

BY LAWS OF THE SMOKY MOUNTAIN WEDDING BUSINESS ALLIANCE

Article 1 - Name

The name of this organization shall be recognized as the Smoky Mountain Wedding Business Alliance, hereafter referred to as the Alliance. The Alliance shall be a non-profit association incorporated in the State of Tennessee and the County of Sevier. The Smoky Mountain Wedding Business Alliance may do business as The Smoky Mountain Wedding Association.

Article 2 - Offices

The organization may have such offices as the Board of Directors may determine or as the affairs of the Alliance may require from time to time.

Article 3 - Purpose and Profile

The purpose of the Alliance is to represent the common interest of our members in the wedding industry of the Smoky Mountain area in an ethical and professional manner.

1. To foster a cooperative relationship and ethical spirit among the wedding industry members within the Smoky Mountain area.
2. To promote and generally advance the interests of the Smoky Mountain area wedding industry to local, city, and state governments, as well as to the general tourism business community.
3. To promote and generally advance the Smoky Mountains as a wedding destination through marketing and public relations endeavors.
4. To accumulate and process information relating to the wedding industry and to share such information with the membership.
5. To supply a united voice to encourage policies and legislation supportive of the wedding industry at all levels of government.
6. To promote good policy and sound business principles.
7. To engage in any other activity consistent with the laws of the United States, the state of Tennessee, the county of Sevier, and the Bylaws of the Corporation.

Article 4 - Membership

4.1 Membership Categories. The Alliance shall have five categories of membership. All members must possess a current business license, be approved by the Board of Directors, and pay the membership dues of the Alliance. Categories 1, 2, 3, and 4 must all possess a current Sevier County business license. Ordained Ministers shall be exempt from possession of a current business license.

CATEGORY 1: WEDDING PROVIDER - owns or operates a wedding chapel, provides wedding services that include the services of a minister, or is a licensed minister active in the wedding industry. Weddings are their primary business and their services are for the general public.

CATEGORY 2: WEDDING ASSOCIATE - conducts those services that directly contribute to the successful performance of a wedding, such as, but not limited to, photographer, videographer, florist, baker, caterer, beauty salon, formal wear, planner, or venue provider.

CATEGORY 3: WEDDING PARTNER - owns or operates a wedding chapel or provides packages with ministerial services as an amenity for their own guests only, OR their wedding business is a secondary activity to their primary business.

CATEGORY 4: WEDDING ALLY - owns or operates a business or service that enhances a couple's destination wedding in the Smokies, such as, but not limited to, lodging, restaurant, attraction, theater, or retail. This category also includes member-to-member services that assist a wedding business but is not relevant to brides, such as an advertising agency.

CATEGORY 5: WEDDING FRIEND - owns or operates a wedding-related business that is based outside of Sevier County and also does business within Sevier County. This category also includes wedding businesses throughout the foothills of the Smokies, including Blount County, Cocke County, and Jefferson County. Friends who are supportive of the wedding industry, e.g. educator, student, or government official, but not a wedding business themselves are also included as a Category 5 Member.

4.2 Voting Rights. Members of Category 1, 2, 3, and 4 shall have full voting rights. Category 5 Members shall have no voting rights.

Article 5 - Membership Meetings

5.1 Regular Meeting. The regular meeting will be held bi-monthly at a time and place designated by the President.

5.2 Special Meetings. The President, the Vice-President or not less than one half- (1/2) of the Board may call special meetings. When a special meeting is required, as a result of action as hereinabove provided, such request shall include the purpose for which

said meeting is called. Action at a special meeting so called will be restricted to the matter set out in the notice.

5.3 Notice of Special Meetings. Each Board of Director shall be given notice in one of the forms of contacts listed below; in person, telephone, mail, fax, or electronic mail (e-mail) at least 24 hours prior to said meeting. At any meeting of the Board, two-thirds (66.67%) of all the Board must be represented in person or by proxy to constitute a quorum for all purposes.

Article 6 - Dues

Dues shall be paid annually based on Category of Membership.

Category 1 - \$150.00

Category 2 - \$150.00

Category 3 - \$150.00

Category 4 - \$150.00

Category 5 - \$150.00

Article 7 - Board of Directors

7.1 Number. There shall be nine voting board members consisting of President, Vice President, Secretary, Treasurer, and five Members-at-large. The fifth Member-at-Large will be designated as the Allied Representative.

