

UPDATED: November 2020

BY-LAWS OF THE LONG PRAIRIE AREA CHAMBER OF COMMERCE

ARTICLE 1 – NAME

Section 1: The name of this organization shall be the Long Prairie Area Chamber of Commerce.

ARTICLE II – MISSION & VALUES

Mission: To promote, educate and support a vital business community while enhancing and nurturing the livability and community connectedness of the area.

Values: Promote Chamber organizations, leadership development, and serve as an Information hub for the community.

ARTICLE III – LIMITATION OF METHODS

The Chamber shall be nonpartisan and nonsectarian, and shall take no part in or lend its influence or facilities, either directly or indirectly to the nomination, election, or appointment of any candidate for office in the city, county, state, or nation, nor shall any meetings of a political nature whatsoever be held within the premises occupied or under the control of the Chamber.

ARTICLE IV – MEMBERSHIP

Section 1: Any reputable person, association, corporation, partnership, organization or estate may subscribe to membership in the Long Prairie Area Chamber of Commerce.

Section 2: Membership in the Long Prairie Area Chamber of Commerce is obtained by paying the appropriate membership fees as determined by the policies of the Board of Directors and the receipt of the membership application in the Chamber of Commerce office.

Section 3: Any person, firm, association, organization or corporation shall be entitled to cast one vote during the annual meeting of the Long Prairie Area Chamber of Commerce or any specially called meeting of the membership of the Chamber of Commerce.

Section 4: The Board of Directors may offer honorary memberships to any person, firm, association, organization or corporation which has served the Long Prairie community for several years. Honorary membership involves the payment of a nominal fee by the recipient which shall be determined by the Board of Directors. The Board of Directors may also recognize any person with an honorary membership based on contributions to the community. Honorary memberships may be revoked by the Board of Directors.

Section 5: Recommendations for new members will be presented to the Board of Directors, and the application shall be regarded as a commitment on the part of the applicant of interest in and sympathy with the purposes of the Long Prairie Area Chamber of Commerce, and of adherence to its bylaws, rules, and regulations. Each member shall sign an application when they remit their dues.

Section 6: Membership rights will be removed by the Board of Directors for nonpayment of dues.

Members that have not paid by March 1st will be removed from the Chamber membership.

They will be notified 3 times before membership termination and may reinstate their membership at any time.

Section 7: The Board of Directors has the right to expel a member for justified cause. An expelled member shall have the right to appeal to the entire Chamber and upon written request, must be allowed to make such appeal at the next annual meeting or a special meeting within thirty days of such a request.

Section 8: The death, resignation or expulsion of a member shall terminate membership. The termination of a membership shall work a forfeiture of all interest of the member in and to the property of the corporation, and the member shall thereafter have no right thereto or any part of thereof.

ARTICLE V – 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 Chamber meeting will be held at the in the first quarter of the fiscal year.

Section 4: At all announced membership meetings, those attending shall have the power to conduct the business of the Long Prairie Area Chamber of Commerce.

Section 5: Regular and special meetings of the Chamber shall be announced through the community calendar, email and/or through local radio and newspaper.

ARTICLE VI – BOARD OF DIRECTORS

Section 1: The government of the Chamber, the direction of its work and the control of its property shall be vested in the Board of Directors consisting of **no less than seven and no more than fifteen members**, who shall be elected for a term of 3 years. The Directors shall have the power to fill all vacancies of the Board. When a board member is replaced, the replacement will serve the remainder of the term. They may adopt rules for conducting the business of the Chamber. They shall meet periodically, typically once a month, at a regular time and place as will be determined by them. They shall report to the membership their activities, the work and the finances of the Chamber, and this report shall be given at the annual meeting.

Section 2: The Board of Directors shall be elected at the annual business meeting in January or at a special meeting of the members called for that purpose.

Section 3: A nominating committee shall be appointed by the President sixty days prior to the annual business meeting for the purpose of securing a slate of candidates so that it may be published within the chamber email or in the local media prior to the annual meeting. Other nominations may be made by any member from the floor during the annual business meeting or by filing the name of the nominee with the Director prior to the publication of the names of the candidates.

Section 4: All voting shall be by voice vote unless a written ballot is requested by a member present and voting at the meeting. A number of nominees corresponding with the number of directors to be elected who receive the highest number of votes shall be declared elected.

Section 5: The Board of Directors shall meet at regular periods, the time to be fixed by the Board. Absence from 2 regular meetings without prior notification shall be construed as a resignation from the Board of Directors except in the case of extenuating circumstances that must be explained to the executive board. Notification must be given prior to the third missed meeting. If you will cannot attend a meeting, please contact the President or Director.

