

# Belton Alliance By-Laws

## ARTICLE I – NAME

This organization shall be known as the Belton Alliance

## ARTICLE II – LEGAL STATUS

Section 1-The Belton Alliance shall be incorporated as a nonprofit, charitable, educational organization under the laws of the state of South Carolina.

Section 2-The Alliance shall be organized exclusively within the meaning of Section 501 c 4 of the Internal Revenue Code of 1954 or the corresponding provision of any subsequent United States Internal Revenue Laws of the United States.

## ARTICLE III – PURPOSE

Section 1 –The purpose of the Alliance shall be to work with public, private and civic entities to promote tourism, economic growth and quality of life in the Belton area.

Section 2 – The Alliance shall direct its full efforts in support of their objectives in a positive and progressive manner including:

- Plan and promote tourism and economic development by encouraging the most effective use of both public and private resources.
- Revitalization of the Belton area, including downtown.
- Plan, promote and execute group activities aimed at increasing tourism and improving business and civic conditions in the area.
- Promote the Belton area through a professional website and other means available.
- Administer committees deemed necessary to carry on the activities of the Alliance.
- Coordinate all activities of the Alliance

Section 3-The Alliance in carrying out its purpose shall cooperate with the City of Belton and other local and municipal organizations where the functions coincide with the goals of the Alliance.

Section 4-As a nonprofit corporation, the Alliance shall have no capital stock and no shareholders, and no part of the net earnings, income or profit of the Alliance shall inure to the benefit of or be distributable to its directors, officers or other private individuals except that the Alliance may pay reasonable compensation for services rendered and may make payments and distributions in furtherance of its purpose.

Section 5-The fiscal year of the Alliance shall be the calendar year unless otherwise fixed by the Board of Directors.

## **ARTICLE IV – MEMBERSHIP**

Section 1-Membership in the Belton Alliance shall be open to any duly licensed commercial establishment, non-profit organization, or individual upon approval by the Board of Directors by a simple majority of a quorum and payment of the appropriate dues.

Section 2-To retain membership in the Belton Alliance, a person, a firm or an organization must pay dues in an amount approved by the Board of Directors. Annual dues will be billed in December or January and payment is due on or before March 1. Dues for new members joining during the year will be prorated for the first year then set on a regular billing cycle. Membership accounts more than 60 days past due shall be considered cancelled.

## **ARTICLE V – GOVERNANCE - BOARD OF DIRECTORS**

Section 1-The Alliance shall be governed by a Board of Directors which shall be composed of not more than 12 current members of the Alliance, in good standing, including the 4 officers. Terms of Directors will be staggered so that no more than 4 shall be elected each year. Board members are expected to attend monthly Board meetings and be active in committee work.

Section 2- The terms for board members shall be 3 years. Board members may serve 2 consecutive terms on the Board.

Section 3-At least 1 year shall lapse between the time a Board member leaves the Board and the time they may be reelected to the Board.

Section 4-New Board members shall be elected at the December meeting prior to their taking office by the current Board of Directors.

Section 5-A representative of the Belton City Council shall be appointed to serve as an ex-officio member of the board for 1 year and serve as the liaison between the Alliance and the City. The Council representative shall be appointed each year.

Section 6-The Mayor of the City of Belton shall be an ex-officio member of the Board

Section 7-The immediate past president shall be an ex-officio member of the Board for 2 years following the completion of his/her term as president if his/her term as an elected Board member has expired.

Section 8-Vacancies during mid-term on the Board of Directors shall be filled by election by the other Directors in office, and the Directors so elected shall hold office for the unexpired terms of the discontinued Directors. Members of the Board of Directors may be removed by 2/3 vote of the Board of Directors, for conduct determined to be unacceptable. The Board member in question will not be eligible to vote.

Section 9-The Board shall have the authority to act on all matters of business of the Alliance.

