



Policies and Procedures

Manual

Section I. Introduction

The Dallas Downtown Association (DDA) is a vibrant and engaged organization whose purpose is to preserve, maintain and enhance the historic fabric, ambiance, and appeal of our downtown core area. We welcome and celebrate our members and supporters who share our enthusiasm for this important and active mission.

With our success, growth, and involvement in the community, we find it necessary to adopt and follow guidelines and policies which help us define our structure, mission, routine practices, and compliance systems, giving the DDA the framework we need to continue our development. This Manual of Policies and Procedures addresses this need.

Formulated and approved by the DDA's Board of Directors (henceforth, "the board"), this manual lays out the mechanisms for managing the organization and is reviewed at least annually.

Section II. Purpose

1. Our guiding document, the DDA's Bylaws, only set out general guidelines for the association's operations. To add practical depth and interpretation to those guidelines, this manual provides a considerably more detailed program for executing our day-to-day operations. As the official board policy, this manual provides a real-world reference tool for our leaders, members, and employees to guide their activities and practices.

2. The DDA operates under the guidance and assistance of the Oregon Main Street Program. Many of the policies and practices in this manual will reflect the requirements and expectations set by Oregon Main Street.

Section III. Ethics and Accountability

A. Code of Ethics

The DDA strives to conduct business activities with honesty, integrity, fairness, openness, and in accordance with the highest ethical standards. In addition, the DDA's leadership, employees and volunteers are expected to represent the DDA in a courteous, efficient, and professional manner in all its interactions.

B. Conflict of Interest

The DDA board, officers, committee members, volunteers, and employees shall avoid any conflict between their own respective personal, professional, or business interests and the interests of the organization.

In the discussion or votes on issues coming before the board, board members, officers, and employees will inform the board of any connection to groups or organizations doing business with the organization or any personal or family interest in the outcome of any such actions.

These conflicts fall into one of two categories, Potential or Actual.

- A "Potential Conflict of Interest" means any action by a board member, officer or employee which could be to the private pecuniary benefit or detriment of them or a member of their household, or business with which they or a member of their household is associated. "Potential conflict of interest" does not include the pecuniary affects arising out of:
 - Membership in a particular occupation or class
 - An action which would affect to the same degree a class consisting of an industry, occupation, or other group to which the board member, officer or employee or a member of their household belongs.
- "Actual Conflict of Interest" means any action or any decision or recommendation by a person acting in a capacity as a board member, officer or employee, the effect of which would be to the private pecuniary benefit or detriment of the person or the person's relative or any business with which the person or relative of the person is associated unless the pecuniary benefit or detriment arises out of the circumstances under the rules of "Potential Conflict of Interest" described above.

Board members who have an actual or potential conflict of interest should not participate in discussions or vote on matters affecting transactions between the organization and the other group. Employees who have an actual or potential conflict should not be substantively involved in decision making affection such transactions.

Issues in question include but are not limited to:

- transactions involving the sale, purchase, lease, or rental of any property or other asset
- employment or rendition of services, personal or otherwise
- the award of any grant, contract, or subcontract
- the investment or deposit of any funds of the organization

In addition, DDA board members, officers, committee members, volunteers and employees shall not use DDA facilities, equipment (e.g., computers, copiers, and phones), postage, or supplies for their own private use or gain or the use or gain of another person or entity.

C. Risk Management

The board will annually review the organization's need for general liability and director's and officer's liability insurance, as well as take other actions to mitigate risks.

D. Openness and Disclosure

The DDA will provide comprehensive and timely information to all members and the local community. All reasonable requests for information will be responded to as soon as possible.

IV.

Board of Directors

A. General Responsibilities of the Board

Collectively the board assumes legal and ethical responsibility for all DDA activities and approving the annual program budget. The board of directors is responsible for maximizing volunteer involvement in the downtown revitalization efforts. Collectively, the board makes decisions about the program's direction and monitors progress on a regular basis. The board is responsible for fundraising, supports work of the committees by volunteering time and expertise. The board is responsible for fulfilling the legal and financial requirements in the conduct of its business affairs as a nonprofit organization. The organization shall comply with all laws and regulations and shall adhere to sound accounting principles that produce reliable financial information, ensure fiscal responsibility, and build public trust. Ultimately, the board is legally responsible for all financial transactions of the organization.

The board is also responsible for directing and overseeing the work of the executive director (if applicable).

