

# **ELGIN CHAMBER OF COMMERCE BYLAWS**

## **ARTICLE I**

### **Section 1: Name**

This organization is incorporated under the laws of the State of Oklahoma and shall be known as the Elgin Chamber of Commerce, Incorporated.

### **Section 2: About**

The Elgin Chamber of Commerce (hereafter Chamber) is a voluntary business organization dedicated to improving business and building a better community. The Chamber is people. There is a place for everyone who shares the desire to improve the community and business. The Chamber helps people to accomplish together what no one person could. The strength of the Chamber lies in attracting the greatest number of individuals and firms into the membership, thus creating a pool of resources, natural and human, from which ideas, energy and finances can be drawn.

### **Section 3: Mission**

The mission of the Chamber is to advance and promote the economic environment for business, and to advocate responsive government and quality education, while preserving Elgin's unique community characteristics.

### **Section 4: Vision**

The vision of the Chamber is to be a unified, proactive source for our business community, providing political and business leadership, which fosters healthy environment for business growth, retention and success.

### **Section 5: Limitation of Methods**

The Chamber shall observe all local, state, and federal laws that apply to a nonprofit organization as defined in Section 501c(6) of the Internal Revenue Code.

## **ARTICLE II**

### **Membership**

#### **Section 1: Eligibility**

Any individual, estate, association, sole proprietorship, partnership, or corporation having an interest in the objectives of this organization shall be eligible to apply for membership. Applications for membership shall be in writing, on forms provided for that purpose and signed by the applicant.

#### **Section 2: Dues**

Membership dues are payable on the first regularly scheduled meeting of January. Membership dues are \$35 – Individual; \$75 – Home Based Business\*; \$110 – Basic Business; \$220 – Intermediate Business; \$330 – Corporate. Each membership entitles one (1) vote, each corporate member two (2) votes. If a member has a second business, they may pay

\$25 for 1 additional business with a basic listing on the website (only 1 additional business per basic, intermediate, or corporate membership).

\*Home Based Business is defined as a business ran out of the home and not another building on the property; no employees; or a direct sales consultant.

### **Section 3: Termination**

- A. Any member may resign from the Chamber upon written notice to the general membership. Refunds shall not be given to members who resign.
- B. Any member shall be expelled for nonpayment of dues after ninety (90) days from the due date, unless the officers unanimously agree to extend membership with good cause.
- C. Any membership may be expelled by a two-thirds vote of the Officers of the Chamber, at a regularly scheduled meeting thereof, for conduct unbecoming a member or prejudicial to the aims of repute of the Chamber, after notice and opportunity for a hearing are afforded the member against whom complaints were made.

### **Section 4: Voting**

For any proceeding on which members are called to vote, each member in good standing shall be entitled to cast one (1) vote, and each corporate member two (2) votes. Proxy voting is permitted when a member cannot attend a meeting and desires to vote on an issue(s). The procedure for proxy voting is as follows:

- A. A signed document must be submitted clearly stating the absent member's yav or nay vote on each issue.
- B. The document must be placed in a sealed envelope with "Proxy Ballot" and the meeting date written on the outside.
- C. The envelope must be delivered to the secretary at least twenty-four (24) hours before the meeting in which the issue(s) are to be considered.

All voting members, in person or by proxy, must be members in good standing.

### **Section 5: Exercise of Privileges**

Any individual, estate, association, sole proprietorship, partnership, or corporation holding membership may nominate an individual whom the holder desires to exercise the privileges of membership covered by its subscriptions, and shall have the right to change its membership nomination upon written notice.

### **Section 6: Honorary Membership**

The Mayor of the City of Elgin, the Chief of Police, the Fire Chief, the Superintendent of Elgin Schools, as well as local churches and local not for profit organizations shall have a basic membership in the Chamber with full voting privileges.

## **ARTICLE III**

### **Meetings**

### **Section 1: Annual Meeting**

The annual meeting of the corporation, in compliance with State Law, shall be held in January of each year. This meeting will address change of officers, any financial concerns or budget, change of bylaws, etc.

