

BYLAWS OF THE NATOMAS CHAMBER OF COMMERCE

ARTICLE I: NAME

The name of this organization shall be the Natomas Chamber of Commerce ("Chamber NCOOC").

ARTICLE II: PURPOSE

~~The mission of the Chamber is to promote business, community growth, and development through networking, advocacy, and education. The Chamber's mission is to promote business, drive community growth and safety through effective networking, advocacy and education.~~

ARTICLE III: CORPORATE STATUS

Section 1. This Chamber is incorporated as a 501c(6) non-profit ~~entity corporation~~ under the general Non-profit Corporation Laws of the State of California and has non-profit status pursuant to the Internal Revenue Service regulations.

Section 2. The County in which the principal office for the transaction of Chamber business is Sacramento.

~~**Section 3.** Nothing herein shall constitute members of the organization as partners for any purpose. No member, officer or agent of this organization shall be liable for acts or failure to act on the part of any other member, officer or agent; nor shall any member, officer or agent be liable for acts or failure to act under these Bylaws, excepting only acts, or omissions to act, arising out of his/her willful malfeasance. Nothing in this document shall create a partnership among the members of the organization for any purpose. No member, officer, or agent of the shall be liable for the actions or inactions of any other member, officer, or agent.~~

Section 4. In the event of the dissolution of the Chamber, and after the discharge of all its liabilities, the remaining assets shall be given to a non-profit organization whose purposes and objectives are similar to those of this organization and as chosen by a majority vote of the Board of Directors.

Section 5. The Chamber's primary purpose shall be non-profit, nonpartisan, nonsectarian and nonpolitical.

ARTICLE IV: MEMBERSHIP

Section 1. Classes: The membership ~~in this Chamber~~ shall be divided into three classes of regular members, associate members, and honorary members.

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Section 2. Regular Members: Any individual, entity, agency, organization, or association engaged in business in the Natomas area, and having interest in the above purpose, shall be eligible to apply for regular membership.

Section 3. Associate Members: Any individual, entity, agency, organization, or association not eligible as a regular member shall be eligible to apply for membership as an associate member. Anyone eligible as a regular member may not apply for Associate membership. Associate members may participate in all Chamber affairs except hold office and vote. For example, HOA management, leadership, rotary, nonprofits, sport leagues, school districts, city council, politicians, or any organization that has a board of directors.

Section 4. Honorary Members: ~~Honorary membership may be granted by the Board of Directors, with concurrence by the general membership, to certain individual, entity, agency, organization, or association in recognition for their services to the Natomas community and/or this Chamber. All Honorary members shall have rights, except the right to vote, hold office or take part in the operation of the Chamber. Honorary members will not be required to pay dues.~~ The Board of Directors may grant Honorary Membership to individuals, entities, agencies, organizations, or associations in recognition of their service to the Natomas community and/or the Chamber. Honorary members will have all rights except for voting, holding office, or participating in the Chamber's operations. Honorary members will not be required to pay dues. Honorary members include organizations such as the Sacramento Police Department, Sacramento Fire, and regionally elected officials.

Section 5. Election of Regular and Associate Members: ~~Application for Regular and Associate membership shall be in writing on the forms specified. The Board of Directors reserves the right to review and/or approve any and all new member applications. Associate membership applications must be submitted in the manner specified by the Board. The Board of Directors retains the right to review and approve all new member applications.~~

Section 6. Exercise of Privileges: Regular members are entitled to all privileges specified in the Bylaws, including nominating, voting, holding office, and participating in policy-making. Associate members can serve on committees and be listed in the directory but do not have voting rights. Any Regular member may exercise all nominating, voting, office holding and policy-making privileges outlined in the Bylaws. An Associate member may be on any committee and be listed in the directory, but not vote.

Section 7. Resignation: ~~Any member may resign from the Chamber; however, dues are not refundable. Members may resign from the Chamber by writing to the Chamber. Dues are non-refundable.~~ Members may resign in writing from the Chamber anytime, but dues are non-refundable.

