

CONSTITUTION AND BY-LAWS

**SAN ANTONIO BUSINESS OPPORTUNITY COUNCIL
FOR SMALL , DISADVANTAGED AND
WOMEN-OWNED BUSINESSES**

ARTICLE I

Name of Organization, Authority and Purpose

Section 1. The name of this organization shall be The San Antonio Business Opportunity Council for Small (**SB**), **Veteran-Owned (VO)**, **Service-Disabled Veteran-Owned (SDVO)**, **HUBZone**, **Disadvantaged (SDB)**, and **Women-Owned Businesses (WOSB)**, hereinafter referred to as “SABOC”, a not-for-profit organization.

a. The area of **operation** includes all of **San Antonio and surrounding areas.**

b. **The Treasurer shall designate the address of SABOC.**

Section 2. Pursuant to the spirit and intent of the Small Business Act of 1958 (PL 85-536) all amendments thereto, state statutes and the implementing regulations and instructions of all governmental agencies, SABOC is established and shall endeavor to accomplish its purpose as listed in Section 3.

Section 3. The purpose of SABOC is to promote **SB, VO, SDVO, HUBZone, SDB, and WOSB concerns.** The objectives are:

- a. To promote the exchange of ideas, methods, experiences and general information among individuals involved in **the SB, VO, SDVO, HUBZone, SDB, and WOSB** business utilization programs.

- b. To develop a closer relationship and better communication between governmental entities, and the **SB, VO, SDVO, HUBZone, SDB, and WOSB** community.

ARTICLE II

Membership

Section 1. An Executive Board will manage the functions of SABOC and will consist of President, Vice-President, Treasurer, and Secretary. The board will be elected by the active-voting membership; as described at Section 2, below.

Section 2. Membership is limited to governmental entities which are federally funded.

Section 3. Membership may be extended to other organizations that represent or assist in the development of small, disadvantaged and women-owned businesses by application and upon approval of the membership.

ARTICLE III

Voting

Section 1. Voting on all questions brought before meetings of SABOC shall be limited to **the member whose entity representative is** in attendance unless the Executive Board determines that the interests of SABOC will best be served by submission of questions for a vote by mail **or e-mail**.

Section 2. Active voting membership is limited to members who attend SABOC meetings on a regular basis (75% attendance per **calendar** year).

Section 3. Five (5) voting representatives (including a minimum of two (2) officers) present at a duly called meeting shall constitute a quorum for the transaction of any business presented at such meeting, except changes to these By-Laws.

ARTICLE IV

Meeting/Activities

Section 1. To assure continuation as a viable organization, no fewer than four designated activities shall be held in any twelve-month period. Such activities include, but are not limited to:

- a. Duly called meetings.
- b. Executive Board sessions.
- c. Organizational participation in symposia, conferences, etc.,

Section 2. Authority to designate approved activities is vested in the President, with concurrence of majority of Executive Board, and any hosting agency.

ARTICLE V

Executive Board

Section 1. The affairs of SABOC shall be under the supervision of an *Executive Board* consisting of the President, Vice-President, Secretary, and Treasurer.

Section 2. Meeting of this board shall be at the call of the President or a majority of the board members or upon written request of one-third of SABOC members.

Section 3. Funds collected are authorized to be maintained in a financial institution as approved by the Executive Board. President, Vice-President, and Treasurer shall maintain signature authority.

Section 4. It shall transact business as may be necessary between regular SABOC meetings, either in person or by mail.

Section 5. A majority of the Executive Board shall constitute a quorum either in person or by mail.

ARTICLE VI

Officers and Duties

Section 1. Officers. The officers of SABOC shall be a President, a Vice-President, a Secretary and a Treasurer.

Section 2. Term of office shall be for two years.

Section 3. Duties of officers.

