

# **SUGAR HOUSE CHAMBER OF COMMERCE**

## **Bylaws**

### **ARTICLE I: NAME**

The organization shall be known as the SUGAR HOUSE CHAMBER OF COMMERCE (hereafter called the "Chamber").

### **ARTICLE II: PURPOSE**

#### **SECTION 1. MISSION**

The Sugar House Chamber of Commerce brings together local businesses to enhance the economic vitality of our community through networking, events, collaboration, advocacy, and opportunities for business development.

#### **SECTION 2. VISION**

The Sugar House Chamber of Commerce will strive to create a vibrant business community that benefits its individual members and the community at large while recognizing and maintaining the traditions and personality unique to Sugar House.

### **ARTICLE III: MEMBERSHIP & DUES**

#### **SECTION 1. CLASSES OF MEMBERSHIP**

The Chamber shall be composed of active voting members.

#### **SECTION 2. ELIGIBILITY**

Individuals, businesses, firms, and organizations interested in the purposes of the Chamber shall be eligible to active voting membership providing said entities are licensed to do business in the state of Utah and are at the time of application in good standing.

#### **SECTION 3. TERMINATION**

Members will be considered in poor standing if payment of dues is 30-days delinquent.

Membership will be terminated if payment of dues is 60-days delinquent.

- (a) Members in poor standing will receive a reduction in benefits. ie: will not be highlighted on website, will not be mentioned in general advertising

#### **SECTION 4. DUES**

The Board of Directors will determine and assess the amount of membership dues annually. Dues will be presented to all members at the December regular meeting. Membership dues shall be due January 1st. upon the members annual renewal from the date the member first joined or on a reoccurring monthly basis.

## **ARTICLE IV: MEETINGS**

### **SECTION 1. GENERAL MEMBERSHIP MEETINGS**

General membership meetings will be held the first Wednesday of every month as determined by the Board.

### **SECTION 2. QUORUM**

- (a) General Membership meetings – A quorum shall be no less than 10% of members in good standing
- (b) Board meetings – A quorum shall be no less than 50% of the board.
- (c) Committee meetings – A quorum shall be no less than 50% of the committee's members in good standing.

### **SECTION 3. VOTING**

Each member in good standing will be entitled to one vote for each full membership held in the Chamber. Memberships delinquent (30 days) shall not be entitled to vote. Written consent to vote by proxy will be permitted. A majority of voting members (with paid up dues) must confirm new board annually. Votes can be accepted digitally.

## **ARTICLE V: BOARD OF DIRECTORS**

### **SECTION 1. OPERATION**

The Chamber shall be operated by a board of directors and officers elected from the membership at large.

- (a) Elected officers shall be the Chair, Vice Chair, Secretary, and Treasurer. Officers shall serve a 2-year term.
- (b) Elected directors shall serve a one-year term, and will consist of at least three members.

### **SECTION 2. DIRECTORS AND DUTIES**

- (a) Chair.** The Chair shall be the chief executive officer (CEO) of the Chamber. The duties of the chair shall be as follows:
  - Set agenda and preside over meetings of the organization.
  - Determine necessity and dates for special meetings of the Board and members.
  - Assign Board and Chamber action items to committees and members.
  - Perform all duties as prescribed by the Board or the Chamber as a whole.
- (b) Vice Chair.** The Vice Chair shall assist the president in the execution of his/her duties and perform other duties as prescribed by the Board or Chamber as a whole.
- (c) Secretary.** The Secretary shall officially record the activities of the organization and perform other duties incidental to the office of Secretary, including:
  - Conduct annual Board elections and officer elections every other year.
  - Serve as custodian of records, documents, and correspondence.

- Perform all duties as prescribed by the Board or the Chamber as a whole.
- (d) Treasurer.** The Treasurer shall act as the chief financial officer (CFO) of the organization and perform other duties incidental to the office of Treasurer, including:
- Assist the CFO with the charge and custody of all accounts, receipts, and financial assets; collection and disbursement of funds as required for best financial practices and policies established by the Board and Chamber as a whole.
  - Assist the CFO with the maintaining bookkeeping records and records of such accounts.
  - Perform all duties as prescribed by the Board or the Chamber as a whole.

### SECTION 3. NOMINATION AND ELECTION

Elections will take place annually for board members and every other year for officers. The nomination process will begin in September, at which time nominations will be accepted. Nominees will be notified and announced by the October general meeting, with voting occurring through November. Winners will be announced at the December general meeting. The new board will take effect in January of each year.

- (a) Beginning in 2017 the following positions will be elected for office in ODD years
  - a. Chair
  - b. Treasurer
- (b) Beginning in 2017 the following positions will be elected for office in EVEN years
  - a. Vice-chair
  - b. Secretary

### SECTION 4. REMOVAL

Board and Officers are required to attend at least three-fourths of Board and Regular meetings. Failure to attend the required amount will be grounds for removal with the approval of a two-thirds majority of the Board in attendance. Board status may be terminated with just cause with two-thirds approval of the general membership in attendance.

### SECTION 5. VACANCIES

If at any time a vacancy occurs on the Board, nominations shall be accepted from members in good standing. The current board can vote in a new board members with a majority of board members voting in favor of the new board member.

## ARTICLE VI: COMMITTEES

- (a) There will be such permanent and standing committees or temporary project committees as the Chair and/or the Board deem necessary. Committee membership shall be appointed by the Chair of the Board from the body of active members.
- (b) The Chair will appoint, with approval of the Board, the chairpersons of the standing committees, chairpersons must be members of the Board.

## ARTICLE VII: DISBURSEMENT OF FUNDS

**SECTION 1. DISBURSEMENTS**

The disbursement of all Chamber funds can be via check or debit card. If a disbursement not previously included in the projected budget totals more than \$100, it must be approved by the majority of the Board in attendance. Purchases are only allowed that fit the mission of the board including outreach and recruitment.

**SECTION 2. SIGNATURES**

Checks may be signed by any two of the following: Executive Director, Chief Financial Officer, Chair, Vice Chair, Secretary or Treasurer. and any other members authorized to do so by the Board of Directors. Or the treasurer or Chair can use a debit card.

**SECTION 3. DISSOLUTION**

The Chamber shall use its funds only to accomplish the objectives and purposes in these bylaws, and no part of its funds shall be distributed to members of the Chamber. On dissolution of the Chamber, any funds remaining shall be distributed to one or more regularly organized or qualified charitable, educational, scientific, or philanthropic organizations to be selected by the Board consistant with Chamber’s Articles of Incorporation.

**ARTICLE VIII: RULES OF ORDER**

The rules of Parliamentary Procedure comprised in Robert’s Rules of Order, newly revised, will govern the proceedings of the Association, subject to any special rule which has been or will be adopted.

**ARTICLE X: INDEMNIFICATION**

No member, officer, or director of the Chamber shall be personally liable for any Chamber debts or other Chamber liabilities, and the private property of such individuals shall be exempt from any debts or liabilities of every kind and character of this organization to the fullest extent permitted by Utah law.

**ARTICLE XI: AMENDMENTS**

Amendments to these bylaws may be made by a two-thirds majority vote of members of a quorum at a regular meeting or via digital notification, subject to proper notice.

Adopted this \_\_\_\_\_(day) of \_\_\_\_\_(month) of \_\_\_\_\_(year) in Sugar House, Salt Lake City, UT

Chair\_\_\_\_\_

Secretary\_\_\_\_\_

Date\_\_\_\_\_

Date\_\_\_\_\_