Section 8. Termination: Members who do not pay the required dues or services, within sixty (60) days of notification may be removed from the Chamber at the discretion of the Board of Directors by a majority vote. Those terminated for nonpayment can be reinstated by reapplying and paying the current year's dues.

Members who do not adhere to their in kind contractual obligation may be removed from the Chamber at the discretion of the Board of Directors by a majority vote.

A member may be expelled by a majority vote of the Board for conduct deemed unbecoming or harmful to the Chamber's mission and/or reputation for violation of the Code

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~~of Conduct. The Board's decision is final. Any member not paying for the prescribed dues or services within sixty (60) days of notification that monies are due and payable may, by the discretion of the majority vote of the Board of Directors then serving, cease to be a member of the Chamber. Members who have been terminated for nonpayment of dues or services may be reinstated upon reapplication for membership and payment of the annual dues or services for the current year.~~

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~~Any member may be expelled by a majority vote of the Board of Directors, at a regularly scheduled meeting for conduct unbecoming a member or prejudicial to the aims or repute of this Chamber. Such member may appeal his/her expulsion to the full membership, who can confirm or overrule the Board of Directors' decision by majority vote.~~

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ARTICLE V: DUES

~~Regular and Associate member dues shall be at a rate or rate schedules or formulas as may be, from time to time, subscribed by the Board of Directors. Upon payment of such dues, a Regular or Associate member shall have the full rights and privileges accorded by the Bylaws, except as otherwise provided.~~

~~Regular and associate member member dues will be set at rates or schedules determined by the Board of Directors periodically. Upon payment of these dues, members will receive all rights and privileges as outlined in the Bylaws unless otherwise specified.- The Board may waive dues for members as it deems appropriate.~~

ARTICLE VI: MEMBERSHIP VOTING

~~Every Regular member of the Chamber in good standing is entitled to one vote on any matter submitted to the membership for vote. Proxy voting shall not be permitted. When ballots are mailed or e-mailed to the members, such ballots will be addressed to the last postal or e-mail address provided by the member to the Chamber. Each Regular member of the Chamber in good standing is entitled to one vote on any matter presented to the membership in person for a vote. Proxy voting is not allowed. If ballots are distributed by email, they will be sent to the last email address provided by the member to the Chamber.~~

ARTICLE VII: MEETINGS & QUORUMS

Section 1. Annual Membership Meetings: ~~The Annual Meeting of the membership shall be held in June or such other time as determined by the Board of Directors. Notice for this meeting shall be mailed or e-mailed to each member at least fifteen (15) days before this meeting. The purpose of this Annual Meeting shall be to elect the Board of Directors of the Chamber and undertake such other business as the Board of Directors prescribes. The annual membership meeting shall occur in June or at another time determined by the Board of Directors. At least fifteen (15) days in advance, notice of the meeting shall be sent by email to each member. The Annual Meeting will elect the Chamber's Board of Directors and address any other business as prescribed by the Board of Directors.~~

Section 2. Special Membership Meetings: ~~Special meetings of the membership of this Chamber may be called by the President, with a simple majority of the Board of Directors~~

~~without the approval of the President, or upon the written petition of twenty-five percent (25%) of the Regular members of the Chamber. Notice of such special meetings, identifying the time, place and purpose of the meeting shall be noticed to each member at least ten (10) days prior to such meetings. Special meetings of the Chamber's membership may be called by the President, or a simple majority of the Board of Directors without the President's approval, or upon a written petition from twenty-five percent (25%) of the Regular members. Notice of these special meetings, including the time, place, and purpose, must be sent to each member at least ten (10) days prior to the meeting.~~

Section 34. Board of Directors Meetings: ~~Board meetings shall be held monthly unless otherwise decided by the Board.~~

~~An additional meeting of the Board of Directors may be called by the President or three (3) members of the Board of Directors. A notice of the meeting must be given 48 hours in advance with time, place and purpose. Meetings of the Board shall be held monthly unless otherwise determined by the Board. Special meetings of the Board of Directors may be called by the President or by written petition (including by email) of three (3) members of the Board of Directors. Notice of the time, place and purpose of the special meeting shall be given to each Director at least forty-eight (48) hours days prior to said meeting.~~

Section 4. Executive Committee Meetings: The President may call meetings of the Executive Committee whenever he/she deems appropriate. The Board of Directors and Executive Committee may meet at the same time.

