

Articles of Association Of Bath Business Association

ARTICLE I NAME AND PURPOSE

We, the undersigned, desiring to form a nonprofit association within the meaning of Section 501(c)(6) of the Internal Revenue Code, or the corresponding section of any future Federal tax code for the purposes set forth below, do hereby constitute ourselves a voluntary nonprofit association under the name of BATH BUSINESS ASSOCIATION INC a Nonprofit Corporation, herein referred to as "Association".

Our principal purposes are:

Empowering Bath Township's diverse business community by fostering a vibrant business environment and cultivating social, networking and educational opportunities while promoting business in Bath Township and preserving and encouraging the essence of small-town business and supporting the community.

ARTICLE II OFFICE AND DURATION

1. The principal office of the Association shall be located in the Township of Bath, Summit County, State of Ohio.
2. The mailing address of the Association is: PO Box 422, Bath, Ohio 44210.
3. The duration of the Association shall be perpetual.
4. The death, removal or resignation of any member of the Association shall not result in the dissolution of the Association.

ARTICLE III GENERAL POWERS

1. The Association shall have the power to collect dues, accept contributions, and otherwise obtain and retain funds in advancing the purposes stated in Article I above.
2. The Association shall have the power to do any lawful acts or things reasonably necessary or desirable for carrying out the Association's purposes, and for protecting the lawful rights and interests of its members in connection therewith.
3. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

4. The Association is not organized and shall not be operated for the private gain of any person. The property of the Association is irrevocably dedicated to its purposes stated herein. No part of the assets, receipts, or net earnings of the Association shall inure to the benefit of or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.
5. No officer or director of this corporation shall be personally liable for the debts or obligations of the Association of any nature whatsoever, nor shall any other property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE IV LIMITATION ON USE OF FUNDS AND RESOURCES

1. All funds obtained by the Association shall be spent solely to advance the purposes stated in Article I of this document.
2. An annual budget will be presented by the treasurer for the members to vote on at the annual meeting. Once the budget is approved, the officers will be empowered to disperse funds as approved at an officers meeting.
3. If funding is required over and above the amounts approved in the annual budget, a motion must be brought forward and approved via a majority vote of all members attending the officers meeting where such approval is sought.
4. Neither the funds nor the resources of the Association (including its membership list and contact information) shall be used to support any political candidate or to further any private purpose of any member or individual member.

ARTICLE V MEMBERSHIP AND DUES

1. Subject to the provisions hereof, membership shall consist of the following:
 - a. Regular Members: Owners or authorized agents of a business located in Bath Township or a business whose owner resides in Bath Township who have complied with the provisions of this Article V and agree to support the purpose in Article I.
 - b. Community Member: An individual who lives or works in Bath Township and actively engages with and contributes to the goals and activities of the association and who has complied with the provisions of this Article V and agrees to support the purpose in Article I.
 - c. Additional membership categories can be created as deemed necessary by the President and Association Officers subject to a motion brought before the membership and approved by a majority vote of the membership.
2. Application for membership shall be submitted by the approved Association method and submitted to the Membership/Fundraising Committee. The Membership/Fundraising Committee reviews each submission and approves applications that comply with these articles of association.

3. All membership applications shall contain a statement that the applicant agrees to abide by the Articles of Association as presently or hereinafter duly adopted.

The Membership/Fundraising Chair shall provide a quarterly report to the Association and include the number of applications received, approved, and disapproved applications.

4. The Association's annual dues for each member shall be in a category and amount determined from time to time by the majority vote of all members in attendance in the Association meeting where such determination is sought. The annual dues for the upcoming year shall be published to the membership on or before November 30 of each year and shall be payable each year on or before January 31.

