

**BY-LAWS
OF
CORINTH MERCHANTS' ASSOCIATION**

Our **MISSION STATEMENT** is to raise awareness of local businesses, service groups, and agriculture, while promoting community spirit in the Town of Corinth and to support, encourage, and network with members on endeavors and issues of concern.

ARTICLE I - ESTABLISHMENT

Section 1. The name of the organization is the CORINTH MERCHANTS' ASSOCIATION, hereinafter called the CMA.

Section 2. The CMA is a not-for-profit corporation and is not organized for pecuniary profit or financial gain, and no part of its assets, income, or profits shall inure to the benefit of any member, director, or individual.

Section 3. The territory in which the activities of the corporation will be principally conducted is Saratoga County, Town and Village of Corinth.

Section 4. The duration of the corporation shall be perpetual. In the event of dissolution of this corporation all the assets are distributable in accordance with the laws of the State of New York.

ARTICLE II - PURPOSE

Section 1. To encourage the growth and beautification of the Town of Corinth, the Village therein, and the surrounding areas.

Section 2. To foster interest in and promote educational, civic, patriotic, cultural, and social work in the community.

Section 3. To provide support, encouragement, and consultation to new and established businesses in Corinth

Section 4. To encourage business-minded people to serve their community with efficiency and promote high ethical standards in industry, professions, public works, and private endeavors.

Section 5. To promote a forum for open discussion of all matters of public, community, and business interests.

Section 6. To provide members with strength in unity for those issues that directly or indirectly affect their business functioning, i.e., parking, advertising, lighting.

ARTICLE III – MEMBERSHIP

Section 1. Eligibility

- a. Any business owner – merchant, service, or professional – with employees or sole proprietorship, established and operating in the Village or Town of Corinth or in the surrounding towns of Hadley, Lake Luzerne, Day, or Greenfield and operating under legal guidelines as required by NYS.
- b. Of legal majority and good moral character and reputation in the community.
- c. Having submitted necessary information on application for membership and dues to the secretary of the CMA.

Section 2. Maintenance

- a. Having paid the annual membership fee for the fiscal year April through March of \$50, due by April 1 and made payable to the Corinth Merchants' Association.
- b. Support and participation in CMA activities and fund raisers and community involvement to improve the image and encourage the growth of businesses in Corinth.
- c. Submitting of necessary paperwork (updating of records, ballots) to secretary in timely fashion.

Section 3. Voting

- a. Each member shall be entitled to one vote for each paid membership in the CMA. Where more than one person is included in a membership, the membership is entitled to one vote on any issues and ballots.
- b. On issues specific to the Town and/or Village of Corinth, only those members located in the Town/Village will be eligible to vote.

Section 4. Forfeiture – The Board of Directors may determine that any member shall forfeit its membership, upon 2/3 vote of the Board, for cause.

ARTICLE IV – OFFICERS

Section 1. Officers of the association shall be president, vice-president, secretary, treasurer, four directors.

Section 2. Term of office is one year beginning with the April meeting. Officers can be reelected for multiple terms.

Section 3. Eligibility for office – person at least 19 years old and an active member of good standing in this association. Each business can have only one representative on the Board of Directors.

Section 4. Compensation – No officer shall receive any compensation for any service rendered to this association in his/her official capacity. Expenses incurred by an officer in performance of official duties shall be reimbursed upon approval of the Board of Directors.

Section 5. Duties:

a. President

1. Shall be chief executive officer.
2. Shall issue call for regular, Board, and special meetings.
3. Shall preside at and conduct all meetings of CMA under the most recent revised version of Robert's Rules of Order.
4. Shall coordinate meeting agenda, including issues of interest and concern submitted by members by the Friday before the regular monthly meeting.
5. Shall appoint standing and special committees of CMA and cooperate with chairpersons to effect regular functioning and reporting of such committees.
6. Shall be deciding vote on any issue brought by membership for vote in which a tie occurs.
7. Shall see that annual elections are duly called, noticed, and held.

b. Vice President

1. Shall perform the duties of president with the same authority if, for any reason, the president is unable to perform the duties of office.
2. Shall oversee the functioning of such committees as the president shall designate and establish for specific activities.
3. Shall coordinate member representation and attendance at other standing community committees and organizations: Village Board, Town Board, Image, Revitalization, Planning Board, Zoning, and report to membership at monthly meeting on those issues concerning business interests.
4. Shall distribute information to merchants for quality of service/goods expected for membership in CMA.