***Major responsibilities**

The board is responsible for the success of the downtown revitalization program. It is responsible for all of the finances of the organization, establishes program policies, and maximizing volunteer involvement. The board makes decisions about the program's direction and monitors' progress. A primary responsibility is fundraising and supports the work of the committees by volunteering time and expertise for fulfilling the legal and financial requirements in the conduct of its business affairs as a nonprofit organization.

*As a board member you can serve on one (1) of the four (4) Committees. This will allow you to work with other members of the organization and will allow for more volunteer engagement from our general members. This will allow for you to have a balance of volunteer, family, and work time. For more information on committees see Section 5. Committees.

B. Number of Board Members

The DDA Bylaws call for a board of seven (7) to thirteen (13) members, and two (2), non-voting, ex-officio members. The range in the number of board members is to enable the board to continue to function in the event of the loss of one or more board member(s). If the number of board members ever falls below the minimum required number of seven (7), the only function that the board may execute is to nominate and vote in the number of board members necessary to bring the total board members to a minimum of seven (7). If the number remaining on the board in this circumstance results in a tie vote on appointing one or more additional members to return to the base of seven, then the tie is resolved by the flip of a coin. The work of the board may continue on previously voted and approved business by the Board of Directors, any new business will stop until new board members have been voted into the board.

*While not specifically mentioned in the Bylaws, and not mandatory, it is preferred that the number of board members be an odd number to prevent the possibility of a tie in voting, and to enable the easy determination of a quorum.

C. Requirements for a Quorum

A quorum is described in our bylaws as “a majority of the board of directors of the current board”. The quorum may or may not change when the number of board members are available for a monthly meeting.

D. Affirmative Vote

Any matter coming before the board for a vote requires an affirmative vote of at least the majority of the whole number of the board to pass. To illustrate, if the size of the board is 13 members and 9 members attend a meeting, a quorum is achieved by having more than a majority of the whole board in attendance but any question coming to a vote would require 7 of the 9 members in attendance to vote in the affirmative for it to pass (i.e., a majority of the whole number of the board). So, in this case, even a majority vote of 6 affirmative votes to 3 negative votes would not reach the threshold of the 7 affirmative votes required for the question to pass.

E. Annual Meeting – Board Election

As stated in the DDA Bylaws, the annual meeting is when the election of new members takes place. The annual meeting is usually at the November general meeting. The annual meeting, and therefore the election of new board members, can be no later than December 31st. The new board members term begins on January 1st. All newly elected board members will receive a binder which will include the DDA Bylaws, the current strategic plan, the policy and procedure manual, the employee handbook, Oregon Main Street Approach information, a contact list of board members, a listing of committees and their members, a listing of all DDA members, and meeting minutes and financials from the October and November board meetings. The binder will be available at the December board meeting. In the event that the annual meeting is pushed into December, the binder will be provided January board meeting.

F. Regular Meetings of the Board

The board of directors will determine the meeting schedule for the year, including meeting time and place. The schedule will be sent out to all board members once this is agreed upon. Every attempt will be made to stay within this timeframe of one (1) hour. An email will be sent out to all board members, normally in December, listing routine board meetings for the following year. Reminder emails will at a minimum be sent out at the beginning of each month, a week before, and on the morning of the meeting. The reminder emails will announce the location of that month's meeting and other instructions such as codes/passwords for virtual meetings. Any necessary changes to this schedule will be communicated as soon as they are known.

The board secretary will provide a single "agenda packet" (including the agenda for that meeting, minutes from the prior meeting, financial documents, schedule of committee reports, etc.) to all board members four (4) days before the scheduled board meeting.

The secretary will send out draft minutes from each board meeting within 48 hours following the end of the meeting. Board members should respond within 48 hours from the time of the email with any feedback regarding the scope or accuracy of the minutes.

G. Individual Standards

As representatives of a well-functioning Main Street Program, we trust that each of our board members will commit to the following:

- Learn and promote the purpose and activities of the DDA and the Main Street Approach (TM)
- Attend scheduled board meetings or providing advanced notification when absence is necessary.
- Actively participate on one of the DDA's four standing committees
- Actively participate in specific activities or projects promoted by the board which may include:
 - Fundraising.
 - Membership recruitment.
 - Representation on behalf of the program at meetings or events.
- Stay informed and engage with the purpose and activities of the DDA, and participate in board decisions, with regard to management and policies of the organization.
- Attend professional development opportunities with Oregon Main Street.

