

# FRANKLIN TOWNSHIP CHAMBER OF COMMERCE BYLAWS

(Revised Date 11/2005)

## ARTICLE I

1. **NAME:** The name of this organization is the Franklin Township Chamber of Commerce, an organization formed under the laws of the State of Indiana. Herein referred to as the Chamber.
2. **MISSION:** The Franklin Township Chamber of Commerce works toward the advancement of the township business community, creates fellowship and good will among said business persons, and believes that the membership should involve, engage, and nourish the community it serves.
3. **LOCATION:** The principle office(s) of the Chamber shall be in Franklin Township, Marion County, Indiana. The Chamber shall have its office(s) at such a place as the Executive Board may from time to time designate or as the business of the Chamber may require.
4. **RESTRICTIONS:** All policies and activities of the Chamber shall be consistent with applicable federal, state and local regulations or other legal requirements.

## ARTICLE II

1. **MEMBERSHIP:** Membership in this organization will be open to any person who resides, operates, or works at a business located in Franklin Township; or who has an interest in the civic welfare of the community.
2. **APPLICATION FOR MEMBERSHIP:** All requests for membership shall be made on the proper forms supplied by the Chamber and shall be accompanied by the payment of the annual dues or fees. Any member may resign by filing a written resignation with the officers of the Chamber; however, no dues or fees will be refunded.
3. **TERMINATION OF MEMBERSHIP:** Membership in the Chamber shall be terminated for the following causes: (a) failure to pay annual dues or fees by the date they are due; (b) prosecution and conviction of a criminal act.
4. **DUES:** The annual dues for the Chamber shall be determined by the voting membership.

### ARTICLE III

1. **EXECUTIVE BOARD:** There shall be an Executive Board consisting of the elected officers, the Executive Director and the Immediate Past President. The Executive Director is a non-voting member of the board. The Executive Board shall appoint the Chairperson of the nominating committee when the officers of the Chamber are to be elected. A nominating committee shall be selected by the Chairperson, which will meet before the date of the election for the purpose of selecting nominees. The nominating committee will choose one member for each office to be filled and make its formal report at the monthly meeting in October, following which nomination may be made from the floor.
2. **ELECTION OF OFFICERS:** The officers of the Chamber shall be elected by its members in November of each calendar year. The change of officers occurs January 1<sup>st</sup>. The officers shall serve for the term of one (1) year or until such officer's successor is qualified and elected.
3. **DUTIES OF THE CHAMBER OFFICERS:**
  - a. **President:** The president shall be the chief executive officer of the Chamber. Said President shall preside at all meetings and have general and active management of the business of the Chamber. The President shall appoint all committees and see that all orders and resolution of the Executive Board are effected.
  - b. **Vice-President:** The Vice-President shall, in the absence of the President, perform the duties and exercise the powers of the President and perform such duties as the Executive Board shall prescribe.
  - c. **Secretary:** The Secretary shall attend all of the monthly membership and Executive Board meetings and keep a permanent record of such meetings. The Secretary shall see that notice of any regular or special meetings is given to the membership and shall perform other duties as prescribed by the Executive Board.
  - d. **Treasurer:** The Treasurer shall have custody of the funds of the Chamber and shall keep a full and complete account of receipts and disbursements in a book belonging to the Chamber and shall deposit all money in the name of and to the credit of the Chamber in such depository as may be designated by the Executive Board. The Treasurer shall serve as an ex officio member of each and every fundraising activity committee.
  - e. **Executive Director:** The Executive Director will market the community for new and positive business growth; represent member businesses of the Chamber with a positive and constructive voice; be a liaison and ambassador for the Chamber and attend meetings of importance for the Chamber; make reports on activities, meetings and progress regarding the economic development of the township. The Executive Director will either chair or co-chair the Economic Development Committee.
4. **VACANCIES:** If a vacancy occurs among the officers for any reason, the position is filled for the unexpired portion of the term by the Executive Board.
5. **REMOVAL:** Any officer may be removed for cause by the affirmative vote of the majority of the members present, after an appropriate notice.

6. **COMPENSATION:** Officers do not receive compensation for their services, unless authorized by the Bylaws of the Chamber.

#### **ARTICLE IV**

1. **EXPENDITURES:** The Treasurer shall have the authority to pay any claim presented to the Chamber in an amount not to exceed one hundred dollars (\$100). The Executive Board shall have the authority to meet, discuss and pay prior to any regular meeting, any claim in an amount of one hundred dollars (\$100) but not to exceed three hundred dollars (\$300). All expenditures in excess of three hundred dollars (\$300) shall be presented to the general membership of the Chamber at the next regular meeting for consideration for vote prior to payment.
2. **BUDGET:** The Executive Board shall prepare an annual proposed budget prior to December 1<sup>st</sup>. of each year, which shall be estimated based on projected income and expenses.

#### **ARTICLE V**

1. **FISCAL YEAR:** The fiscal year of the Chamber shall commence on January 1<sup>st</sup>. and run through December 31<sup>st</sup>.

#### **ARTICLE VI**

1. **LIABILITY OF OFFICERS AND EXECUTIVE BOARD:** The officers and members of the Executive Board shall be considered for the purpose of civil liability as qualified directors as defined in Indiana Code Section 34-4-11.5-1(3): Et seq., as amended. As such, each is immune from civil liability arising from the negligent performance of his/her duties pursuant to Indiana Code Section 34-4-11.5-2. Et seq., as amended.

## ARTICLE VII

1. **AMENDMENTS:** These Bylaws may be altered, amended or repealed by the affirmative vote of the majority of the Executive Board but subject to the ratification by the membership at any regular or special meeting called for that purpose, provided that no amendment shall be presented or acted upon until it has first been submitted to the members of the Chamber in an official modification of the Chamber thirty (30) days prior to the meeting at which it is presented for adoption.

## ARTICLE VIII

1. **RULES OF ORDER:** All meetings and proceedings of the Chamber shall be regulated and controlled according to Robert's Rules of Order (revised), except as may be otherwise provided by these bylaws.

## ARTICLE IX

1. **AD HOC COMMITTEE:** Economic Development Committee – Purpose to market the proper areas of the township for quality commercial, technical and industrial development.
  - a. The **EXECUTIVE DIRECTOR** shall oversee this committee as either Chairman or Co-Chairman. This committee shall consist of no less than eight (8) members including the Director.

## ARTICLE X

1. **DISSOLUTION:** The Chamber shall use its funds only to accomplish the objectives and purposes specified in these Bylaws and no part of said funds shall inure or be distributed to the members of the Chamber. On dissolution of the Chamber, any funds remaining shall be distributed to the successor organization, if any, or to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organization to be selected by the two-thirds (2/3) vote of the voting members present.