## **ARTICLE VI – OFFICERS**

Section 1-Officers of the Alliance shall be President, Vice-President, Secretary and Treasurer. All officers shall be elected by the Board of Directors at its December meeting and shall serve for one 2-year term in the same office. The President shall not serve more than 1 consecutive term. These officers shall serve as the Executive Committee, and shall be empowered to act for the Belton Alliance in the interim between regular meetings of the Board of Directors on such matters as are directed by the Board of Directors.

Section 2-Officers shall be elected at the December Board meeting preceding their taking office by the current Board of Directors.

Section 3-Job Description for Officers:

- The President shall preside over the Board of Directors meetings and will be responsible for the overall operation of the Alliance. The President shall appoint committee chairs and committee members as necessary to carry on the activities of the Alliance. The President will chair the Organization Committee and be an ex-officio member of all committees. The President will also act as liaison between the Alliance and agencies, organizations, businesses, media and any other group dealing with the Alliance.
- The Vice-President shall, in the absence or disability of the President, perform the duties and exercise the powers of the President, and shall perform such duties as may be assigned to the Vice-President by the board. The Vice-President will chair the Nominating Committee.
- The Secretary shall be responsible for notifying Board members of meeting dates, time and location and for recording minutes of the Executive Committee and Board of Directors meetings and establish and maintain the Alliance's files.
- The Treasurer shall be responsible for the management of the Alliance funds collected to include maintenance of checking and savings accounts, payment of all bills associated with the operation of the Alliance and the collection of membership dues and other income. The Treasurer will serve on the Organization Committee and prepare the annual budget and financial statements for Board of Directors meetings. The Treasurer shall insure that accurate records of the fiscal affairs of the Alliance are kept.

Section 4-Officers and members of the Board shall serve without compensation. The President may authorize the reasonable reimbursement of expenses incurred by any person in conjunction with the business of the Alliance. The Board may employ or contract such other personnel as may be necessary to carry out the functions of the Alliance.

## **ARTICLE VII – MEETINGS**

Section 1-The regular meeting of the Belton Alliance Board of Directors shall be held on a day, time and location specified by the Board of Directors.

Section 2-The Board of Directors shall meet at least 10 times each year.

Section 3-Special board meetings may be called by the president provided that 5 days advance notice is given each Board member.

Section 4-A quorum shall consist of a simple majority of the Board of Directors. A minimum of 7 board members must be present for action to be binding. Any decisions made at meetings of the Alliance will be determined by a simple majority vote, of the Board members present at the meeting.

Section 5-Adequate written minutes shall be kept, recording the acts and proceedings at meetings of the Board. Such minutes shall be prepared by the Secretary or person designated by the Secretary and approved by the officer presiding at the meeting and shall be approved at the next succeeding meeting of the Board.

## **ARTICLE VIII – COMMITTEES**

Section 1-The President shall appoint, with the approval of the Board of Directors, the following standing committees of which a member of the Board shall be chair:

- A. Organization Committee shall be chaired by the President and include the Treasurer and shall be responsible for financial matters (including an annual budget), bylaws and membership.
- B. Nominating Committee shall be chaired by the Vice-President and one other officer plus 2 Board members and 1 representative from the general membership. This committee shall be appointed in September and be responsible for submitting a slate of directors for election at the December meeting.

Section 2-The President shall appoint other committees necessary to implement the Purposes of the Alliance.

## **ARTICLE IX – AMENDMENT OF BYLAWS**

These by-laws may be amended at any regular or special Board of Directors meeting by a 2/3 vote of all Board members, provided the proposed amendment has been circulated to the Board of Directors in writing at least 10 days prior to the meeting.

## **ARTICLE X – DISSOLUTION**

In the event of its dissolution, the residual assets of the Alliance will be turned over to one or more organizations which themselves are exempt organization as described in Section 501 c 3 and 170 c 2 of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future law, or to the Federal, State or local government for exclusive public purposes.