



## Bylaws of Historic Main Street Oxford Board

### I. Name, Principal Office, and Purpose

- a. The name of this Advisory Board shall be the Historic Main Street Oxford Board (hereinafter referred to as "The Board").
- b. The principal office shall be located in Oxford, Alabama.
- c. The purposes for which this Historic Main Street Oxford Program is organized are to stimulate downtown business district revitalization in Oxford through Organization (encouraging cooperation and building leadership in the business community), Promotion (creating a positive image for downtown by promoting the downtown as an exciting place to live, shop, and invest), Design (improving the appearance of the downtown), and Economic Vitality (to receive, administer, and distribute funds in connection with any activities related to the above purposes).

### II. Board Operation

- a. The Board shall be operated under the City of Oxford Municipal Government. The Board shall meet regularly at least once a month at a time and place that the Director and Chair shall select.
- b. The Board's daily operations shall be conducted by a Program Director.
- c. The Board shall only engage in activities that are in the purview of Section 501(c)(3) of the Internal Revenue Code of 1954 or the City of Oxford. No part of the net earnings of the Program shall inure to the benefit of any of its members or any other individual; and the Program shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

### III. Board Members and Operations

- a. The Board shall meet regularly at least once a month at a time and place that the Director and Chair shall select.
- b. The elected Board Chair and the Program Director will develop and set an agenda for each meeting.
- c. The Board shall consist of fifteen (15) members.
- d. The City of Oxford shall appoint two (2) Ex-officio board members to serve.
- e. Board Members are required to attend eight (8) of the twelve (12) regularly scheduled Board Meetings.
- f. Board Members are required to attend and participate in at least three (3) Historic Main Street Oxford events.
- g. New board members shall be elected to serve on the board with a simple majority only if there is a vacancy on the board.
- h. Any board member may choose to resign from membership in the Program upon giving a written notice to the Program Director and Board.
- i. Board members shall serve for a three-year term until his or her successor shall have been elected and qualified.
- j. Board Members may be reelected for one consecutive term, except that the Immediate Past Chair's term as a member of the Board shall commence at the normal termination date of his or her term as Chair and shall continue to the next annual meeting of the membership thereafter.
- k. Board Members or Director may nominate new members at the end of the fiscal year.
- l. Any Board Member may be asked to resign at the discretion of the Members with a two thirds majority.

### IV. Committees

- a. Standing Committees will be created that include Organization, Promotion, Design, and Economic Vitality as established and implemented by the Main Street Four Point Approach methodology recommended by the National Main Street and Main Street Alabama Organizations.
- b. Committees shall consist of a chair, vice chair, and secretary.
- c. Committees shall operate in the same manner as Board Meetings.
- d. The meeting dates and times of each committee shall be set by the Program Director, Board Chair, or Committee Chairs.
- e. Each committee shall record all meetings and minutes reported to the Program Director and Board Chair for the Monthly Board Meeting.

## V. Officers and Meetings

- a. Officers will be elected by a simple majority. Officers will serve a one year term and may be re-elected following a one-year lapse between terms.
- b. Officers will include a chair, vice chair, and a secretary.
- c. Officers will be elected at the first meeting of the new fiscal year every October.
- d. Special meetings may be held at any time and place called by the Program Director, Board Chair, or other board members upon written petition with a simple majority of active members.
- e. The Program Director shall be a non-voting member but present during all meetings.
- f. At all meetings of the Board, a majority of the voting members thereof shall constitute a quorum for the transaction of business. If a quorum shall not be present at any meeting of the Board, the members present may adjourn the meeting from time to time, without notice other than an announcement at the meeting, until a quorum shall be present.
- g. All new members of the board shall participate in an orientation program familiarizing them with the goals and objectives of the Program and with their responsibilities
- h. Chair. The chair shall preside at all business meetings, but may at his or her discretion or at the suggestion of the members arrange for another officer to preside at other meetings. The chair shall conduct all meetings in a timely yet just manner according to the set agenda.
- i. Vice Chair. The Vice Chair shall have such duties and responsibilities as the Chair or members from time to time.
- j. Secretary. The Secretary shall record and maintain in good order of Minutes of all meetings. The Secretary shall email or mail all Minutes to the Program Director and Chair at least seven days prior to a Board Meeting.

## VI. Program Director

- a. The Program Director shall manage the daily operations of the Program.
- b. The Program Director shall be responsible for coordinating and implementation of the Program's Policies and projects.
- c. The Program Director is responsible for planning, coordinating, and orchestrating all events, festivals, and functions paid for and sponsored by the Program.
- d. The Program Director is responsible for administrating social media accounts linked to the Program, including but not limited to Facebook, Instagram, Twitter, etc. with input from Board Members.
- e. The Program Director shall manage all administration aspects of the Program including, but not limited to purchasing, record keeping, budget development, preparation of reports, supervising employees, interns, and professional consultants.
- f. The Program Director shall submit monthly reports to the City of Oxford, Board, and Main Street Alabama regarding the key statistics such as investment, and job and business creation.
- g. The Program Director shall attend Main Street Alabama Trainings and Conferences as specified in the Main Street Alabama Memorandum of Agreement.
- h. The Program Director shall be responsible for making all financial decisions at the discretion of the City of Oxford's Mayor and Financial Director with input from the Board.
- i. The Program Director shall receive for his or her services such compensation as may be determined by the City of Oxford.

## VII. Finances

- a. All financial decisions shall be made by the Program Director under the discretion of the City of Oxford's Mayor with input from the Board.
- b. The Program's Budget will be reviewed by the board members. Approval of the budget shall be made by the Oxford City Council.
- c. The fiscal year for the Program shall run from October to September of the following year.