

COOKSTOWN AND DISTRICT CHAMBER OF COMMERCE BY-LAWS

1 NAME & OBJECTIVE

1A

The name of the organization shall be the Cookstown & District Chamber of Commerce. Hereinafter referred to as "The Chamber"

1B

The Objective of the Chamber shall be to promote and improve trade, commerce, and economics to the betterment of the district that is served by this organization, bringing new visitors each year to a variety of events designed to showcase Cookstown.

1C

The usual meeting place shall be in Cookstown.

1D

The Chamber shall be non-sectional and non-sectarian and shall not lend it's support to a candidate for public office on a party/political basis.

1E

By-laws may be made, repeated or amended by a majority of the members of The Chamber present at any general meeting. Notice of such proposal having been given in writing by one member and seconded by another at a previous general meeting and duly entered as a minute of the Chamber.

1F

Such by-laws shall be binding on all members of the Chamber, it's officers and all other persons lawfully under it's control.

2 INTERPRETATION

2A

Wherever the words 'in writing' occurs, this is to include electronic notification; email will be an acceptable form of written reply. This does not refer to texting.

2B Wherever the words "The Board" occurs in these by-laws, they shall be understood to mean the "Board of Directors of the Cookstown & District Chamber of Commerce"

2C

Wherever the words "The Board" occurs in these by-laws they shall be understood to include:

President

Vice President

Treasurer

Secretary

Director(s)

Membership Chairperson

Committee Chairperson(s)

Immediate Past President (no election required)

3 MEMBERSHIP

3A

Any member of the Chamber should be a person that has the best interest of Cookstown Local Merchants and other Members at heart. Whether promoting the Village to increase visibility, or to work with the Town of Innisfil on a variety of initiatives designed to help the Village or engage the Town in assistance for the Village.

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3B

Any reputable person, directly or indirectly engaged or interested in trade, commerce, or the economic welfare of the District, shall be eligible for membership in the Chamber.

3C

Associations, Corporations, Societies, Partnerships, Estates, or Non-Profit groups directly or indirectly engaged or interested in trade, commerce, or the economic welfare of the District may become members of the Chamber.

3D

Members will receive an invoice after November 1st - payable by December 31st.

3E

Membership shall continue from the time of paid admittance unless:

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

or has failed to pay their annual membership fee by December 31st.

3F

Any member of the Chamber who intends to retire there from or to resign their membership, may do so, at any time, (10 days notice) in writing, and upon discharging any lawful liability which is standing upon the books; membership is non-refundable.

3G

Any members who fail to pay their dues in the applicable time frame (new members pay in full at time of joining; existing members pay in full by December 31st) can be removed from the roll of members by the Board.

3H

Any member may be expelled by two-thirds vote of the Board.

3I

Honorary membership can be given to any person that has distinguished themselves by meritorious or public service to the District by a majority vote of the Chamber. Such recognition shall be for a term of one year and may be extended by majority vote.

Honorary membership shall include all the privilege of active membership except that of holding office, with exception from the payment of annual dues.

3J

All Chamber members in good standing will have a copy of the by-laws as set out herein with their paid membership.

3K

Only paid Members shall be listed on the website, with information provided from the Member, including contact information and type of business. Advertising in the form of hardcopy or electronic brochure will also include all paid Members. Members will be able to advertise events on the website at no charge, providing information is received no less than 30 days prior to the event.

Events, Newsletters, Notifications will be posted on our website and facebook page. Ontario Chamber of Commerce Information will be forwarded by email to all members.

3L

All members will have access and information on the Chambers of Commerce Insurance plan.

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4 DUES AND ASSESSMENTS

4A

The rate of annual dues shall be determined annually by the Board. Members will be notified a minimum of 2 months prior to the Annual General Meeting.

4B All dues must be paid by December 31st. If the invoice remains unpaid by December 31st, the Treasurer will notify the Board of their removal.

4C

After invoices have been sent a notice will be posted on facebook and on our website notifying members that fees are now due and if they have not received an invoice to contact us at cookstown.chamber.president@live.ca.

4D

Any new members joining after May 1st, will be pro rated per month for the balance of the year. New members are defined as having no current membership for at least one full year.

5 OFFICERS AND BOARD OF DIRECTORS

5A

The Board is to include:

President

Vice President

Treasurer

Secretary

Director(s)

Membership Chairperson

Committee Chairperson(s)

Immediate Past President

5B

Length of Office shall be for no less than (1) one year.

The retiring President shall be ex-officio, a member of the Board.

5C

If a member of the Board dies, resigns their office, or is absent from (3) three consecutive Board of Director meetings, the Board may at any meeting thereof, elect a member to take the place of said member.

5D

Any officer or Board member may be suspended from office or be terminated from their tenure of office if in the opinion of the Board he/she has been grossly negligent in the performance of his/her duties, or has grossly misrepresented the Chamber. The member will have the liberty to appeal suspension or termination directly to the general membership at the general meeting.

5E

The Board shall have the general power of administration. It may elect to make or authorize petitions or representations to the Government, Parliament of Canada, the Government or Legislature of the Province of Ontario, or others, as it may determine or may be required by vote of a majority of members present at any general meeting.

5F

The Board shall, in addition to the powers hereby expressly conferred on it, have such powers as are assigned to it by any by-law of the Chamber.

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5G

Any (3) three or more members of the Board, lawfully met, shall be a quorum and a majority of such quorum may do all things within the powers of the board as set out in the by-laws.

5H

The Board shall frame such by-laws, rules and regulations as presented, which best adapts to promote the welfare of The Chamber and shall submit them for adoption, at a general meeting of The Chamber, called for that purpose.