Section 5. Quorum for Board Meetings: ~~At any membership meeting of the Chamber, ten percent (10%) of the Regular members present and in good standing shall constitute a quorum. Four (4) members of the Board of Directors shall constitute a quorum for the Board of Directors meeting. A simple majority of appointed committee members shall constitute a quorum at any committee meeting.~~

~~**Section 6. Executive Committee Meetings:** The President may call meetings of the Executive Committee as needed. The Board of Directors and the Executive Committee may hold their meetings concurrently.~~

ARTICLE VIII: OFFICERS AND EXECUTIVE COMMITTEE

Section 1. Officers and their election: ~~The Officers of the Chamber shall be the President, First Vice President, Second Vice President, Treasurer and Secretary. All Officers shall be elected annually by majority vote of the Board of Directors at the first (1st) Board meeting following the annual membership meeting and shall serve as the Executive Committee. The Chamber's officers shall include the President, First Vice President, Second Vice President, Treasurer and Secretary. All officers will be elected annually by a majority vote of the Board of Directors at the first Board meeting following the annual membership meeting and will serve as the Executive Committee.~~

Section 2. Duties of Officers:

A. President: ~~The President shall be the principal elective officer of the organization and~~

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~~shall preside at all meetings of the Chamber, the Executive Committee and the Board of Directors. He/She shall designate all committees, appoint chairs of committees and be an ex-officio member of all standing committees without right to vote. The Board of Directors shall approve chairpersons of committees. The President shall communicate to the membership and/or the Board of Directors such information and proposals as would promote the objectives of the Chamber at annual meetings and at other times as appropriate. The President shall perform such other duties as are necessarily incident to the office. With the approval of the Board of Directors, he/she shall sign deeds, contracts and other instruments affecting the operation of the Chamber. The President shall serve as the organization's principal elected officer and preside over all Chamber meetings, the Executive Committee, and the Board of Directors. The President shall designate all committees, appoint committee chairs, and serve as an ex officio member of all standing committees without voting rights. The Board of Directors must approve the appointment of committee chairpersons. The President shall communicate with the membership and the Board of Directors, sharing information and proposals that advance the Chamber's objectives at the annual meeting and other appropriate times. Additionally, the President shall perform duties inherent to the office. With the Board of Directors' approval, the President shall sign deeds, contracts, and other documents that impact the Chamber's operations. The President may delegate any duties or authority under this section to any other Board members.~~

~~**B. First and Second Vice Presidents:** The Vice Presidents shall serve as the assistants to the President, performing the duties of the President in the absence of that Officer. They shall be members of the Board of Directors. They shall be responsible for day to day administrative functions of the Chamber. This role often involves overseeing specific areas, such as membership development, events, or community outreach and may include managing related committees. As a member of the Board of Directors, the Second Vice President contributes to decision-making and helps shape the Chamber's strategic direction.~~

~~**C. First Vice President:** The First Vice President shall act as assistant to the President, assuming the President's duties in their absence. They will serve as members of the Board of Directors, responsible for the day-to-day administrative functions of the Chamber, and oversee specific committees or initiatives as needed.~~

~~**D. Second Vice President:** The Second Vice President of a Chamber of Commerce serves as an additional layer of leadership, supporting both the President and First Vice President and stepping in when either is unavailable.~~

