

By-Laws of Oakridge-Westfir Area Chamber of Commerce

Article I - Name

The name of the organization shall be Oakridge-Westfir Area Chamber of Commerce.

Article II – General

The Chamber shall not discriminate on the basis of race, color, religion, gender, national origin, age, handicapping condition, marital status, affiliation, or sexual orientation.

Article III – Purpose of Membership

The purpose of this organization is to develop and perpetuate the welfare of the Cities of Oakridge, Westfir, and the Area served by these communities, insuring a growing, healthy, and diversified economy. The primary goal of the Chamber should be to enhance the revenue of the economy of our community. The organization shall be nonpartisan and nonsectarian.

Article IV – Membership

Section 1: Any person, association, corporation, partnership, non-profit, or estate having an interest in the objective of this organization shall be eligible to apply for membership. Application for membership shall be in writing, on forms provided for the purpose, and signed by the applicant. Any applicant shall become a member upon payment of the regularly scheduled investment and approval of the Board of Directors.

Section 2: Members can choose to pay membership investments (dues) either annually or semi-annually. Annual payments are due on the anniversary date of membership.

Section 3: Any individual, organization, firm or business whose dues remain unpaid per the above schedule shall be declared not in good standing and will be unable to vote on any business of this organization.

Article V- Board of Directors

Section 1: The Board of Directors shall be comprised of eight (8) members elected by the membership. In addition to the elected Board members, the Mayors of the cities and the immediate past president of this organization shall automatically have full privileges of Board Membership. This will create a Board of, at most, 11 members. Officers of the Chamber of Commerce shall be comprised of President, Vice-President, Secretary, and Treasurer.

Section 2: Term of office shall be for two (2) years and each year four new members shall be elected to the Board of Directors for continuity.

Section 3: Members of the Board of Directors must attend at least 10 of 12 regular monthly meetings per calendar year. If any of the eight (8) elected members fail to meet this obligation, they will automatically be removed from the Board of Directors and replaced with a new individual for the remainder of that member's term within 60 days. If there are extenuating circumstances (reasons for missing more than 2 meetings), the member in question may retain their position on the board ONLY by a vote of the Board of Directors.

Section 4: A vacancy on the Board of Directors shall be filled by a majority vote of the remaining Board of Directors.

Section 5: The City Administrators of Oakridge, Westfir, and the other cities belonging to the Chamber of Commerce shall be Ex-officio Board members of the Oakridge – Westfir Area Chamber of Commerce but with no voting privileges in order to prevent conflict of interest.

Article VI – Finances

Section 1: The Treasurer shall deposit all monies of the organization into the Chamber account of such bank or depository as directed by the Board of Directors.

Section 2: The Board of Directors shall be authorized to spend and invest monies necessary to operate the organization in financially sound manner. The Board of Directors shall create and publish an annual working budget, available for review by the public and the general Chamber membership by November 30th preceding the budget year. The annual budget shall include expected revenue and expenses of the organization.

Section 3: All monies expended by this organization shall be paid by check with two signatures. Joint signatures of the President, Vice President, Secretary or Treasurer shall be required on all checks submitted for payment.

Section 4: Membership investment shall be at such rate or rates, schedule, or formula as may be from time to time prescribed by the Board of Directors.

Section 5: The fiscal year for the Oakridge – Westfir Area Chamber of Commerce shall be from January 1st to December 31st.

Section 6: The Board of Directors shall publish **quarterly (January, April, July, and October)** current financial information (consisting of a traditional income statement and balance sheet) on **the website or upon request.** ~~a quarterly basis (January, April, July, October).~~

Article VII – Duties of Officers

Section 1: President - The President shall:

- preside at all regular and Board of Directors meetings,
- appoint such committees as directed by the Board of Directors,
- be responsible for calling and setting up the locations for all meetings of the organization,
- set agenda for all board and general meetings, and
- resolve conflict within the organization.

Section 2: Vice President - In the absence of the President, the Vice President shall:

- preside at any meetings of the organization and
- assist the Chamber Director in securing and scheduling speakers on programs for the general meetings of the organization.

Section 3: Secretary - The Secretary shall keep accurate minutes of all meetings of the organization and shall submit and store all notes, correspondence and records.

Section 4: Treasurer - The Treasurer shall:

- get signatures on checks from bookkeeper for outgoing mail and deliver to post office,
- keep all deposit receipts on file from bookkeeper,
- give an accurate financial report at each **board** meeting,
- maintain a petty cash fund not to exceed \$50,
- preside over the Budget Committee, and
- be responsible to work with the book keeper to gather end of the year tax information to be given to tax preparer no later than April 15th of each year.

Section 5: The above officers shall be considered the Executive Committee and shall be responsible for the chamber related activities of any paid employees or independent contractors.

Section 6: No person employed by or receiving compensation from the Chamber for routine service shall be a member of the Board of Directors. That person shall have ex-officio status as a Board member with no vote.

Article VIII – Elections

Section 1: The President shall appoint an election committee at the Board meeting in September. This committee shall consist of three general members, two Board members, and the executive director. The executive director will be an ex-officio non-voting member of the nominating committee.

Section 2: The Nominating Committee shall publish a call for nominations to the general membership by October 1st.

Section 3: The Secretary shall mail a list of candidates to each member of the organization on or before the first (1) day of November. All nominees must be active and in good standing.

Section 4: The Annual election will be held at the first regularly scheduled general membership in November. The Nominating Committee will tally the votes and announce the results.

Section 5: The newly elected members of the Board of Directors shall meet with the outgoing board in December and assume office at the January Board Meeting.

Article IX – Meetings

Section 1: There shall be a minimum of one (1) general membership meeting of this organization each month, except for the months of July and August when other activities may be planned. Further general membership meetings and meetings of the Board of Directors shall be called by the President when deemed necessary.

Article X – Quorum

Section 1: At any duly called general membership meeting of the Chamber of Commerce, the members present shall constitute a quorum; at a Board of Directors meeting, four (4) members present shall constitute a quorum; at committee meetings, those present shall constitute a

quorum, unless otherwise noted in the committee operating guidelines. An action of the Board is constituted by a majority of those present and voting after a quorum has been reached.

Article XI – Rules of Order

Section 1: All meetings shall be conducted in a respectful and organized manner.

Article XII – Amendments

Section 1: These bylaws may be amended or altered by a two-thirds (2/3) vote of the Board of Directors, or by a majority of the members present at any regular or special meeting providing the notice for the meeting includes the proposals for amendment. Any proposed amendments or alterations shall be submitted to the Board and to the members in writing, at least ten (10) days in advance of the meeting at which they are to be acted upon.

Revision Dates: October 20, 2003
 April 17, 2006
 February 5, 2007
 November 30, 2009
 January 4, 2010
 March 1, 2010