

The Better Middlebury Partnership

Since 1966, the Better Middlebury Partnership has been an integral part of the Middlebury community, first as the Downtown Middlebury Business Bureau Inc, then the Middlebury Business Association Inc and since 2011 as the Better Middlebury Partnership Inc (BMP), also operating as Experience Middlebury. The BMP advocates for and works to achieve a sustainable, vibrant and engaging Middlebury community by being a trusted partner in supporting, representing and meeting the diverse needs of the town, the College, businesses and individual community members.

Mission: To promote, enhance and support community in Middlebury through trustworthy communication, collective advocacy, charitable support and a focus on engagement with a goal to make Middlebury a great place to live, work and play.

The Better Middlebury Partnership expects the following work will be consistently relevant for achieving its mission:

- Listen to the individual and collective needs and interests of business owners, interest groups, residents and town officials to gain insight and perspective on the variety of matters that interest our population .
- Advocate for the needs and interests of business owners as well as the patrons of these businesses, especially those concerns that relate to the general vitality, beautification and well-being of the community.
- Open inclusive communication channels as a liaison between the various interest groups, businesses and individuals with cares and concerns for the health and enhancement of the community.
- Advocate for engaging and relevant business growth and economic development in our community, including the supportive infrastructure (housing, transportation, family and education services, etc) that is required for healthy community growth.
- Develop and manage festive community events and gatherings that bring individuals, organizations and businesses together.
- Provide support to other local organizations and educate the public so they may be aware of the opportunity and involvement that these organizations, the BMP and Middlebury overall, offers.

The Better Middlebury Partnership is a 501c3 charitable organization, run by a volunteer board of local business owners, residents and passionate advocates for vitality in our community.

Our annual operational funding is provided from the local and state governments as well as Middlebury College. We also rely on local businesses, families and individuals to recognize the value we bring to the community and contribute to our success.

We:

- Serve as an advocate for Middlebury to local, state and national agencies with an interest in enhancing and supporting the health and vitality of our local community.
- Educate the public about issues impacting Middlebury and Addison County and provide avenues for how the community can be more involved, informed and engaged in such matters.
- Serve as the recognized Vermont Designated Downtown organization for Middlebury.
- Provide support for the Downtown Improvement District Commission and representation of other formal and informal local commissions and boards.
- Develop, promote and produce inclusive and engaging community events that bring together local residents as well as draw out-of-town visitors to Middlebury's downtown.
- Manage experiencemiddlebury.com with a goal for it to be a website that is easy to navigate, functional and representative of Middlebury and what the town has to offer.
- Manage the Middlebury Money local currency program as an effort to encourage local spending.
- Enhance the downtown experience, nurturing a welcoming and cohesive downtown with a focus on accessibility, equity and inclusion.

Better Middlebury Partnership Bylaws

I. Name

The name of the organization is "Better Middlebury Partnership Inc." with a registered tradename of "Experience Middlebury."

II. Purpose and Goals

1. To advance our stated mission:

To promote, enhance and support community in Middlebury through trustworthy communication, collective advocacy, charitable support and a

focus on engagement with a goal to make Middlebury a great place to live, work and play.

III. Membership

Any individual, organization, businessperson, professional or property owner in Middlebury and its environs is considered a stakeholder of the Better Middlebury Partnership and shall be eligible to attend the monthly BMP board meetings. A designated representative from the Addison County Chamber of Commerce shall be considered an active and voting member of the Better Middlebury Partnership Board of Directors.

Any member of the active Board (a Director) may nominate new board directors and officers.

IV. Voting

1. Board Directors are the only official voting members of the organization.
2. Two-thirds of those voting at a monthly board meeting shall be required to change the bylaws.
3. A simple majority of those present at a monthly board meeting is required for the election of officers and to conduct all other business.

V. Budget

1. The budget shall be ratified annually by a majority of board Directors voting at a duly warned general board meeting.

VI. Meetings

1. Board of Director Meetings - At least ten (10) board meetings shall be held each calendar year.
2. Special Meetings - May be called at any time by the Board of Directors, or staff. Committees may meet as needed.
3. Quorum - A majority of board Directors shall constitute a quorum. If no quorum is present, the presiding officer may adjourn the meeting until a quorum is present.

VII. Executive Board of Directors

1. President - Shall call meetings and preside at all meetings as chairperson.
2. Vice President - Shall serve as chairperson when the President is absent.
3. Secretary - Shall keep or cause to be kept minutes of all meetings. Minutes will be available on request.
4. Treasurer - Shall keep or cause to be kept financial records and financial reports.
5. The offices of Treasurer and Secretary may be combined.

6. The Executive Board shall be elected at the annual meeting by a majority of votes cast.
7. The term of office shall be one (1) year.
8. Any vacancy in any office shall be filled by another officer or by a member of the Board of Directors by a voice vote of the remaining officers and directors.

VIII. Board of Directors

1. The Board will consist of three or four elected officers, the past president and no fewer than five other Directors elected at the first Board Meeting of the year. One Director seat will be reserved for a representative of the Addison County Chamber of Commerce.
2. The Executive Director(s) will serve as ex officio director(s) of the Board.
3. Presence of a majority of Directors shall constitute a quorum.
4. A quorum is required to pass a motion.
5. The term is two (2) years for a Director of the board and one (1) for the elected officers. If a Director resigns from the Board before their term is completed, the Board may appoint a person to fill the unexpired term.

IX. Committees

1. The officers of the Board and the immediate past President shall constitute an Executive Committee, which shall meet as needed. The Executive Committee is authorized to take any action the Board is authorized to take. Such actions shall be ratified by the Board at its next meeting.
2. The Board may create committees and appoint persons to serve on them. Each committee shall have at least one (1) Director of the Board, all other members can be non board members. Each Director of the board is expected to serve actively on at least one committee.

X. Paid Staff

The Better Middlebury Partnership has a salaried Executive Director position that may be filled by one or more person(s). A quorum voting at a board meeting may empower the Executive Director(s) to employ other staff, as deemed necessary.

XI. Dissolution

In the event that the Better Middlebury Partnership ceases to exist, any assets remaining after all accounts payable have been paid will be given to other non-profits who support the Middlebury and Addison County Vermont community.

Conflict of Interest Policy for the Better Middlebury Partnership

No member of The Better Middlebury Partnership Board or Staff shall derive any personal profit or gain, directly or indirectly, by reason of their participation with The Better Middlebury Partnership. This shall also include the member's business or other nonprofit affiliations, family and/or significant other, employer, or close associates who may stand to receive a benefit or gain. Each individual shall disclose to at least one member of the Executive Board any personal interests which she or he may have in any matter pending before the organization and shall refrain from participation in any discussion or decision on such matter.

In addition, any member of The Better Middlebury Partnership Board or Staff shall refrain from obtaining any list of clients or donors for personal or private solicitation purposes at any time during the term of their affiliation.

Any new member of the Board of Directors shall be given this policy at the time of their election onto the Board of Directors and the policy will be reviewed annually by the board at a regularly scheduled meeting.

We understand that the purposes of this policy are to protect the integrity of The Better Middlebury Partnership and the organization's decision-making process as well as to enable our constituencies to have confidence in the integrity, intentions and actions of the officers, staff, board members and volunteers. To that end, we understand that this policy is not meant to supplement good judgment and all constituents should respect its spirit as well as its wording.