H. Ex Officio Board Members

Ex officio are members of the board of directors per their position, meaning the current City of Dallas Mayor and an employee of the City of Dallas. The ex officio positions are non-voting and will bring guidance and expertise to each board meeting and to the organization. Each ex officio is asked to follow the DDA's Ethics and Accountability policies and Individual Standards policy. *(For explanation of these policies see: Section III. Ethics and Accountability and Section IV. Board of Directors, G. Individual Standards)*

V.

Committees

A. Importance of DDA Committees

Committees are the backbone of DDA’s revitalization effort. It is at the committee level where members “roll up their sleeves” and get the work of the organization done, from planning to implementation of specific projects and activities. The DDA will have four (4) standing committees: organization, promotion, design, and economic vitality. The Committee Chair of each committee will be appointed by the board of directors at the beginning of each year, this chair can be the same as previous years as long as the board has approved this. In addition, each of the four (4) operational committees may create long or short-term sub-committees to address specific needs or situations. The board may form a sub-committee or task force to handle specific situations or issues that do not fall under one of the four (4) standing committees. The board may also form an executive committee composed of the officers of the board. The executive committee may suggest a course of action to the full board to vote upon. If the board at the time of the issue is seven (7) then the executive committee would represent a majority at four (4) and would therefore be able to proceed without a full board vote. If a committee chair resigns in the middle of their term, the chair can recommend a replacement to the board. The final decision for the new committee chair will be made by the board of directors.

B. Committee Responsibilities

Each of the four (4) standing committees has responsibility for certain functions. Please see the narrative and listing below for additional information.

1. Outreach (Organization) Committee:

The organizing component of the Main Street Approach™ lays the foundation to support a successful revitalization effort by ensuring adequate people and financial resources are available to implement approved projects and activities. Specifically, the Outreach Committee is responsible for coordinating:

- Communication strategies to create awareness of the overall revitalization effort and promote the purpose and activities of the organization
- Volunteer and leadership development, including recruitment, training, and recognition
- Developing an overall fundraising plan
- Fiscal oversight to ensure appropriate policies are in place and required reporting is completed

2. **Economic Vitality Committee:**

Economic vitality strengthens a community's existing economic assets while expanding and diversifying its economic base. The Main Street organization helps sharpen the competitiveness of existing business owners, helps to foster entrepreneurial start-ups and expansions, and recruits compatible new businesses and new economic uses to build a commercial district to create jobs and to respond to today's consumers' needs. Converting unused or underused commercial space into economically productive property also helps boost the profitability and sales tax revenue of the district.

- Build up local economies by expanding the role entrepreneurs and innovation play downtown
- Strengthening existing businesses and recruiting new ones
- Infrastructure reuse—finding new economic uses for traditional Main Street buildings
- Develop financial incentives and capital for business improvement and retail operations layout

3. **Design Committee:**

Design means getting Main Street into top physical shape. Capitalizing on its best assets — such as historic buildings and pedestrian-oriented streets — is just part of the story. An inviting atmosphere, created through attractive window displays, well-managed parking areas, building improvements, street furniture, signs, sidewalks, lights, and landscaping, conveys a positive visual message about the commercial district and what it has to offer. Design activities also include instilling good maintenance practices, as well as enhancing the physical appearance of the district and creating new productive commercial or residential space by rehabilitating historic buildings, encouraging appropriate new construction, developing sensible design management systems, and long-term planning.

- Educate others about design to enhance the image of each business as well as that of the district
- Provide design expertise to encourage quality improvements to private properties and public spaces
- Planning Main Street's development—guiding future growth and shaping regulations
- Motivating others to make changes by creating incentives and targeting key project.

4. **Promotion Committee:**

Promotion sells a positive image of the downtown district and encourages consumers and investors to live, work, shop, play, and invest there. By marketing a district's unique characteristics to residents, investors, business owners and visitors, an effective promotional strategy forges a positive image through advertising, media relations, retail promotional activity, special events and marketing campaigns carried out by local volunteers. These activities improve consumer and investor confidence in the district and encourage commercial activity and investment in the area by identifying and appealing to the district's market niches.

