

# GREATER SAVANNAH



# INTERNATIONAL ALLIANCE Bylaws

*As approved February 2011  
Updated April 19, 2017*

**INDEX OF BYLAWS  
OF  
GREATER SAVANNAH INTERNATIONAL ALLIANCE**

**ARTICLE I: PURPOSE AND GOALS**

*Section 1. Purpose* ..... 3  
*Section 2. Goals*.....3

**ARTICLE II: OFFICES**

*Section 1. Principal Office*..... 3  
*Section 2. Other Offices*..... 3

**ARTICLE III: THE ALLIANCE**

*Section 1. General Powers* ..... 3  
*Section 2. Membership and Appointment* .....4  
*Section 3. Terms of Office* ..... 4  
*Section 4. Qualification of Members* ..... 4  
*Section 5. Removal of Alliance Members* .....4  
*Section 6. Vacancies* .....4  
*Section 7. Compensation* ..... 4  
*Section 8. Executive Committee* .....4  
*Section 9. Executive Committee Terms of Office* .....4  
*Section 10. Ex-Officio Alliance Members* .....4  
*Section 11. Removal* .....5

**ARTICLE IV: MEETINGS OF THE ALLIANCE**

*Section 1. Meetings of Alliance Members*..... 5  
*Section 2. Special Meetings* ..... 5  
*Section 3. Establishment of Committees* .....6  
*Section 4. Waiver of Notice*.....6  
*Section 5. Quorum*..... 6  
*Section 6. Manner of Acting*.....6  
*Section 7. Presumption of Assent*.....6  
*Section 8. Observation Rights*.....6

**ARTICLE V: GENERAL PROVISIONS**

*Section 1. Fiscal Year* ..... 6  
*Section 2. Amendments*..... 6  
*Section 3. Construction of Terms* ..... 6

# BYLAWS OF GREATER SAVANNAH INTERNATIONAL ALLIANCE

## ARTICLE I: PURPOSE AND GOALS

*Section 1. Purpose.* The purpose of the Greater Savannah International Alliance herein referred to as “Alliance” or “GSIA” will advance Greater Savannah’s position as a global community by fostering international relationships and initiatives that benefit the region through commerce, culture, tourism and education.

*Section 2. Goals.* The GSIA will act as a community resource and advise the Mayor and City Council, provide a forum for identifying and addressing locally relevant international opportunities, and undertake and/or participate in activities and initiatives. GSIA will focus on achieving the following goals:

- a. Further Greater Savannah’s recognition worldwide as a desirable city and region for international commerce, culture, education and tourism.
- b. Identify resources to assist international firms, workers, visitors and residents to feel welcome.
- c. Support Greater Savannah’s international initiatives and partnerships.

## ARTICLE II: OFFICES

*Section 1. Principal Office.* The principal office of the Alliance shall be located in Savannah, Georgia.

*Section 2. Other Offices.* The Alliance may have offices at such other places, either within or without the State of Georgia, as the Alliance may designate or as the affairs of the Alliance may require from time to time.

## ARTICLE III: THE ALLIANCE

*Section 1. General Powers.* The Alliance shall be an advisory body to the Mayor and Aldermen concerning international activities and opportunities affecting the City of Savannah and surrounding communities. It shall submit its findings to the Mayor and Aldermen through the city manager. The Alliance shall direct its attention to the following matters:

- a. It shall provide advice to and assist the Mayor and Aldermen in undertaking international efforts and programs.
- b. It shall provide a forum for identifying and addressing locally relevant international issues and opportunities.
- c. It shall contribute to enhancing the recognition of Savannah as a desirable city and tourist destination and hub, and the region as especially well suited for international commerce, culture, education, and tourism.
- d. It shall promote awareness and appreciation of Savannah’s international resources and activities, and recognition of the contributions and achievements of our international community.

- e. It shall contribute to the development of programs to assist international firms, workers, visitors, and residents and to provide access to the resources in the region, and to provide assistance to local persons and entities living or working abroad.
- f. It shall provide assistance to international initiatives and partnerships in commerce, culture, tourism, education, and international assistance.

**Section 2. *Membership and Appointment.*** The Alliance shall consist of not more than thirteen (13) members, all of whom shall be approved by vote of the Mayor and Aldermen.

**Section 3. *Terms of Office.*** The term of office for each member of the Alliance shall be three (3) years. Alliance members shall not serve for more than two (2) consecutive three (3) year terms.

**Section 4. *Qualifications of Members.*** The members of the Greater Savannah International Alliance shall be a demographically broad representation of the community and economy in the Savannah Metropolitan Area with an interest in international issues. Priority will be given to applicants who have served on the GSIA Advisory Board.

Applicants shall have one or more of the following qualifications:

- a. be active in local or community affairs;
- b. have background knowledge or experience related to international affairs, activities or commerce and/or the international linkages (current and potential) of the Savannah Metropolitan Area;
- c. have specific skills or knowledge that would assist the work of the Greater Savannah International Alliance; or
- d. have unique skills and a demonstrably strong interest in representing Savannah to international groups/individuals.

**Section 5. *Removal of Alliance Members.*** Any Alliance member who is unexcused and misses two Alliance meetings annually may be removed from the Alliance as reviewed and approved by the Alliance. To remain a member in good standing one must attend at least 75% of the meetings annually.

