

# High River & District Chamber of Commerce By-Laws

## Name and Objectives

1. The name of this organization shall be The High River & District Chamber of Commerce
2. The objectives of the High River & District Chamber of Commerce shall be to promote and improve trade and commerce and the economic, civic, and social welfare of the District.
3. The usual place of meetings shall be in the Town of High River, in the province of Alberta.
4. The High River & District Chamber of Commerce shall be non-sectional and non-sectarian and shall not lend its support to any candidate for public office.

## Interpretation

5. Wherever the words "The Chamber " occur in these by-laws, they shall be understood to mean " The High River & District Chamber of Commerce " as a body.
6. Wherever the words "The Council" occur in these by-laws, they shall be understood to mean "the Council" of the High River & District Chamber of Commerce.
7. Wherever the words "District" occurs in these by-laws, it shall mean that area, within and for which this Chamber was established, as defined in the Certificate of Registration under the Board of Trade Act (R.S.,C.18, s.1).

## Membership

8. Any reputable person, directly or indirectly engaged or interested in trade, commerce, or agriculture, or the economic welfare of the district, shall be eligible for membership.
9. Associations, Corporations, Societies, Partnerships, or Estates, directly or indirectly engaged or interested in trade, commerce, or agriculture, or the economic and social welfare of the District may become members of the High River & District Chamber.

10. At any general meeting of the Chamber, any members in good standing may propose an eligible person or organization as a candidate for becoming a members of the Chamber, providing such candidate shall undertake, if admitted, to be governed by the by-laws of the Chamber.
11. A person or organization that applies for membership and pays a membership fee shall, subject to approval by the Board of Directors be admitted to membership in the Chamber and be subject to all the rights and obligations of membership.
12. Membership shall continue from the time of admittance until a member has resigned in accordance with the provisions of these by-laws or had been removed from the roll of members by action of the Council.
13. Any members of the Chamber, who intends to retire there-from or to resign his membership, may do so, at any time, upon giving to the Secretary ten days, notice in writing of such intention, and upon discharging any lawful liability which is standing upon the books of the Chamber against him at the time of such notice.
14. The Council may remove from the roll of members the name of any newly enrolled member failing to pay his annual dues within thirty days of his admission, or of any other member who fails to pay such dues within three months of the date of which they fall due. Upon such action by the council, all privileges of membership shall be forfeited.
15. Persons who have distinguished themselves by some meritorious or public service may be elected honorary members by a majority vote of the Chamber. Such recognition shall be for a term of one year and may be repeated. Honorary membership shall include all of the privileges of active membership except that of holding office and payment of annual dues.
16. Any members of the Chamber maybe expelled by a two -thirds vote of the Council.

#### **Dues and Assessments**

17. The annual dues payable by members of the Chamber shall be determined annually by the Council.
18. Other assessments may be levied against all members, provided they are recommended be the council, and approved by a majority of the members present at a general meeting of the Chamber. The notice calling such general meeting shall state the nature of the proposed assessment.

## Officers & Council

19. The officers shall be: A President, Vice-president and Treasurer, who together with at least eight (9) other members, shall be elected from among the members each year at the annual general meeting. They shall remain in office for one year or until their successors shall be appointed but no such officer or member of council, with the exception of the Secretary-Treasurer, shall hold the same office for more, than two years in succession unless re-elected at an Annual General Meeting. The retiring President shall be, ex-officio, a member of council.
20. Where a member of the Council dies or resigns his office or is absent from three consecutive meetings of the Council without just cause, the Council may, at any meeting thereof, elect by resolution appoint a member to sit on Council in the place of the member who has died or resigned, or is absent for the balance of the departing member's term of office .
21. Any officer or Council member may be suspended from his office or have his tenure of office terminated if, in the opinion of the Council, he is grossly negligent or delinquent in the performance of his duties, provided however, that any officer or Council member so suspended or whose tenure of office has been terminated, shall be at liberty to appeal the decision of the Council directly to the membership at the next general meeting.
22. The Council shall have the general power of administration. It may make or authorize petitions or representations to the Government or Parliament of Canada, the Government, or Legislature of the province, or others, as it may determine or as maybe required by vote of a majority of members present at any general meeting.
23. The Council shall, 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, however, that such powers are not inconsistent with the provisions of the Boards of Trade Act.
24. Any five (5) or more members of the Council lawfully met, shall be a quorum and a majority of such quorum may do all things within the power of the Council.
25. The Council shall frame such by-laws, rules and regulations as appear to it, 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.

