

BY-LAWS OF THE HARBOR BEACH
CHAMBER OF COMMERCE, INC.

Article I - Name and Objectives

Section 1.

The name of this organization shall be the Harbor Beach Chamber of Commerce, Inc.

Section 2.

The Harbor Beach Chamber of Commerce is organized for:

The promotion of the commercial, industrial, and civic interests of the city of Harbor Beach and the surrounding areas.

To promote integrity and business faith within the community.

To promote just and equitable principles in business.

To promote uniformity in commercial usages, to acquire, preserve and distribute industrial, commercial, and civic statistics and information.

To have an active role in representing our city in those considerations involving the community in the county, state, and national issues.

Article II - Membership

Section 1

Eligibility. Men and Women of good standing interested in the commercial, industrial, agribusiness and civic progress of the Harbor Beach Community shall be eligible for membership.

Section 2

Classes. All classes of membership listed here in shall be entitled to enjoy equal **rights and** privileges except as noted. Further, the Board of Directors of the Harbor Beach Chamber of Commerce shall define the eligibility of applicants to the various classifications. A two-thirds majority present and voting at any regularly scheduled meeting of the Chamber may overrule this decision.

Regular membership - Shall consist of owners of Businesses or their designated representative. This membership shall have one vote.

Second Business – Shall consist of owners of additional businesses or their designated representative beyond their first business listed as Regular membership. This membership shall have one vote.

Community membership – Shall consist of a designated representative of non-profit community organizations such as churches and/or civic clubs. This membership shall have one vote.

Individual Citizens – Shall consist of individuals who are interested in supporting the efforts of the community and the chamber. This membership shall have one vote.

Honorary membership - When deemed advisable by the Chamber, an individual may be afforded honorary membership. This class of membership shall not be a voting classification.

Section 3

Dues. The dues of the chamber shall be paid annually by December 1. The Board of Directors shall establish the dues structure and shall present it to the Chamber each year for approval at their regularly scheduled annual meeting in November.

Section 4

Delinquency. If any member shall fail to pay his dues within 30 days after date of maturity (by January 1), the Secretary shall give him a written notice of delinquency. If at the end of ten days the membership remains delinquent the membership shall be temporarily suspended pending payment of the dues or final action of the Chamber.

Article III- Officers and Board of Directors

Section 1

The officers shall consist of a President, Vice-President, Secretary, and Treasurer.

Quorum. A quorum for conducting business at all General Membership meetings of the Chamber shall be 10% of the voting membership.

Section 2

Duties:

President - The President shall preside at all meetings of the Chamber of Commerce and at all directors meetings. They shall perform all duties incidental to this office.

Vice-President - The Vice-President shall act in the absence of the President. In the absence or disability of the two presiding officers named, a member shall be chosen from the Board of Directors to act as temporary chair.

Treasurer - The Treasurer shall receive and disburse funds received by the Chamber. If at any time, the Chamber is requested to accept monies for another community effort, funds may be deposited and then dispersed to the appropriate entity. They shall keep all monies deposited in its name at a local bank and shall make complete reports of receipts and expenditures at frequent intervals.

Secretary. The secretary shall keep an accurate record of the proceedings of the Chamber. The Secretary shall conduct all correspondence, preserve all documents and communications, supervise and follow up the annual membership drive, act, as advisor to all committees insuring prompt reports shall be made to the Chamber and perform all the duties usually assumed by such officer. At the expiration of their term of office, they shall deliver to the Board of Directors, all books, papers, correspondence, and property of the Chamber of Commerce. Copies of all meeting documents shall be filed in recorded office within 30 days of meeting date.

Section 3

Board of Directors. The Board of Directors shall be composed of five or seven members elected from the membership of the Chamber as hereinafter provided. The Board of Directors shall have authority to order disbursements for the necessary expenses of the organization, and audit the same for payment. It shall act, for the organization in the interim between its meetings and shall submit reports of its actions or minutes of its proceedings for confirmation at each regular meeting of the organization.

Any Harbor Beach Chamber of Commerce Officer or Board of Director Member who has missed three consecutive Board of Directors meetings without notice shall resign their seat. Remote attendance shall be considered acceptable. The Board of Directors will appoint a replacement until the next general election.