- Understanding the changing market—identifying both potential shoppers and the competition. This point has been traditionally referred to as “Organization”, but we believe “Outreach” better explains its purpose. About Main Street Guide
- Identifying downtown assets—including people, buildings, heritage, and institutions
- Defining Main Street's market niche—its unique position in the marketplace
- Campaigns, retail promotions, and special events to bring people back downtown

C. Committee Chairs

The committee chairs are responsible for leading the work of their committees to successful outcomes. The committee chairs call meetings, prepare meeting agendas, and preside over meetings. Committee chairs are action leaders in developing and implementing the program of work. Chairs should recruit and inspire volunteers with their own work and commitment.

Specifically, committee chairs' responsibilities include:

- All committee chairs will work in coordination with to the executive director, if no executive director the committee chair will work in coordination to the president
- Recruiting committee members.
- Running meetings.
- Complete an annual work plan and budget for board approval
- Organizing work plans and keeping the committee "on-track" with work plans.
- Forging consensus.
- The committee chair will submit committee reports to the board secretary and executive director to be included in the board agenda and will be presented by the executive director at the board meetings. Reports need to be submitted 10 days prior to the board meeting.
- Working to coordinate projects with employees.
- Doing the "paperwork" including minutes, work plans, evaluations, and committee records.
- Coordinate with other committee chairs to avoid overlap, duplication or conflicts and to encourage collaboration. Avoid committees working in silos.

D. Committee Members

Committee members attend meetings of their committees, participate in committee deliberations, and carry out agreed-upon tasks between meetings. Specifically, committee members' responsibilities include:

- Committing to at least one year of service.
- Committing to monthly committee meetings and subcommittee meetings, as necessary.
- Reading orientation materials.
- Learning about the Main Street Approach to downtown revitalization.
- Recruiting and orienting new members.
- Preparing in advance for meetings.
- Cooperatively drafting an annual work plan.
- Taking responsibility for projects.
- Always presenting the organization in a positive light to the public.

E. Committee Work Plan & Budgeting

Work plans and budgets are created at the committee level, on a yearly basis, in accordance with the current strategic plan. Development of the DDA's work plans will begin in the fall, prior to the beginning of the fiscal year. The plans are submitted to the board for presentation at the November board meeting, to enable the board to establish the organization's goals and objectives for the upcoming year. The goals and objectives shall be forwarded to each committee chair to use as priority guidelines for developing committee work plans. Each committee will develop activities to meet objectives established by the board. A work plan overview that lists committee goals and objectives and activities will be presented to the board for review and approval and for use in the budgeting process.

As work plan drafts are completed by each committee, they will be presented to the executive director, if no executive director these work plans will be presented to the president. The work plans will include, at a minimum, a list of tasks to complete each activity, the lead person assigned to each task, amount of staff time needed if applicable, due date for each task, and budget amount. The board will make a decision for each activity plan based upon its affordability, feasibility, and whether it follows the organization's mission. Corrections or additions will be returned to each committee for additional work.

Each committee will provide a strategy for adequate funding to the executive director, and if no executive director these will be provided to the president, yearly by and no later than October 15th. During the November board meeting, budgets will be reviewed and approved. If additional funding is required during the FY, the board must approve the increase.

VI.

Process and Practices

A. Decision Making Process

All major decisions made on behalf of the DDA will be made by a vote of the board. The concurrence of a majority of the whole number of the current board is necessary to decide any question (see below for a more thorough explanation under “Affirmative Vote”)

In the conduct of its meetings, the DDA will generally follow Robert’s Rules of Order for procedural questions, particularly as they apply to small organizations where a certain degree of flexibility is encouraged. Exceptions will apply when other rules are specifically provided in the articles of incorporation or bylaws.

B. Annual Report

An annual calendar year report will be prepared and published in the first quarter of the following year in a standardized format. Example of report will include a list of board members and employees, the DDA’s mission statement, information on program activities, year-end financial information (at a minimum the organization’s total income, expenses, and net assets plus grants), as well as other information which helps paint the picture of important happenings of that calendar year. This report should also function as the DDA’s annual historical report to provide detailed information to future generations as to the growth and development of the organization. The annual report will be filed both in written format and in digital format. It will also be made available to all members and the local community at least in digital format.

C. Program Evaluation

The DDA will periodically review its effectiveness and will have mechanisms in place to incorporate lessons learned. The organization is committed to be responsive to changes in the field of downtown revitalization and to the needs of its members. As such, it will examine “best practices” in these areas and will strive to adopt them if they are reviewed as productive.