26. The Council, or at his request, the President, may appoint committees or designate members of the Council, the Chamber or others, to examine, consider and report any matter or take such action as the Council may request.
27. The Council may suspend any chairman from office or have his office terminated for just cause. Just cause being defined as anyone conducting himself in a manner that is contrary to the objectives of the organization. The council may terminate any committee.
28. The President and Vice-president, after taking office, shall take and subscribe before the mayor or before any justice of the peace, an oath in the following form:

"I swear that I will faithfully and truly perform my duties as President (Vice-President) of the Chamber of Commerce and that I will, in all matters connected with the discharge of such duty do all things, and such things only, as I shall truly and conscientiously believe to be adapted to promote the objects for which the said Chamber was constituted according to the true intent and meaning of the same. So help me God".
29. The meetings of the Council shall be open to all members of the Chamber, who may attend, but may not take part in any of the proceedings.
30. No public pronouncement in the name of the Chamber may be made unless authorized by the Council or by some person to whom the Council has delegated this authority.
31. a) The President shall preside at all meetings of the Chamber and Council. He shall regulate the order of business at such meetings, receive and put lawful motions, and communicate to the meeting what he may think concerns the Chamber. The President shall, with the Secretary- Treasurer, sign all papers and documents requiring signature on behalf of the Chamber, unless someone else is designated by the council. It shall be the duty of the President to present a general report of the activities of the year at the annual general meeting.

b) The Vice-president shall act in the absence of the President and, in the absence of both of these officers, the meeting shall appoint a chairman to act temporarily.

c) The Secretary-Treasurer. As Treasurer, shall have charge of all funds of the Chamber and shall deposit, or cause to be deposited, the same in a financial institute chartered bank, Credit Union or Alberta Treasury Branch selected by the Council. Out of such funds the Secretary - Treasurer shall pay amounts approved by the Council and shall keep a regular account of the income and expenditures for the Chamber and shall submit a financial statement at the annual general meeting. The Secretary – Treasurer shall invest the funds of the Chamber as the Council, may

requested by five (5) members provided such request receive approval of two thirds of the members assembled.

43. The presiding officer shall vote only in case of a tie. Upon an appeal being made from a decision of the presiding officer the vote of the majority shall decide.
44. Motion or amendments shall be carried at any Council, or General Meeting by a majority vote unless otherwise provided in the by-laws.

#### **BY-LAWS**

45. By-laws may be made, replaced, or amended by a majority of the members of the Chamber at any general meeting provided that notice in writing containing the substance of the proposed amendment shall have been given to all members in good standing of the Chamber as specified in para 33 at least twenty one days prior to the meeting. Notice of such a proposal shall have been given in writing by one member and seconded by another at the previous general meeting and duly entered in the minutes of the Chamber.

46. 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 Minister of Consumer and Corporate affairs.

#### **Affiliation**

47. The Chamber at the discretion of the Council, shall have power to affiliate with the Canadian Chamber of Commerce, the Provincial or Regional Chambers, or any other organizations, in which membership may be in the interest of the Chamber.

#### **Fiscal Year**

48. The fiscal year of the Chamber shall commence on the 1<sup>st</sup> day of September each Year.

#### **Auditors**

49. Auditors can be appointed by the members present at the meeting or by the Council and they shall review the books and accounts of the Chamber at least once a year. Financial Statements shall be provided to the membership at the annual general meeting.

#### **Procedure**

50. parliamentary procedure shall be followed at all General and Council meetings in accordance with "Rules of Roberts". Dated at the Town of High River, in the Province of Alberta, this 20day of October A.D. 2000

direct. The Secretary – Treasurer shall, with designated signing authority sign all notes, drafts, and cheques.

### **Meetings**

32. The annual meeting of the Chamber shall be determined by the Council. At least two weeks notice of the Annual Meeting shall be given in the local newspaper.
33. Regular meetings of the Chamber shall be held at least quarterly at the time and place designated by the council.
34. Special general meetings of the Chamber may be called at any time when summoned by the President, or requested in writing by any three members of the Council, or any ten members of the Chamber. The membership must be given at least one days notice of such meeting.
35. Council shall meet from time to time and at least once a month and as may be necessary to carry on the business of the Chamber .
36. Notice of annual meeting, naming the time and place of the meeting shall be given in the local newspaper.
37. 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.
38. Minutes of the proceedings of all general and council meetings shall be entered in books to be kept for that purpose, by the Secretary- Treasurer.
39. The entry of such minutes shall be approved by the person who presided at the meeting at which they were adopted.
40. All books of the Chamber shall be opened at all reasonable hours to inspection by any member of the Chamber, free of charge.

### **Voting Rights:**

41. Every member in good standing represented at any general meeting shall be entitled to vote provided that the vote of an Association, Corporation, Society, Partnership, or an Estate member shall in each such case be assigned to individuals.
42. Voting at Council or general meeting shall normally be by a show of hands or, if requested by the Chairman, by a standing vote. A roll call vote shall be taken, if