

BY-LAWS
OF THE SANTA FE AND NORTHERN NEW MEXICO CHAPTER
NO. 373 OF SCORE
as Revised on March 31, 2005

ARTICLE I
NAME

The name of this organization shall be the Santa Fe, New Mexico Chapter, Number 373 of SCORE. SCORE is a nonprofit corporation organized for charitable and educational purposes, and each SCORE chapter is a unit member of the corporation. SCORE is a business development resource of the Small Business Administration, which sponsors and financially supports SCORE operations.

ARTICLE II
PURPOSE

The purpose of this organization shall be to strengthen the U.S. small business community through its experienced volunteer SCORE members, who provide high quality technical and managerial counseling and guidance to prospective and existing small business owners and nonprofit organizations on the handling of business problems.

ARTICLE III
PRINCIPLES

Section 1. The SCORE program concentrates on the individual business owner or manager, and on the executive of the nonprofit organization. SCORE members shall assist their clients to take a balanced approach to management and to enhance the potential for success of their business through quality education and counseling on specific problems in such areas as finance, personnel, publicity, marketing, engineering, production, merchandising, etc., and also to urge

when desirable that they seek sound advisory and useful relationships with other professional business specialists and associates.

Section 2. This Chapter and its individual members shall maintain high quality standards of service and shall adhere to the SCORE Code of Ethics and other SCORE rules as described in the SCORE Standard Operating Manual (SOM), the Chapter Member Handbook, and other SCORE publications. SCORE activities involve a public trust and public service. Information on a client's business imparted to SCORE or contained in the counselor's reports shall be held in strict confidence, except as the client authorizes its disclosure.

ARTICLE IV **MEMBERS**

Section 1. Qualified volunteers who have been properly screened and processed by the Chapter and the Small Business Administration shall be accepted as members of this SCORE Chapter, without regard to sex, race, religion, color, national origin, age, marital status, or handicap. Membership may be terminated if the volunteer does not fulfill his/her SCORE obligations. Each member shall be on a SCORE roster.

Section 2. Chapter members shall be obligated to attend at least fifty (50) percent of the monthly membership meetings in each fiscal year. Failure to attend shall constitute grounds for the termination of membership unless excused by the Executive Committee.

ARTICLE V **OFFICERS**

Section 1. The officers of the Chapter shall be a Chair, Vice Chair, Secretary, and Treasurer. The offices of Secretary and Treasurer may be combined.

Section 2. A nominating committee of three members shall be named by the Chapter Chair.

The committee shall nominate qualified candidates for each officer position, and shall present the slate of nominees for election at the June membership meeting.. The names of the nominees and information about them shall be provided to the members in advance of the meeting.

Additional nominations from the floor shall be permitted.

Section 3. The officers shall be elected by written ballot. Each officer shall serve for one year and until their successor is elected, and their term of office shall commence on October 1. No candidate may serve as Chair for more than two consecutive years. Any officer may be removed as provided in the SCORE SOM. If the Chair ceases to serve for any reason, the Vice Chair shall assume that position. If other officers cease to serve for any reason, the Chapter shall elect successors to complete the term.

ARTICLE VI **DUTIES OF OFFICERS**

Section 1. The Chapter Chair shall manage the affairs of the Chapter in accordance with the principles and policies of SCORE. The Chair shall:

- a. Preside at all Chapter membership and Executive Committee meetings.
- b. Appoint such committees as are necessary to accomplish the Chapter's objectives.
- c. Establish a business plan, procedures and other measures, and supervise members, to insure prompt and effective Chapter services.
- d. Keep all members informed on SCORE matters and Chapter activities.
- e. Maintain close contact with the SCORE District Manager and local SBA office, and see that effective SBA support is provided.
- f. Determine that the Chapter members have received, or have available, and are familiar

with SCORE and SBA materials which are used for Chapter activities.

- g. Determine that the member and Chapter responsibilities for recording and reporting activities are met and records properly maintained.
- h. Insure representation of the Chapter in liaison with various resource partners, e.g. the Chamber of Commerce, the SBDC, the Economic Development Council, the City's Community Development Division, the Santa Fe Business Incubator, local civic groups and business associations.
- i. Be otherwise guided in the performance of his/her leadership responsibilities by the specific provisions of the SCORE SOM.

Section 2. The Chapter Vice Chair shall perform the duties usually incident to that office, including:

- a. Assist the Chair, and act in the Chair's place at such times as the Chair may not be available.
- b. Perform such other duties as may be assigned by the Chair.

Section 3. The Chapter Secretary shall perform the duties usually incident to that office, including:

- a. Keep minutes of Chapter membership and Executive Committee meetings.
- b. Supervise maintenance of the case log and case files.
- c. Maintain SCORE rosters of the Chapter members.
- d. Maintain all necessary records, files, and reports.
- e. Insure that all members are properly trained in necessary administrative practices and procedures, especially proper completion of Forms 641 and 641A.

Section 4. The Chapter Treasurer shall perform the duties usually incident to that office, including:

- a. Handle receipts and disbursements of Chapter funds.
- b. Maintain accurate records of financial transactions.
- c. Submit quarterly Treasurer's report to the Chapter. Such report shall contain a comparison of fiscal year to date revenue and expense compared to budget, and an estimate of fiscal year-end status versus budget, with interim monthly updates as necessary.
- d. Maintain liaison with the District Director to insure accurate accounting for utilization of the Chapter's TERS account.

ARTICLE VII **MEETINGS**

Section 1. Regular meetings of the Chapter shall be held on the last Thursday of each month unless otherwise decided by the Chapter or its Executive Committee.

Section 2. The regular meeting for the month of September shall be known as the annual meeting and shall be for the purpose of installing officers, receiving annual reports of officers and committees, and for any other business.

Section 3. Special meetings may be called by the Chapter Chair, the Executive Committee, or shall be called upon a written request of THREE (3) members of the Chapter. The purpose of the special meeting shall be stated in the call and at least TEN (10) days notice shall be given unless an emergency prevents it.

Section 4. Those members of the Chapter in attendance at meetings shall constitute a quorum.

Section 5. Except as provided herein and in the SCORE SOM, meetings of the Chapter shall be conducted in accordance with ROBERT'S RULES OF ORDER REVISED FOR DELIBERATIVE BODIES.

ARTICLE VIII **EXECUTIVE COMMITTEE**

Section 1. The officers of the Chapter shall constitute the Executive Committee together with such other members as the Chair, with the approval of the Chapter, may name.

Section 2. The Executive Committee shall assist the officers, as needed, to maintain general supervision of Chapter affairs between regular meetings, determine the time and place of Chapter meetings, advise the Chair on Chapter matters, and make recommendations to the Chapter.

Section 3. The Executive Committee shall have the power and authority normally exercised by such body, but shall be subject to decisions of the Chapter, and none of its acts shall conflict with actions taken by the Chapter. The Chair may not cede responsibility to the Executive Committee.

ARTICLE IX **OTHER COMMITTEES**

Section 1. Chapter committees shall be established as provided by the SCORE SOM under Chapter entitled "Administration and Operation of Chapters". The SOM sets forth therein the names of specified standing committees and of other desirable committees, specifies their duties, and the appointment of committee members.

Section 2. The Chapter may establish other committees as are found desirable.

ARTICLE X
AMENDMENT OF CHAPTER BYLAWS

These bylaws can be amended at any regular meeting of the Chapter by a TWO-THIRDS (2/3) affirmative vote, provided that the proposed amendment(s) has been submitted to the Chapter membership not less than TWO (2) weeks prior to the meeting.