

BELHAVEN COMMUNITY CHAMBER OF COMMERCE, INCORPORATED
"Promoting Belhaven, Pantego, Bath and all of Northeastern Beaufort County"
P.O. Box 147, Belhaven, North Carolina 27810

BY-LAWS

ARTICLE I – NAME AND OBJECT

SECTION 1. The name of this organization shall be the BELHAVEN COMMUNITY CHAMBER OF COMMERCE

SECTION 2. The Belhaven Community Chamber of Commerce is organized for the purpose of advancing the commercial, industrial, and civic interests of Belhaven and its trade center.

SECTION 3. The Chamber shall be nonpartisan, nonsectional, nonsectarian, and shall take no part in, or lend support to, the election or appointment of any candidate for public office.

ARTICLE II – MEMBERSHIP

SECTION 1. Any reputable person, association, corporation, partnership, or estate shall be eligible for membership in the Belhaven Community Chamber of Commerce.

SECTION 2. Membership shall be divided into the following classes: Individual, non-profit, small business (less than 10 employees), and large business (10 or more employees). The fees for each membership class shall be set each year by the Board of Directors. Membership dues shall be pro-rated monthly. Election to membership shall require the affirmative vote of the Board of Directors.

SECTION 3. Any person, firm, association, or corporation eligible for membership may acquire more than one membership by undertaking to pay the annual dues of each such membership, and may designate an individual to represent each such membership, subject to the approval of the Board of Directors.

SECTION 4. Any person, firm, association or corporation holding more than one membership shall be entitled to cast only one vote; except that individuals who have been designated to represent said additional memberships shall vote as members.

SECTION 5. Any person, firm, association or corporation holding one or more memberships shall have the right at any time to change any or all of its representatives upon written notice to the Chamber.

SECTION 6. Distinction in public affairs shall confer eligibility to honorary membership. Honorary membership shall include all the privileges of active membership, except that of holding office, with exemption from the payment of dues. Dues for

all businesses will be pro-rated on a monthly basis. Election to honorary membership shall require the affirmative vote of the Board of Directors.

ARTICLE III – BOARD OF DIRECTORS

SECTION 1. The government of the Chamber of Commerce and the direction of its work shall be vested in a Board of Directors consisting of twelve (12) members, one-third of whom shall be elected annually for a term of three years, as hereinafter provided. No member of the Board of Directors who has completed a three year term shall be eligible for reelection until after the lapse of one year after the completion of his term. The Directors shall have power to fill all vacancies on the Board. They may adopt rules for conducting the business of the Chamber. They shall meet no less frequently than once a month, at such time and place as will be determined by them. Any Director who is absent from three (3) consecutive monthly meetings shall be dismissed from the Board of Directors; except for illness, family emergency or upon excused absence requested in writing or person, approved by the Board at a meeting prior to, at the time of or the next one after the absence.

SECTION 2. The Board of Directors shall be elected by ballot received in the November newsletter and returned to the Chamber office by December 1.

SECTION 3. A nominating committee of not less than three members shall be appointed by the President by October 1st of each year, whose duty shall be to nominate from the membership of the Chamber a slate of as many candidates as there are vacancies on the Board to be filled. Other nominations can also be made by members other than the slate being presented by the nominating committee by filing the name of the nominee with the Chamber secretary, by October 15th.

SECTION 4. All voting shall be by ballot contained in the November newsletter. The candidate receiving the highest number of votes for the nominated office shall be declared elected to that respective office. No votes received by the Chamber after December 1 shall be counted.

ARTICLE IV – OFFICERS

SECTION 1. At the next scheduled meeting after the annual election, the Directors shall elect officers for the ensuing year; a president, a vice-president, a secretary/treasurer. The officers shall be elected from the members of the Board of Directors.

SECTION 2. The President shall preside at all meetings of the Chamber and of the Board of Directors, and perform all duties incident to office. He shall be authorized to sign checks.

SECTION 3. The Vice-President shall act in the absence of the President, including being authorized to sign checks. In the absence of both President and the

Vice-President, a member of the Board of Directors shall be chosen to act temporarily.

SECTION 4. The Secretary-Treasurer office shall be consolidated. The Secretary-Treasurer shall conduct the official correspondence; preserve all books, documents, and communications; keep books of account, and maintain an accurate record of the proceedings of the Chamber and of the Board of Directors meetings.

SECTION 5. The Secretary-Treasurer shall receive and disburse the funds of the Chamber and shall be authorized to sign checks. No disbursements shall be made unless they have been authorized and ordered by the Board of Directors. All disbursements shall be made by checks, which shall be signed by the executive director and at least one officer. At frequent intervals, the Secretary-Treasurer shall make reports to the Board of Directors, which may, at its discretion, require him to give acceptable bond, in such sum as the Board may determine, for the faithful performance of his duties. The Board of Directors have an annual decision to give the Secretary-Treasurer the authority to disburse checks for incidentals pertaining to the operating and maintaining of a Chamber office.

ARTICLE V – EXECUTIVE DIRECTOR

SECTION 1. The Board of Directors shall be authorized to employ an Executive Director who shall conduct the day to day operations of the Chamber.

SECTION 2. The Executive Director's compensation and benefits shall be set annually by the Board.

SECTION 3. The Board shall determine the Executive Director's duties and supervise their performance.

SECTION 4. The Executive Director shall serve at the pleasure of the Board. ??????

ARTICLE VI – COMMITTEES

SECTION 1. The Board of Directors shall authorize and define the powers and duties of all committees.

SECTION 2. The President shall appoint all committees, subject to confirmation by the Board of Directors.

ARTICLE VII – MEETINGS

SECTION 1. The Board of Directors may provide for holding membership meetings whenever it may be considered necessary or desirable.

SECTION 2. The Board of Directors shall call a membership meeting upon petition signed by not less than ten percent of the members.

SECTION 3. The annual meeting of the Chamber shall be held as soon as practicable after the close of the fiscal year, at a time and place to be determined by the Board of Directors.

SECTION 4. The attending Directors at a regularly scheduled meeting can pass and carry on any particular issue, without a quorum.

ARTICLE VIII – FISCAL YEAR

SECTION 1. The fiscal year shall be from July 1 to June 30.

ARTICLE IX – PARLIAMENTARY PROCEDURE

Section 1. All questions of parliamentary procedure shall be determined according to the latest edition of Robert's "Rules of Order".

ARTICLE X – AMENDMENTS

SECTION 1. These By-Laws may be amended by two-thirds of those present at any regular or special meeting of the Chamber of Commerce, provided notice of the proposed change shall have been given all members not less than ten days prior to such meeting.

ARTICLE XI – COMPENSATION OF OFFICERS

SECTION 1. No officer shall receive compensation for any service rendered to this corporation in his official capacity with the exception of the Chamber's Secretary-Treasurer, whose compensation, if any, shall be fixed by the Board of Directors.