

Beausejour

& DISTRICT **CHAMBER** OF COMMERCE

CONSTITUTION AND BY-LAWS



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**BEAUSEJOUR & DISTRICT CHAMBER OF COMMERCE
CONSTITUTION AND BY-LAWS**

I. NAME

1.1 The name of this association shall be “THE BEAUSEJOUR & DISTRICT CHAMBER OF COMMERCE” hereinafter called “THE CHAMBER”.

1.2 Use of THE CHAMBER name. Each member shall be supplied with a certificate suitable for display in a prominent place, indicating membership in THE CHAMBER. Members may, with the approval of the Board of Directors of THE CHAMBER, show on their letterhead and in their advertising that they are “Members of the Beausejour & District Chamber of Commerce”.

II. MISSION

2.1 MISSION STATEMENT: To provide strong economic and community leadership to businesses, professionals, organizations, and members, that will create pride and opportunities for Beausejour and the surrounding area through co-operation and mutual respect.

III. OBJECTIVES

3.1 To serve the commerce and community of Beausejour & District and take and express positions and opinions on public issues on behalf of its membership.

3.2 To promote the economic, civic, educational and cultural interests and assets of the Town of Beausejour and surrounding area.

3.3 To communicate information on topical subjects of interest to members.

3.4 To facilitate business and social contact amongst members of THE CHAMBER.

3.5 To undertake and carry out projects and activities consistent with the foregoing objectives.

IV. INTERPRETATION

4.1 In these By-laws: “THE CHAMBER” means “THE BEAUSEJOUR & DISTRICT CHAMBER OF COMMERCE”.

4.2 “THE BOARD” means the Executive and Directors of “THE CHAMBER”

4.3 “DISTRICT” means areas, within and for which this CHAMBER was established.

V. MEMBERSHIP

5.1 Any person, partnership, firm or corporation directly or indirectly engaged or interested in industry, trade, commerce, or the economic and social welfare of the DISTRICT shall be eligible for membership in THE CHAMBER.

5.2 Any business, organization or individual may become a member of THE CHAMBER by filling out the appropriate membership form and paying the applicable annual membership fee.

5.3 Any business, organization or individual shall be considered a member in good standing with THE CHAMBER, having all the rights and privileges thereof, as long as the applicable annual membership fee is paid, and they abide by this Constitution and By-Laws of THE CHAMBER.

5.4 Membership shall continue from the time of admittance until a member has resigned in accordance with the provisions of these by-laws or has been removed from the roll of members by action of THE BOARD.

5.5 Any member of THE CHAMBER who intends to resign his or her membership may do so at any time.

5.6 THE BOARD may remove from the roll of members the name of any member who fails to pay dues within thirty days of the date they fall due. As such, privileges of membership shall be forfeited.

5.7 Persons recognized for a commendable act or public service may be selected as Honorary Members by a majority vote of THE CHAMBER present at a general meeting. Such recognition shall be for a term of one year and may be repeated. Honorary Membership shall include all the privileges of active membership except the Honorary Member shall not be eligible to be a Director or hold offices on THE BOARD. Honorary Members shall be exempt from payment of annual fees.

5.8 Any member of THE CHAMBER may be expelled by a two-thirds vote of THE BOARD.

VI. MEMBERSHIP FEES

6.1 It shall be the duty of THE BOARD to determine the applicable annual membership fee to be paid by all members. Fees or changes to the fees must be ratified by the members of THE CHAMBER at any annual or general meeting.

6.2 Membership dues shall be due and payable on January 1st of each year.

6.3 Fees charged to new members joining after January 1st shall be determined by THE BOARD.

VII. BOARD OF DIRECTORS & OFFICERS

ELECTIONS

7.1 A President, Vice President, and Treasurer and at least six other Directors shall be elected from among the members at the Annual General Meeting by ballot and shall form “THE BOARD”.

7.2 The President, Vice President, and Treasurer are elected for one year terms and may remain in office for no more than two (2) consecutive year terms or until their successors shall be appointed. But no such officer, with the exception of the Treasurer shall hold the same office for more than two years. The retiring President shall be ex-officio, a member of THE EXECUTIVE.

7.3 The President shall preside at all meetings of THE CHAMBER and THE BOARD, and shall exercise general supervision over the entire work of THE CHAMBER. In the absence of the President, the 1st Vice President shall act in his or her place. In the absence of both the President and 1st Vice President, the 2nd Vice President shall preside. The President shall present a general report of the activities of the year at the Annual Meeting.

7.4 The Treasurer shall have charge of all funds of THE CHAMBER and shall deposit the same in a chartered financial institution selected by THE BOARD. He or she shall pay all bills approved by resolution and shall keep an accounting of all incomes and expenditures, and present a Review statement at the annual meeting, and at any other time as required.

