


Constitution
&
By-Laws of the
Chamber of Commerce
of the
Mastics & Shirley, Inc.



Revised January 2010

Article 1 The Name and Object

Section 1. The name of this organization shall be the Chamber Of Commerce Of The Mastics And Shirley, Inc.

Section 2. The objects of the Chamber of Commerce shall be:
To encourage trade and commerce: to encourage uniformity and certainty in the customs and usages of trade; to settle equitably and justly differences between its members; to promote friendship between persons in business, and to encourage high ethical standards in trade and commerce.

Section 3. The activities of this Chamber of Commerce shall be non-partisan and non-sectarian.

Section 4. No donations shall be made to any organization without the majority approval of the Officers and Directors.

Article II Membership

Section 1. Regular membership: Business owners, managers, principles or delegated representatives 18 years of age or older, who are interested in the objects of this association, who are either professional men or women, merchants or manufacturers, living in, going to do business in or having a substantial clientele in either Mastic, Mastic Beach, Shirley or the immediate vicinity shall be eligible to apply for membership. Applicants for membership must have been in business for a minimum of six (6) months prior to being proposed for membership. This requirement may be waived at the discretion of the Board of Directors. Proposed members shall fill out a membership application and the name of the proposed member shall be published in the general newsletter. Any new proposed membership application will be screened by the Board of Directors and recommended for approval or disapproval to the membership. Said member shall be voted on at the next membership meeting with a simple majority required for approval. Following such approval, the applicant will be notified by a letter accompanied with a copy of the Chamber Constitution and By-Laws. If disapproved, applicant will be notified by mail and the application filed with the Chamber records.

Article III Initiation and Dues

Section 1. The initiation fee shall be set by the Board of Directors

Section 2. Any application voted down by the membership shall not be resubmitted to the organization for a period of six (6) months.

Section 3. The annual membership dues shall be set by the Board of Directors, payable in advance. Dues shall become due and payable from the time of affiliation with the Chamber, Applications being accepted in the months of November and December shall have their dues carried forward to the following year, however, if the amount of dues is increased at the January meeting, the new members must submit the difference of said amount.

Article IV Government

Section 1. The officers of this Chamber of Commerce shall consist of a President, Vice-President, Treasurer, Secretary, Sergeant-at-Arms, and a Board of Directors, who shall be elected at the annual meeting, to serve until their successors are elected. Six months membership shall be required to be eligible to hold office.

Section 2. The Board of Directors shall consist of ten (10) members, five (5) of whom shall be elected at each annual election to serve a term of two (2) years. The office of President shall be elected at each annual election to serve a term of one (1) year. The retiring President shall automatically become a member of the Board of Directors for one (1) year. The Board of Directors shall meet as the President directs.

Section 3. The Government of this Chamber of Commerce shall be vested in the Officers and Board of Directors, seven (7) of whom shall constitute a quorum.

Section 3A. The Board of Directors shall have the authority to appoint a Public Relations Director to represent the Chamber of Commerce, with compensation for this post set by the Directors.

Duties of Officers

Section 4. *President:* It shall be the duty of the President to preside over all meetings of the Chamber or the Board of Directors. He/She shall preside in a just and impartial manner, and all meetings shall be governed in accordance with "Robert's Rules of order". He/She shall appoint all standing committees from time to time as needs may require. He/She shall require that all communications in the name of the Chamber shall be on Chamber Stationary, which shall be obtained from the Secretary only in the amounts needed for the business at hand, and that the original and duplicate of all outside communications be filed with the Secretary, for approval by the President before being mailed. It shall be the Presidents further duty to call special meetings of the Board of Directors as provided for in this Constitution and By-Laws. The President shall counter-sign all checks drawn by the Treasurer and see that all workings of the Chamber are in accordance with the general good and welfare of the membership. Meetings shall be governed in accordance with: "Order of Business" attached hereto, and made a part of these By-Laws.

Vice President: It shall be the duty of the Vice President to help, aid and assist the President in all of his/her duties and in his/her absences to act in the full capacity of the President.

Treasurer: It shall be the duty of the Treasurer to receive all money, or monies, coming into the treasury; to keep a just and accurate account of the same, and to render a report to the general membership at each meeting. He/She shall present all bills, and on approval issue a check in payment of the same. Checks shall be countersigned by the President. Books shall be audited annually at the completion of the fiscal year. A local bank shall be the depository of the Chamber's funds.

Secretary: It shall be the duty of the Secretary to keep a true account of deliberations of all meetings and to record same in a minute book, and at each meeting to report the previous meetings minutes. The Secretary shall also keep a roster of membership, send notices of meetings by mail, conduct correspondence as ordered at regular meetings and perform any other duties the President may direct. The President shall have the authority to hire an outside non-member correspondence secretary to perform these duties. Compensation for this position shall be set by the Board of Directors.

