

**BURNT HILLS-BALLSTON LAKE
BUSINESS & PROFESSIONAL ASSOCIATION, INC.**

BYLAWS
Revised March 2015

Article I – The Organization

Section 1. The Name: The name of this organization shall be the Burnt Hills-Ballston Lake Business & Professional Associates, *Inc.*

Section 2. The Address: PO Box 1043 – Ballston Lake, NY 12019

Article II – The Purpose

Section 1. The Purpose: The mission of the Burnt Hills-Ballston Lake Business & Professional Association, Inc. (BH-BL BPA) is to encourage , support and promote business in the footprint of the Burnt Hills-Ballston Lake Central School District that encompasses the Town(s) of Ballston , Charlton , Clifton Park and Glenville and enhance the quality of life in the surrounding areas.

Article III – Membership Requirements

Section 1. Requirements: Business Merchants, Professional Individuals and Groups or Agencies who do business in or have business within the footprint of the Burnt Hills Ballston Lake School District.

Section 2. Application: Prospective members can receive a membership application from the Membership Committee, the Secretary, or on the Association’s website (www.bhblbpa.com). Eligibility for membership requires the completion of an application and payment of the annual dues to the Treasurer. Annual dues will be as determined by the board of director’s payable on or before January 31 of each year. An Emeritus membership is available for those Individuals who are retired from their respective business but still wish to continue being a member of the organization. The cost for said membership will be as determined by the board of director’s. Those making late payments run the risk of not being included in the annual program booklet and member directory. The Treasurer shall notify members’ delinquent by one month in their dues, and those members shall forfeit membership if their dues remain unpaid.

Section 3. Termination of Membership: The death, resignation, dissolution of a corporation or partnership or sole proprietorship or non-payment of annual dues shall result in termination of that membership. Such termination will not require a refund of dues.

Article IV – Membership Meeting

Section 1. Meetings: Regular meeting of the Association will be held on the first Wednesday of every month, unless the Board of Directors deems otherwise by a majority vote.

Section 2. Notification: Meeting’s will be announced by email to the membership as well as being posted on the organizations website.

Section 3. Annual Meeting: The annual meeting will be held in November and shall be for the purpose of electing officers, receiving annual reports and conduct any other business that may arise. The installation of officers shall be in December at the Holiday Gala. The officers and Board of Directors shall be elected for a term of one year. Their term of office will commence on January 1.

Section 4. Voting: During a regular or special meeting on floor motions, any person, firm association or corporation with paid membership in attendance is entitled to cast a vote.

Section 5. Quorum: A quorum shall be the majority of the members present.

Article V – Government of Association

Section 1. Board of Directors: The Board of Directors shall consists of the most recent two past Presidents who are available for service, the five present officers, and three Directors elected annually from General Membership.

Section 2. Officers: The officers shall be: President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. Officers will be elected for one-year term with the President limited to a maximum of two consecutive one-year terms.

Section 3. Elections: The election of officers and Board of Directors will be at the November Annual meeting by the majority of the voters counted.

Section 4. Nominations: Nominations of officers and Board of Directors will be: A.) By a committee appointed by the President in September. B.) Committee will be comprised of at least three members. C.) Nominations will be announced at the October meeting. D.) Floor nominations will be accepted at the October meeting.

Section 5. Ballot: The Nominating Committee shall email the slate of candidates for the officers and Board of Directors to members within ten days prior to the November meeting.

Section 6. Voting: Voting will take place in written form at the November meeting. Votes counted will be: A.) Members present B.) Written absentee ballots received 24 hours before the November meeting at the Association address. Absentee ballots may be emailed to the organization.

Section 7. Counting of Ballots: the Nominating Committee will do the counting of ballots.

Section 8. Installation: Installation of Officers and Board of Directors will take place in December at the Holiday Gala.

Section 9. Regular Meeting: Regular meeting shall be monthly with dates, times and locations to be determined in advance by the Board of Directors and communicated to the membership at least 30 days in advance of each meeting.

Section 10. Board Meetings: A meeting of the Board shall be held once each month. Meeting place, date and time shall be communicated to the general membership at least 30 days in advance of each meeting.

Section 11. Removal of Officers and Board of Directors: Any Board Members that fail to attend three (3) consecutive of five (5) meetings annually may be removed by a majority vote of the Board of Directors. In the event of death, resignation or removal of an Officer or Director, the President will appoint a replacement for the unexpired term of office.

Section 12. Quorum: A quorum of the Board of Directors shall be a majority of the Directors.

Article VI – The Office

Section 1. The President: The president shall preside at all meetings of the Association and/or the Board of Directors, and perform all duties incident to this office. He/She shall, subject to the approval of the Board of Directors, appoint all committees and he/she shall be ex-officio members of all committees. The president shall be the chief administrative officer of the Association. He/She shall recommend to the membership and the Board of Directors such matters and make such suggestions as may tend to promote the prosperity and increase the usefulness of the Association. Any and all of the usual administrative duties that this office usually holds. President shall be spokesperson for the Association and represent the Association at all meetings, events and community functions, etc.

Section 2. Vice President: The 1st Vice President shall be responsible for the meeting program. In the absence of the President, the Vice President will serve in his/her place. In the event of a vacancy in the office of president, the 1st Vice President automatically becomes President, and the 2nd Vice President becomes 1st Vice President. The Board of Directors will appoint an interim 2nd Vice President. The 2nd Vice President, in the absence of both the President and the 1st Vice President, shall serve in their place. The 2nd Vice President shall send out the meeting notices at least three days in advance and arrange for the meeting location.

Section 3. The Secretary: The Secretary shall be responsible for minutes of all duly called meetings of the regular membership and the Board of Directors. He/She will also prepare meeting notes for the membership by the next meeting.

Section 4. The Treasurer: The Treasurer shall receive and disburse the funds of the Association. He/She shall keep all monies of the Association deposited in the name. At monthly intervals he/she shall make reports to the membership and Board of Directors. The Treasurer shall submit to the Board of Directors a financial statement and written report of the year's work at the close of the fiscal year. He/She will also work with the President in the preparation of an annual budget.

Article VII – Budget

Section 1. Preparation: The President will be responsible for preparing and presenting to the Board of Directors an annual budget before the end of January.

Section 2. Adoption: The Board of Directors shall amend and adopt an official budget and present it to the membership by March.

Section 3. Audit: A qualified financial person shall perform a review of the books with the change of the Treasurer or every two years, whichever comes first.

Article VIII – Committees

Section 1. Appointment: President shall appoint such Committees as deemed necessary to conduct business of the Association.

Article IX – Disbursement

Section 1. Disbursement: Disbursement for proper bills will be processed by the Treasurer with the signature of at least two authorized officers of the Association.

Article X – Fiscal Year

Section 1. Period: The fiscal year shall end on the 31st day of December of each year.

Article XI – Proceedings

Section 1. Conduct of Meetings: The proceedings of the Association meetings shall be governed by and conducted according to Robert's Rules, Revised.

Article XII – Bylaws

Section 1. Amendment: These Bylaws may be amended or altered by two-thirds votes of those present at any regular meetings of the membership of the Association, provided notice of the proposed change shall have been emailed to each member not less than ten (10) days prior to such meetings.