

BY-LAWS OF
ALMA AREA CHAMBER OF COMMERCE

ARTICLE I. NAME AND PURPOSE

The name of this organization shall be Alma Area Chamber of Commerce, Alma, Buffalo County, Wisconsin.

The purpose of this organization shall be to promote, educate, and enhance commerce in the Alma Area Community; Alma Area Community to include the City of Alma and surrounding communities.

ARTICLE II. MEMBERSHIP ELIGIBILITY

Membership in the organization is open to any person, association, corporation, foundation, partnership, estate, etc. having interest in the objectives of the organization. Each member in good standing shall be entitled to cast one vote.

Annual dues shall be fixed by the Board of Directors. Such dues shall be due and payable in February of each year.

ARTICLE III. BOARD OF DIRECTORS

The Board of Directors shall include the President, Vice President, Secretary, Treasurer, immediate Past President, and two members-at-large.

Duties: General policy-making function and control, as well as the property, funds and business of the organization shall be managed by the Board of Directors.

Meetings: The Board of Directors shall meet a minimum of four times per year.

Elections: The following officers shall be elected by a majority vote of those members present at the annual meeting: President, Vice President, and members-at-large each for a term of one year; Secretary and Treasurer each for a term of two years on alternate years.

Terms of Office: No Board of Directors member shall serve more than two successive terms. After being out of office for one term, may serve again.

Duties of Elected Officers:

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| President: | shall provide basic overall leadership for entire organization, shall see that programs and activities are coordinated, shall give guidance and direction, |
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shall work with and keep the Vice President informed at all times.

Vice President: shall assist the President, and preside over meetings in the absence of the President.

Secretary: shall record and keep accurate records of all proceedings, publicize official notification of all meetings, conduct the correspondence of the organization, keep the by-laws and give each new member a copy, record all amendments to the by-laws, keep a record of all committees (chairperson and members), shall give written account of all meetings to the news media.

Treasurer: shall deposit all monies of the organization in selected banking institution, pay from these monies all debts of the organization, keep an accurate record of all money transactions, open books to audit at any time, keep record of paid members and send notices of membership dues.

The President shall arrange for the audit of the books once a year within Thirty (30) days prior to the annual meeting. The Board of Directors may Request an audit at any time.

ARTICLE IV. AMENDMENTS

These by-laws may be altered or amended by the Board of Directors subject to approval by a two-thirds (2/3) vote of the members voting at regularly scheduled membership meeting after having been provided with a written copy of the proposed amendment five (5) days prior to the meeting.

ARTICLE V. COMMITTEES

Each of the committees will function as a whole within the organization. The committee will come up with ideas, research the possibilities of the ideas and the budget needs, and after presenting it to the Board of Directors and getting approval to proceed, will be in complete charge of carrying out the ideas. All of the plans, publicity, arrangements, tickets, personnel or whatever is needed shall be the responsibility of the committee. Profits will go to the organization and bills are turned in to the Treasurer for payment. The committee shall, upon completion of the project, present a written report to the Board of Directors.

Standing Committees: shall be appointed by the Board of Directors for a term of one year.

ARTICLE VI

Any member, who is sixty (60) days delinquent in the payment of his/her dues, shall automatically lose his/her membership and all benefits accruing thereto. A member may be expelled for just cause as hereinafter provided, as follows:

- (a) A complaint may be preferred against such member by any other member or members, such complaint to be in writing and be specific. Such complaint shall be delivered to the Secretary who shall transmit same to the President.
- (b) Immediately upon receipt of such written complaints, the President shall appoint a committee of three members of the Board of Directors to investigate and arbitrate, reporting its findings to the Board of Directors.
- (c) The Board of Directors shall study such committee report and if, in its opinion, the charges are just cause for expulsion, such member shall be notified of such charges by registered or certified mail, sent to his last recorded address. Such notice will specify a time and place for hearing thereon before the Board of Directors. Such notice shall be mailed to such member not less than fifteen (15) days prior to the date of hearing.
- (d) Said member shall be given the opportunity to appear personally before the Board of Directors at such hearing to present their side of the complaint. After a fair hearing, the Board shall determine whether or not the complaint is warranted and order the expulsion of such member if the complaints are proven true. The member shall be immediately notified of the decision of the Board.
- (e) A decision of the Board for expulsion of any member shall be appealable to the membership of the organization.
- (f) The Board of Directors shall have authority to postpone or adjourn hearings when necessary and shall have the right to suspend a member pending a hearing upon any charge made against such member.

The fiscal and membership year shall be February to February.

The annual meeting of the Organization shall be held at the time and place to be designated by the Board of Directors, in the first quarter of the calendar year.

Regular meetings shall be held at a minimum quarterly, date to be set by Board of Directors.

Special meetings may be called at any time by the President or upon a written request of one-tenth (1/10) of the membership.