



SESSER AREA CHAMBER OF COMMERCE

BY LAWS AND CONSTITUTION

This organization is a non for profit organization incorporated under the laws of the State of Illinois, County of Franklin and is known as Sesser Area Chamber of Commerce.

OBJECTIVES: The objectives of the Sesser Area Chamber of Commerce, are to advance the agricultural, industrial, commercial and civic welfare of Sesser, Illinois and the surrounding area, to foster and encourage the development of said area and to exercise all powers granted by the statutes of the State of Illinois in the furtherance of said purposes: The chamber is a voluntary partnership of businesses, churches, schools, organizations, government agencies and individuals working together to build healthy economy and to improve the quality of life in our community. To promote and encourage the commercial, industrial, educational, and civic interest of the Sesser area but not limited to Franklin County Area.

PURPOSE: The Corporation is organized exclusively for Charitable, Educational, Religious, or Scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. Sesser Area Chamber of Commerce, is to support and enhance local business, facilitate the entry of new businesses into the community and generally enhance the quality of life in Sesser and throughout surrounding Franklin County area.

LIMITATIONS: The Sesser Area Chamber of Commerce, will be nonpartisan, nonsectional, nonsectarian, and will not take part in or lend its support to the election or appointment of any candidate for any public office.

ARTICLE I – MEMBERSHIP

SECTION 1. Every person, organization or company interested in the general welfare of the Sesser Area Chamber of Commerce will be eligible for membership in this Chamber of Commerce. A membership may be approved at any meeting of the membership, subject to approved payment of the membership fee established by majority vote of the members.

SECTION 2. Application for membership will be made in writing to the membership, and the application will be regarded as guarantee on the part of the applicant of his/her interest in and sympathy with the purpose of the Chamber, and of his/her adherence, if elected, to its bylaws, rules and regulations.

SECTION 3. Any person, organization or company may acquire more than one membership. Any organization or company may designate a representative to the Chamber of Commerce for each membership. Every member will be entitled to cast one vote.

SECTION 4. Any person, organization or company holding one or more memberships will have the right at any time to change any or all of its representatives upon written notice to the Chamber of Commerce Board of Directors.

SECTION 5. Any member may be dropped from membership in the chamber, after notice for nonpayment of dues or for any other conduct considered by the membership to be detrimental or prejudicial to the objects, aims or reputation of the Chamber of Commerce.

SECTION 6. Any member may resign by written resignation to the membership which resignation may be accepted and notice thereof communicated to one board member. Such resignation will be effective upon receipt unless specified to be effective at the next regular membership monthly meeting.

SECTION 7. Chamber membership will consist of:

- **Regular Membership** will be established business owners, individuals (self-employed), corporations, or partnerships who are actually engaged in conducting business enterprise. The business will be presented a certificate, and a yearly membership card entitles members to full-voting rights each year.
- **Non-for-Profit Membership** will be nonprofit associations, clubs, government agencies, service organizations, churches or societies who are not directly engaged in a business enterprise of any nature but who are, individually or collectively interested in working within the Chamber of Commerce and its purposes. This will give them a yearly membership card and full voting rights. Non-for-Profit members may hold the offices of President, Vice President, Secretary, and Treasurer.
- **Individual Associated Membership** will include any individual who is not directly engaged in a business enterprise of any nature but who are interested in working within the Chamber of Commerce and its purposes. This will give them a yearly membership card and full voting rights. Associate members may hold offices of President, Vice President, Secretary, and Treasurer.
- **Jr. Associate Membership** will be available to local high school students only (Freshman-Seniors). There will be no charge. This will give them a yearly membership card but no voting rights.

Membership dues will be set by the membership on an annual basis. Dues will be due and payable by January 31st of the current calendar year. Failure to pay membership by January 31st will result in suspension of all voting rights until membership dues are paid. In the event that a member fails to pay the annual dues within two months of the beginning of the fiscal year, membership will be forfeited. A letter notifying the member of the forfeiture will be sent. The member may be reinstated by paying the annual dues.

ARTICLE II – MEMBERSHIP MEETINGS

SECTION 1. REGULAR MEETING: Will be the 3rd Tuesday of the month at the Sesser Community Building (Goode Township Building), unless otherwise stated by the President.

SECTION 2. ANNUAL DINNER MEETING: The annual dinner of the Chamber will be held during the first quarter of each fiscal year. The meeting date, time, and location will be discussed and set by membership during a prior meeting.

SECTION 3. SPECIAL MEETINGS: Special meetings of the members may be called whenever the President or majority of the Board of Directors deems it advisable.

SECTION 4. NOTICE OF SPECIAL MEETINGS: Notice of all special meetings will be given to each member at least 24 hours in advance of such meeting.

SECTION 5. QUORUM: Five members will constitute a quorum at any monthly or special meeting of the chamber.

SECTION 6. VOTING: A majority vote of all members present at any membership meeting will be required to approve any motion or resolution. To be eligible to vote, dues must be current and any money owed to the Chamber must be paid in full.