5I

The Board, or, at its request, the President, may appoint committees or designate members of the Board, or The Chamber or others, to examine, consider, and report upon any matter or take such action as the Board may request.

5J The Board may suspend any Chairperson from office or have said office terminated for just cause.

Any committee may be terminated by the Board.

5K

No paid employee of The Chamber shall be a member of the Board or Executive committee. Officers of the Chamber shall receive no remuneration for services rendered, however, the Board may elect to pay for reasonable expenses; ie gas, postage, printing etc.

5L

No public pronouncement in the name of The Chamber may be made unless authorized by the Board, or some person to whom the Board has delegated this authority. This is to include the use of the Chamber name and/or logo in day to day inquiries without permission of the board. This includes sending email, using Facebook, Twitter, or any other electronic means of communication with the Chamber name.

6 DUTIES - OFFICERS AND BOARD OF DIRECTORS

6A

Refer to Board of Directors Responsibilities as Addendum (1)

6B

The Board having a quorum of (3) three will have the ability to direct the spending of funds as per the passing of the annual budget. A majority vote of the Board must take place before any spending of funds outside the budget.

Electronic means of approval will be accepted, provided that a copy of the emails be forwarded to the Secretary and brought forward at the next scheduled meeting.

6C

All Board Members must be on a minimum of (1) one committee.

6D

Directors, as Advisory members of the Board shall have a minimum of (1) year with the Chamber.

7 MEETINGS

7A General meetings will be held quarterly at the time and place designated by the Board. A minimum one week notice shall be given.

7B

The Annual General Meeting will be held annually in March at the time and place designated by the Board. At least (2) weeks notice shall be given.

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At any Annual or General Meeting (9) members shall be quorum. A majority of members present shall be competent to do and perform all acts, which are or shall be directed to be done at any such meeting. The President has the authority to determine if General Membership is adequately represented by the quorum and may suspend a vote.

7C

Special general meetings of may be held at any time when summoned by the President, or requested in writing by a minimum of (3) members of the Board, or any (1) members of the Chamber. At least (1) day notice shall be given.

7D

The Board shall meet the second Tuesday of each month, January through November, or as may be necessary to carry on the business of the Chamber.

7E

Notice of all meetings, naming time, place and subject, shall be given to the Secretary and notification shall be given by the Secretary to those involved.

7F Minutes of any proceeding for all general and Board meetings shall be entered in books to be kept for the purpose, by the Secretary. The minutes of meetings will be forwarded via email, unless otherwise instructed to do so.

7G

A vote will be taken to accept the minutes as they are written, and recorded or amended by the secretary.

A vote will be taken to accept the agenda as they are written, and recorded or amended by the secretary.

7H

All books of the Chamber shall be open to any member of The Chamber, by requesting a meeting with the Board. The Chamber books are not to be loaned, borrowed, electronically forwarded, or removed from Chamber possession.

8 VOTING RIGHTS

8A

A member in good standing is defined as: Membership Paid in Full

8B

Every member in good standing represented at any general meeting shall be entitled to (1) vote providing that the vote of an Association, Corporation, Society, Partnership, and/or Estate member, shall in each such case be assigned to (1) individual.

8C

Elections for new Board Members shall be held at the Annual General Meeting.

The Past President or other agreed to designated party not running for any position on the board shall chair the election.

Voting at Board or general meetings, shall normally be by show of hand, or if requested by the Chairperson, by standing vote. A role call vote shall be taken if requested by (5) members, providing such request receives the approval of (2/3) two thirds of the members assembled.

8D

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

8E

Motions or amendments shall be carried at any Board or general meeting by a majority vote unless otherwise provided for in these by-laws.

9 AFFILIATION

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9A

The Chamber, at its discretion of the Board, shall have power to affiliate with The Ontario Chamber of Commerce, and the Canadian Chamber of Commerce, and any other organization in which membership may be in the interest of the Chamber.

9B

Membership dues to belong to any affiliation must be approved by the Board.

9C As the Cookstown and District Chamber of Commerce is a paying member of the Greater Innisfil Chamber of Commerce (GICC) , the President (or designate) is encouraged to attend the monthly GICC meetings. This person will provide updates for Chamber events and at all times represent the Chamber in a professional manner.

10 FISCAL YEAR

10A

The fiscal year of the Chamber shall commence on the 1st day of January each year.

10B

The physical year for the Chamber will commence in March immediately following the Annual General Meeting. ie; March - March

10C

Their responsibilities as Directors of the Board would commence immediately following the Annual General Meeting.

11 YEAR END FINANCIALS

11A

The Treasurer will have Financials completed by the end of February, and provide to the Board and Committee Chairs, details of expenditures. These will be reviewed by the Board and Committee Chairs and returned to the Treasurer with any discrepancies (2) weeks following. The Treasurer will finalize the financials and provide the information to a Chartered Accountant. A Chartered Accountant shall review the financial statement prior to the Annual General Meeting in March.

12 PROCEDURE

12A

Procedure shall be followed at all times possible in accordance with "Roberts Rules of Order"

13 MANDATE

13A

A mandate if at all possible will be adopted by the membership at the Annual Meeting.

14 COMMITTEES

14A

All Committee Chairperson(s) must be members in good standing.

14B

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The President should be advised of all committee meetings.

14C

Each committee will have a budget. The budget will be presented to the Directors for approval. Spending will be at the discretion of the Committee. All expenses must be presented to the Board at the next Board meeting.

14D

All projects and presentations on behalf of the Chamber must be presented in draft form to the Directors. If it is not possible at a general meeting due to time constraints, a special meeting may be called.

14E

All committees/directors will follow Policies and Procedures as set out in "Board of Director Policies and Procedures". See attached.