



Greenfield Business Association

Greenfield Business Association

Rules of Operation

As of July 20, 2014

SECTION I: The Greenfield Business Association (GBA) is a division of the Franklin County Chamber of Commerce. It is a membership organization open to any business or individual who conducts business in the town of Greenfield.

SECTION II: The mission of the GBA is to promote the economic and civic vitality of the Greenfield business community. To encourage a unified revitalization effort among all segments of the community in order to foster a community of businesses for an economically sound future in Greenfield.

SECTION III: The GBA, in all its activities, shall be nonpartisan and nonsectarian.

BOARD OF DIRECTORS

SECTION I: Authority: Full control of the regular affairs of the GBA shall be vested in the Board of Directors.

SECTION II: Size: The GBA Board of Directors shall consist of up to 15 Directors. The GBA Executive Committee Officers shall consist of 5 of the 15 Directors (President, Vice-President, Secretary, Finance Chair, Past President).

SECTION III: Composition of the 15 Directors:

1. All 15 shall be two-year Directors, with voting privileges.
2. Two of the 15 shall be Town Officials, one recommended by the Town Council and one recommended by the Mayor and each approved by simple majority vote of the GBA board.
3. The Board of Directors shall be a mix of business people from the service area of the GBA.

SECTION IV: Term of Office: A term of office for a Director is two years. A term of office for an Officer is two years. No Director may serve in the same office for more than three consecutive terms. Only one person per company may be elected to the GBA Board of Directors. If an unexpected vacancy should occur the Board of Directors will appoint a person to serve out the term.

SECTION V: Nomination and Election: The Board of Directors shall appoint a nominating committee. The committee will accept nominations from any member of the GBA in good standing prior to the annual meeting. The nomination committee shall present a proposed slate of Directors to the full GBA Board prior to the annual meeting. Nominations may not be made without the consent of the nominee. The nominees shall be presented to the membership at the annual meeting for a vote. The election will be made by paper ballots distributed and counted at the annual meeting. A Director seat requires a simple majority vote. Ballots will include space for nominations from the floor.

SECTION VI: Responsibilities of Board Members: The Board of Directors shall establish the programs, activities and services of the GBA. The Board of Directors will direct the Support Staff. All Directors are expected to attend the monthly GBA Board of Directors meetings. Unexcused absences for three consecutive Board meetings may be cause for termination. Membership dues of any firm represented on the Board of Directors must be current or voting privileges will be suspended. Directors are expected to serve on at least one GBA committee and volunteer at events and activities. The Board of Directors, in conjunction with the Support Staff shall determine all committees, select all committee leaders and assist in the selection of committee personnel.

SECTION VII: Standing Committees:

- A. Executive Committee: The Executive Committee consists of officers of the board who set the monthly agenda and lead the work of the board. If the past President is a current officer, an at-large Director may be appointed to the ExComm.
 - B. Finance Committee: The Finance Committee shall be responsible for preparation and presentation of annual budget of the GBA. The finance committee will also conduct research, review and pursue of any funding sources available to the GBA. The Finance Committee will present quarterly reports to the board.
 - C. Membership and Nomination Committee: The Membership and Nomination Committee shall identify and recruit potential members of the organization. The Membership and Nomination Committee is responsible for membership activities and events including the design and planning of the annual meeting.
 - D. Events Committee: The Events Committee shall promote Greenfield businesses by conducting events that bring people to town.
- Budgets of all committees shall be presented to the Board in advance of expenditures.

SECTION VIII: Duties of Officers:

- A. The President shall serve as the Chief Elected Officer of the organization and shall preside at all meetings. The President will also serve on the Board of Directors of the Franklin County Chamber of Commerce and will be the liaison between the organizations.
- B. The Vice-President shall exercise the powers and authority and perform the duties of the President in the absence or disability of the President.
- C. The Secretary shall be responsible for the minutes of full board meetings, sending communications and following directives of the Board. The Secretary shall keep records of the terms of office for the Board of Directors.
- D. The Finance Chair shall oversee the finances of the GBA in conjunction with Support Staff but has no fiduciary responsibility. Financial statements will be forwarded to the Finance Chair by the Support Staff. The Finance Chair meets quarterly with Franklin County Chamber of Commerce Staff Accountant Sandra Maki and will present quarterly reports on the financial statements to the Board of Directors, and at the annual membership meetings. The Finance Chair shall chair the Finance Committee.

