

**BY-LAWS
OF
THE GARWOOD SMALL BUSINESS ASSOCIATION**

**Article 1.
Name and Purpose**

Section 1.01 Name. The name of this organization shall be the Garwood Small Business Association (hereinafter referred to as the "GSBA").

Section 1.02 Formation. The GSBA is formed by the executive authority of the Mayor of the Borough of Garwood as a volunteer special committee.

Section 1.03 Purpose. The purpose of the GSBA is to continually foster a healthy and vibrant small business community in Garwood by providing the following:

1. Free membership to all small businesses (defined as 50 employees or less);
2. Open communications between the Borough and Garwood small businesses;
3. Promotion of Garwood small businesses to the community; and
4. Personalized guidance and advice to any requesting owners / operators of small businesses within the confines of the Borough of Garwood.

**Article 2.
Organization and Membership**

Section 2.01 Organization. The GSBA consists of its member businesses, the Executive Board, and Borough representatives.

Section 2.02 Membership. All small businesses within the confines of the Borough of Garwood may join the GSBA at any time. There are no fees or dues associated with membership. GSBA member businesses will provide, and continually update, a valid email address and phone number for the business owner(s) and/or key employee(s) to the GSBA. Contact information provided to the GSBA will be used for communications from the Borough and/or the GSBA to member businesses and to update/confirm the business listening and emergency contacts maintained by the Garwood Police Department.

Section 2.03 Board. The "Board" shall mean the Executive Board of the GSBA and will consist of 15 total members: the Mayor, a Council Member liaison, the Borough Administrator, and 12 volunteer members.

1. The Mayor and the Borough Administrator are permanent members during their respective terms of office.
2. The Council Member liaison and 12 volunteer Board Members are appointed annually by the Mayor in January during the Re-Organization Meeting of the Mayor and Council.
3. In the event of a vacancy on the Board, the Mayor may appoint a volunteer Board Member at any Meeting of the Mayor and Council, for the balance of the year.

Section 2.04 Officers. The 12 volunteer Board Members shall, each January, elect a President, Vice President, and Secretary, who shall serve for the balance of the year. The officers are responsible for the following duties:

1. President. Represents the GSBA and Board to the Borough, Mayor and Council, and the public. The President shall preside at all meetings of the Board or the Membership, appoint all Departments and Committees of the GSBA, and decide all points of order that may arise.

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2. Vice-President. Acts in place of the President during their absence or incapacity. Ex-officio member of all Departments and Committees.
3. Secretary. The Secretary shall keep a record of all proceedings of the Board, maintain all other associated records of the GSBA including but not limited to the Business Member Contact List, and handle all incoming and outgoing correspondence.

Section 2.05 Removal of Board Members. Volunteer Board Members are removed should any of the following occur:

1. The Member resigns.
2. The Member is voted out by a $\frac{3}{4}$ majority of the full Board.
3. The Mayor terminates the appointment.

**Article 3.
Meetings of the Board**

Section 3.01 Annual Meeting. One annual meeting of the Board shall take place in the month of January, within 10 business days of the Re-Organization Meeting of the Mayor and Council, for the purpose of electing officers and to discuss the direction of the GSBA for the upcoming year. This meeting shall be presided over by the Mayor or Council Liaison for the purpose of electing officers. Upon the election of all officers, the President shall preside.

Section 3.02 Meetings and Notice. Board Members will be notified by electronic mail in advance of all meetings and provided with an agenda.

1. Additional meetings will be scheduled one per quarter, or sooner, as needed by the Mayor, Council Liaison, Borough Administrator, or President.
2. Meetings may be held in person, electronically, or in a hybrid fashion.

Section 3.03 Quorum. The presence of the Mayor, Council Liaison, or the Borough Administrator, along with 7 volunteer members, constitutes a quorum of the Board.

Section 3.04 Voting. All 15 members have voice and vote; however, in the case of a tie vote of the Board, the Mayor is the breaker.

Section 3.05 Meeting Procedures. The President, or Vice-President in their absence, will call all meetings to order and proceed through the meeting agenda. *Robert's Rules of Order* will be used as a guide for anything not specifically detailed in these By-Laws.

**Article 4.
Departments and Committees**

Section 4.01 Departments. The following Departments are established within the SBA to further the ability of the organization to provide guidance and advice to requesting owners and operators of Garwood small businesses. Each Department shall have 2-4 members from among the Board with relevant topical expertise.

1. Intake. Each business requesting assistance will first be evaluated by the intake department. A quick assessment of what their need is will determine which department they are referred to for advice. The President, Council Liaison and Borough Administrator are automatically members of the Intake Department.

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2. Standing Departments. Legal, Financial, Marketing/Public Relations, IT, Human Resources, Buildings/Maintenance and General Questions.
3. Out Bound. Responsible for getting feedback from requestors, tracking results, and arranging follow up.

Section 4.02 Committees. The President may designate Committees of the SBA as needed. Committee designation shall include a statement of membership, specific duties, reporting requirements, and its term.