

## **By-Laws**

### **Downtown Norfolk Association**

#### **ARTICLE I: NAME**

The name of this organization shall be Downtown Norfolk Association (DNA).

#### **ARTICLE II: PURPOSE AND OBJECTIVES**

The purpose of the DNA shall be to promote: businesses, economic activity, growth, attractions and events in downtown Norfolk by:

- 1) providing a forum for the exchange of ideas between individual downtown businesses, to develop a common direction, to avoid duplication and to determine use of promotional dollars available to the DNA.
- 2) communicating with the VPD/BID in initiating and coordinating promotional and advertising efforts of the downtown.
- 3) establishing and maintaining communication with downtown businesses about new and reoccurring events/attractions, and the opportunities they have to participate.
- 4) working with the VPD/BID, Norfolk Area Chamber, Norfolk Area Visitor's Bureau, City of Norfolk, Norfolk Arts Center, Elkhorn Valley Museum, Norfolk Public Library and City of Norfolk and Northeast Nebraska Economic Development Groups, to encourage the continued growth and development of downtown Norfolk.

#### **ARTICLE III: MEMBERSHIP**

Section 1: Every business located in the designated area, bordered by 12<sup>th</sup> Street on the west, Pine Street, on the east, Elm Ave. on the north, and Philip Street, on the south, shall be an automatic member of the DNA.

Section 2: Each business shall have one vote in balloting.

#### **ARTICLE IV: COMPENSATION**

Section 1: Members shall receive no compensation from DNA for their services, except for compensation provided for by motion, second, and vote of members at the monthly meeting.

#### **ARTICLE V: MEETINGS**

Section 1: The DNA shall meet once a month at times and sites agreed upon by the membership. An annual meeting will be held in June for the purpose of installation of new officers. Notice will be required for annual meeting with a legal notice posted in the Norfolk Daily News a minimum of 10 days prior to meeting. Notice for all regular and annual meetings will be posted on [theriverpoint.com](http://theriverpoint.com).

Section 2: Special meetings may be called by the president of the DNA.

Section 3: Affirmative vote by the majority of DNA members present at a meeting, or participating in occasional online voting, shall be required, to approve any action. Voting members present shall constitute a quorum, for the purpose of conducting business.

Section 4: Minutes, attendance and other records and reports as necessary will be kept of all regular and special meetings.

Section 5: Sub-committee meetings are for discussion/workshop purposes only. All DNA action will be approved at the monthly DNA meeting by majority vote of members present.

Section 6: All meetings shall be held in compliance with the Nebraska Open Public Meeting Act. Copies of the agenda and minutes will be made available to members, and upon request, to the news media and public.

### **ARTICLE VI: DUES**

Section 1: There are currently no dues established for membership in the DNA.

### **ARTICLE VII: OFFICERS**

Section 1: DNA officers shall include a president, vice president, secretary and treasurer.

Section 2: A call for Nomination and Election of Officers shall be in May. President, Vice-President, Secretary, Treasurer shall be installed during the annual meeting, in June. Officers shall serve a term of two years from when they take office in June, or the next available meeting. Officers have the option to serve consecutive terms if approval is so authorized by members present at annual meeting, with a motion, a second and majority vote.

Section 3: Should an officer not complete his/her term, a mid-year election can be held.

Section 4: Any Board member can be removed at any time after a motion, a second and a majority vote of the board.

Section 5: Officers will be elected from the DNA membership.

Section 6: One member shall be selected by the VPD/BID, from the DNA members, to represent the DNA at the Vehicle Parking District/BID meetings.

Section 7: Duties of DNA officers shall include:

#### **President**

2-year term

Create agenda and lead monthly meetings

Oversee Marketing/Events, Welcoming, and Concert Committee

Manage insurance

Communications with all downtown businesses

#### **Vice President**

2-year term

Assist president with regular duties

**Treasurer**

2-year term  
File tax documents  
Pay utilities  
Manage or oversee financial affairs  
Work closely with Marketing Chair on annual budget  
Track payment and financials of sponsored events

**Secretary**

2-year term  
Take meeting minutes  
Email minutes to the DNA via our MailChimp account

**Marketing Chair**

2-year term  
Creating agenda and lead marketing meetings  
Report to the DNA, providing minutes to group members  
Communicate with other businesses on events in the downtown.  
Delegate when needed

**ARTICLE IX: ADOPTION OF BY-LAWS**

Section 1: These by-laws may be adopted at any regularly scheduled meeting by a simple majority vote, provided the by-laws have been submitted in writing prior to the meeting.

**ARTICLE X: AMMENDMENT OF BY-LAWS**

Section 1: The By-Laws may be amended at any regularly scheduled meeting by a simple majority vote, provided the amendment has been submitted in writing 30 days prior to the meeting.

Amended 6/21