### **Section 2: Additional Meetings**

Regular monthly meetings shall be held on the second Tuesday of every month. The president may call general meetings of the Chamber at any time. General meetings may also be called upon in writing by any thirty-three (33) percent of members in good standing. Notice of special meetings shall be emailed to each member at least five (5) business days before such meetings. Committee meetings may be called at any time by the president or the committee's chairperson.

### **Section 3: Quorums**

At any duly called general meeting of the Chamber, a majority of the members present shall constitute a quorum. At committee meetings, a majority shall constitute a quorum.

### **Section 4: Notices, Agenda, Minutes**

Written notice of all regularly scheduled Chamber meetings must be given at least four (4) days in advance. An advance agenda and minutes must be prepared for all meetings.

### **Section 5: Postponement of Scheduled Meetings**

In the event that the president and vice president are unable to attend a scheduled meeting, the meeting automatically shall be postponed until the following Tuesday.

## **ARTICLE IV**

### **Officers**

#### **Section 1: Determination of Officers**

Members in good standing shall make nominations for officers at the November meeting. Deadline for nominations is November 30. New officers shall be elected for the upcoming year at the regular December meeting. Elected officers shall take office on the first day of the new year and serve for a term of one (1) year, with a two (2) year successive limit. Elected officer positions include; president, vice president, and secretary.

The three financial institutions in Elgin, Liberty National Bank, All America Bank, and Arvest Bank, shall rotate the treasurer position every two (2) years. The individual bank shall appoint the employee to represent them as treasurer. Any future bank(s) that is established in Elgin and becomes active in the Chamber and community, shall have the option of being included in the rotation.

#### **Section 2: Duties of Officers**

**President:** The president serves as the chief elected officer of the Chamber and shall preside at all meetings of the membership. It is the president's responsibility to provide agenda items to the secretary and to obtain speakers for the monthly meetings.

**Vice President:** The vice president shall exercise the powers and authority and perform the duties of the president in the absence or disability of the president. The vice president shall direct the membership drive.

**Secretary:** The secretary prepares the agenda and minutes of the meetings of the Chamber and emails to membership. The secretary is a non-voting member of all committees and will prepare minutes of committee meetings.

**Treasurer:** The treasurer shall be responsible for the safeguarding of all funds received by the Chamber and for their proper disbursement. Such funds shall be kept on deposit in financial institutions or invested in a manner approved by Chamber members. Checks are to be signed by the treasurer and one other officer. The treasurer shall provide a complete monthly financial report, to be made to the Chamber membership.

### **Section 3: Officer Values**

In order to serve the members at the best possible level, the Chamber team holds itself to the highest standards of excellence, actively embracing the following values:

#### **Accountability**

Being responsible to ourselves, each other and to the organization

#### **Creativity**

Thinking about different ways of doing things

#### **Honesty**

Communicating the facts without judgement or bias

#### **Respect**

Acknowledging each other's value and contribution

#### **Teamwork**

Working together cooperatively towards a common goal. We trust and believe in each other's success and ability.

## **ARTICLE V**

### **Funds**

#### **Section 1: Fiscal Year**

The fiscal year of the Chamber shall be January 1 through December 31.

#### **Section 2: Annual Audit**

The accounts of the Chamber shall be available for audit as of the close of business on December 31 by a certified public accountant. If an audit is to be held, it must be voted on by a simple majority of the

general membership. Any audits shall at all times be available to members of the organization within the offices of the Chamber.

### **Section 3: Dissolution**

The Chamber shall use its funds only to accomplish the objectives and purposes specified in these bylaws, and no part of said funds shall inure, or be distributed, to the members of the Chamber. On dissolution of the Chamber, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations to be selected by the officers of the Chamber.

## **ARTICLE VI**

### **Parliamentary Authority**

The current edition of *Roberts Rule of Order* shall be the final source of authority in all questions of parliamentary procedures when such rules are not inconsistent with the bylaws of the Chamber.

## **ARTICLE VII**

### **Amendments**

These bylaws may be amended by a majority vote at any regular meeting, provided all members have been notified of the proposed amendments at least five (5) days prior to such meeting.

*Proposed and adopted in its entirety by the Elgin Chamber of Commerce membership January 10, 2023*