

FAIRVIEW & DISTRICT CHAMBER OF COMMERCE  
BY-LAWS

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1. Name and Purpose

1.1 The name of this organization shall be the Fairview & District Chamber of Commerce.

1.2 The Fairview & District Chamber of Commerce shall be a volunteer business organization dedicated to the promotion of new and existing businesses and enhancement of the business community as a whole by uniting businesses and providing a strong collective voice for the business community in the Fairview Region.

2. Interpretation

2.1 Wherever the word “Chamber” occurs in these by-laws it shall be understood to mean “Fairview & District Chamber of Commerce”.

2.2 Wherever the word “Board” occurs in these by-laws it shall be understood to mean “Board of Directors and Executive of the Fairview & District Chamber of Commerce”.

2.3 Wherever the words “Member in good standing” occurs in these by-laws it shall be understood to mean any person, association, corporation, society, partnership, government entity or estate that holds a paid membership to the Fairview & District Chamber of Commerce.

2.4 Wherever the word “He” occurs in these by-laws it shall be understood to mean any person male or female who holds the office of position indicated.

3. Membership

3.1 Any reputable person directly or indirectly engaged or interested in trade, commerce or the economic and social welfare of the district shall be eligible for membership in the Chamber

3.2 Any association, corporation, society, partnership, government entity or estate directly or indirectly engaged or interested in trade, commerce or the economic and social welfare of the District may become members of the Chamber.

- 3.3 Membership shall continue from the time of admittance until a member has resigned in accordance with the provisions of these by-laws or has been removed from the roll of members by action of the Board.
- 3.4 Any member of the Chamber who intends to retire or to resign his membership may do so at any time by giving notice upon discharging any lawful liability which is standing upon the books of the Chamber against him at the time of such notice.
- 3.5 The Chamber may remove from the roll of its members the name of any member who fails to pay his annual dues within thirty (30) days of his admission or any other member who who fails to pay such dues within three (3) months of the date they fall due or any member who fails to meet the qualifications of member in good standing. Upon such action by the Chamber all privileges of membership shall be forfeited.
- 3.6 Any member of the Chamber may be expelled for failure to meet the qualifications of good standing or non-payment of dues by a two thirds vote of the members present at a duly called meeting.
- 3.7 Persons who have distinguished themselves by some meritorious or public service may be elected Honorary Membership by a majority vote of the Chamber. Such recognition shall be for a one (1) year term and may be repeated. Honorary Membership shall include all the privileges of active members except holding office, with exemption from payment of annual fees.

#### 4. Dues and Assessments

- 4.1 The annual dues payable by members to the Chamber shall be determined annually by Board subject to the approval of the general meeting wherever a change in the original amount is involved. Memberships are due and payable upon admission and thereafter annually as invoiced.
- 4.2 Other assessments may be levied against all members providing they are recommended by the Board and approved by the majority of the members present at a general meeting of the Chamber. The notice calling such a general meeting shall state the nature of the proposed assessment.
- 4.3 The Board may remove from the roll of members the name of any member failing to pay his annual dues within three (3) months of the date they fall due at which time all privileges of membership will be forfeited.

#### 5. Officers and Directors

- 5.1 The Executive shall be President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, and Treasurer.
- 5.2 The Board which includes the Executive shall consist of up to eight (5) other directors elected from among the membership each year at the Annual General Meeting by ballot and shall remain in office for one year. Three (3) advisors shall be appointed to the Board

one (1) each from the Town of Fairview, Municipal District of Fairview #136 and Grande Prairie Regional College-Fairview Campus. Advisors will have a vote at Board meetings and general meetings if they are representing their respective organizations.

- 5.3 Any director or officer failing to attend three (3) meetings in succession of the Board without having obtained leave from the Board shall be deemed to have tendered his resignation from the Board. If the resignation is accepted by the Board the position shall be filled at the next general meeting of the Chamber. Vacant Board positions due to death or resignation of a Board member may also be filled at the next general meeting of the Chamber.
- 5.4 Any officer or Board member may be suspended from his office or have his tenure of office terminated if in the opinion of the Board he is grossly negligent in the performance of any of his duties providing that any officer of the Board so suspended or whose tenure has been terminated shall be at liberty to appeal the decision of the Board directly to the membership at the next general meeting.
- 5.5 The Board shall:
  - a) have the general power of administration
  - b) direct affairs of the Chamber through standing committees . In addition to the powers hereby expressly conferred on it have such powers as are assigned to it by any by-law of the Chamber provided that such powers are not inconsistent with the provisions of the Board of Trade Act.
- 5.6 No public pronouncement in the name of the Chamber may be made unless authorized by the Board or by some person whom the Board has delegated this authority.
- 5.7 Any five (5) or more members of the Board lawfully met shall be a quorum and a majority of such quorum may do all things within the powers of the Board.
- 5.8 The Board shall frame by-laws, rules and regulations that are best adapted to promote the welfare of the Chamber and shall submit them for adoption at a general meeting of the Chamber called for that purpose.
- 5.9 The Board or, at its request, the President may appoint committees or designate members of the Board or the Chamber or others to examine, consider and report upon any matter or take such action as the Board may request.
- 5.10 No paid employee of the Chamber shall be a member of the Board. Officers of the Chamber shall receive no remuneration for services rendered but the Board may grant any of these said officers reasonable expense monies.
- 5.11 The meeting of the Board shall be open to all members of the Chamber who may attend but not take part in any of the proceedings.

