

ORDINANCE NO. 962-A

Introduced by Commissioner D. Keith Dyer

AN ORDINANCE AMENDING ORDINANCE NO. 857-A AND CHANGING THE NAME
OF THE BUSINESS LICENSE USE ADVISORY COMMITTEE TO THE WARRENTON
BUSINESS ASSOCIATION AND AMENDING THE BYLAWS AND DECLARING AN
EMERGENCY;

WHEREAS, the Warrenton City Commission established the Business License Use Advisory Committee on June 21, 1989; and

WHEREAS, the Business License Use Advisory Committee was reorganized and re-named to the Warrenton Business Association and a Board of Director appointed by Resolution No. 877, on December 7, 1994; and

WHEREAS, a need arose to revise the Business License Use Advisory Committee as a result of the name change on December 7, 1994 and those changes were inadvertently included as a part of Resolution No. 877 instead of by ordinance; and

WHEREAS, there is a need to correct the resolution inclusion of the name change and the Bylaws amendment; and

WHEREAS, there was a need to again review and revise the Bylaws; and

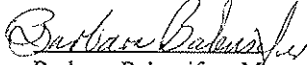
WHEREAS, the revisions were approved by the Warrenton City Commission at its April 3, 1996 meeting, and are attached hereto as Exhibit A.

NOW THEREFORE, be it resolved that Warrenton City Commission amends Ordinance No. 857-A, changing the name of the Business License Use Advisory Committee to the Warrenton Business Association, and adopts the Bylaws as revised and hereto attached as Exhibit A of this ordinance.

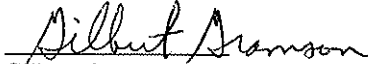
SECTION 1: Emergency Declaration; The City Commission of the City of Warrenton declares that an emergency exists. The passage of this ordinance will allow the Warrenton Business Association to properly function. Therefore, this Ordinance shall be in force and effect from and after its passage by the Warrenton City Commission.

PASSED by the City Commission of the City of Warrenton, this 1st day of May, 1996.

APPROVED by the Mayor of the City of Warrenton, Oregon, this 1st day of May, 1996.


Barbara Balensifer, Mayor

ATTEST:


Gilbert Gramson
City Manager/Auditor

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CITY OF WARRENTON

Warrenton, Oregon 97146-0250

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DATE : March 29, 1996

TO : Gil Gramson, City Manager
Warrenton City Commission

FROM : *Janet*
Janet Wright, Planner

SUBJECT : Revised Warrenton Business Association Bylaws

As a result of the concerns expressed at the January 17, 1996, meeting the Warrenton Business Association has reviewed and updated the Association Bylaws.

At the January 17, 1996 meeting the Commission asked the Association members to review the number of board positions and make a recommendation to the City Commission. The result of that request has produced a revision of the bylaws which more closely fits the organizations working structure.

The following is a synopsis of the major changes.

- the general membership meeting requirement was eliminated.
- the number of members of the Board of Directors was reduced from 15 to 7.
- each company shall be entitled to cast one vote for each business license.
- the positions of vice-president and recording secretary were eliminated.
- the requirement that membership be limited to one full 3 year term was eliminated.
- the committees section was eliminated.
- the referenda section was eliminated.

The changes made by the members tend to reflect the current operations of the association. Current members in good standing are Bill Harris, Tim Gannaway, Don Patterson. The association will again advertise for potential members who would like to be included on the board of directors. Any additional applications will be submitted to the City Commission for appointment upon receipt.

Members of the association will be present to discuss the revised bylaws.

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WARRENTON BUSINESS ASSOCIATION

BYLAWS

Article I

NAME

This Association, being duly and officially established by the City of Warrenton commission, shall be known as the Warrenton Business Association, herein after referred to as "The WBA".

Article II

GOAL

Pursuant to the following bylaws, the Warrenton Business Association is charged with the task of bringing together the economic interest groups of the City of Warrenton in a way that promotes a shared vision and stimulates economic thinking, unifies planning efforts, promotes the Warrenton Business Community, fairly represents all businesses; promote livability and location business interaction and goodwill.

Article III

FUNCTION OF THE ASSOCIATION

Provide a forum that stimulates economic thinking and communication aimed at the development of plans and projects that promote a shared vision of Warrenton.

Provide centralized direction for economic planning in Warrenton including the following:

1. Develop and promote policies which effect economic development for the City of Warrenton.
2. Participate in programs and activities which will enable the Warrenton Business Community to obtain the desired level of economic growth.
3. Provide recommendations for the allocation of business license funds to the City Commission for approval. Provide a centralized system of support for economic development projects requiring citywide and county-wide support and involvement.

4. Provide fair representation of all businesses in the City of Warrenton.
5. Recognition that the WBA and the Chamber of Commerce are two separate entities, and that the WBA will work cooperatively with the Chamber of Commerce in order to avoid a duplication in services and activities.

Article IV

MEMBERSHIP

Section 1. Any legitimately recognized business corporation, partnership, who has purchased a City Business License to do business within the City of Warrenton, may be a member of the City of Warrenton Business Association.

Article V

MEMBERSHIP MEETINGS

Section 1: The Board of Directors shall meet monthly on the first Tuesday of each month at 7:00 p.m.

Section 2: Members of the Board of Directors shall be given five (5) days advance notice for regular or special meetings.

Article VI

BOARD OF DIRECTORS

Section 1. The Board of Directors shall consist of seven (7) WBA members. Board of Directors membership shall exclude those who are members of the Warrenton City Commission.