Section 4

Elections. The election of the Board of Directors consisting of five or seven members shall be held at the annual meeting of the Chamber in November of each year. The Board of Directors shall be elected for terms of two years. Two or three such Directors shall be elected each even year and three or four such Directors every odd year. The Board of Directors shall elect a President, Vice-President, Secretary and Treasurer from the membership or from the Board of Directors of the Chamber at their November meeting. All officers elected by the board will be for a one-year term beginning on January 1st.

Section 5

Voting. All voting should be by ballot. Absent members may request an absentee ballot which must be returned to the Secretary prior to the election meeting. A majority of the voters shall constitute an election.

Article IV - Meetings

Section 1

Regular Meetings. The Board of Directors shall determine the schedule of the regular meetings for the upcoming year and present the schedule for approval at the annual meeting in November.

Section 2

Special General Membership Meetings. When deemed necessary by a majority of the Board of Directors or a two-thirds majority of the voting members of the Chamber, a special meeting may be called. Written notice of meeting shall be sent to all voting members at least 7 days prior to the special meeting.

Section 3

Annual Meetings. The Annual meeting of the Harbor Beach Chamber of Commerce, Inc. shall be at the November meeting.

Article V – Quorum

Article VI - Committee and Committee Activity

Section I

Appointment. The president, with concurrence of the Board of Directors shall appoint all Committees, standing and special.

Section 2

Standing Committees. Shall be as follows and shall have power to transact that business properly coming under the scope of activity; provided, however, that any action taken shall not conflict with the policies and expressed wishes of the Chamber. At each regularly scheduled meeting, all standing committees shall be prepared to submit to the Chamber a report of their activities since the last meeting.

Audit Committee. It shall be the duty of the Auditing Committee to examine and audit the books and accounts of the Treasurer within 60 days of the close of the year's business and report its findings at the annual meeting.

Nominating Committee. Shall have the responsibility of nominating at the annual meeting of the Chamber, candidates for members of the Board of Directors.

Section 3

Special Committees may be appointed for such special tasks as circumstances warrant. Such special committees shall limit their activities to the accomplishment of the tasks for which created and appointed and shall have no power to act except such as is specifically conferred by action of the Board of Directors. Upon completion of the task for which appointed, such special committee shall stand discharged.

Article VII - Disbursements

No disbursements of Chamber funds shall be made unless the same shall have been approved and ordered by the Board of Directors acting within such limitations as the Chamber may prescribe from time to time. All disbursements shall be made by check and signed by the Treasurer.

No appropriations of money or other property of the Chamber shall be made for any purpose other than to defray the legitimate expenses, except by the unanimous vote of the Board of Directors or a two-thirds majority of those present at a meeting of the Chamber.

Article VIII - Parliamentary Rules

The Chamber shall use Robert's Rules of Order for reference and guidance for issues not defined by the Chamber's By Laws.

Article IX - Amendments

These by-laws may be amended or altered by a two-thirds vote of those members at any regular or special meeting, provided notice of proposed amendments have been mailed, emailed or otherwise delivered by the Secretary to each member not less than seven days prior to such meeting.

1. Amendment dated April 2, 2002: The Harbor Beach Chamber of Commerce will remain a Non-Profit entity for as long as the Chamber is an active organization.
2. Amendment dated April 2, 2002: In the event that the Harbor Beach Chamber of Commerce is no longer active and votes to dissolve the Organization, the assets will revert to the City of Harbor Beach. It is suggested that account balances be used for support of the Visitor's Center.
3. Amendment dated February 4, 2003: Article 3, Section 3-Addressed the absence of any Chamber of Commerce Officer or Board of Director member from meetings and the replacement procedure.
4. Amendment dated August 7, 2012: Article 2 Section 2, Membership classes redefined. Article 3 Section 1 & 2, Secretary and Executive Secretary positions combined into Secretary. Section 4, Annual

meeting changed to November. One-year term for officers added with term commencing in January. Section 5, Absentee ballot added to elections.

5. Amendment dated March 6, 2018: Article 2, Section 2-Delete Seasonal Business Membership Class; Article 3, Section 3-Change to five or seven members; Article 3, Section 4-Adjust for five or seven members; Article 9-update delivery method & days prior to meeting for notification of changes.

Adopted March 5, 1974

Revised February 3, 2004

Revised August 7, 2012

Revised January 7, 2014

Revised March 6, 2018