D. Spokespeople

The president and the executive director will serve as the primary spokespeople for the DDA. Committee chairs, in coordination with the executive director/president, may be called on to provide information to various source in relation to specific projects or activities of their committee. No other individuals, without specific board approval, may speak on behalf of the organization. All designated spokespeople must represent the board’s position and priorities, not their personal opinion(s).

Example of Order to be designated to be spokesperson or issue press release

- 1) *Executive Director*
- 2) *President*
- 3) *Or assigned Board Member approved by Board of Directors*

E. Press Releases

A designated board member, either the current president or the executive director will issue all press releases. A designated board member, or the executive director, will distribute all press releases to the appropriate media on DDA stationery. Press releases containing potentially controversial information will be reviewed by the board president.

F. Avoidance of Political Issues

As a 501(c)3 organization, it is important that the DDA not engage in advocating for any candidate in an election or ballot measure, as this could result in the loss of our tax-exempt status. Beyond that, in general, the board discourages engagement with controversial public issues that are not central to the mission and purposes of the DDA. Even at that, care must be taken to ensure that there is a fair unanimity in the organization regarding the merits of any potentially contentious issue upon which the organization wants to take a position.

G. Publicity

Any opportunities for positive press should be pursued. The board will review any major potential publicity ideas and approve those which are appropriate. Copies of articles should be retained in the DDA office as part of the archive.

H. Presentations

Board president or the executive director will schedule all presentations to organizations, companies, or interested individuals. If possible, two DDA representatives should be present at each presentation. The executive director should be one of those two people.

I. Events

All suggestions for events will be referred to the board for consideration, vote, and final approval. All requests should include timing, feasibility, cost, and relevance to the mission of the DDA. These criteria will be considered when approving an event.

J. Grants

The board will approve any concept for all grant applications made in the name of the DDA. Potential grants must clearly fall within the mission of the DDA and be for projects relating to the DDA's strategic plan, current work plans and/or to address an emerging local issue of importance to the DDA. A qualified grant writer may be contracted to compose the application for the organization and/or manage the execution of the grant.

In general, grant concepts will be initiated by the appropriate standing committee and with the approval of the board, will be drawn up by the committee in complete draft form. Depending on the conceptual design of the project, the board can either specify that it needs to approve the final application before it is submitted to the grantor or it can delegate that approval authority to the DDA president which would serve to expedite the process.

Employees and committees will keep records, books, and materials in accordance with the requirements set forth in any acquired grant. Final reports following the execution of any grant will be the responsibility of the committee managing the grant and will be routed through the board for submission to the grantor.

The board recognizes that administering a grant is time consuming, thus much of the effort must fall to the initiating committee for its management. In all cases however, the executive director should be kept in the loop to assure that all grant programs are fully orchestrated throughout all their steps to include board involvement where appropriate.

K. Letters of Support

The DDA may receive requests for letters of support for various programs, projects or causes. Letters of support will only be written when the following points have been addressed and followed by an affirmative vote of the board:

- The issue pertains to the mission of the DDA
- The issue relates to matters of DDA interests within the DDA's district boundaries
- The board has been furnished with adequate information and time to make an informed decision
- The request doesn't conflict with the organization's nonprofit status, for example, the support of a political candidate or ballot measure.

A copy of each request and board response/action will be retained in the DDA archive.

VII.

Administration

A. Oregon Main Street Requirements

1. All requirements from the Oregon Main Street Program to maintain the DDA's current status or higher level will be highly prioritized, for example, the timely submission of accurate reports.

2. For the use of OMS, grant funders and others, the Executive Director will keep a complete record of volunteer hours on a quarterly basis. Periodic reminders should be sent to engaged volunteers to keep this information current and representative of real work being done.

B. Daily Operations

Daily operations of the DDA are managed by the executive director under the direction of the board.

C. Master Calendar

The public presentation of the operations of the DDA as orchestrated by the executive director will be made by the creation and regular updating of a master calendar of DDA activities. This master calendar will be formulated in an easy-to-comprehend manner each November for the following calendar year and updated when any changes occur but at least monthly. Notations on the calendar will include at the very minimum the following: all DDA gatherings to include board, committees, and general member meetings, DDA events and significant community events. Deadlines for the adoption or review of important documents such as adoption of the annual budget, periodic review of the strategic plan and so forth.