Section 2. Each company, firm, association, and/or business shall be entitled to cast one vote for each business license.

Article VII

Section 1. - Conditions: The Officers of the Warrenton Business Association shall consist of the Chairman, Secretary, and Treasurer. The Office of Treasurer may not be held by the Chairman.

Section 2. - Chairman: The Chairman shall preside at all Association meetings. The Chairman shall enforce the Bylaws of the "The WBA" and provide general supervision and

leadership. The Chairman shall work with the City Staff to provide "WBA" members with any necessary interpretation of City policy, rules, regulations, and requirements, regarding the "The WBA".

Section 3. - Secretary: The Secretary shall keep the minutes of all general membership meetings of "The WBA" responsible for all correspondence as directed by the Chairman and for membership records, and notification to members of all meetings, and their time and place. All records of the "The WBA" shall be maintained by, and on file at the City of Warrenton. The Secretary shall work with City Staff to address those policy issues associated with the intent of the Ordinance establishing "The WBA"

Section 4. - Treasurer: The Treasurer shall be responsible for reviewing the content of monthly and annual financial statements and their presentation to the Board of Directors. The Treasurer shall also be responsible for co-approval, with the Chairman, of all expenditures related to "The WBA's" budget. The financial statement and/or accounts, or financial records of the Treasurer may be reviewed by the Board of Directors at its request. The Treasurer shall work with City Staff to provide "WBA" members with rules, regulations, and requirements related to the overall financial management and the expenditure of funds by "WBA" members.

Section 5. In the absence of the Chairman, the officers shall preside in the order previously listed.

Article VII

Section 1. All members of the Board of Directors shall serve a term of three (3) years. Any member of the WBA may apply for re-appointment to the Association.

Section 2. The Board of Directors shall have the power to fill board positions that have been vacated by submitting nominations for approval to the Warrenton City Commission. It shall be the duty of members of the Board of Directors to orientate new members to the role and responsibilities of the Board of Directors.

Section 3. The Board of Directors shall consist of nine (9) members. At its first meeting the members shall draw for the length of term by lot:

- a. Position Number 1 through 3 shall expire on December 31, 199__.
- b. Position Number 4 through 6 shall expire on December 31, 199__.
- c. Position Number 7 through 9 shall expire on December 31, 199__.

Section 4. All members of the board appointed thereafter shall serve as term of three (3) years, with the term of at least three (3) board members expiring each year.

Article IX

BUDGET

Section 1: The Warrenton City Commission shall exercise it's role to oversee the legitimate expenditure of public monies in accordance with public budget law under the ORS statutes. All transactions of the Board of Directors shall be submitted to the City Commission for approval prior to the expenditure of funds.

The Chairman and the Treasurer shall be authorized to approve the submission of billings incurred as a result of activities that have been previously budgeted and approved by the City, for payment.

The Chairman and Treasurer shall also be responsible for the liaison function between the Association's Board of Directors, the City Commission and City Staff in the presentation of financial statements and requests for payment of billings associated with the Association's functions and activities. The Board shall submit an annual budget to the City Budget committee. The Budget shall be based on an operation year of July 1 to June 30. Supplemental budgets or budget amendments may be submitted by Board of Directors for approval, at such times as needed, in so far as they do not exceed the total appropriation.

All financial records of "The WBA" shall be maintained at the office of the City of Warrenton.

Section 2. - Committees: Committees appointed by the Board of Directors to conduct special activities of the WBA shall be responsible for budgeting, planning, promoting, and carrying out all activities required to produce and direct the activity. Committees shall submit to the Treasurer a detailed budget prior to disbursements of funds and provide receipts of all expenditures. The Treasurer shall submit the committee budget to the City for its approval prior to expenditure of funds.

Article X

QUORUM

Section 4. Fifty Percent (50%) plus one (1) of the Directors present, and in good standing shall constitute a quorum for the transaction of business at any meeting.

Article XII

COPYRIGHTS

Section 1: Whenever The WBA, or any committee thereof, purchases or otherwise acquires art work or other copyrighted material, such art work or material shall become the sole

property of The WBA and the City of Warrenton, by copyright whenever applicable, to use and dispose of at its own discretion or that of the committee.

Article XIII

Section 1. All questions of parliamentary procedure shall be determined according to the latest version of Roberts' Rules of Order.

Article XIV

AMENDMENTS

Section 1. The Directors, by a majority vote of those attending any meeting, called for that purpose, may alter, amend, add to or repeal these Bylaws; provided that notice of the proposed change shall have been mailed not less than five days prior to the meeting. All changes, amendments, or additions to the Bylaws must be approved by the Warrenton City Commission.

Section 2. These Bylaws, when adopted, shall supersede and annul all previous Constitutions, and Bylaws and such previous instruments shall have not further force and effect.

Article XV

SAVINGS CLAUSE

Section 1. The WBA hereby declares that it has adopted these Bylaws and each section, sub-section, sentence, clause, phrase or portion thereof, irrespective of the fact that any one or more section, sub-section, phrases, clauses, or portions be or be declared to be, invalid, unenforceable or unconstitutional; and if an section, sub-section, sentence, clause, phrase or portions of this ordinance is, for any reason, held to be invalid, unenforceable or unconstitutional by any court, such decision shall not affect the validity of the remaining portions of this ordinance.

Forwarded for adoption to the City Commission by the Warrenton Business Association on February 6, 1996.

Approved by the Warrenton City Commission on _____, 199_.