~~**E. Treasurer:** The Treasurer serves as the Chief Financial Officer of the Chamber and is responsible for managing its finances and tax obligations. This role includes presenting the annual budget to the membership and providing monthly financial reports to the Board of Directors. In the absence of the President and Vice Presidents, the Treasurer assumes the duties of the President. The Treasurer shall be the Chief Financial Officer of the Chamber and shall be responsible for the Chamber finances. He/she shall present the annual budget to the Board. The Treasurer shall present a monthly financial report to the Board of Directors and an annual budget, as well as the annual accounting of the Chamber finances to the membership. He/she shall perform the duties of the President in the absence of that Officer and the Vice Presidents.~~

~~**F. Secretary:** The Secretary is responsible for maintaining all records required by these Bylaws and the laws of the State of California, excluding financial reports. This role includes~~

~~preparing and distributing minutes of the Executive Committee and Board of Directors meetings, as well as handling all notices required by these Bylaws. The Secretary manages all required correspondence for the Chamber and assumes the duties of the President in the absence of the President, Vice Presidents, and Treasurer. The Secretary shall maintain all records, except financial reports, required by these Bylaws and/or the laws of the State of California. The Secretary shall be responsible for preparing and disseminating minutes of the meetings of the Executive Committee and Board of Directors and for all notices required by these Bylaws. The Secretary shall be responsible for all correspondence of the Chamber and shall perform the duties of President in the absence of that Officer, the Vice Presidents and the Treasurer.~~

~~**Section 3. Term of Office:** The terms of office for the Officers shall be concurrent with the term of the Board of Directors and shall be one year without compensation. The officers' terms of office shall align with the terms of the Board of Directors and shall last for one year. The members of the Board will not receive any compensation.~~

ARTICLE IX: BOARD OF DIRECTORS

~~**Section 1. Composition of the Board:** The Board shall consist of up to five (5) Officers and up to seven (7) at-large members. Except as otherwise specified, six (6) of the twelve (12) Board members will be elected at the annual membership meeting by plurality vote to serve a two (2)-year term. During the transition to two (2)-year staggered terms, the Board may appoint six (6) outgoing members to serve an additional one (1)-year term. (Reference article IX, section 5 vacancies) The Board shall be composed of five (5) Officers and seven (7) members at large. Except as otherwise provided herein, six (6) members of the twelve (12) member Board shall be elected at the annual membership meeting by plurality vote to serve a two (2)-year term. In the year of transition to two (2)-year staggered board terms, the Board may appoint six (6) members of the outgoing Board to an additional one (1)-year term.~~

~~**Section 2. Power of the Board:** The Board of Directors shall have supervision, control and direction of the affairs of the Chamber, shall determine its policies or changes of policies within the limits of these Bylaws, shall actively promote the Chamber purposes and shall have discretion in the expenditure of funds to the extent that these funds are available for disbursement. The Board may adopt such rules and regulations for the conduct of its business and the business of the Chamber as it deems advisable and may, in the execution of its powers granted, appoint or employ such agents as it may consider necessary.~~

~~The Board of Directors is authorized to adopt resolutions or to establish positions on issues affecting the Chamber in the name of the Chamber. The Board of Directors shall oversee and direct the affairs of the Chamber, determine and adjust policies within the framework of these Bylaws, actively promote the Chamber's objectives, and manage the expenditure of approved funds. The Board may establish rules and regulations for conducting its business and that of the Chamber as it deems appropriate. The Board may hire employees for the Chamber. Additionally, the Board is authorized to adopt resolutions and establish positions on issues affecting the Chamber.~~

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~~**Section 3. Selection and Election of Officers and Directors:**~~

A. Nominating Committee: At the regular March Board meeting, the President shall appoint, subject to Board approval, a Nominating Committee. By May 1st, the Nominating Committee shall provide the President with a slate of candidates to replace Officers and Directors whose terms are expiring. Each candidate must be a Regular member in good standing and must agree to accept the responsibility of a directorship. ~~At the regular March Board meeting, the President shall appoint, subject to Board approval, a Nominating Committee. Prior to May 1st, the Nominating Committee shall present to the President a slate of candidates to serve two-year terms to replace the Officers and Directors whose regular terms are expiring. Each candidate must be a Regular member in good standing and must have agreed to accept the responsibility of a directorship. Terms limits for officers and board members will be set based upon a majority vote of at least seven members of the board, or by a majority vote of the board and 10% of membership.~~

B. Publicity of Nominations: Upon receipt of the report of the Nominating Committee, the President shall immediately notify the membership by mail or e-mail of the names of persons nominated as candidates for Directors. Upon receiving the Nominating Committee's report, the Chamber shall notify the membership by email by May 15th of the names of the individuals nominated as candidates for Directors.

