

CALLICOON BUSINESS ASSOCIATION BY-LAWS

REVISION 1/8/2019

ARTICLE I: NAME, MISSION STATEMENT, OBJECTIVES, VISION

Section 1. Callicoon Business Association

The Callicoon Business Association, Inc. shall hereinafter be referred to as the "Association".

Section 2. Mission Statement

Make the hamlet of Callicoon and surrounding areas a better place to live, work, play and visit by enhancing the economic, social and cultural opportunities of those who work, live in and visit here.

Section 3. Objectives

- A. To promote, encourage and enhance business in the hamlet of Callicoon.
- B. To assist businesses in providing improved services for customers and visitors.
- C. To preserve our cultural, historic and natural assets.
- D. To encourage cooperation among Members.
- E. To work with other businesses, hamlets, towns and municipalities within the Upper Delaware River Valley. To recognize and acknowledge special projects pertaining to the hamlet of Callicoon. To increase and improve the patronage to merchants in the hamlet of Callicoon and the surrounding area.
- F. To represent the position(s) of the business community in the hamlet of Callicoon to elected officials, community partners and outside organizations.
- G. To conduct activities including, but not limited to, advertising, promotion, fundraising and community service for the benefit of the business community and the population at large.
- H. To increase tourism

ARTICLE II: MEMBERSHIP AND DUES

Section 1. Membership

There are Full Members and Affiliate Members. An Affiliate Member is a non-for-profit community organization.

Full Membership is open to all businesses in the hamlet of Callicoon and in the Upper Delaware River Valley region on both the Pennsylvania and New York sides of the Delaware River. The Association will levy membership dues in January for the relevant calendar year. Dues are established by the Executive Committee.

A Member is defined as a business, community member or Not-for-Profit operating in the Upper Delaware River Valley whose membership is paid and received. Throughout this document "Member" may also refer to a business Member's representative.

The amount of dues payable will be subject to review on an annual basis. Failure of a business to remit dues within 30 days of due date will result in forfeiture of voting privileges and exclusion from association website until paid.

Affiliate Memberships are determined by a vote of the general membership. Affiliate Memberships are given all the rights and privileges except for voting and do not have to pay dues.

Section 2. Record of Members

The Treasurer shall maintain the roster of current Members who are entitled to vote.

Section 3. Voting

Each Member is eligible to vote with one vote per business
A Member must be present at a meeting to vote. (See
Elections for rules on Election Voting)

ARTICLE III: ADMINISTRATION

Section 1. Officers

The Officers shall be the President, Vice President, Secretary and Treasurer.

Section 2. Executive Committee

The Executive Committee shall consist of the Officers and three additional Members, each of whom shall be nominated and elected by the Membership.

Section 3. Elections

An Election for the Officers and the three additional Executive Committee Members will be held at the January Regular Meeting. Officers and Executive Committee Members will be elected to a term of one year taking office at that January Regular Meeting. All candidates must be a Member in good standing to make a declaration or to be nominated for election.

Candidates are nominated by Declaration, that must be made in person or in writing to the Executive Board prior to the election.

Elections by Paper or Digital Ballot are Permissible

Section 4. Resignation

Any elected official can resign at any time by sending a written resignation to the Secretary.

Section 5. Vacancies

Any vacancy in the Executive Committee may be filled through an election at a Regular Meeting. The Membership must be notified of the election one week prior to the Regular Meeting.

Section 6. Removal

The Executive Committee may remove any Officer or Executive Committee Member with cause by unanimous decision through a secret ballot by the remaining Executive Committee Members at any Regular Meeting. A statement of the reason must be given to the Executive Committee Member being considered for removal at least thirty days before any final action is taken by the Executive Committee. This statement shall be accompanied by a notice of the time and place where and when the Executive Committee is to take action on the removal. The Officer or Executive Committee Member shall be given

an opportunity to be heard and the matter considered by the Executive Committee at the time and place mentioned in the notice.

ARTICLE IV. MEETINGS

Section 1. Regular Meetings

Regular Meetings will be held once a month on the last Tuesday of each month at 5:30pm.

Section 2. Executive Meetings

The Executive Committee will meet every last Tuesday of each month at 4:30pm, **subject** to change if necessary. The President may decide to hold open or closed meetings, in which Committee Chairs may be called to attend. The Secretary will notify each member no earlier than (2) weeks or later than five (5) days before said meeting.