## 6. Duties of Officers and Directors

- 6.1 The President shall preside at all meetings of the Chamber and Board. He shall regulate

the order of business at such meetings, receive and put forward lawful motions and communicate to the meeting what he may think concerns the Chamber.

- 6.2 The 1<sup>st</sup> vice-president shall act in the absence of the president.
- 6.3 The 2<sup>nd</sup> vice-president shall act in the absence of the president and the 1<sup>st</sup> vice-president.
- 6.4 In the absence of each one of these officers the meeting shall appoint a chairman to act temporarily.
- 6.5 The treasurer shall have charge of all funds of the Chamber and shall deposit or cause to be deposited the same in a recognized financial institution selected by the Chamber. Out of such funds he shall pay or cause to be paid amounts provided by the Board and shall keep a regular account of all income and expenditure of the Chamber. The treasurer submit an audited financial statement for presentation to the annual general meeting or at any other time requested by the Board. He shall make such investment of the funds of the Chamber as the Board may request.
- 6.6 Custody of the Corporate Seal shall remain with the President.

## 7. Meetings

- 7.1 Regular general meetings of the Chamber shall be held on the first (1<sup>st</sup>) Wednesday of the month at a time and place designated by the Board. At least three (3) days notice shall be given.
- 7.2 Board meetings shall be held on the third (3<sup>rd</sup>) Thursday on each month at noon in the Town of Fairview Council Chambers.
- 7.3 Special meetings of the Chamber may be held at any time when summoned by the president or requested by at least three (3) Board members at giving at least one (1) day's notice. Notice of special business shall contain enough information to allow the member to make a reasoned decision.
- 7.4 The Annual General Meeting of the Chamber shall be held within 90 days of the end of the fiscal year in each year at a time and place determined by the Board. At least two (2) weeks notice shall be given.
- 7.5 Notice of all meetings naming time and place of assembly shall be given by the Executive Director. A notice broadcasted by fax or e-mail to each member shall constitute sufficient notice.
- 7.6 At any general meeting eight (8) members shall be a quorum and unless otherwise specifically provided, a majority of members present shall be competent to do and perform all acts which are or shall be directed to be done at any such meeting.
- 7.7 Minutes of the proceedings of all general and Board meetings shall be entered in the

books to be kept for that purpose. The minutes shall also be posted on the Chamber's website for all members to access. The entry of such minutes shall be signed by the person who presides at the meeting at which they were adopted.

7.8 All books of the Chamber shall be open at all reasonable hours to any member of the Chamber free of charge.

## 8. Voting Rights

8.1 Every member in good standing represented at any general meeting shall be entitled to one (1) vote providing that the vote of an association, corporation, society, partnership, government office or estate member shall in each case be assigned to individuals.

8.2 Voting at Board or general meetings shall normally be by show of hand. A roll call vote shall be taken if requested by five (5) members providing such request received the approval of two-thirds of the members present.

8.3 The presiding officer shall vote only in the case of a tie.

8.4 Motions of amendments shall be carried at any Board or general meeting by a majority vote unless otherwise provided in these by-laws.

## 9. By-Laws

9.1 By-laws may be made, repealed or amended by a majority of the members of the Chamber present at any meeting provided that notice of such proposal has been given by one member and seconded by another at a previous general meeting and duly entered as a minute of the Chamber.

9.2 Such by-laws shall be binding on all members of the Chamber, its officers and all other persons lawfully under its control. They shall come into force and be acted upon only when they have been approved by the appropriate Federal Minister.

9.3 The Chamber, at the discretion on the Board, shall have power to affiliate and maintain membership with the Canadian Chamber of Commerce, the Alberta Chamber of Commerce and any other organization in which membership may be in the interest of the Chamber.

## 10. Fiscal Matters

10.1 The fiscal year of the Chamber shall commence on the first (1<sup>st</sup>) day of January in each year.

10.2 Auditors shall be appointed by the members present at the Annual General Meeting and they shall audit the books and accounts of the Chamber at least once in a year. An audited financial statement shall be presented by the treasurer at each annual General meeting and at any other time required by the Board.

10.3 The President signs on behalf of the Corporation.

11. Procedure

11.1 Parliamentary procedure shall be followed at all general and Board meetings in accordance with "Robert's Rules of Order".