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C. Elections: The slate of six (6) Directors will be presented at the Annual Meeting. At that time, additional nominations may be made from the floor for each Director position. The election for these six (6) Director positions will be conducted by plurality vote. ~~The slate of six (6) Directors shall be presented at the Annual Meeting. At that time, further nominations will be accepted from the floor for each Director position. Election for these six (6) Director positions will be by plurality vote.~~

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Section 4. The term of the Board of Directors: The two-year term for the newly constituted Board of Directors shall commence on July 1st each year. ~~The two (2)-year term of the newly constituted Board of Directors shall begin July 1st of each year.~~

Section 5. Vacancies: Vacancies on the Board of Directors or among the Officers shall be filled by the Board of Directors by a simple majority vote. The term of a member of the Board of Directors so elected shall be no longer than the term of the Director being replaced. Any vacancies shall be announced via email to Chamber members at least fourteen (14) days prior to any Board meetings wherein a vacancy is intended to be filled. The Board may fill vacant positions on the Board. Selection of a member to fill the vacancy must be approved by a simple majority of the Board. The term of a newly elected Board member shall be at most the remainder of the term of the Director being replaced. Any vacancies will be announced via email to the Chamber members at least fourteen (14) days before the Board meeting at which the vacancy will be addressed.

Section 6. Attendance at Board of Directors meetings: If a Board member misses three (3) consecutive Board meetings or has chronic attendance issues, the Board may declare the seat vacant. Once deemed vacant, the position shall be filled in accordance with these Bylaws. Courtesy notification will be given once a decision is made. ~~If any member of the Board of Directors shall fail to attend three (3) successive meetings of the Board of Directors, the Board may deem the seat to be vacant. If the Board deems the seat vacant, it shall be filled as provided by these Bylaws.~~

Section 7. Voting: ~~Each Board member is entitled to one vote. Proxy voting is not allowed. Each member of the Board shall be entitled to one vote. Proxy voting shall not be permitted.~~

Section 8. Remote Voting: ~~For any matter requiring a Board meeting, discussion, or vote, any Board member may submit the issue via email to all current Board members. To initiate a vote, a motion must also be sent by email to the same recipients. A vote on the matter must receive responses from at least seventy-five percent (75%) of the Board members. If the matter does not achieve this minimum response rate within forty-eight (48) hours of the motion, it will not be approved but may be re-submitted either through remote voting or at the next scheduled Board meeting. For any matters on which the Board may seek to hold a meeting, discussion, and/or conduct a vote of the Board, any member of the Board may submit such matter to the Board by email. Such email must be submitted to all current Board members at their Chamber email addresses. To open a vote, a motion shall be made by email to the same list of email recipients. A vote on any matter submitted to the Board through must require at least seventy five percent (75%) of the Board to respond with a vote. If any matter submitted fails to obtain the minimum required vote threshold within forty eight (48) hours of the motion for a vote on the matter, then the matter shall not be passed, but may be re-submitted either by remote voting or at the next scheduled meeting of the Board.~~

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ARTICLE X: EXECUTIVE DIRECTOR

Section 1. Internal Management: ~~Internal management of the Chamber may be vested in an Executive Director, who shall be hired by the Board of Directors, and shall serve until he or she resigns, is terminated by the Board of Directors or is otherwise disqualified to serve. If no Executive Director is serving, then the Board of Directors internal management shall vest in the President. Internal management of the Chamber may be delegated to any individual or group of individuals as authorized by the Board. If this authority has not been delegated, the President will assume responsibility for internal management of the Chamber.~~

