

Lake County Chamber of Commerce By-Laws

As amended

June 7, 1982; December 6, 1982; Ocotober 1, 1984; June 3, 1985; November 4, 1985; December 8, 1988; April 11, 1991; January 6, 1993; December 7, 1995; March 7, 1996; January 8, 1998; March 8, 2006, August 9, 2006, May 9, 2007, December 12, 2007, January 9, 2008

Article I. Name

The name of this association is the Lake County Chamber of Commerce (hereinafter referred to as 'the Chamber').

Article II. Purpose

- A. To advertise and promote Lake County as a recreational and vacation destination due to its great natural attributes.
- B. To promote it's members and provide visitors with helpful information to enhance their stay.
- C. To promote the establishment of new commercial and industrial enterprises in Lake County.
- D. The Lake County Chamber of Commerce shall forever remain as a non profit organization serving the county's business community.

Article III. Membership & Privileges

Any business, organization or individual that is located in Lake County, provides a service in Lake County and/or is interested in promoting Lake County shall be eligible for membership. The Chamber's membership year shall run from January 1 to December 31. A list of membership levels along with the attending privileges and benefits for each is found in Exhibit 'A' attached to this document.

Article IV. Dues & Finances

- A. The amount of annual dues shall be determined at the August meeting by a vote of its members.
- B. Dues shall be payable on December 1st prior to the year of membership. A schedule of dues for the various levels of membership can be found in Exhibit 'A' attached to this document.
- C. The Chamber's accounting year shall run from January 1 to December 31.

- D. The Officers will develop an annual budget which shall be presented to the membership at the annual meeting.
- E. In the event that the Lake County Chamber of Commerce shall become non-functional for any reason, assets left after paying all bills shall be given to the Lake County General Fund, Lake County Michigan.

Article V. Place of Business

The principal place of business of this Chamber shall be located in the Village of Baldwin, Lake County, Michigan at 911 Michigan Avenue which also houses the Lake County Chamber of Commerce Tourist Center.

Article VI. Meetings

- A. Annual Meeting – the regular meeting of November shall be so designated.
- B. Regular Meeting – shall be held the second Wednesday of each month (3rd Wednesday on holiday conflicts) at 7:00pm at a place determined by the Chamber’s members at the preceding meeting. Notice shall be given on the Chamber’s web site, posted at the Tourist Center and listed in the Calendar of Events in the local newspaper (Lake County Star).
- C. Special Meetings of Officers – may be called by the President. Written notice or notice by phone or e-mail as to the purpose, time and place of said meeting shall be given to all officers one week prior to the meeting.
- D. Quorum – A quorum shall consist of the following:
 - (1) Three (3) of four (4) officers present, or
 - (2) Two (2) officers and one (1) trustee
- E. There shall be no voting by proxy.

Article VII. Board of Directors

The Board of Directors shall consist of seven (7) members - four (4) officers and three (3) trustees. This board shall serve without compensation. The primary responsibility of the Officers and Trustees is to provide leadership to the members. It is intended that they not make decisions or take action affecting the entire membership without first obtaining the approval of said members.

- A. Qualifications – Qualifications: A Board Member shall be a member holding a full membership or a non-profit membership and in good standing with this Chamber. While serving on the Board, a non-profit member shall have full voting rights.

- B. Selection –Nominations from the general membership will be accepted at the annual meeting at the time of election.
- C. Election –. Election of said positions will take place at the Annual Meeting by a simple majority vote of the membership present.