- a. The President shall call and preside at all general and Executive Board meetings. He or she **may** appoint all committees and be an ex-officio member of all committees except the nominating committee.
- b. The Vice-President shall assist the President in the performance of his or her duties and perform the duties of the President during his or her absence or at his or her request. The Vice-President shall make host assignments, and notification shall be made by the Secretary.
- c. The Secretary shall record minutes of each SABOC meeting, and minutes of the Executive Board meetings. The secretary will also send copies of the SABOC meeting minutes and meeting notices to members and those

individuals listed on the SABOC official mailing list; maintain a current file of SABOC by-laws; conduct the correspondence of SABOC as directed by the President or Executive Board; compile SABOC membership roster; and maintain a file of essential correspondence.

d. The Treasurer shall collect all monies due SABOC and be custodian of and assure safekeeping of SABOC funds and make disbursement only upon authorization of SABOC or the Executive Board; keep record of funds and prepare a written report semi-annually, or upon change in Treasurer, with copy for President; and submit books and records for audit at close of SABOC fiscal year or upon request of Executive Board.

Section 4. Vacancies. A vacancy in office shall be filled by recommendation of the Executive Board subject to ratification of SABOC; and shall be for duration of any unexpired term.

ARTICLE VII

Committees and Duties

Section 1. The standing committees of SABOC shall be:

- a. Publicity.
- b. Membership.
- c. Activities.

Section 2. Duties of Standing Committees:

- a. The Publicity Committee shall be responsible for preparing new releases pertaining to each official function of SABOC and distributing such information to the various organizations represented on SABOC.
- b. The Membership Committee shall strive to sustain membership and add new members as defined by these by-laws. *It shall also maintain an accurate record of SABOC membership.*
- c. The Activities committee shall consist of SABOC conference, Minority Enterprise Development (MED) week reception, and workshop committees.

ARTICLE VIII

Nominations and Elections

Section 1. A nominating committee composed of the past President (or when absent a SABOC appointed member), **and the President shall appoint two active SABOC members at the meeting 2 months preceding elections (October).** The nominating committee shall request suggestions for officer candidates *from the membership. The* nominating committee shall select a slate of candidates for all elective offices and present its recommendations to SABOC membership at the meeting preceding elections (November). Nominations may be made from the floor provided nominee is present or has given written consent.

Section 2. The election of officers shall be conducted by secret ballot, during the final meeting of SABOC fiscal year (December). Written proxy ballots from Council members in good standing will be accepted. Marked ballots will be returned to Chairperson of the nominating committee.

Section 3. Results of the election will be announced at the same meeting, and new officers will be installed at the meeting with duties to begin at that time.

ARTICLE IX

Parliamentary Authority

Robert's Rules of Order, Newly Revised, shall apply on all questions of procedure and parliamentary law not specified in these By-Laws.

ARTICLE X

Amendments to the Constitution and By-Laws

Section 1. Any member of the organization in good standing may propose amendments to and repeal of the Constitution and By-Laws.

Section 2. Proposed amendments will be submitted in writing to the Executive Board. A majority vote of the Executive Board in favor of the proposal is required prior to submission to SABOC.

Section 3. After passage by the Executive Board, proposed amendments will be submitted in writing to the general membership at least two weeks prior to the regular meeting at which time it will be presented. A 2/3 majority vote of the members present will be required to incorporate amendments to the Constitution and By-Laws.


ARTICLE XI

Adoption

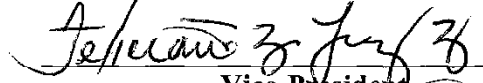
The organizing Committee functioning as a temporary Executive Board has written this Constitution and By-Laws. Execution and adoption of these rules and regulation is

evidenced by the signatures affixed below, having been submitted to SABOC and passed by a 2/3 majority of the members voting.

Executive Board for the Council



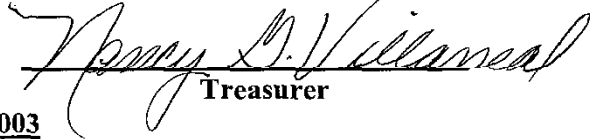
President



Vice-President



Secretary



Treasurer

January 09, 2003
Date Adopted