7.2 General Powers. All nine of the Board Directors shall be elected by the majority vote of the Category 1 & 2 & 3 & 4 Alliance members. The full board will manage the business and affairs of the Alliance.

7.3 Qualification of Members. Of the nine directors, each Category 1, 2, 3, and 4 should have at least one representative on the board. It is recommended that at least one of the nine members should be representative of Gatlinburg, Pigeon Forge, and Sevierville. It is preferred that the President not be simultaneously serving as the president of the Gatlinburg Wedding Chapel Association.

7.4 Tenure. The tenure of the President, Vice President, Treasurer, Secretary and four Members-at-large is two years with alternate two-year terms for President, Treasurer, and two Members-at-large with the Vice President, Secretary, and the other two Members-at-Large. The fifth Member-at-Large, the Allied Representative, will represent Category 4 and be elected yearly.

7.5. Election of Board of Directors. Elections will be held in January of each year. Half of the board will be up for election each year as designated in 7.4, plus the Wedding Ally Board Member is an annual election. The incoming slate of directors will be screened first by the board and then presented to the membership for their vote.

7.6 Resignation. Any Director may resign by filing a written resignation with the Secretary.

7.7 Removal of Directors. The members of any regular or special meeting shall be in power to remove any of the Board of Directors with cause and the affirmative vote of two-thirds (66.67%) of the entire Board. Should any officer or member of the Board miss two-(2) consecutive meetings of the Board during a calendar year without a reason acceptable to the majority of the Board, that position/ office may be declared vacant.

7.8. Interim Appointments. In the event of either a resignation or removal of a director during the year, the remaining board may appoint a replacement to complete that term.

7.9 Quorum. Two-thirds (66.67%) of the Board of Directors, either in person or by proxy, shall constitute a quorum for the meeting of the Board.

7.10 Duties. The Board of Directors shall direct, manage, control, and have general supervision of the affairs of this Alliance.

Article 8 -- Officers Duties

8.1 President's Duties - The President shall preside at all meetings of the Board of Directors and shall have authority to call meetings of the Board of Directors whenever she/he sees fit, or when requested to do so in writing by three members of the Board. She/He must give at least twenty-four hours notice to each Board of Director in one of the following form of contacts listed; in person, telephone, mail, fax, or electronic mail (e-mail) to said meeting. Any matters of urgency requiring immediate attention may be referred by mail, telephone, fax, or e-mail provided that at least six members of the Board provide a unanimous agreement equal to two-thirds vote of the entire Board.

8.2 Vice President Duties. The Vice President shall perform the duties of the President in her/his absence or inability to act. The Vice President shall also have such other and further powers and shall perform such other and further duties as may be designated to her/him by the Board of Directors.

8.3 Secretary. The Secretary shall be responsible for minutes of all of the meetings of the Board of Directors. The Secretary shall keep the minutes, book reports and original papers of this Alliance together with all records, excluding financial records, pertaining to the office. The Secretary shall provide any Board of Director the liberty of examining either of said recordkeeping at any reasonable time.

8.4 Treasurer Duties. The Treasurer shall be responsible for the finance records of this Alliance. An accurate record shall be kept of the collection and disbursement accounts of the funds of the Alliance. The Treasurer shall provide any Board of Director the liberty of examining either of said record keeping at any reasonable time.

Article 9 -- Alliance Expenditures and Debts

9.1 Debts. No member of this Alliance shall contract any debts except such as the Board shall specifically order.

9.2 Checking account. All checks drawn on the bank account of the Alliance is required to be signed by two officers; the Secretary, Treasurer, President or Vice President. Nothing in this paragraph is to prevent the payment of bills incurred within the framework of the approved budget.

Article 10 -- Amendments

The Bylaws of the organization may be altered or amended at any meeting of the Board of Directors, provided notice of the proposed amendment is included in the call of such meeting or special meeting. A two-thirds vote of the entire Board, whether present or by proxy, shall be necessary to adopt any amendment.

Article 11 -- Parliamentary Rules

Section 1 - Parliamentary Rules. Unless otherwise provided, Roberts' Rules of Order shall govern all proceedings of the organization in regular or special meetings.