7.5 The Executive Director shall be the Executive Officer of THE CHAMBER and shall be responsible to THE BOARD for the general control and management of business and affairs. He or she shall be responsible for keeping the minutes of THE CHAMBER, conducting its correspondence, retaining copies of all official letters, preserving all official documents and shall perform all such duties as properly appertain to his or her office. He or she shall, with the President, sign all papers and documents requiring signature or execution on behalf of THE CHAMBER. He or she shall maintain an accurate record of all proceedings of THE CHAMBER and THE BOARD. The Executive Director shall be responsible for all books, papers, and other property under the intellectual copyright of THE CHAMBER. Refer to the contract agreement between the Chamber and Executive Director.

7.6 Where a member of THE BOARD is unable or unwilling to continue his or her duties or is absent from three consecutive meetings of THE BOARD without leave of the President or designate, THE BOARD may at any meeting thereof, remove that BOARD member and elect a member from the general membership to THE BOARD in place of that member so removed.

AUTHORITY

7.7 The Chamber banking operations shall be undertaken by four signing officers; two out of four will be required to sign on each cheque; the President, and three other members or delegate of THE BOARD, to sign all notes, drafts and cheques.

7.8 The Chamber financial Review will be completed by either an independent third party or internal individual.

7.9 Except as otherwise stated, the affairs of THE CHAMBER shall be managed by THE BOARD consisting of a minimum of nine (9) board members and the retiring President who shall be ex-officio.

7.10 THE BOARD may make or authorize petitions or representations to the Government of Canada, Manitoba or other local governments and to other non-government organizations, as determined by vote of a majority of members present at any general meeting.

7.11 THE BOARD shall have the power to act on behalf of the Chamber as outlined within the by-laws of THE CHAMBER.

7.12 THE BOARD may submit any by-laws, rules and regulations to promote the welfare of THE CHAMBER at any general meeting of THE CHAMBER.

7.13 THE BOARD may appoint committees or designate directors of THE BOARD or members of THE CHAMBER or other to examine consider and report upon any CHAMBER matter or action.

7.14 Directors and Officers of THE CHAMBER shall receive no remuneration for services rendered. However, expense money may be granted by approval of the general membership.

7.15 No public pronouncement in the name of THE CHAMBER may be made unless authorized by THE BOARD or by some person to whom THE BOARD has delegated this authority.

7.16 Any five or more directors of THE BOARD shall be considered a quorum and a majority of such quorum may do all things within the powers of THE BOARD.

VIII. MEETINGS

8.1 The Annual General Meeting of THE CHAMBER shall be held in each year at a date, time and place determined by THE BOARD. At least two weeks' notice of the Annual General Meeting shall be given to all members of THE CHAMBER.

8.2 Regular General Meetings of THE CHAMBER shall be held monthly, at a date, time and place determined by THE BOARD.

8.3 THE BOARD shall meet or communicate at least once a month prior to the General Meetings to administer the business of THE CHAMBER.

8.4 At any Annual or General Meeting, ten members shall constitute a quorum. At any Board Meeting five (5) directors of THE BOARD shall constitute a quorum. At every meeting of THE CHAMBER, minutes of the meeting shall be recorded and approved at a subsequent meeting. Once approved, the minutes shall be kept in a minute book at THE CHAMBER office.

IX. VOTING RIGHTS

9.1 Every member in good standing represented at any general or annual meeting shall be entitled to one vote. The vote of an association, corporation, society or partnership shall, in each such case, be assigned to only one individual of that association, corporation, society or partnership.

9.2 Voting at any board or general or annual meeting shall be by show of hands or, if requested by the presiding officer, by standing vote. A closed ballot vote shall be taken if requested by any (5) Members in good standing.

9.3 The presiding officer shall vote only in case of a tie.

9.4 Motions, amendments and any other matter shall be carried at any general or annual meeting by a majority vote unless otherwise stated in this Constitution or the By-laws.

9.5 THE BOARD may also pass motions, amendments or deal with any other matter by canvassing all directors by a telephone, electronic or written resolution if the circumstances warrant.

X. BY-LAWS

10.1 All new By-Laws, repeals of By-Laws or amendments thereto must be voted on at a general or annual meeting. By-laws, repeals of by-laws and amendments thereto may be passed by a majority vote of the membership at a general or annual meeting. Any member of good standing of THE CHAMBER may present a motion to create, repeal or amend a by-law at any annual or general meeting provided that notice to members is given of the meeting as set out within this Constitution and By-laws.

10.2 All by-laws and amendments thereto shall be binding on all directors, officers and members of THE CHAMBER.

10.3 Policies can be made and amended as needed.

XI. AFFILIATION

11.1 THE CHAMBER, at the discretion of THE BOARD, shall have power to affiliate with THE MANITOBA CHAMBER OF COMMERCE.

XII. POLICIES

12.1 The Chamber Logo may only be displayed in colours black and white.

12.2 The Board and Executive Director have access to funds up to \$250.00

XIII. FISCAL YEAR

12.1 The fiscal year of THE CHAMBER shall commence on the 1st day of January of each year and end on December 31st.

XIV. PROCEDURE

13.1 The President or officer presiding shall have the authority to set rules at all meetings of THE CHAMBER and THE BOARD. The president shall take into consideration and try to follow parliamentary procedure at all general, annual and BOARD meetings in accordance with Robert's Rules of Order (RONR current edition)