ARTICLE VI OFFICERS

1. The Officers of the Association shall be the President, Vice-President, Secretary, and Treasurer.
2. The Officers of the Association shall be elected for one-year terms from among those who qualify as Members of the Association as set forth in Article V.
3. The Officers of the Association shall serve their full term unless sooner removed, resign, or otherwise disqualified.
4. The Officers of the Association shall be nominated by themselves or any member of the Association at the September meeting and shall be elected by the majority vote of all members submitting ballots at or prior to the annual meeting held the following January.
5. The Officers of the Association shall serve without compensation.
6. Officers of Association Duties
 - a. The President shall be the Chief Executive Officer of the Association and preside at the meetings of the Association members and Officers, shall be responsible for administering the activities of the Association, and shall represent the Association in official dealings with nonmembers, Bath Township, community organizations, and the media. The President may establish committees and delegate his or her duties to other officers and to committees but shall retain ultimate responsibility for such duties.
 - b. The Vice President shall assist the President in his or her duties and fulfill the functions of the President in the President's absence.
 - c. The Treasurer shall create an annual budget for membership approval, collect the dues and disburse the funds of the Association in accordance with these Articles and shall report to the membership the cumulative receipts and disbursements of Association funds. The Treasurer shall represent the Association in its banking and investment relationships.
 - d. The Secretary shall maintain records of all meetings, shall take, prepare and circulate the monthly minutes of the Association and shall be responsible for administering the annual election of officers.

ARTICLE VII COMMITTEES

1. The Association will establish a Fundraising/Membership and Publicity standing committee.
2. The President will appoint the chairs of these committees as recommended by members of the Association and will serve for a least a one-year term.
3. Committee Chairs will recruit members from the general membership, submit an annual budget request to the treasurer, hold committee meetings as means to execute their programs, and provide the Officers of the Association updates at the monthly officer's meetings and appropriate membership meetings as necessary.
4. The Fundraising/Membership Chair shall be responsible for soliciting donations and contributions to the Association from community members, individuals and businesses in the community. Funds are to be used in accordance with Article IV. Additionally, this position shall be responsible for recruiting new members to the Association, encouraging member engagement and retention, and maintaining an accurate membership record.
5. The Publicity Chair shall be responsible for publicizing the Association and its activities in the local media, creation of flyers and brochures, website, and social media.
6. Other special committees may be formed by the President from time to time to organize events or for specific purposes. These special committee chairs may have the same authority of a standing committee chair as deemed by the president.

ARTICLE VIII EXECUTIVE COMMITTEE

1. The Association will form an Executive Committee which will consist of the officers and the standing committee chairs.
2. The Executive Committee will meet monthly.

ARTICLE IX ASSOCIATION MEETINGS AND EVENT SCHEDULE

1. The Officers of the Association shall establish a meeting schedule no later than December of the current calendar year for the next calendar year and shall include a monthly membership meeting, Officers of the Association monthly business meeting, social, fundraising and membership events. This schedule may include committee meetings if they have been established.
2. The meeting locations, dates, and times will be included in this schedule.
3. An annual meeting of the members of the Association shall be held in January each year. At the annual meeting, a report of the past year's activities and of projects for the future shall be made by the President and such other Officers as the President may invite to report, annual financial report for the prior year shall be made by the Treasurer who will also present the annual budget for the new year for review and approval by the membership, and Officers shall be elected in accordance with Article VI.

ARTICLE X AMENDMENTS

1. The Articles may be altered, amended, changed or new Articles may be adopted by a two-thirds vote of the members present at a special meeting of the Association called for that purpose.
2. These Articles may be executed in counterparts and shall become binding and effective when they have been duly accepted by the members of the Association with a majority of the votes cast.

ARTICLE XI DISSOLUTION

1. The Corporation may be dissolved as pursuant to Ohio Law Revised Code 1702.47 – 1702.50.
2. Upon termination or dissolution of the Association, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a tax-exempt purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.
3. The organization to receive the assets of the Association hereunder shall be selected by the discretion of a majority of the managing body of the Association.

ARTICLE XII ACCEPTANCE

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of Bath Business Association, Inc. were approved by the board of directors on [Date and Day] and constitute a complete copy of Articles of Association of the Bath Business Association, Inc.

I hereby accept these Articles.

President

Signature_____Date_____

Print Signature:_____

Vice President

Signature_____Date_____

Print Signature:_____

Treasurer

Signature_____Date_____

Print Signature:_____

Secretary

Signature_____Date_____

Print Signature:_____

Acknowledgement of consent to appointment as registered agent. I, [Name], agree to be the registered agent for Bath Business Association, Inc. as appointed herein.

Registered Agent Signature _____Date _____

Print Name: _____