit new members;
- B. Collect dues and forward dues monies to the Treasurer;
- C. Forward membership information forms to the Webmaster for inclusion in the member listing;
- D. Inform the President of new members;
- F. Keep monthly attendance records;
- G. Distribute membership rosters yearly at the December meeting of the members;
- H. Produce name badges for events and meetings.

Hospitality Committee:

The Hospitality Committee shall:

- A. Purchase supplies for refreshments;
- B. Assume responsibility for the set-up and clean up of refreshments at monthly meetings of the members.

Legislation Committee:

The Legislation Committee shall:

- A. Keep the members informed of issues pending with local governments and the state legislature that have the potential to impact member businesses;
- B. Encourage members to act on specific bills or government initiatives when appropriate.

Community Liaison:

The Community Liaison shall:

- A. Serve as a contact for community organizations;
- B. Coordinate volunteers to participate in community events;
- C. Attend meetings of local community associations and keep the members of the Hereford Zone Business Association up to date on news, events, and concerns.

Article X: Finances

- A. Expenditures shall require approval by the Executive Committee.

- B. Approved expenses incurred on behalf of the Hereford Zone Business Association shall be reimbursed upon presentation of a receipt to the Treasurer.
- C. Items purchased with Hereford Zone Business Association funds are the property of the Corporation. The Treasurer shall maintain a record of all items purchased by the Corporation. A custodian for property of the Corporation shall be named by the President and recorded by the Treasurer.
- D. All funds belonging to the Hereford Zone Business Association shall be maintained in a checking account. Either the Treasurer or the President may sign checks. In the event there are reserve funds, such funds shall be maintained in an interest bearing account until needed. The signatures of both the President and the Treasurer shall be required to make withdrawals from reserve funds.

Article XI: Disposition of Property

- A. Upon dissolution of the Hereford Zone Business Association by vote, the Executive Committee shall pay or make provision for payment of all liabilities of the Corporation.
- B. Should the Corporation be dissolved, any funds remaining in the treasury upon dissolution shall be divided equally among the Hereford United Methodist Church Food Bank, the Pine Grove United Methodist Church Food Bank, and the Hereford Volunteer Fire Company.

Article XII: Publication of and Amendments to the Bylaws

- A. Every member shall be provided a copy of the bylaws by e-mail unless otherwise requested in writing.
- B. The bylaws may be amended at any regular meeting of the organization by a 2/3 vote of the active membership present, provided the amendment has been submitted in writing at the previous regular meeting.
- C. The bylaws shall be reviewed by Executive Committee every five years.

Article XIII: Parliamentary Authority

The rules contained The New Robert's Rules of Order shall govern all meetings of Hereford Zone Business Association in all cases in which they are not inconsistent with these bylaws.