

BY-LAWS OF THE SNOHOMISH COUNTY BUSINESS WATCH

A NOT-FOR-PROFIT CORPORATION

ARTICLE I ORGANIZATION

1. The name of the organization shall be *Snohomish County Business Watch* (SCBW).
2. The organization shall have a logo which shall be in the following form:
3. The organization may at its pleasure by a vote of the membership body change its name.



ARTICLE II PURPOSE

The mission of the *Snohomish County Business Watch* is to promote a sense of community between local businesses in order to exchange ideas and improve business security practices with the support of local law enforcement.

Our Objectives are to:

1. **Identify** common criminal activity against businesses.
2. **Develop** an exchange of information between business owners, and between business owners and law enforcement.
3. **Empower** business owners to take control of their security through education, awareness and prevention.

ARTICLE III MEMBERSHIP

Membership in this organization shall be open to all business owners, operators or their designated representatives in Snohomish County.

ARTICLE IV MEETINGS

The membership meetings of this organization shall be held quarterly. Notices of such meetings shall be publicized on community calendars and e-mailed to all members at their addresses as they appear in the membership roll book at least 1 two weeks before the scheduled date of the meeting.

The Secretary shall cause to be e-mailed to every member in good standing at his address as it appears in the membership roll book in this organization a notice telling the time and place of such quarterly meetings.

Dates, times and locations of regular meetings of this organization shall be held as determined by the Board of Directors.

All issues to be voted on shall be decided by a simple majority of those present at the meeting in which the vote takes place.

Special meetings of this organization may be called by the President when he/she deems it for the best interest of the organization. Notices of such meeting shall be e-mailed to all members at their addresses as they appear in the membership roll book at least ten (10) days before the scheduled date set for such special meeting. Such notice shall state the reasons that such meeting has been called, the business to be transacted at such meeting and by whom it was called.

No other business but that specified in the notice may be transacted at such special meeting without the unanimous consent of all present at such meeting.

ARTICLE V VOTING

At all meetings, except for the election of officers and directors, all votes shall be by voice. For election of officers, ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot.

At any regular or special meeting, if a majority so requires, any question may be voted upon in the manner and style provided for election of officers and directors.

In the event of a tie vote, the president will announce that there is a tie vote and members will keep voting until a majority vote is reached.

ARTICLE VI ORDER OF BUSINESS

1. Reading of the Minutes of the preceding meeting.
2. Reports of Committees.
3. Reports of Officers.
4. Old and Unfinished Business.
5. New Business.
6. Educational piece.
7. Adjournments.

ARTICLE VII BOARD OF DIRECTORS

The board is responsible for overall policy and direction of the SCBW, and delegates responsibility of day-to-day operations to the staff and committees. The board shall have up to 12, but not fewer than 5 members. The board receives no compensation other than reasonable expenses.

Board members to be chosen for the ensuing 2 year term shall be chosen at a bi-annual meeting of this organization in the same manner and style as the officers of this organization. All board members shall serve two-year terms, but are eligible for re-election for up to five consecutive terms.

The board shall meet at least quarterly, at an agreed upon time and place. An official board meeting requires that each board member have written notice at least two weeks in advance.

A quorum must be attended by at least fifty percent of board members for business transactions to take place and motions to pass.

Each board member shall have one vote and such voting may not be done by proxy.

The Board of Directors may make such rules and regulations covering its meetings as it may in its discretion determine necessary.

Vacancies in the Board of Directors shall be filled by a vote of the majority of the remaining members of the Board of Directors for the balance of the term.

The President of the organization by virtue of his office shall be Chairman of the Board of Directors.

The Board of Directors shall select from one of their members a secretary.

A director may be removed when sufficient cause exists for such removal. The Board of Directors may entertain charges against any director. A director may be represented by counsel upon any removal hearing. The Board of Directors shall adopt such rules for this hearing as it may in its discretion consider necessary for the best interests of the organization.

ARTICLE VIII OFFICERS

The initial officers of the organization shall be as follows:

President - Chairman
Vice President – Vice Chairman
Secretary / Treasurer

The **President** shall preside at all membership meetings.

- He shall by virtue of his office be Chairman of the Board of Directors.
- He shall present at each quarterly meeting of the organization a quarterly report of the work of the organization.
- He shall appoint all committees, temporary or permanent.
- He shall see all books, reports and certificates required by law are properly kept or filed.
- He shall be one of the officers who may sign the checks or drafts of the organization.
- He shall have such powers as may be reasonably construed as belonging to the chief executive of any organization.

The **Vice President** shall in the event of the absence or inability of the President to exercise his office become acting president of the organization with all the rights, privileges and powers as if he had been the duly elected president.

The **Secretary** shall keep the minutes and records of the organization in appropriate books.

- It shall be his duty to file any certificate required by any statute, federal or state.
- He shall give and serve all notices to members of this organization.
- He shall be the official custodian of the records and seal of this organization.
- He may be one of the officers required to sign the checks and drafts of the organization.
- He shall present to the membership at any meetings any communication addressed to him as Secretary of the organization.
- He shall submit to the Board of Directors any communications which shall be addressed to him as Secretary of the organization.
- He shall attend to all correspondence of the organization and shall exercise all duties incident to the office of Secretary.

The **Treasurer** shall have the care and custody of all monies belonging to the organization and shall be solely responsible for such monies or securities of the organization.

- He must be one of the officers who shall sign checks or drafts of the organization. No special fund may be set aside that shall make it unnecessary for the Treasurer to sign the checks issued upon it.
- He shall render at stated periods as the Board of Directors shall determine a written account of the finances of the organization and such report shall be physically affixed to the minutes of the Board of Directors of such meeting.
- He shall exercise all duties incident to the office of Treasurer.

Officers shall by virtue of their office be members of the Board of Directors.

ARTICLE IX COMMITTEES

The board may create committees as needed, such as fundraising, liaison, public relations, data collection, etc. The board chair appoints all committee chairs, who serve for two-year terms, but are eligible for re-election for up to five consecutive terms. The President and Vice President may not serve on the same appointive committee, and the President may not serve as committee chairperson.

ARTICLE X DUES

At this time, the SCBW does not charge dues. The board shall have the authority to establish and define dues in the future. At that time, continued membership will be contingent upon being up-to-date on membership dues.

ARTICLE XI AMENDMENTS

These By-Laws may be altered, amended, repealed or added to by an affirmative vote of not less than fifty percent of the board members.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on _____.

Secretary

Date

Note: The pronoun “he” in this document refers to either sex.