C. Record Keeping

A set of permanent records will be kept in the DDA office and in off-site backup, including Articles of Incorporation, organizational documents, board agendas and minutes, materials related to the finances and tax-exempt status, and items of historical significance to the organization. Other documents related to the governance, administration, fundraising, and programs of the organization will be kept in the office for a minimum of seven years, and if in digital format, permanently. As of January 1, 2021, these documents, and all related information, will be kept in digital format. If a document exists in other than digital format, the hardcopy original will be kept as well. Any ballots from voting will be scanned and saved both in hard copy and digital format.

Off-site backup of the DDA's entire digital record will be kept as well, either in a cloud archive or other equivalent system.

In January of each year, the board will review the organization's backup systems to ensure that the mechanisms in place are adequately preserving the essential documentation of the DDA and is doing so in a modern and cost-effective manner, both as to the print and digital record.

D. Email/Internet Usage

Email and internet use is intended for business-related purposes only. Employees or volunteers will not use the DDA email or internet system in a way that may be viewed as insulting, disruptive, or offensive by other persons. Internet access may be monitored to ensure compliance with this policy. Incidental and occasional personal use of email is permitted provided it is not for political or personal gain. These messages will be treated the same as other messages and may be monitored. Employees should not use email to transmit any message they would not want to read by a third party since management can access personal messages without prior notice.

E. Wireless Communication Devices

Wireless communication devices owned or leased by the DDA are to be used to conduct DDA business-related activity. Discretion must be used in discussing confidential or sensitive information on wireless devices. Personal use is allowed if the use is brief in duration, does not occur often, does not interfere with official job duties, and is the most effective use of time and resources.

VIII.

Finances

A. Fiscal Year

The DDA's fiscal year matches the calendar year.

B. Donations

The board is responsible for identifying financial and in-kind donors. Board members will be designated to contact potential donors with the assistance of the executive director, if applicable. Individual committees may also need to solicit donors. This action should be approved by the board to avoid conflicts. The executive director, or designated board member, will acknowledge contributions within two weeks of receipt. Receipts will be issued for all contributions of \$250 or more or upon request.

All checks will be endorsed with the DDA bank stamp upon receipt. Checks, as well as the associated deposit slip, will be photocopied. Deposits will be made by the treasurer, the executive director, or the secretary within 24 hours of receipt.

The executive director and at least one member of the executive committee will count all cash and checks at the conclusion of cash generating activities. Funds will be deposited within 24 hours by the treasurer, the executive director, or the secretary, and a receipt maintained with other DDA receipts as a record of the transaction.

C. Financial Accounts and Checks

The financial accounts will have a minimum of 3 authorized signers designated by the board of directors. All checks, drafts, and other instruments used for payment of money and all instruments of transfer of securities shall be signed by an officer(s) designated by the board of directors.

D. Purchasing

The executive director purchases all supplies and equipment. These items should be purchased from local businesses when possible. The board must approve all purchases not in the budget or those exceeding the budgeted amount. Employees must investigate at least three different sources for products or professional services which exceed \$1,000 and submit this information to the board for consideration.

E. Paying Invoices

The treasurer will be responsible for paying the organization's bills in a timely manner. The organization's checkbook will reside in the DDA office.

F. Travel Reimbursement

Will be reviewed and approved by the board on a case-by-case basis.

G. Financial Records

The treasurer will present the financial statement to the board at the regularly scheduled monthly meeting. The statement will include actual and budgeted income and expenses for the month and year to date totals. Within two months after the close of the fiscal year, the treasurer will prepare a year-end financial statement showing in reasonable detail the source and application of the previous year's funds and the financial condition of the organization. This statement will be presented to the board at the following board meeting.

All financial records of the organization will reside in the DDA office and will be maintained by executive director or treasurer. Bank accounts will be reconciled monthly and compiled in separate files including all canceled checks and deposit records. Deposits will be tracked by maintaining copies of deposit slips, checks, and bank deposit receipts.

Any contribution, grant, or gift earmarked for a specific activity will be tracked and reported on in a separate restricted fund account.

The DDA will keep records open to audit for three years. These records will be kept in accordance with Generally Accepted Accounting Principles.

IX.

Membership

A. Eligibility

Any business, organization, or individual may become a member of the DDA. Residency within the official boundaries of the DDA established in the bylaws is not a requirement.

