

TRENTON CHAMBER OF COMMERCE, INC.



BY-LAWS

REVISED SEPTEMBER, 2011

ARTICLE I *Membership*

SECTION 1 - A current membership in this organization entitles that member to one vote. A membership other than an individual may be presented at a meeting by more than one person, however, that membership is entitled to only one vote.

SECTION 2 - Dues are established at \$25.00 per year and are due payable in advance not later than fourth Tuesday of February each year. New members joining the organization and paying their annual dues from September 1 through the end of the active year will be considered as having paid dues for the upcoming year.

SECTION 3 - Any member may be expelled for conduct detrimental to the purpose of this organization by a two-thirds majority of the Board Of Directors, provided that a hearing before the Board has been offered to the member concerned. Automatic expulsion will occur if payment of dues is not received within thirty days after written notification of past due account is mailed to the member.

SECTION 4 - Former members expelled for cause may be reinstated by a two-thirds majority of the Board providing dues are current.

ARTICLE Ia *Honorary Membership*

SECTION 1 - The mayor of the city of Trenton will be provided an honorary membership in the Trenton Chamber of Commerce. This honorary membership status does not entitle the mayor to voting privileges.

ARTICLE II *Meetings*

SECTION 1 - General membership meetings will be once a month or as often as deemed necessary by the Board. The annual meeting for the installation of officers will be held during the month of January on a date specified by the Board.

SECTION 2 - Notice of each general membership meeting shall be provided to all members at least one day prior to each meeting.

SECTION 3 - "Roberts Rules Of Order" shall govern the conduct of all meetings unless

otherwise specified by the Board.

SECTION 4 - Ten percent of total membership shall constitute a quorum. A simple majority of members present is required for passage of any item voted upon.

ARTICLE III *Officers*

SECTION 1 - The duties of officers shall be such as their titles, by general usage, would indicate, additional duties of the Board Of Directors are such as may be assigned to them by the President from time to time. Additionally, the President shall also act as Chairman Of The Board Of Directors. The Secretary will likewise act as recording secretary for the Board.

ARTICLE IV *Elections*

SECTION 1 - Election of officers and directors will be held annually at the January general membership meeting. Installation of new officers will take place at the annual January meeting. Officers will serve a two year term. Directors will serve a two year term.

SECTION 2 - The President shall appoint a nomination committee at the November general membership meeting. The committee will report a slate of nominations of at least one nominee for each elected position at the January meeting. Nominations may be taken from the floor at this meeting prior to the election vote.

SECTION 3 - Any vacancies occurring during a term of any elected position will be filled by action of the Board. The person appointed in this case will serve out the remaining term of that office.

ARTICLE V *Board Of Directors*

SECTION 1 - The government and policy-making responsibilities of the organization shall be vested in the Board Of Directors, which shall control its property, be responsible for its finances, and direct its affairs.

SECTION 2 - The Board Of Directors shall be composed of eight members elected by the general membership. Those making up the Board are the President, Vice-President, Secretary, Treasurer and four Directors.

SECTION 3 - The Board Of Directors shall meet as often as deemed necessary at a time and place specified by the Chairman. A majority of the Board will constitute a quorum for the purpose of conducting business. A majority vote of Board members present is required for passage of any item voted upon.

TRENTON CHAMBER OF COMMERCE, INC.



CONSTITUTION

REVISED FEBRUARY 26, 2008

ARTICLE I *Name*

SECTION 1 - The name of this organization shall be “Trenton Chamber Of Commerce Incorporated.”

ARTICLE II *Purpose & Duration*

SECTION 1 - The purpose of this organization shall be to develop, encourage and promote the civic, economic, industrial, commercial and agricultural interest of Trenton and vicinity, and to advance the general welfare and prosperity of the Trenton area and its citizens.

SECTION 2 - This organization shall be non-partisan, non-sectarian and non-profit and shall not discriminate because of race, color, creed or national origin.

SECTION 3 - The duration of the organization shall be perpetual and shall not be organized for pecuniary profit that may inure to the benefit of any member thereof. In event of dissolution, any assets belonging to the Chamber Of Commerce shall be donated to an organization of similar purpose and character, and in no event shall any of such assets be distributed to members of the Chamber.

ARTICLE III *Membership & Dues*

SECTION 1 - Any person, eighteen years of age or older, business, association, corporation, partnership or institution may subscribe to membership in this association.

SECTION 2 - Membership may be terminated by action of the Board for good cause such as unacceptable conduct or nonpayment of dues.

SECTION 3 - Dues shall be determined and levied as prescribed in the By-Laws of this organization.

ARTICLE IV *Administration*

SECTION 1 - This organization shall be governed by the Board of Directors nominated and elected as prescribed in the By-Laws.

SECTION 2 - The officers of this organization shall be President, Vice-President, Secretary and Treasurer, and they together with four directors elected by the membership, shall constitute a Board Of Directors of eight people. Officers / Directors may serve a maximum of four terms in succession. No person on the Board Of Directors shall receive compensation for services to the Chamber. The duties of officers shall be as described in the By-Laws.

SECTION 3 - Financial affairs will be managed and controlled by the Board and carried out by the Treasurer. The fiscal year shall run from January through December.

SECTION 4 - The Constitution and By-Laws may be amended, revised or repealed by a two-thirds vote of members present at a regular membership meeting, provided that the proposed change has been presented for consideration at the previous regular meeting and all members have been notified of the planned vote at least ten days prior to the next meeting.