

Frio Canyon Chamber Of Commerce
By-Laws

ARTICLE 1
Name and Purpose

Section 1:

The name of this association shall be the Frio Canyon Chamber of Commerce, by which name it shall contract and be contracted with, and transact all its business.

Section 2:

The Frio Canyon Chamber of Commerce is organized for the purpose of establishing and maintaining uniformity in the commercial usage of the Rio Frio, Concan and Leakey; to acquire, preserve and disseminate business information of value to the business, agriculture and livestock interests of Leakey and its trade territory; to assist in the adoption of rules, regulations standards of classification to the products of Leakey and its trade territory and Southwest Texas, and generally to promote the interest of trade and increase the facilities of commercial transactions in the City of Leakey, its trade territory and other cities with which may have trade of commercial relations.

Section 3:

This association in its activities shall be non-partisan, non-sectarian, and shall take no part in, or lend its influence to the election or appointment of any candidate for any political office.

ARTICLE II
Membership

Section 1:

The Frio Canyon Chamber of /Commerce shall be composed of active members and associate (out-of-town) members.

Section 2:

Individuals, firms and corporations of good standing and interested in the commercial, industrial and civic progress of Rio Frio, Concan and Leakey shall be eligible for membership.

Section 3:

The annual dues for each business member shall be \$ 75.00, which shall be paid annually in advance. Each member shall be on a continuous basis. Annual personal family membership \$ 30.00. Annual non-profit organizations membership is ½ business membership.

Section 4:

Each member shall be liable for dues until his/her written or oral resignation has been received by the secretary. However, if any member has not paid his/her dues by December 31st of the current year, he/she shall be removed from the membership roll.

ARTICLE III
Meetings

Section 1:

The Association shall meet once a month, excluding June, July and August, special meetings of the association or the Board may be ordered by the Board of Directors or by the President.

Section 2:

Each member of the Association shall be given notice of every regular meeting.

Section 3:

The members shall hold an annual meeting at which Directors shall be elected and for the transaction of such other business as shall come before the meeting. The annual meeting of the members will be held no later than September 30, unless changed by resolution of the Board of Directors, at a location determined by a resolution of the Board of Directors.

Section 4:

Five members of the Board of Directors shall constitute a quorum at any regular or special called Board of Directors meeting.

Section 5:

Every Board of Director shall be entitled to speak and vote on any subject brought before the board for consideration. Each Board of Director is entitled to only one vote. Members of the association shall be entitled to only one vote. At the discretion of any member of the Board of Directors, debates may be limited and tabled until further notice is given.

Section 6:

Any Board of Director may request an item to be put on the agenda for the monthly meetings. Members of the association will be required to contact the Board of Directors to request an item be put on the agenda for the monthly meetings.

Section 7:

Board of Directors may vote via email, text message or other electronic methods between meetings on items that have previously been discussed or that need immediate action. (including but not limited to disbursements over the \$200 limit)

ARTICLE IV**Election of Directors and Officers****Section 1:**

Each Director shall be elected for a two-year term, five of whom shall be elected in odd-numbered years and four of whom shall be elected in even-number years.

Section 2:

Directors shall be nominated at the annual members meeting in September.

Section 3:

The persons thus selected shall comprise the official nominees, their names to be printed on the official ballot. Ballots shall be prepared containing the names of nominees in alphabetical order, with blank lines for additional write-in votes, and instructions as to how many persons to vote for, final date for voting, and the return of the official ballot in the official envelope furnished each paid-up member. The official ballot shall be mailed to each member with instructions to return the voted ballot within ten days from the date the ballots are mailed to the membership.

Section 4:

At the regular December meeting, the ballots shall be canvassed, certifying to the Board of Directors the results of the election and the names of those elected.

Section 5:

The new Board of Directors shall meet immediately after the December meeting and shall elect from its membership a President, Vice President, Secretary and Treasurer.

Section 6:

The Board of Directors shall select the Assistant Secretary for the Association. However, since this is a paid position, the Assistant Secretary need not come from the membership of the Association.

Section 7:

The President, Vice President, Secretary and Treasurer shall hold office for a term of a one-year.

Section 8:

All members whose dues have been paid for the year immediately preceding may vote in the election of Directors.

ARTICLE V
Duties of the Officers

Section 1:

The officers shall consist of a President, Vice President, Treasurer and Secretary.

Section 2:

The President shall preside at all meetings of the Association and Board of Directors. He/she shall perform all duties incident to his/her office and advise such action as may be deemed by him/her likely to increase the usefulness of the Association. The President shall vote only in case of a tie.

Section 3:

The Vice President shall act in the absence of the President. In the absence or disability of the President and Vice President, a member of the Board of Directors shall be chosen by a majority vote of the Directors present to act temporarily.

Section 4:

The treasurer shall receive and disburse the funds of the Association. He/she shall keep all funds of the Association deposited in its name. He/she shall be responsible for the checkbook and ledger of the Association. He/she shall furnish monthly financial report to the Board of Directors. At the expiration of his/her term, he/she shall deliver all financial records to the Board of Directors and an audit of said records will be made. He or she may have an assistant to help prepare financial documents he/she will present at Board of Directors meetings.

Section 5:

The Secretary will oversee the Assistant Secretary with official correspondence, maintain the files, and keep an accurate record of the proceedings of the Association meetings, the Board of Directors' meetings and all committee meetings. He/She shall perform such further duties as may be incident to his/her office subject to the direction of the Board of Directors. At the expiration of his/her term he/she shall deliver all records to the Board of Directors.

ARTICLE VI
Committees

Section: 1:

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

Section 2:

It shall be the function of committees to investigate, make recommendations and execute commissions of the Board of Directors. They shall report in writing to the Board of Directors. No standing or special committee shall represent the Chamber in advocacy of or opposition to any project without the specific confirmation of the Board of Directors or such confirmation as may be clearly granted under general powers delegated by the Board of Directors to that committee.

Section 3:

Meetings of committees may be called at any time by the President, the chairman of such committee or by a majority of the members of such committee.

ARTICLE VII
Disbursements

Section 1:

No disbursement of over \$ 200.00 shall be made without the approval of the Board of Directors, or voted on at a monthly meeting.

Section 2:

Disbursements of under \$ 200.00 may be made at the discretion of the Treasurer, and with said disbursements explained in the monthly financial report.

ARTICLE VIII
Card

Membership cards/or decals for the current will be issued when the member's dues are paid.

ARTICLE IX
Parliamentary Procedure

Section 1:

The proceedings of the Association meetings shall be governed by and conducted according to the latest edition of the Roberts Manual of Parliamentary Procedure.

ARTICLE X
Amendments

Section 1:

These By-Laws may be amended or altered by a two-thirds vote of the quorum at any regular association meeting.

Section 2:

Members must be notified in writing or email at least five days prior to any proposed amendment or alteration of these By-Laws.

Approved/Updated
3-7-18