ARTICLE III – BOARD OF DIRECTORS

SECTION 1. The government of the Sesser Area Chamber of Commerce, will be vested in a Board of Directors. This board will consist of President, Vice-President, Secretary, Treasurer and Parliamentarian (Past President).

ARTICLE IV – OFFICERS

SECTION 1. Officers will be the President, Vice-President, Secretary, and Treasurer. Nominations for officers shall be presented for election, by the Nominating Committee, at the Regular Meeting on the 3rd Tuesday of December. Any member may make additional nominations from the floor.

SECTION 2. PRESIDENT: The President will preside at all meetings of the membership. The President will perform all duties incident to the office and advise such action as may be deemed likely to increase the usefulness of the Chamber. The President will appoint all Committee Chairpersons, subject to the approval of membership.

SECTION 3. VICE-PRESIDENT: The Vice-President will act in the absence of the president. In the absence or disability of both the President and Vice-President, the Board of Directors will choose a director to act, temporarily.

SECTION 4. TREASURER: The Treasurer will oversee all funds of the Chamber of Commerce. The Treasurer will keep all monies of the Chamber deposited in the Chamber name. At monthly meetings, the Treasurer will make financial reports to the membership. The Board of Directors will designate the depository. The Treasurer's annual term of service will include the preparation of all fiscal yearend financial statements.

SECTION 5. SECRETARY: The Secretary will record the proceedings of the monthly and special meetings of the membership and the Board of Directors, perform such official duties and conduct such official correspondence as may be required as Secretary of the corporation, and as may be directed by the President. The Secretary will publicize the meeting and projects in the local newspapers (Progress, Benton, Southern), record minutes of all special meetings, Board of Director meetings and report them at the next monthly meeting.

SECTION 6. Officers are to make every effort to attend the Board Meetings. Any Officer who has three consecutive absences during the year may forfeit his or her membership on the Board. Any Officer may be removed by a two-thirds (2/3) vote of the Board of Directors whenever in its judgment the best interests of the Chamber would be served.

ARTICLE V – COMMITTEES

SECTION 1. The President will be empowered to appoint standing committees and special committees as may be deemed necessary for the conduct of the affairs of the Chamber, subject to the approval of the membership.

SECTION 2. All proposed projects to be undertaken by the various committees will be clearly defined by the President at the time of their appointment, and an outline, in writing, of such projects will be furnished to the Chairman and to each member, together, if necessary, with instructions as to committee procedures. All projects must be approved by membership.

SECTION 3. Where expenditures are involved, budgets for each committee must be established and approved by the membership.

SECTION 4. Within thirty (30) days following its appointment and approval, a meeting of each committee will proceed promptly and expeditiously to perform the project assigned to it. Such notice of committee meetings will be given as feasible. No act of any committee will be invalidated by reason of the insufficiency of any notice of such meeting. The members present at any meeting will constitute a quorum for the transaction of the committee business.

SECTION 5. In the event any committee fails to discharge the duties assigned to it with reasonable promptness, such committees may be discharged by the President, who will report his or her action thereon to the membership, and thereupon appoint a new committee.

ARTICLE VI – FUNDS

SECTION 1. The Treasurer will report each month's expenditures to the membership.

SECTION 2. All checks will require two authorized signatures: the signatures of the Treasurer and any other officer.

SECTION 3. The Secretary will be provided with a permanent petty expense fund in the amount of \$50.00. When the fund is replenished, the expenditures will be booked to the appropriate budget item. A receipt must be presented for payment. A total of receipts and money must equal \$50.00 at all times. A report will be given at each monthly meeting.

SECTION 4. The membership will be vested with power to create in any division of the organization a special fund which will be subscribed and collected in a manner to be prescribed by membership.

ARTICLE VII – FISCAL YEAR

SECTION 1. The fiscal year will be the same as the calendar year (January 1st to December 31st).

ARTICLE VIII – SEAL

SECTION 1. The Chamber of Commerce will have a seal of such design as the Board of Directors may adopt.

SECTION 2. The Corporate charter and seal will be kept with the Secretary's record at all times.

ARTICLE IX – PARLIAMENTARY RULES

The proceedings of the Chamber meetings will be governed by and conducted according to the latest edition of Robert's Manual of Parliamentary Procedure.

ARTICLE X – AMENDMENTS

SECTION 1. These bylaws may be amended by presenting it in writing to the By-Law Committee. The amendments must be presented at any regular meeting of the Chamber of Commerce by the bylaw committee. All paid members will be notified of the proposed changes and copies will be made available to all members within seven (7) days of the meeting and will be voted on the following regular meeting.

ARTICLE XI – GENERAL PROVISIONS

It is the policy of the Sesser Area Chamber of Commerce, to grant opportunity to all qualified persons without regard to race, color, age, sex, religion, or national origin. It is the policy of the Sesser Area Chamber of Commerce, to comply with all provisions of the Americans with Disabilities Act.

ARTICLE XII – DISSOLUTION

Upon the dissolution of the non for profit organization, the Board of Directors will, after paying or making provisions for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manners, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as will at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law), as the Board of Directors will determine. Any such assets not so disposed of will be transferred or given to the City of Sesser.