

Cameron County Chamber of Commerce By Laws

Article I – Name and Object

Section 1. The name of the organization shall be the Cameron County Chamber of Commerce.

Section 2. The Cameron County Chamber of Commerce is organized for the purpose of advancing the commercial, industrial and civic interests of Cameron County and its trade area.

Section 3. The Chamber shall be non-partisan, non-sectional, and shall take no part in, or lend its support to, the election or appointment of any candidate for public office.

Article II – Membership

Section 1. Any reputable person, association, corporation, partnership or estate shall be eligible for membership in the Cameron County Chamber of Commerce.

Section 2. Dues shall be set each year by the Executive Board.

Section 3. Any person, firm, association or corporation eligible to membership may acquire more than one membership by undertaking to pay the annual dues of each such membership, may designate an individual to represent each such membership subject to the approval of the Board of Directors.

Section 4. Any person, firm, association or corporation holding more than one membership shall be entitled to cast only one vote; except that individual who has been designated to represent said additional memberships shall vote as members.

Section 5. Any person, firm, association or corporation holding one or more memberships shall have the right at any time to change any or all of its representatives upon written notice to the Chamber.

Article III – Board of Directors

Section 1. The government of the Chamber and its work shall be vested in a Board of Directors, consisting of 13 members, one third of whom shall be elected annually for a term of three years, as hereinafter provided. The membership of any member of the

Board of Directors shall terminate automatically immediately after such member shall have failed to attend six regular meetings of the Board during a fiscal year. The Directors shall have the power to fill all the vacancies on the Board. They may adopt rules for conducting business of the Chamber. They shall meet not less frequently than once a month, at such time as will be determined by them. The Board of Directors may transact business at any regular or special meeting of the Board of Directors when **seven** or more Directors are present, providing that the individual members of the Board have been notified, either by mail or telephone, of the place and time of the meeting, in advance of the meeting.

Section 2. Nominations to sit on the executive board will be accepted from current chamber members in good standing. Those names will then be circulated to current members in good standing for a vote. Voting may take place in person, telephone, mail, or electronically. The number of nominees corresponding with the number of directors to be elected who receive the highest number of votes shall be declared elected.

Section 3. If prior to the January meeting a director-elect declines the seat, the next highest vote getter will be asked to serve.

Section 4. The board of Directors shall be confirmed at the annual meeting of the chamber, or at a special meeting called for that purpose.

Section 5. The president may appoint a chamber member to fill a vacant position on the board of directors if that vacancy occurs after the annual election of the board members and prior to November 1. That appointment will be for the unexpired term.

Section 6. Should an organization restructure or an employee leave causing the person elected to the board to resign, and the term of that person extends beyond the current year, the person resigning may submit a replacement. Approval for the replacement must come by a majority vote of the board. If the board rejects the submission, the board may select another person to fill the vacancy for the remainder of the unexpired term.\

Article IV – Officers

Section 1. Within ten days after the annual election, the Directors shall meet and elect officers for the ensuing year, a President, a Vice President, and a Secretary / Treasurer shall be elected from the Board of Directors. The Treasurer may be elected from the members of the Board of Directors or from the membership of the Chamber.

Section 2. The President shall preside at all meetings of the Chamber and the Board of Directors, and perform all duties incident to this office. He/she shall, subject to the

approval of the Board of Directors, appoint all committees and he shall be an ex officio member of all committees.

Section 3. The Vice President shall act in the absence of the President. In the absence of both the President and the Vice President, a member of the Board of Directors shall be chosen to act temporarily.

Section 4; The Treasurer shall review the proposed budget prior to adoption by the executive board. All disbursements from the accounts will be made via electronic checks or with two signatures on a paper check. All disbursements are available for review by any member of the executive board.

Article V – Committees

Section 1. The Board of Directors shall authorize and define the powers and duties of all committees.

Section 2. The President shall appoint all committees, subject to confirmation by the Board of Directors.

Article VI – Meetings

Section 1. The Board of Directors may provide for holding membership meetings whenever it may be considered necessary or desirable.

Section 2. The Board of Directors shall call a membership meeting upon petition signed by not less than ten percent of the members.

Section 3. The annual meeting of the Chamber shall be held in January, after the close of the calendar year, at a time and place to be determined by the Board of Directors.

Section 4. Thirty percent of members in good standing shall constitute a quorum at all membership meetings.

Article VII – Fiscal Year

Section 1. The fiscal year shall end the last day of December.

Article VIII – Parliamentary Procedure

Section 1. All questions of parliamentary procedure shall be determined according to Robert's "Rules of Order."

Article IX – Amendments

Section 1. These by-laws may be amended by two-thirds of those present at any regular or special meeting of the Chamber of Commerce, provided notice of the proposed change shall have been given all members not less than ten days prior to such meeting.

Amended March 2018