Section 6: Those directors in attendance at any regularly scheduled meeting shall be considered a quorum. A majority of directors shall constitute a quorum at any specially called meeting.

ARTICLE VII – OFFICERS

Section 1: At the annual business meeting of the Board of Directors in January, following the Board of Directors elections, the directors shall elect and vote officers for the following year – President, Vice President, Secretary and Treasurer. The Treasurer shall be chosen from the board, but should not be the director. New officers and board members will be presented at the annual banquet.

The Board of Directors may employ or contract the services of a Chamber Director whose compensation shall be determined by the Board of Directors. The Chamber Director is a non-voting member of the Board of Directors and the Chamber of Commerce.

Section 2: The President shall preside at the meetings of the Chamber and the Board of Directors, and perform all duties inherent to this office. The president shall, subject to the approval of the Board of Directors, appoint all committees and shall be an ex-officio member of all committees. The President

shall, at the annual meeting of the Chamber and of the Board of Directors suggest ways of promoting the prosperity of the community as well as the betterment of the Chamber.

Section 3: The Vice President or other officer of the Board shall act in the absence of the president, and in the absence or disability of the president and president-elect, a member of the Board of Directors shall be chosen to act temporarily.

Section 4: The Secretary or other board member shall be responsible for taking minutes at all regular and special meetings of the Board of Directors.

Section 5: **The Treasurer shall be responsible for reviewing the financial reports that are submitted by the Chamber accountant monthly. He/She will discuss any issues with Chamber Director and Chamber Board of Directors if necessary about the reports.**

Section 6: After 2 consecutive membership terms, board members must step down for at least one fiscal year before signing on for further terms unless otherwise approved by Board. Executive Committee terms are not subject to said clause unless otherwise approved by Board.

ARTICLE VIII – COMMITTEES & DUTIES

Section 1: The Board of Directors shall authorize and define the powers and duties of all ad hoc committees. For example: Executive; Financial Committees; Ambassador/Marketing/Promotion/Recruitment; Community Leadership/Leadership/Government Affairs; Special events; and Beautification.

Section 1a: The Executive Committee shall consist of the President, Vice President, Secretary, Treasurer, and Chamber Director. The executive committee shall meet as needed between regular meetings of the Board of Directors.

Section 1b: A Finance Committee shall consist of Chamber President, Treasurer, and one (1) other representative, preferably from a financial institution or accounting firm.

Section 1c: The Executive and Financial Committees shall audit the financial records of the chamber as deemed necessary and make appropriate reports to the Board of Directors and to the membership. In any matter concerning the organization, operation, and finances of the Chamber, recommendations by the executive committee shall be subject to final approval by the Board of Directors.

Section 1d: Ad hoc Committees shall be potentially task with promoting the Chamber and its programs designed to enhance community image. It shall develop and coordinate community retail promotions, work with local newspapers and radio stations on issues concerning members and promotions, and develop and coordinate policy and procedure on local issues affecting members. This Committee shall also welcome monthly the following and coordinate with the local newspaper to publish a photo and article after the visit: New businesses that have opened, new expansions and/or major remodels, new ownerships or existing businesses; as well as providing access to leadership training and attend meetings of or meet with local government officials

Section 2: The Executive Committee is tasked with making sure all previous year's business is wrapped up efficiently by December 31st of that same year.

Section 2a: Before the beginning of the fiscal year, preferably in October, the Finance Committee shall prepare a budget of the general expenses of the chamber for the coming year. The Executive Committee shall than discuss and approve said budget, and it shall be prepared as an agenda item for the November meeting of the Board of Directors.

Section 2b: Before the beginning of the fiscal year, preferably in November, the Director and President shall discuss and prepare a strategic planning initiative for the coming year. The Executive Committee shall than discuss and approve said plan and it shall be prepared as an agenda item for the December meeting of the Board of Directors.

Section 4: Each committee shall formulate its plan of action based on the goals of that particular committee as prescribed by the Board of Directors.

ARTICLE IX – DISBURSEMENTS

Section 1: All disbursements shall be reported to the Board of Directors in the form of a monthly financial statement.

ARTICLE X – FISCAL YEAR

Section 1: The fiscal year shall begin on January 1 and shall end on the 31st day of December.

ARTICLE XI – PARLIAMENTARY PROCEDURE

Section 1: The proceedings of the chamber meetings, when necessary, shall be governed by and conducted according to the latest edition of Roberts Manual of Parliamentary Rules.

ARTICLE XII – AMENDMENTS

Section 1: These bylaws may be amended or altered by a majority vote of those present at any regular or special meeting of the Chamber of Commerce. The proposed changes shall be provided by the Director to each member not less than five days prior to such meetings.