Article VIII. Terms and Duties

- A. Officers - All officers shall serve a term of one (1) year and may be re-elected according to the terms set out in Article VII above.
 - (1) President –shall attend all meetings, serve as the presiding officer of said meetings and Board, provide leadership, oversee progress of appointed committees and perform any other duties as are attached to this office in common practice.
 - (2) Vice President – shall attend all meetings, perform the duties of the President in case of absence or inability to serve. In case the President and Vice President are both absent, the convening body may appoint an acting president, *pro tem*.
 - (3) Secretary – shall attend all meetings or insure that a substitute will fill in when necessary, promptly prepare and maintain agendas, sign-in sheets and correct minutes of meetings, maintain the membership database, maintain an up-to-date file of all incoming correspondence and assist the President with correspondence to the membership, media, general public and other local or state organizations and perform the usual duties associated with this office.
 - (4) Treasurer –The treasurer shall attend all meetings, receive and account for all funds due and belonging to the Chamber; shall further disburse the same upon presentation of bills duly approved by the membership, and provide a detailed financial report at each meeting.
- B. Trustees - The three (3) trustees shall each be elected for a three-year term, said terms are to be staggered, not concurrent, to avoid the necessity of replacing all three at the same time. Trustees shall attend all meetings to ensure that meetings are conducted according to to the Bylaws and to provide a quorum if necessary.
- C. Vacancies - Board Members shall vacate their seat on the Board if they fail to attend three (3) consecutive meetings in a fiscal year. A new Board Member shall then be appointed by the remaining Board Members within ninety (90) days of the vacancy to serve the remainder of the term only.

Article IX. Committees

The Chamber officers, by majority vote, shall have the authority to appoint committees as necessary. The first order of business for a newly appointed committee shall be the following:

- A. Elect or designate a Chair and Co-Chair.
- B. Set a schedule for meeting.
- C. Develop a proposed budget for membership approval and inclusion in the annual Chamber budget.
- D. Inform the officers of A – C above.

Committees shall not act independently from the Chamber as whole. Committees shall be responsible for carrying out their assigned duties in a manner that upholds the the purpose of this Chamber as stated in Article II above. Committees shall not solicit support from businesses or organizations outside the current membership without the approval from said membership. Committees shall have the power to request funds from the Treasurer for their designated activities provided these activities and funds are part of the Committee's approved annual budget. New expenditures not included in the Committee's annual budget will require approval of three of the four Officers.

Article X. Powers

The Chamber shall have the power to incur debts, borrow money, do fund raising activities, and raise revenues as authorized by its membership. Any indebtedness of a loan shall be approved by the members at a regular meeting. Members of the Board shall have the power to negotiate said loans and supply the bank with the proper resolution. Officers signing said notes shall have no personal liability, the loan being the obligation of the Chamber. Any new expenditures not included in the annual budget shall require membership approval.

Article XI. Amendment to Bylaws

These bylaws may be amended by a simple majority vote of the Chamber membership at any regular meeting, or at any special meeting called for that purpose, provided the proposed amendments, in writing, be filed with the Secretary thirty (30) days prior to such meeting.

Article XII. Bylaws Binding

These bylaws and amendments thereto shall be binding on all members of the Chamber providing no bylaws shall be in conflict with the constitutions and laws of the United States and the State of Michigan.

Article XIII. Order of Business

The order of business of the meetings of the Chamber shall be as follows:

- A. Call to order
- B. Directors Roll Call
- C. Secretary's report, correspondence & minutes of previous meeting
- D. Treasurer's report
- E. Public Comments (3 min ea)

This portion of the meeting is reserved for individuals who wish to inform the membership of an upcoming event, or to express an opinion on a particular subject that pertains to the operations and functions of the Chamber. Public comment shall be limited to three minutes per person.

- F. Old business

Old business is any topic that has been discussed at one or more meetings prior to the current meeting and needs further discussion or information before a decision can be made by the members. Old Business can also include reports or updates from existing committees or representatives from other organizations that the Chamber may partner with for various events or activities. Any decisions voted on by the membership present shall be binding on the Chamber members as a whole.

- G. New business

New business is any topic that has not previously been discussed by the membership and will require action on the part of the members.

- H. Adjournment

Agenda items must be given to the President or Secretary no later than Wednesday of the week prior to the meeting. Robert's Rules of Order shall govern the conduct of the business of the Chamber in all cases not especially provided for in these bylaws.

Approved this _____ day of December, 2007.

Sandy Crandall, President

(Date)

Jeffrey D. McKnight, Acting Secretary

(Date)