**Section 6. *Vacancies.*** Any vacancy occurring among the Alliance members may be filled by the appointment Mayor and Council, as applicable. An Alliance member appointed to fill a vacancy shall be appointed for the unexpired term of his predecessor in office.

**Section 7. *Compensation.*** Alliance members shall not be compensated for their services as such but may be reimbursed for any or all reasonable and documented expenses.

**Section 8. *Executive Committee.*** The Alliance shall have a Chair, Vice-Chair, Secretary, Treasurer and Past Chair to serve as the Executive Committee. All of which must be an existing Alliance member and a resident of the Greater Savannah area. The responsibilities are as follows:

- (i) **Chair.** The Chair shall be the principal executive officer of the Alliance and shall in general supervise and control all of the business and affairs of the Alliance. The Chair responsibilities include but are not limited to the following: develop agenda for meetings; preside at Alliance meetings; oversee the work of committees; act as the liaison between the general public and Mayor and Aldermen; and submit, prepare, when requested, written reports regarding the activities of the Alliance.
- (ii) **Vice Chair.** The Vice-Chair shall serve in the absence of the Chair unless otherwise determined by the Alliance, shall perform the duties of the Chair, and when so acting shall have all the powers of and be subject to all the restrictions upon the Chair. The Vice-Chair shall complete other duties assigned to him by the Chair.
- (iii) **Past Chair.** The immediate Past Chair shall serve in the absence of the Chair and Vice Chair unless otherwise determined by the Alliance, shall perform the duties of the Chair, and when so acting shall have all the powers of and be subject to all the restrictions upon the Chair. The Past Chair shall serve as a special advisor to the Chair.
- (iv) **Secretary.** The Secretary shall review the minutes prior to meetings and maintain a copy of the minutes from meetings of the Alliance, Alliance and of all committees; ensure all notices are duly given in accordance with the provisions of these bylaws or as required by law; and be custodian of Alliance records. The Secretary shall complete other duties assigned to him by the Chair.
- (v) **Treasurer.** The Treasurer shall as the fiscal officer of the Alliance and be responsible to the GSIA for financial management issues and planning.

**Section 9. Executive Committee Terms of Office.** The Executive Committee shall be appointed for a one-year term commencing on January 1 and shall serve a maximum of two consecutive terms in a single office.

**Section 10. Ex-Officio Alliance Members.** Any General or Honorary Consul living in the City of Savannah shall be an ex-officio Alliance member for the duration of his residence.

**Section 11. Removal.** Any member of the Alliance may be removed for cause by the City Council. Members of the Alliance, committee chair positions, or executive committee member may be removed for cause by majority vote of the Alliance.

#### **ARTICLE IV: MEETINGS OF THE ALLIANCE**

**Section 1. Meetings of Alliance Members.** Alliance members shall meet on a monthly basis at a time and a place to be determined by the Alliance Officers. All Alliance meetings are open to the public, and notice of meetings will be posted in advance.

**Section 2. Special Meetings.** Special meetings of the Alliance may be called by or at the request of the Chair or any two members of the Alliance. Such a meeting may be held within or outside of the State of Georgia, as fixed by the member(s).

**Section 3. *Establishment of Committees.*** The establishment of committees, subcommittees, task forces and working groups shall be the responsibility of the Alliance Officers and subject to the vote of the Alliance.

**Section 4. *Waiver of Notice.*** Any member may waive notice of any meeting. The attendance by a member at a meeting shall constitute a waiver of notice of such meeting, except where a member attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened.

**Section 5. *Quorum.*** A majority of the members of the Alliance in office immediately prior to any meeting shall constitute a quorum for the transaction of business.

**Section 6. *Manner of Acting.*** Except as otherwise provided in these bylaws, the act of the majority of the members present at a meeting at which a quorum is present shall be the act of the Alliance. Any Alliance member shall be entitled to vote at any meeting either in person or in writing. An email, telegram, telex, cablegram or similar transmission or a photographic, photo static, facsimile or similar reproduction of a writing executed by the Alliance member shall be accepted as a vote.

**Section 7. *Presumption of Assent.*** A member of the Alliance who is present at a meeting of the Alliance at which action on any corporate matter is taken shall be presumed to have assented to the action taken unless his contrary vote is recorded.

**Section 8. *Observation Rights.*** The City Manager shall appoint staff to observe all meetings of the Alliance. Such appointee(s) shall have no voting rights, and his/her presence shall not be counted towards the existence of a quorum.

## **ARTICLE V: GENERAL PROVISIONS**

**Section 1. *Fiscal Year.*** The city of Savannah shall be the fiscal agent for the Alliance. The fiscal year of the Alliance shall commence on January 1 which reflects the City of Savannah's fiscal year.

**Section 2. *Amendments.*** Except as otherwise provided herein, these bylaws may be amended or repealed and new bylaws may be adopted by the affirmative vote of two-thirds of the members of the Alliance, provided that at least ten days written notice is given of intention to alter, amend, repeal or adopt new bylaws at such meeting.

**Section 3. *Construction of Terms.*** Where appropriate, any word denoting or referring to one gender shall be deemed to include the other gender.

*Approved by the Alliance Members on April 19, 2017.*