B. Forms of Membership

1. There are eight (8) forms of membership, which are listed below. The dues structure for each will be established by the board.
 - Associate
 - Business (With Volunteering)
 - Business (No Volunteering)
 - Business (Outside Downtown, with volunteering)
 - Business (Outside Downtown, no volunteering)
 - Silver Sponsor
 - Gold Sponsor
 - Platinum Sponsor
2. Business memberships are comprised of businesses and organizations. These members consist of commercial enterprises, not for profit, non-profit organizations, civic organizations, and government agencies. Each business membership receives one (1) vote for the purpose of voting on DDA matters brought before the general membership.
3. Associate memberships are comprised of individuals and households who wish to support the mission of the DDA. Each associate membership receives one (1) vote. If a household wishes to have more than one vote, individuals within that household must become separate members, whereupon each dues-paying member has a vote.
4. Sponsorships can either be made up of organizations, businesses, individuals, or households. There is no limit on how many sponsors the DDA can have, at any level. Sponsor level members receive one (1) vote for the purpose of voting on DDA matters.

C. Membership Dues and Collection

1. Membership dues will be determined each year by board action prior to the start of each calendar year. Failure to set the dues will result in the dues schedule from the prior year to remain in force. The dues are set as such:
 - Associate - \$75
 - Business (With Volunteering) - \$125
 - Business (No Volunteering) - \$225
 - Business (Outside Downtown, with volunteering) - \$110
 - Business (Outside Downtown, no volunteering) - \$210
 - Silver Sponsor - \$500
 - Gold Sponsor - \$750
 - Platinum Sponsor - \$1,000
2. New membership dues are prorated on a quarterly basis, specifically, after the first quarter dues are at the 75% level, after the second quarter dues are at the 50% level

and after the third quarter, dues are at the 25% level.

3. The board can give incentives for new memberships during a specific membership drive and is required to treat each membership fair and equitable as not to show favoritism.
4. The board can establish a reciprocal membership between another membership driven organization. A correlation between memberships due is equal or adjusted to reflect the reciprocal membership. The reciprocal membership receives the same benefits as any other membership.

D. Rules For Members

1. All DDA Members are required to volunteer at least twenty (20) Hours a year to the DDA, either through committee/board work, events, or a combination of both. Those not opting to volunteer can pay the “non-volunteer premium” of \$100. These 20 hours can be completed by either the owner, their family, or employees. DDA members that do not comply with these requirements will forfeit their voting privileges, access to grant assistance, and other benefits associated with their level of membership. Volunteering hours will be tracked by the executive director.

E. Membership Renewals and Collection

1. The treasurer in partnership with the executive director and organizational committee will ensure that annual invoices for dues will be produced just prior to the end of December of the previous year. All invoices will be dated January 1st and will be mailed, emailed or hand delivered in late December. All invoices will contain a personalized message thanking the member for their renewal and looking forward to a productive new year. For the purpose of bookkeeping practices, any membership dues collected in December prior to the new fiscal year cycle, will not be deposited into the DDA bank account until the beginning of the year in which the dues apply.
2. Terms of payment on the invoice shall be 30 days. If no payment has been made by February 10th the treasurer will ensure a copy of the original invoice will be sent to the member. The method of delivery will be determined by the treasurer, executive director, and organizational committee.
3. If the member has not paid their membership dues by the end of February, contact with the member will continue monthly until March 31st. If the member indicates they will not be renewing their membership or when the treasurer determines that the membership will be uncollectable, the treasurer will submit the membership to the board for approval to cancel membership. The membership will automatically be presented to the board for cancellation if invoice remains unpaid through first (1st) quarter of the year, ending March 31st. The cancellation will be presented at the April board meeting.
4. Membership privileges, such as advertising on the website, etc., will continue until membership has been cancelled by the board of directors.
5. Former members will be considered prospects for future membership.

F. General Membership Meetings

1. As specified in the DDA Bylaws, at a minimum, general membership meeting will be held in February, May, August, and November. The secretary of the board of directors, executive director and organizational committee will coordinate the general meetings.
2. General meetings will be held on the third Wednesday of the month, from 6:00-7:00 PM. Reminder emails will be sent out at the beginning of each month, and on the morning of the meeting. The reminder emails will announce the location of that month's meeting and any necessary information should the meeting be virtual. General meetings schedule announced on the annual calendar on the DDA's website.
3. Any necessary changes to this schedule will be communicated at least seven (7) days prior to the original scheduled date. The potential exists for the scheduling of additional monthly or special meetings. Notification of these meetings will be communicated via email seven (7) days prior to the meeting date. Information on the time and location of these meetings will be included in the notification email.

Approval of the policies and procedures in this manual December 15, 2021