

DBMA Proposed By-Laws

Committee: Pat Moore, Chair; Lucy Hix; Aida Riddle

I. The name of the association is the Downtown Belton Merchants Association. The mailing address is: P. O. Box 1393, Belton, TX 76513.

The Downtown Belton Merchants Association is a voluntary, nonprofit organization with goals aimed at promoting economic expansion in the Belton area by working in conjunction with the City of Belton to bring activities that will improve business and civic conditions. DBMA and its members work together to meet these goals in several ways: (a) by building a strong, on-going program of work to support in the revitalization of Belton, (b) attracting people to Belton in order to support growth in all businesses, (c) linking with affiliated groups to assist in local activities, (d) working to insure the future of Belton and its residents.

II. Board of Directors

1. The Board of Directors shall serve without pay and consist of eleven members.(8 officers and 3 at-large members)
2. To be eligible to serve on the board, a person must be a member in good standing. All officers of the association will serve on the board.
3. Board members will serve one term of two years, not to exceed two consecutive terms.
4. Vacancies shall be filled by the Board, including board members at large, with the recommendation of the President, and a vote approval by the Board.
5. Board members with three absences may be dismissed from the Board subject to Board recommendation.

III. Officers

1. The officers of the association shall consist of a President, Vice-President, Secretary, Treasurer, Marketing Coordinator, Vendor Coordinator, Membership Coordinator, and a Parliamentarian.
2. Elected officers will serve one term of two years, not to exceed two consecutive terms.
3. (a) The President shall preside at all Board meetings, appoint committee members, and perform other duties as associated with the office, (b)The Vice-President shall assume the duties of the President in case of the President's absence, and serve as the volunteer coordinator. (c)The Secretary shall be responsible for the minutes of the Board and the association, keep all approved minutes in a minute book, and ensure that minutes can be accessed by all members, (d) The Treasurer shall keep a record of the association's budget and prepare financial reports as needed. A treasurer's committee shall consist of 4 members for endorsing checks: the President, Vice-President, Treasurer, and the Accountant. Two signatures will be required. (e) The Marketing Coordinator shall promote all the association's general and fundraising activities. This includes all advertising. The coordinator will be the computer webmaster. A committee may be selected. (f) The Vendor Coordinator will accept Market Day applications, and applications for any other application-required event. The coordinator will place vendors in their respective booths, and explain all rules and regulations regarding the event. The

- coordinator will ensure that all booths are marked clearly. A committee may be selected.
- (g) The Membership coordinator will actively recruit new members and keep the membership records. A committee may be selected.
 - (h) The Parliamentarian shall abide by Robert's Rules of Order.

IV. Committees

1. The Board may appoint committees as needed.

V. Meetings

1. Board meetings shall be held on the second Thursday of each month. Regular meetings shall be held on the third Thursday of the month.
2. Special meetings may be held at any time when called for by the President or a majority of the Board members.
3. Agendas for the regular meetings shall be posted one week in advance. Members shall send to the President any items to be placed on the agenda three days prior to the posting date.

VI. Elections

1. Nominations for officers will take place in the regularly scheduled meeting in November. Any member may nominate someone for an office.
2. A slate of officers will be submitted by the Board at the regular meeting in December for general election. Elections may be by ballot.
3. Officers and board members will be elected for one term of two years, not to exceed two consecutive terms.

VII. Voting

1. A majority of board members constitutes a quorum.(6). In the absence of a quorum, no formal action shall be taken except to adjourn the meeting to a subsequent date.
2. Passage of a motion requires a simple majority (for example, one more than half the members present).

VIII. Conflict of interest

1. Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

IX. Fiscal Policies

The fiscal year of the association shall be January 1 to December 31.

X. Amendments

These by-laws may be amended by a two-thirds vote of Board members present at any meeting, provided a quorum is present and a copy of the proposed amendments is provided to

each Board member at least one week prior to said meeting.

XI. Disposal of Assets

Should the association cease to exist, all assets will be given to another non-profit association.