Duties of Officers (continued)

Sergeant-At-Arms: It shall be the duty of the Sergeant-at-Arms to preserve law and order at all meetings and to properly receive visitors and guests and present them to the President for his/her disposition. He/She shall act as an aid to the President and carry out his/her requests. The Sergeant-at-Arms shall be the custodian of any properties acquired or belonging to the Chamber.

Section 5. All line officers shall be members of the Board of Directors by virtue of their office.

Section 6. If an Officer or Director misses two (2) consecutive Board of Director and/or general meetings without notifying the President, he/she will be brought before the Board for review and action.

Article V Meetings

Section 1. The regular meetings of the Chamber of Commerce shall be on the second Monday of each month at a time and place set by the President.

Section 2. At any meeting of the general membership not less than ten (10) shall constitute a quorum.

Section 3. A special meeting of the Chamber may be called by the President at any time he/she may deem it necessary, and must be called upon written request of ten (10) members. Five (5) days notice must be given to the members by ordinary mail, prior to such a special meeting.

Section 4. Meetings may be suspended between the months of July and August with approval of the Board of Directors.

Section 5. Non-member requests for the Chamber of Commerce mailing and/or membership list must be approved by the Board of directors.

Section 6. No solicitation or endorsements can be made by the Chamber of Commerce without the prior approval by the Board of Directors.

Article VI Nominations and Elections

Section 1. At the regular September membership meeting the President shall appoint a nominating committee of three (3) people, which shall include any officer or director in good standing and having a good attendance record. The person heading the nominating committee shall not be seeking office. This committee shall choose a slate and present this slate to the President in time for publication in the November membership newsletter.

Section 2. Any person who is nominated for either an officer or directors position must have attended at least 50% of all general chamber meetings held since the last general election, the previous December. Existing officers or board members whose terms are expiring and will be nominated for another term, must have attended at least 50% of all board meetings held since the last general election. The chairperson of the nominating committee shall submit his or her slate of nominees to the secretary prior to the list being published in the November newsletter to make certain each nominee has met this requirement. Candidates nominated from the floor at the November general meeting, will have their status checked prior to the elections in December and the secretary will notify all nominees not eligible that they do not meet the criteria and cannot run for office.

If requested by the Chairperson of the Nominating Committee and with just cause, these requirements can be waived by a majority vote of the Board of Directors.

Section 3. All nominations for elected positions must be published in the December membership newsletter.

Section 4. Selection of Officers and Directors shall take place by secret ballot whenever two or more persons are nominated for the same position. Election of Officers and Directors shall take place at the December general membership meeting.

Section 6. Vacancies on the Board of Directors, or in the line of Officers, shall be filled by the Board of Directors for the remainder of the year and thereafter by election at the annual meeting.

Section 7. No proxy or absentee votes will be permitted at the General Election.

Article VII Expulsion of Members

Section 1. Any member may be expelled for conduct detrimental to the good of the organization by a two thirds (2/3) vote of the Officers and Board of Directors, except that such member shall be accorded the opportunity to appear before the Board to show cause why such action shall not be taken.

Section 2. The Fiscal Year starts January 1st. Dues become due and payable within thirty (30) days of being billed. After the first thirty (30) days a member shall be notified of his/her delinquency and given an additional thirty (30) days to clear the arrearage. After the second thirty (30) days or March 1st, a list of delinquent members shall be compiled and submitted to the membership for action as to whether they should be carried or dropped. Under no circumstance shall a member be carried more than sixty (60)days.

Article VIII Changes in Constitution and By-Laws

Section 1. Changes in the Constitution and By-Laws shall only be made at the May or December general meeting. Proposed changes in the Constitution and By-Laws shall be submitted in writing at the general April or November meeting and the proposed changes submitted to each member in writing prior to the May or December general meeting. Changes in the Constitution and By-Laws shall be made only on a two thirds (2/3) approval vote of all members who are both eligible to vote and in attendance at the May general meeting (for proposals submitted at the April general meeting) or the December general meeting (for proposals submitted at the November general meeting).

Section 2. It shall be the responsibility of the Chamber's elected Secretary to maintain a current updated copy of the Constitution and By-Laws with said copy available to any member upon request.

Article IX Press Coverage

Section 1. The Chamber of Commerce recognizes its responsibility to provide the press with prompt and accurate information regarding appropriate matters. A Public Relations Committee is to be established to handle press inquiries to provide a clear picture of Chamber activity.

Section 2. Inquiries of a controversial nature will be referred directly by the Committee of Public Relations to the President for discussion. In the absence of the President, it may be necessary for the Committee of Public Relations to pursue discussion with the Vice President.

Section 3. On occasion, requests from the news media regarding specific information will be referred by the Committee of Public Relation and discussed with the most qualified Officer available with knowledge and responsibility for the subject in question. Normally, after consultation, this information will be released back to the news media through the Committee of Public Relations. However, if because of the technicalities of such information, or the need for a particularly sophisticated reply is called for, the Committee for Public Relations may authorize the appropriate Officer to reply directly to the news media.

Section 4. The Committee for Public Relations is responsible for distributing information to the press that originates with the Chamber and deals with the Chamber's Activities.