

RIVERDALE CHAMBER OF COMMERCE BYLAWS

ARTICLE I - NAME

The name of this organization shall be the Riverdale Chamber of Commerce, hereinafter referred to as the "Chamber."

ARTICLE II - OBJECTIVE

The Chamber is organized for the purpose of advancing the commercial, industrial, civic and general interests of the Village of Riverdale and its trade area.

ARTICLE III - NON-PARTISANSHIP

The Chamber shall be non-partisan and non-sectarian. The Chamber shall take no part in nor lend its influence, either directly or indirectly, to the nomination, election or appointment of any candidate for a political office of any taxing district within the Village, County, State or Nation.

ARTICLE IV - MEMBERSHIP

Section 1.

Any reputable person, association, corporation, partnership or estate may subscribe to membership in the Chamber.

Section 2.

Applicants may be elected into membership at any meeting of the Board of Directors. Membership shall require an affirmative vote by a majority of the Board of Directors.

Section 3.

The annual dues will be set annually by the Chamber Board and shall be payable by May 30 each year. Memberships paid any time after November 30th shall pay 1/2 year's dues or shall pay the full amount and have their membership extend through the next membership year.

Section 4.

Upon the affirmative vote of a majority of the Board of Directors, members whose dues are in arrears for 60 or more days may have their membership privileges suspended or revoked. Members whose membership is revoked may seek reinstatement as a new applicant as noted in Section 2. Electronic communication shall be continued at no cost to the Chamber.

Section 5.

Any person, firm, association or corporation owning more than one business must pay for a membership for each business.

Section 6.

Distinction in public affairs shall confer eligibility for an honorary membership. Honorary members shall enjoy all the privileges of active membership, and are exempt from payment of dues, but may not hold the office of President, Vice-President or Secretary. Election to honorary membership shall require a unanimous vote in the affirmative of the Board of Directors. An honorary membership may be revoked by the same method by the Board of Directors at any time.

Section 7.

Application forms for membership shall be forwarded to the Chamber Office in the Library. Forms will be provided to the Village to include in the licensing packet provided to businesses and contractors.

A mailing will be done each June to all businesses who have not joined.

Section 8.

A member may be expelled from the Chamber by the Board of Directors for cause. No member may be expelled without the opportunity of a hearing before the Board of Directors. A majority vote by the Board shall be necessary for expulsion.

Section 9.

The substitution of a new representative for the holder of a membership shall in no case terminate the membership. The notification of the substitution shall be in writing to the Chamber Office.

ARTICLE V - MEETINGS

Section 1.

The place and time of the meetings shall be designated by the Board of Directors.

Section 2.

The annual meeting of the Chamber shall be held during the month of June.

ARTICLE VI - BOARD OF DIRECTORS

Section 1.

The governance of the Chamber, the direction of its work and the control of its property shall be vested in a Board of Directors. The Board shall consist of at least 9 members in good standing. One-third of the Directors shall be elected annually for a term of 3 years. The Directors shall have power to fill all vacancies on the Board. They may adopt rules and regulations for conducting the business of the Chamber. They shall meet not less frequently than quarterly at such time and place as determined by the Board

Section 2.

The Board of Directors shall be elected at the June Board meeting or at a special meeting of the members called for that purpose.

Section 3.

Absence from 3 consecutive Board meetings without an excuse deemed valid and so recorded by the Board of Directors may be construed as a cause for removal from the Board.

Section 4.

A majority of the Board of Directors shall constitute a quorum at any meeting of the Board. If a majority is not present, actions by the Board shall be telephoned, faxed or e-mailed to all members for approval.

ARTICLE VII - OFFICERS

Section 1.

At the June Board of Directors meeting, the existing and newly-elected Directors shall meet and elect the following Officers for the ensuing year: a President, a First Vice-President, a Second Vice President, and a Secretary. A President may be elected to 2 consecutive 1-year terms, but may not be re-elected again until 1 year has elapsed.

Section 2.

The President shall preside at all meetings of the Chamber and Board of Directors, and perform all duties incidental to this office. S/he shall, subject to the approval of the Board of Directors, appoint a Treasurer, all committees, and shall be a voting member of all committees. The President, at such times as may be deemed proper, shall represent the Chamber and make suggestions to promote the prosperity and increase the effectiveness of the Chamber.

Section 3.

The First Vice-President shall act in the absence of the President and shall be Chair of the Membership Committee.

Section 4.

The Second Vice-President shall act in the absence of both the President and the First Vice-President and shall be Chair of the Program Committee.

Section 5.

The Treasurer need not be a member of the Chamber. The Chamber Office shall receive and disburse the funds of the Chamber. The Treasurer shall make a report to the Board of Directors at each regular meeting on the financial condition of the Chamber. The Treasurer will act with the Secretary in preparing an annual report for the Chamber.

Section 6.

The Secretary shall keep an accurate record of the proceedings of all meetings of the Chamber and the Board of Directors. S/he shall conduct the official correspondence of the Chamber and the Board of Directors and shall perform such duties as may be incidental to the office subject to the direction of the Board of Directors. The Secretary shall prepare an annual dues invoice for distribution no later than April 15 to be included in the Village licensing packet. Invoices shall be mailed to businesses that have not joined the Chamber in June. All records for the Chamber shall be maintained in the Office in the Riverdale Library.

ARTICLE VIII - SPECIAL COMMITTEES

Section 1.

The powers and duties of all committees shall be defined by the Board of Directors.

Section 2.

The Executive Committee shall consist of the President, the First Vice-President, the Second Vice-President, the Secretary and Treasurer.

Section 3.

Between meetings of the Board, the Executive Committee shall have charge of the routine business of the Chamber. It shall approve and authorize all disbursements from the treasury. Checks shall be signed by any 1 of the following: President, Secretary or Treasurer. At the beginning of the fiscal year, the Treasurer and Secretary shall prepare a budget of the projected expenses and income. The budget must be presented to the Board for approval.

Section 4.

All committees shall report to the Board of Directors. Standing Committee reports should generally be written and filed with the minutes. Special committee reports may be presented orally to the Board.

ARTICLE IX - FISCAL YEAR

The Fiscal Year for the Chamber shall be May 1st through April 30th.

ARTICLE X - PARLIAMENTARY PROCEDURE

Robert's Rules of Order -- Revised shall be the parliamentary authority in all matters not specified in the By-laws or standing rules of this organization.

ARTICLE XI- AMENDMENTS

These By-laws may be amended by a simple majority of a quorum of the Board of Directors. The Chamber shall provide notice of the proposed changes to each Board Member.

ARTICLE XII - DISSOLUTION OF THE CHAMBER

The Chamber shall use its funds to accomplish the objectives and purposes specified in these By-laws and no part of said funds shall inure to 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, not-for-profit, charitable, educational, scientific or business organizations selected by the Board of Directors.

Revised: April 2011