

EAST BRIDGEWATER BUSINESS ASSOCIATION

By-laws

**Amended April 11, 2007
Amended March 18, 2010**

ARTICLE I – NAME

The name of the Association shall be EAST BRIDGEWATER BUSINESS ASSOCIATION hereinafter referred to as the Association.

ARTICLE II – PURPOSE

To promote a healthy and ethical business environment in East Bridgewater and to provide services to assist its members including education, networking, and fellowship.

ARTICLE III – MEMBERSHIP

Section 1: Members

There shall be one class of Members who will all be voting members. All businesses, corporations, and non-profit organizations, which are based in or have operating locations in East Bridgewater, shall be eligible for membership. Each member is entitled to: (1) one vote at all meetings of the membership; (2) to have a representative serve as an Officer or Director; and (3) rent a table at the annual Business Expo & Family Fun Day.

Section 2: Membership Committee

There shall be a Membership Committee that will review all applications for membership in the Association. Applications for membership shall be referred to the Membership Committee and the committee shall submit the names of each applicant and the committee's recommendation of acceptance or denial of such membership at the next scheduled meeting of the Board of Directors, when the Board will vote to accept or reject the application for membership in the Association. The Membership Committee shall also ensure that each member is a member in good standing, and shall collect dues prior to the due date, for transmittal to the Treasurer.

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ARTICLE IV – OFFICERS AND DIRECTORS

Section 1: Officers

The Officers of the Association shall consist of President, Vice-President, Treasurer, and Secretary to be elected by ballot at the Annual Meeting. The Officers must represent Members in good standing of the Association. The Terms of Office shall be one year. Vacancies in any of these Offices shall be filled by the Board of Directors by majority vote and those so elected will serve in office until the next Annual Meeting of the Membership.

Section 2: Board of Directors

The Board of Directors shall consist of the Officers listed in Section 1 above, plus nine (9) additional persons elected at-large from the Membership for a maximum of thirteen (13) directors. Each of those nine persons shall serve in staggered three-year terms. Seven (7) members shall constitute a quorum for meetings of the Board of Directors.

Section 3: Method of Nomination and Election of Officers and Directors

Recommendations of the Nominating Committee shall be made at the meeting of the Board of Directors preceding the Annual Meeting. The Nominating Committee shall present a slate of officers to the Members at the Annual Meeting, and as many candidates for Director as they see fit. Notwithstanding the recommendations of the Nominating Committee, nominations for any office may be presented by any Member in good standing at the Annual Meeting and may be voted, following a Second to the nomination. The presiding officer during the election proceedings at the Annual Meeting shall be the Chairman of the Nominating Committee, who may, upon an affirmative vote, declare nominations closed at any time. Election shall be majority vote of those present and voting.

Section 4: Duties of Officers

- A. The President shall preside at all meetings of the Association and of the Board of Directors, appoint all Committees and act as the general administrator of the activities of the Association.

- B. The Vice-President shall preside over meeting in the absence of the President and shall conduct meetings when the President wishes to vacate the chair to speak on any issue. The Vice-President shall assist the President in the administration of the Association.
- C. The Treasurer shall keep an account of all funds received and disbursed by him/her in the books of the Association. He/She shall deposit all funds in banks and accounts as approved by the Board of Directors in the name of "EAST BRIDGEWATER BUSINESS ASSOCIATION." He/She shall pay no bills in excess of fifty (\$50.00) Dollars until the same has been approved by the President and at least one other officer who is not the Treasurer.
- D. The Secretary shall maintain the membership list for the Association. The Secretary shall keep records of all meetings, conduct all correspondence under the direction of the President and the Board of Directors, notify Committees of their appointments to said Committee, send Annual Meeting Notices no later than ten (10) days prior to the Annual Meeting to every Member in good standing, and perform other such duties as pertain to the office.

ARTICLE V – COMMITTEES

As soon as is practical and prudent following the Annual Meeting of the Members, the President shall appoint members to serve on the Membership Committee, Nominating Committee and such other working committees as the President requires. A minimum of three (3) members shall be appointed to each Committee to serve for one (1) year. Chairs of committees must be officers or directors of the Association; however, members of committees may represent any member in good standing of the Association.

ARTICLE VI – MEETINGS

Section 1: Annual Meeting of Members

The Annual Meeting of Members shall be held in June of each year or at any other time decided by the Board of Directors. Written notice shall be sent to each member in good standing no later than ten (10) days prior to said meeting, and shall include the Nominating Committee's recommendations and any additional nominations.

Section 2: General Meetings

In addition to the Annual Meeting of Members, The Association shall conduct two or more other general meetings of the Association as determined by the Board of Directors.

Section 3: Special Meetings

Special Meetings of the Association may be called at any time by the President, by the Board of Directors or by written request of at least ten (10) members of the Association in good standing. Written notice of Special Meetings shall be provided not later than ten (10) days prior to the meeting, and must state the purpose of said Special Meeting.

Section 4: Directors Meetings

The Board of Directors shall meet at least bimonthly (every other month) at a time and place to be determined. The meeting schedule shall be disclosed in advance to the Members of the Association so that all members are aware of the time and place of Board Meetings, and may attend, if they wish.

ARTICLE VII – DUES

Effective March 1, 2006 dues for Members are fifty dollars (\$50.00). Dues can only be increased or decreased by vote of the Members. Dues are payable annually, payable on March 1st. Failure to pay dues within thirty (30) days of the due date will result in removal from the membership list.

ARTICLE VIII – AMENDMENTS

Amendments may be made to these Bylaws by a two-thirds vote of the Members voting at a regular or special meeting. Written notice of the proposed Bylaw Amendment shall be mailed to each member not later than ten (10) days prior to the meeting.