c. Secretary

1. Shall record minutes of general and board meetings and prepare regular monthly reports to be available to all members.
2. Shall be responsible for correspondence and mailings for CMA.
3. Shall maintain a post office box to receive CMA mail.
4. Shall maintain member attendance roster.
5. Shall arrange for issuance, in cooperation with treasurer annual statements to each member for dues and other financial obligations owed to CMA, collect, and turn same over to treasurer and obtain a receipt.
6. Shall have custody and keep and maintain general records of the association, including minutes of general and board meetings, attendance, communications, correspondence, appointments, elections, member information, members' CMA accounts.

d. Treasurer

1. Shall receive all monies from secretary, committee chair persons, and otherwise, and deposit same in CMA account maintained at local bank/credit union.

2. Shall pay out monies in payment of CMA obligations on authority of board of directors. All checks and vouchers shall be signed by treasurer and countersigned by president or secretary.
3. Shall have custody and keep and maintain general records of CMA receipts and disbursements.
4. Shall prepare and submit a quarterly financial report for membership meetings and to board of directors.

e. Directors

1. Shall be responsible for coordinating community relation activities that promote businesses in Corinth, i.e., special anniversary sale, holiday celebrations.
2. Shall be responsible for outreach to new businesses established or planning to establish in Corinth.
3. Shall be involved with gathering of demographic information with other community groups, survey studies, and real estate agents.
4. Shall oversee preparation, updating, and implementing of orientation/demographic information to be available to interested parties seeking to establish businesses in Corinth.
5. Shall oversee fundraisers, projects, and events sponsored by CMA to promote businesses in Corinth.
6. Shall work with committee chair-people to coordinate activities for publicity and marketing.
7. Shall be liaison for CMA and other groups and organizations in marketing/publicity for community, to include fundraisers for general fund, signs, locator maps, flyers, media spots, value pack/economy packs.
8. Shall work to obtain grants for programs to benefit Corinth business community.

ARTICLE V – MEETINGS

Section 1. Regular meetings will be held monthly, except in December, at a location designated by the president. Special meetings can be called by the president when deemed necessary with all membership notified in timely fashion.

Section 2. Board of directors shall meet monthly and as deemed necessary by the president.

Section 3. All meetings will be presided over by the president or his/her stead and conducted under Robert’s Rules of Order.

Section 4. Minutes of the previous month’s meeting will be made available to all members one week prior to next meeting for review.

Section 5. Issues of interest are to be submitted to the president or designee in writing by the Monday before the monthly meeting in order to be placed on the agenda for the meeting. No other business but that specified on the agenda may be transacted without the unanimous consent of all those present.

Section 6. Order of business:

1. Sign in or roll call to determine number of voting members
2. Secretary’s minutes and treasurer’s report submitted for approval.

3. Reports of officers and directors
4. Committee reports
5. Old and unfinished business
6. New business
7. Adjournment

Section 7. All members will have an equal opportunity to express opinions on business issues/grievances, but personal complaints will be referred to the Board of Directors for consideration before discussion with the general membership.

Section 8. The CMA will routinely review the purpose and direction of the organization and review the bylaws for amendment at the March and September meetings. In order to amend the by-laws, a vote to amend is required at two consecutive meetings, with an affirmative vote of a majority of the members required at the first such meeting, and an affirmative vote of 2/3 of the members required at the second such meeting.

ARTICLE VI – ELECTIONS

Section 1. A nominating committee will be appointed by the president to present a roster of candidates in March for election of officers at the April meeting. Voting by written ballot or by email must be received by the third Tuesday of March to be counted. Decision will be by plurality vote.

Section 2. Installation of officers shall occur at the April meeting for a one-year term.

Section 3. Any or all officers/directors may be removed from office for cause by a 2/3 vote of the membership or by action of the board.

Section 4. An officer/director may resign at any time by giving written notice to the board with resignation to take effect upon receipt thereof or a specified/agreed upon date.

Section 5. Any vacancies occurring during the term of elected service, April-March shall be filled at the next regular meeting by a majority vote of a quorum of members in good standing.

approved February 4, 2019