

# Valley Springs Area Business Association

## Bylaws

### ARTICLE I

#### **Names and Principal Place of Business**

##### **Section 1.**

The name of this Corporation shall be the Valley Springs Area Business Association, Inc.

##### **Section 2.**

The principal office for the transaction of business shall be located in the Greater Valley Springs Area. The mailing address is to P.O. Box 848, Valley Springs, California 95252.

### ARTICLE II

#### **Purpose of the Organization**

##### **Section 1A.**

This Corporation is a nonprofit public benefit corporation and is not organized for the gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purpose.

##### **Section 2B.**

The specific purpose of this Corporation is to enhance and promote business entities within this community and improve, promote and assist the development of the greater Valley Springs area business community in Calaveras County, California. We have informative luncheons for all members each month and programs to enlighten local and county activities to our group.

We also raise funds to give school scholarships, promote youth activities, and sponsor the Christmas Parade and work to improve the environment in this area. (Article II cannot be amended or revised without approval of the Secretary of State, Articles of Incorporation.)

### ARTICLE III

#### **Membership and Dues**

##### **Section 1.**

*Eligibility:* All persons, firms and corporations interested in the civic and economic well-being of the service area of the Valley Springs Area Business Association who desire to preserve and promote the objectives of the corporation herein known as the Valley Springs Area Business Association (VSABA), shall be eligible for membership. Associates (individuals) shall not exceed 25% of the total membership. (Amended 11/09/12).

**Section 2.**

*Dues:* Membership dues shall be designated from time to time by the Board of Directors. These fees will be for one full year from date paid. The Board may classify membership and prescribe differentials of dues for different classes of membership. (Amended 11/09/12).

**Section 3.**

Members whose dues are current are eligible to participate in all activities. Only members whose dues are current are entitled to vote for the Board of Directors.

**Section 4.**

The annual dues are \$30.00 for businesses or organizations, \$20.00 for associate (individual), and \$10.00 for Citizens of the Year through 2009, which may be increased or decreased by a two-thirds (2/3) vote of the full Board of Directors. (Amended 3/17/93, 10/11/06 and 11/09/12).

**Section 5.**

No member or Board member shall use the Valley Springs Area Business Association (VSABA) name, logo or title along with his or her own in support of any political campaign, activity or person. (Amended 11/09/12).

**ARTICLE IV**

**Board of Directors**

**Section 1.**

*Definition:* The number of Directors shall be at least seven (7) and not more than ten (10). (Amended 2/03/95, 1/07/02, and 1/06/06).

**Section 2.**

*Powers and Responsibilities:* The Board shall have the authority to adopt Bylaws and to alter, amend Bylaws upon a majority vote of the Directors eligible to vote, or may propose such changes by a majority vote for adoption. The Board of Directors shall implement, support and carry out the policies of the regular membership, including these Bylaws and shall exercise all powers conferred by the laws of the State of California. (Amended 11/09/12).

**Section 3.**

*Elections:* Elections for Directors shall be held annually the last week of November. Four Directors shall be elected in the even years and the remaining members of the Board in the odd years. Term of Directors shall be for 2 years beginning January 1 following elections. Ballots will be mailed to all members whose dues are current in November of every year. A simple majority of votes cast is needed. (Amended 1/06/06).

Exception to Section 3: If not enough members volunteer to run for a position on the board, the remaining board members by a majority vote, may appoint new board members to serve two year terms to maintain the minimum seven (7) but no more than 10 as required by these Bylaws. (Amended 11/20/11).

