

Bylaws of the Argyle Community Enhancement Team (ACET)

Article I. Organization Name

The name of this organization shall be “Argyle Community Enhancement Team”. Within these Bylaws it shall be called “ACET.” The name of ACET may only be used, in promotions or in any other way, by affirmative vote of the Board of Directors.

Article II. Purpose

Section 1. The purpose for which ACET is formed is to promote and perpetuate the business, agriculture, civic interests, general welfare and prosperity of the community and its environs; and the stimulation of public interest to these ends; to develop a homogeneous public spirit, whereby, we may put forth maximum effort in the aid of our community, to make it more prosperous, more beautiful, and a better place in which to live.

- a) We will strive to build and expand connections between businesses, organizations and individuals in our community.
- b) We will support, help and encourage new businesses and organizations in the town of Argyle.
- c) We will encourage other members and non-members to seek ways to give back to our community that provides us a home base for our businesses and organizations.
- d) We will look for, establish and maintain positive working affiliations with other similar community based groups outside of Argyle.

Section 2. ACET shall be nonpartisan and non-sectarian and shall take no part in, or loan its influence to, the election of any candidate for office in the village, town, county, or federal government.

Article III. Membership

Any person, association, business, estate, or not-for profit shall be eligible to apply for membership if they live within the Town of Argyle, or Argyle School District, or live in a town that directly borders on the Town of Argyle, NY.

Article IV. Rights and Responsibilities of Membership

Section 1. Dues paying members can: attend meetings; participate in ACET's activities; and are allowed one vote for selecting the ACET Board of Directors, or for matters coming before the Board that requires a full membership vote. They will receive special notification of events, including the opportunity for early reservations; a discount for advertising; a newsletter; and may chose to be listed on the website and other such privileges as shall be designated from time to time.

Section 2. Responsibilities of Membership include presenting a positive face in support of the ACET mission for improving the community of Argyle. Participation in work assignments is also highly encouraged in order to spread the workload of our volunteer organization.

Section 3. The Board of Directors will set annual dues for membership.

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Section 4. ACET reserves the right to terminate the membership and all rights of any member who does not meet these responsibilities. This is done by quorum vote of the board of directors, subject to a reasonable appeals process.

Article V. Board of Directors

ACET shall be governed by the board of directors elected from the membership at large for a term of one year and are up for renewal at the end of each term.

Section 1. The board of directors shall not be less than three (3) or more than nine (9). This will be up to four (4) officers, one (1) immediate past president and up to four (4) members. All meetings of the board of directors shall be announced and open to all members. Accordingly, the President will appoint successors to keep the Board of Directors at no fewer than three (3) members.

- a) Elected officers on the board of directors shall consist of the following: President, Vice President, Secretary and Treasurer.
- b) Two (2) to four (4) voting directors shall be elected from the membership.
- c) Immediate past-president. The immediate past president of ACET shall automatically become a full voting member of the Board. And shall serve from the end of their term of office as president until the next past president replaces him/her.

Section 2. The duties of the Board of Directors shall be:

- a) to direct and control the affairs of ACET toward the achievement of its stated purposes; and
- b) to establish policies and procedures; and
- c) to adopt rules and regulations governing the actions of the Board and members, except that of the purposes of ACET as stated in the Bylaws, and
- d) to raise and manage the funds of ACET, not permitting any part of the funds of ACET to be used to the benefit of any private individual.

Section 3. The duties of the President shall be as follows:

- a) Determine the agenda and order of business, preside over and conduct meetings of the organization in accordance with its bylaws.
- b) Serve as the principle contact for the organization and direct its activities.
- c) Determine the necessity for board and membership meetings and make the proper notification of the date, time, and place and purpose of the meetings.
- d) Appoint members to standing and special committees, and may designate a spokesperson as needed.
- e) Perform all duties incident to the office of president and such other duties that may be prescribed by the ACET board.

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Section 4. The duties of the Vice President shall be as follows:

- a) The Vice-President will assist the president in the execution of his/her duties.
- b) Perform the duties of the president in the absence of the president or in the event that office becomes vacant.
- c) Perform other such duties as may be prescribed by the president, Board of Directors and ACET membership as a whole.

Section 5. The duties of the Secretary shall be as follows:

- a) Conduct the annual elections.
- b) Serve as custodian of all records, documents and correspondence.
- c) Maintain a current set of bylaws available to all.
- d) Perform other such duties as may be prescribed by the President, The Board of Directors, or the ACET membership as a whole.

Section 6. The Treasurer shall act as the financial officer of the organization and perform other duties incidental to the office of Treasurer, including but not limited to be as follows:

- a) Have charge and custody of all accounts, receipts, and financial assets; collection and disbursement of such funds as required in keeping with prudent financial practices and policies established by the ACET Board of Directors.
- b) Maintain bookkeeping records and records of such accounts;
- c) Perform other duties as may be prescribed by the President, the Board of Directors, or the ACET membership as a whole.

Section 7. The term of each Board of Directors member shall be one year. All Board members shall be full members of ACET. Any member of the Board may resign by submitting a resignation in writing to the President, or may be removed for cause by affirmative vote of two-thirds of the remaining members of the Board. No compensation shall be paid to any member of the Board, but they may be reimbursed for reasonable expenditures in the interest of ACET.

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Article VI. Meetings

Section 1. Presiding authority. Meetings shall be presided over by the president or, in his/her absence, the vice-president. In the absence of both, the president or the board of directors may appoint an acting chairperson.

Section 2. Annual Meetings. Shall be held by the board of directors in May of each year for conducting elections, annual reports and other business of ACET.

Section 3. Board Meetings. As often as necessary to conduct its business as determined by the president. **Special Meetings** may be called upon proper notice at the president's discretion or upon the written request to the president of no less than three (3) board members.

Section 4. Quorums.

- a) Annual & Special Meeting – A quorum at an annual meeting shall be no less than 15% of active members.
- b) Board Meeting – A quorum shall be no less than 50% of the Board.

Section 5. Roberts Rules of Order shall be followed at all meetings to assist ACET in reaching its goals and objectives. For Board actions, the president shall cast no votes unless a tie exists in any duly recognized quorum.

Section 6. The location of ACET meetings shall be in Argyle, New York State, at a location to be determined by the Board of Directors.

Section 7. Between formal agenda meetings the use of phone or email will be permitted to make operational decisions, including incurring small expenditures. Phone or email votes may also be used in the event of an emergency situation where a decision must be made rapidly.

Article VII. Amendment of these Bylaws

Aside from the purposes of ACET, these Bylaws may be amended by affirmative vote of two-thirds of the Board of Directors and members present at a meeting called for that purpose, with at least ten (10) days written notice to all members.

Article VIII. Dissolution of Organization

In the event that ACET shall be dissolved, any monies remaining in the treasury shall be donated to a non-profit 501-C-3 group within the Town of Argyle to be specified by the Board of Directors

12 June 2008 Adopted by the ACET Board of Directors.

Revision Dates: Summary notes of changes to the bylaws.

27 January 2011 Major content changes to the entire body of the bylaws