

FRYEBURG BUSINESS ASSOCIATION

Article I. – Name and Organization

1. The name of the organization shall be the Fryeburg Business Association. Fryeburg Business Association may from time to time be known as the FBA.

2. The Fryeburg Business Association is a non-profit mutual benefit corporation organized, established and existing under the laws of the State of Maine, with a principal place of business in the state of Maine, Town of Fryeburg, and County of Oxford.

Article II. - Mission

The mission of the FBA shall be to promote and enhance a thriving business climate in the Fryeburg area.

Article III. – Object and Purpose

In carrying out its mission, the object and purpose of FBA shall be to:

1. Contribute to economic vitality;
2. Encourage members to participate in community development;
3. Provide a forum for members to communicate on aspects of business;
4. Develop and encourage high standards of professionalism among association members;

5. Broaden public understanding and appreciation of Fryeburg businesses;
6. Cooperate with other organizations in the area which are aligned with the FBA mission; and
7. Undertake such functions, consistent with the mission, which advance the interest of the members.

Article IV. – Membership

1. Membership shall be available to any business owner, business officer, or designated representative of a business with activities based in the Fryeburg area, or any individual who supports the mission of FBA..
2. Membership may also include owners, officers or representatives of businesses that do not have activities based in the Fryeburg area, but which nonetheless supports the mission of the FBA.
3. The membership year shall be the calendar year.
4. Annual membership dues shall be as prescribed by the Board of Directors. Dues are payable in advance on or before December 1. The Treasurer shall notify members who become two months in arrears. Those whose dues are not paid within thirty days thereafter shall be dropped automatically from membership.
5. The FBA Board of Directors, in its sole and absolute discretion, consistent with the FBA mission is the approving authority for all applications for membership.

Article V. - Board of Directors

1. The business of the FBA shall be managed by its Board of Directors (BOD) who shall have the sole authority to approve applications for membership, to exercise general control of the

assets of the FBA, to exercise control of the affairs of the FBA, and to act on behalf of and bind the FBA.

2. The Board of Directors shall consist of all Officers, and one Member-at-Large.

3. The Officers of the Board of Directors shall be President, Vice President, Secretary, and Treasurer.

4. Officers and the Member-at-Large shall be elected at a general meeting of the membership to be held annually during the fourth quarter, and they shall be seated the following January.

5. Terms of Office shall be for one year, and no individual shall hold the same office for more than three consecutive years. Should a vacancy occur, the Board of Directors shall appoint a member to fill said vacancy for the unexpired portion of the term. No member shall hold more than one office at any one time.

6. A BOD member must be current with dues and maintain a seventy-five per cent attendance record. Any Board member may be removed from the Board, at any time, with or without cause, by the affirmative vote of two-thirds majority vote of present members during any general meeting.

7. Meetings of the FBA Board of Directors will be held as needed, and may be done by electronic means. A quorum of three Board members is required for conducting business. Special meetings of the FBA Board of Directors may be called by any officer at any time by giving at least two days' notice setting forth specific information on the business to be discussed at the special meeting.

Article VI. – Officers

The responsibilities and authorities of the Officers and the Member-at-Large shall be as follow:

1. PRESIDENT:

- a. The President will serve as the principal of the FBA and preside over all meetings of the FBA as well as the Board of Directors and be responsible for establishing the agenda, and coordinating committee functions and reports.

- b. The President will serve on all committees (ex-officio) and appoint all committees.

- c. The President will represent the association to the public.

2. VICE-PRESIDENT:

- a. The Vice President will assist and collaborate with the President in all matters where it may be necessary and appropriate, including presiding at meetings in the President's absence.

3. TREASURER:

- a. The Treasurer will be responsible for receipt and custody of all funds of the FBA in accounts held at local FDIC insured bank(s) and in the name of FBA.

- b. The Treasurer will make a quarterly financial report to the membership and regular financial reports to the Board of Directors at periodic scheduled meetings.

4. SECRETARY:

- a. The Secretary will keep written minutes of all meetings of the FBA and BOD and notify all members of actions taken via correspondence soon thereafter.

- b. The Secretary, together with the Member-at-Large, will also be expected to keep all the records of the FBA and file any necessary reports with local, state or federal authorities.

5. MEMBER-AT-LARGE:

- a. The Member-at-large shall serve as a voting member of the Board

- b. The member-at-large shall assume those duties and tasks as assigned by the Board.

Article VII. - Meetings

1. Meetings shall be presided over by the President, and in the absence of the President in order by the following: Vice President, Treasurer, a member chosen by the members present.
2. Meetings of the FBA membership shall occur at least 4 times annually, including January, and at dates and times established by the BOD. Written or printed notice stating the place, day and hour of the meeting, and its purposes, will be posted at least seven (7) days in advance of the meeting in appropriate media.
3. A quorum shall be a majority of the voting members present, which may be in person or by proxy, with a simple majority needed to carry a vote.

Article VIII. - Committees

1. The BOD may from time to time, establish such committees, standing or Ad Hoc, as the Board determines is appropriate to carry out the mission of FBA.

Article IX. – Fiscal Year

1. The Fiscal Year of the FBA will be calendar year.

Article X. – Parliamentary Authority

The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the FBA in all cases in which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the FBA may adopt.

Article XI. – Amendments

1. These Bylaws may be amended at any meeting, general or special, of the membership, by a two-thirds vote, provide notice of such amendment has been provided at least seven days prior to said meeting.

Adopted: January 12, 2010

Revised: January 11, 2011

Revised January 8, 2013

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Revised January 13, 2015

Revised March 25, 2015

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