The Past President serves on the Executive Committee and is chairperson of the Nominating Committee. If the Past President can not serve, a 5th member will be appointed by the Board.

MEMBERSHIP

SECTION I: Eligibility: Any reputable person, association, corporation, partnership, or estate having a belief in the purpose of the organization shall be eligible to join the organization as long as they conduct business in Greenfield.

SECTION II: Enrollment: Membership enrollment shall be in writing and effective upon payment of dues.

SECTION III: Multiple Businesses: Membership dues will be based on the number of businesses owned. Business owners pay full price on the first business owned and half price on every business owned thereafter.

SECTION IV: Dues: Dues shall be at a rate set by the Board of Directors and ratified by the membership.

SECTION V: Voting Privileges: Each member is entitled to one vote. Only members in good standing may vote.

SECTION VI: Termination: A.) Any member may resign from the GBA upon written request to the GBA. B.) Any member shall be expelled from membership when dues fall 90 days past due upon a vote of the majority of the Board of Directors. C.) Any member may be expelled by a two-thirds (2/3) majority of the Board of Directors for conduct unbecoming a member or prejudicial to the aims or repute of the GBA, after notice and opportunity for a hearing are afforded the member.

MEETINGS

SECTION I: Annual Meeting: The Annual Meeting of the GBA will be held during the month of June. The GBA Board of Directors will be elected. Officers of the board will be elected at the first board meeting held after the annual meeting. Notice will be sent to every member prior to the annual meeting.

SECTION II: Board of Directors Meetings: The GBA Board of Directors shall meet monthly (at a minimum the board will meet 10 times per year). Any member of the Board of Directors may schedule an additional meeting as needed. Each year, prior to the June annual meeting, the GBA Board of Directors will meet to conduct any business that must come before the membership at the annual meeting.

SECTION III: General Membership Meetings: May be called at any time by the President, or upon petition in writing of any ten (10) members in good standing.

SECTION IV: Quorum: A majority of the Directors shall constitute a quorum at any meeting.

COMMITTEES

SECTION I: A chairperson shall be appointed by each sub-committee and is responsible for devising the agenda and facilitating the meetings. A representative of all active GBA sub-committees reports, either in person or in writing, to the GBA Board of Directors at monthly board meetings.

At least one GBA Board Director shall serve on all GBA sub-committees. All Directors must serve on a GBA sub-committee.

FINANCES

SECTION I: Funds: All money paid to the GBA for dues and programs shall be placed in a general operating fund. Funds from grants may be placed in a restricted account.

SECTION II: Disbursements: Upon approval of the budget, the Support Staff is authorized to make disbursements on accounts and expenses up to \$200.00 as provided for in the budget without additional approval of the Board of Directors. Checks may be signed by the Franklin County Chamber President, approved FCCC Board Members and/or the FCCC Office Manager. Two signatures are required.

SECTION III: All terms for payments due are net 30. Failure to keep current will result in loss of membership and program participation.

PARLIAMENTARY AUTHORITY

The current edition of Roberts Rules of Order shall be the final source of the authority.

AMENDMENTS

These Rules of Operation may be amended or altered by a two-thirds (2/3) vote of the Board of Directors. Any member may petition the Board of Directors regarding changes in the Rules of operation. Any proposed amendments or alteration shall be submitted to the Board of Directors in writing.

DISSOLUTION

The GBA shall use its funds only to accomplish the objectives and purposes specified by these Rules of Operation and no part of said funds shall be distributed to any individual member of the GBA. On dissolution of the GBA, any funds remaining shall be distributed to the Franklin County Chamber of Commerce.