Section 2. Responsibilities: ~~The Chamber may hire additional staff as needed to support the Chamber's activities, subject to Board approval. The Chamber may delegate authority to organize and oversee Chamber activities as directed by the Board and will have the authority to manage specific expenditures, provided they are approved by the Board. The Executive Director shall employ such additional staff as may be necessary to carry out the activities of the Chamber as approved by the Board. He/She will be responsible for the organization and execution of Chamber activities as directed by the Board. The Executive Director shall be given authority to manage specific expenditures of the Chamber as approved by the Board.~~

Section 3. Compensation: ~~Any employee of the Natomas Chamber shall receive reasonable compensation for services rendered to the Chamber as the budget allows, as determined and agreed upon by the Board of Directors. The Executive Director shall be entitled to such reasonable compensation for services rendered to the Chamber as determined by the Board of Directors and as agreed upon by both.~~

Section 4. Other Staff: ~~The Chamber may hire one or more staff members to manage internal operations and perform other tasks assigned by the Officers. Hiring, compensation, and termination decisions must be approved by a simple majority of the Board of Directors.~~

~~The President will handle day-to-day supervision of the staff. The Chamber may hire one or more staff members to handle internal management and other tasks as assigned by the Officers. Staffing decisions, including hiring and termination, shall be approved by a simple majority of the Board of Directors. Day-to-day supervisions shall be carried out by the President. Staff shall be entitled to such reasonable compensation for services rendered to the Chamber as determined by the Board of Directors and as agreed upon by both.~~

ARTICLE XI: COMMITTEES

~~**Section 1. Creation of Committees:** The President shall establish the type, number, chairpersons, members, and responsibilities of any Chamber committees, with the approval of the Board of Directors. All chairpersons and committee members will serve at the President's discretion and under the guidance of the Board of Directors. The President shall determine the type, number, chairpersons, member and responsibilities of any committees of the Chamber, with the concurrence of the Board of Directors. All chairpersons and committee members shall serve at the pleasure of the President and subject to the directives of the Board of Directors.~~

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~~**Section 2. Executive Committee:** The Chamber shall have a standing Executive Committee. The Executive Committee shall be comprised of all of the Officers of the Chamber.~~

ARTICLE XII: AMBASSADORS

~~The Board may create an ambassadorship program to encourage greater involvement from individuals and members who are not on the Board. This program will be managed by a committee appointed by the Board, with at least one Board member serving as chair. The Board, based on recommendations from the committee chair, will define the scope and duties of the ambassadorship program, ensuring it aligns with the Chamber's objectives. The Board may establish an ambassadorship program for the benefit of the Chamber to allow further involvement with the Chamber from individuals and members that are not part of the Board. The ambassadorship program shall be maintained by a committee of the Board with at least one Board member named as chair. The scope and duties of the ambassadorship program shall be set by the Board upon recommendation of the committee chair but shall be for the benefit of Chamber's purpose.~~

ARTICLE XIII: FINANCES

~~**Section 1. Funds:** All funds received by the Chamber that are not designated for a specific purpose shall be placed into a general fund. All monies not intended for a specific use, paid to the Chamber, shall be placed in a general fund.~~

~~**Section 2. Disbursements:** No obligation or expense exceeding \$500 shall be incurred, and no funds shall be appropriated without prior approval from the Board of Directors. Approvals for disbursements shall be made by one officer from the executive board for amounts under \$500. Approvals for disbursements over \$500 must be signed by two officers. For expenses under \$500, the President may authorize the expenditure and report it at the following Board meeting. or expense over \$500 shall be incurred and no money shall be appropriated without prior approval of the Board of Directors. Disbursement shall be by check. Checks under \$500 may be signed by one (1) of the officers who shall be the~~

~~President, Vice Presidents, Treasurer, or Secretary. Checks over \$500 shall be signed by two (2) of the Officers, who shall be the President, Vice Presidents, Treasurer, or Secretary.~~

Section 3. Fiscal Year: The Fiscal Year of the Chamber shall close on June 30th.