Section 3. Special Meetings

Special meetings of the Membership may be called by the President and one Officer or upon request of 20% of the Members giving five day's notice to all Members.

Section 4. Quorum

A quorum for the transaction of business shall be constituted by 12% of the total Membership, who must be present, subsequent to notification of agenda items. If a quorum is not established, the Executive Committee is empowered to make decisions.

Section 5. Organization

The President shall preside at all meetings. If the President is not present, then the appropriate officer in succession shall preside. Parliamentary procedure questions or concerns shall be determined by reference to the most current edition of "Robert's Rules of Order".

The Callicoon Business Association By-Laws overrule "Robert's Rules of Order".

ARTICLE V: FINANCE

Section 1. Budget

A budget will be prepared each year by the treasurer in conjunction with the Executive Committee, presented to the Membership for vote and approval no later than March. The budget shall be reviewed quarterly by the Executive Committee at an Executive Committee meeting.

Section 2. Fundraising

The Association will sponsor and conduct fundraising events to promote the community and achieve the goals of the Association. They will undertake grant writing and other fundraising initiatives.

Section 3. Reporting

A financial report must be presented to the general Membership at each Regular Meeting.

ARTICLE VI: COMMITTEES

Section 1. Formation

Committees shall be formed as needed by the Executive Committee who will appoint a Chairperson. The Chairperson is not required to be a Member. The Committee's actions will be defined by the Chairperson with the Presidents approval. The Chairperson shall report developments and recommendations to the

Executive Committee upon the Executive Committee's request and then to the Membership as needed. **Newly established Committees must allow a 30 day window to have a call for Chair candidates before officially confirming a Chair.**

Section 2. Standing Committees

A. Events Committee

- Callicoon Country Fair
- Callicoon Art Walk
- Tree Lighting
- Dickens on the Delaware

B. Beautification Committee

- Beautification efforts and maintenance
- Explore grant opportunities with Grants Committee
- Communicate with Main St. Merchants

C. Fundraising Committee

- Coordinate fundraising for beautification, events, planning, development and other CBA efforts
- Conduct Sponsorship Drives for Town Wide Events

D. Social Media & Marketing Committee

- Develop and execute a plan of action to promote the Association through Social Media & Marketing initiatives.
- Maintain the Association's Facebook, Instagram and website.
- Develop annual advertising plan and budget.

E. Train Depot Committee

- The Committee is charged with Development and Oversight over the Callicoon Train Station Visitors Center Project.
- Its goal is to develop a viable and self-sustaining plan for an Upper Delaware Visitor Center, Community Center and Public Community Commons.
- This is being developed and executed in coordination with and under the approval of the Upper Delaware Scenic Byway.

ARTICLE VII: AMENDMENT OF BY-LAWS

Section 1. Proposal and Vote of Amendment

The proposed amendment must be presented to the Members for review and consideration at any Meeting, then to the Executive Committee and an Attorney. The vote on the proposed amendment shall take place at the next Meeting. Any change shall be approved by a quorum of voting members.

STANDING RULES

A. President

1. The President will be a Member in Good Standing.
2. Must oversee and coordinate all business of the Association.
3. Must preside over all meetings of the Association.

B. Vice President

1. The Vice President will be a Member in Good Standing.
2. Assists the President in overseeing and coordinating all business of the Association.
3. Acts as public relations liaison between Executive Board, Member Businesses and the community.
4. Presides in absence of the President.

C. Treasurer

1. The Treasurer will be a Member in Good Standing.
2. Shall receive, disburse and account for all financial transactions.
3. Shall keep an accurate and up-to-date record of all financial transactions and present a monthly report to the Association.

D. Secretary

1. The Secretary will be a Member in Good Standing.
2. Shall prepare Association meeting minutes, and present to the president.
3. Must keep track of valid votes during meetings.
4. Shall be responsible for recording attendance at each Meeting.
5. Shall maintain Membership database and facilitate communication.

E. Members at Large

1. Members at Large will be in Good Standing.
2. Are responsible for assisting the President and Vice President in the day to day operations and business of the Callicoon Business Association, including social media, marketing and website maintenance
3. Must volunteer and assist in the production of community events

F. Good Standing is defined by a Member who has paid their dues in full.