Section 4. Annual Accounting: ~~The Treasurer shall provide an annual accounting summary of the Chamber as soon as practical after the end of the Fiscal Year. This accounting must be made available to all Chamber members by September 1st each year and will be made available for member review. The income and expenditures of the Chamber shall be accounted for by the Treasurer annually as soon as practical after the close of the Fiscal Year. This accounting shall be made available to all members of the Chamber no later than September 1st of each year and shall be maintained in the office of the Chamber for review by any member.~~

ARTICLE XIV: BUDGET

~~The Treasurer or their designee shall present a proposed annual budget to the Board of Directors by the June Board meeting each year. The budget will be considered approved if adopted by a majority of the Board. Once approved, this authorizes the President and staff to incur expenses according to the budget, unless specific authorization is reserved by the Board of Directors. The Board may reserve authorization for the entire budget or any portion of it, as determined. The Budget Committee should conduct a mid-year review and reallocate funds as needed. These should be submitted to the Board of Directors for approval. The Treasurer or designee shall submit a proposed annual budget to the Board of Directors no later than the June Board meeting of each year. The budget shall be deemed approved if adopted by a majority of the Board of Directors. Such approval provides the President and staff with authorization to incur expenses pursuant to the approved budget, except where such authorization is specifically reserved by the Board of Directors. Such reservation of authorization to the President may involve the entire budget and any portion of it as determined by the Board of Directors.~~

ARTICLE XV: AMENDMENTS

Section 1. Proposal and Approval: ~~Amendments to these Bylaws may be proposed by the President, members of the Board of Directors representing a simple majority or written petition by twenty percent (20%) of the regular members. Amendments shall be approved by a majority vote of the Board of Directors and a majority vote of Regular members at any special, annual or regular meeting of the membership which has a duly constituted quorum pursuant to these Bylaws. Amendments to these Bylaws may be proposed by the President, a simple majority of the Board of Directors, or a written petition from twenty percent (20%) of the regular members. To be approved, amendments must receive a majority vote from both the Board of Directors and a quorum of the regular members.~~

Section 2. Notice: ~~When an amendment to these Bylaws is proposed and advanced by a majority of the Board of Directors, under the direction of the Secretary, shall email a copy of the amendment to each member's last recorded address at least ten (10) days before the special, annual, or regular meeting where the amendment will be considered. When an amendment to these Bylaws is proposed and approved by a majority of the Board of Directors, the Secretary shall mail a copy of the amendment to the last recorded address of~~

~~each member at least ten (10) days prior to the date of the special, annual or regular meeting at which the amendment is to be considered.~~

ARTICLE XVI: PARLIAMENTARY PROCEDURES AND SEAL

Section 1. Procedures: ~~The President may conduct all meetings in accordance with the procedures which he or she deems most appropriate. The President may~~ The proceedings of the Chamber shall be governed by and conducted according to the ~~consult the~~ latest rules of Roberts Rules of Order, as revised. The Board of Directors may, by majority vote, modify Roberts Rules of Order to the extent such modifications further the purpose of the Chamber.

Section 2. Seal: ~~The Chamber may adopt and use a seal of a design approved by the Board of Directors.~~ The Chamber may use a seal of such design as may be adopted by the Board of Directors.

ARTICLE XVII: EFFECTIVE DATE

Section 1. Bylaws: ~~These Bylaws shall take effect immediately upon approval by a majority vote of the membership at a special or annual meeting where a quorum is present, in accordance with these Bylaws. These Bylaws shall become effective immediately upon approval by a majority vote of the membership at a special or annual meeting having a duly constituted quorum under the provisions of these Bylaws.~~

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~~As approved by the Board of Directors at the _____, 2025 meeting. As approved by the Board of Directors on February 12, 2025.~~

Signed: _____ Dated: _____

Title: _____

Previous revisions: 8/20/202, 7/8/2014