

**WILLIAMSON CHAMBER OF COMMERCE**  
**WILLIAMSON, NEW YORK 14589**  
**BY-LAWS**  
**April 2008**

**ARTICLE I – NAME**

- SECTION 1. The name of this organization shall be Williamson Chamber of Commerce. The organization shall hereinafter be referred to as “The Chamber”.
- SECTION 2. The principal business office of The Chamber shall be maintained in the Town of Williamson, County of Wayne, State of New York.

**ARTICLE II – MISSION STATEMENT/LIMITATIONS**

- SECTION 1. The mission of the Williamson Chamber of Commerce is to promote economic progress, quality of life in the Williamson community and to foster a climate in which commerce, industry and agriculture will flourish.
- SECTION 2. The Chamber in its activities shall be non-partisan, non-sectarian, and shall take no part in, or lend its influence to the election or appointment of any candidate for Federal, State, County or Town Office.
- SECTION 3. The Chamber will not discriminate on the basis of race, creed, color, age, sex or other status such as marital, handicap or veteran.
- SECTION 4. No individual member, officer or appointed committee of The Chamber shall in any forum, private or public, by either action, verbal, or written content constitute an expression of policy of The Chamber as a whole.

**ARTICLE III – MEMBERSHIP**

- SECTION 1. MEMBERSHIP:  
Any person, firm, partnership, association, organization or corporation having an interest in the objectives of The Chamber shall be eligible to apply for membership.
- Each membership shall be entitled to one vote on Chamber business. Businesses and organizations are entitled to only one vote per paid membership. A member must be present and in good standing in order to vote.
- Businesses with multiple employees and multi-member organizations must have a Chamber contact. This person should be listed on the membership application and will be consider the voting member. Only this person will have the rights associated with membership.
- SECTION 2. DUES:  
Applications for membership shall be in writing on forms provided for the purpose, and signed by the applicant. Election of members shall be by the Executive Committee at any meeting thereof. Any applicant so elected shall become a member upon payment of the regularly scheduled dues.
- Dues shall be determined by the Executive Committee on an annual basis. Dues are payable in advance. No interest, earnings or financial return directly to member is provided as a result of the dues.
- SECTION 3. DELINQUENCY:  
Failure to pay dues for a period of **two months** after due date shall constitute delinquency and will automatically suspend membership in The Chamber.
- SECTION 4. RESIGNATION:  
All resignations shall be tendered to The Chamber in writing.

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**ARTICLE III – MEMBERSHIP**  
**(Continued)**

SECTION 5. NEW MEMBERS:

Applications for prospective new members shall be submitted to the Executive Committee for discussion and vote. The Executive Committee shall introduce the new member at the next regular meeting.

**ARTICLE IV – OFFICERS**

SECTION 1. The following duties and responsibilities are part of the job description for all members of the Executive Committee:

Except for those matters which are expressly reserved for decision by vote of the general membership, the management, government, and policy-making responsibilities of the Chamber shall be vested in the Executive Committee, which shall control its property, be responsible for its finances, and direct its affairs.

These duties encompass but are not limited to:

- To serve with the vision and mission as guiding force in decision-making.
- To be familiar with both bylaws and Executive Committee job descriptions.
- To fulfill duties as outlined in the Executive Committee job descriptions.
- To attend all executive committee meetings and membership meetings.
- To be present at, facilitate, and be involved in meetings for assigned committees.
- To communicate regularly via email and phone with fellow committee members.
- To be party to creation of annual budget and to review financial reports quarterly.
- To be party to creation and attainment of annual short-term and long-term goals.
- The Executive Committee will be accountable to the Board of Directors for its actions.

SECTION 2. Executive Committee Job Descriptions

President:

- Shall act as the official representative of The Chamber.
- Shall oversee the achievement of the long and short term goals established.
- Will be present and preside at all meetings of the Executive Committee
- Will be present and preside at all meetings of the membership.
- Will moderate all meetings, and will call special meetings as needed.
- May assist the Secretary with administrative duties as needs arise.
- May assist the Treasurer with administrative duties as needs arise.
- Will collect The Chamber mail no less than one time per week, review and pass on to appropriate committee member(s).

Vice President:

- Shall assist the President with administrative duties as directed by the President.
- Shall assume the duties of the President in the event the position is vacant or the President is unwilling or unable to perform as set forth in the Bylaws.
- May represent The Chamber in official association matters, with approval of President.
- May moderate membership meetings in the absence of the President
- May assist the Secretary with administrative duties as needs arise.
- May assist the Treasurer with administrative duties as needs arise.

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**ARTICLE IV – OFFICERS  
(Continued)**

Treasurer:

- Will keep the WCC books according to Bylaws and Government regulations.
- Shall send the annual membership renewal forms; send follow-up reminder; keep track of membership dues status in a members' database.
- Will notify Secretary in a timely manner of all membership dues received.
- Will pay bills in a timely manner.
- Will keep a financial activity log recording all income and expenditures.
- Shall bring log and report on financial activity at EC and membership meetings.
- Shall attend all EC and membership meetings or, when unable to attend, shall provide financial log report via email to EC to be shared at membership meeting.
- Shall advise the Executive Committee and the membership on financial priorities.
- Will maintain the WCC membership database records.
- Shall work with the Executive Committee to prepare and review budgets.
- Shall report financial irregularities, concerns, opportunities to the EC.

Secretary:

- Will record minutes at Executive Committee and membership meetings.
- Will distribute in a timely manner minutes to EC and membership body
- Will send an agenda to the Executive Committee prior to each EC meetings
- Will inform members of upcoming membership meetings agenda.
- Shall keep on file WCC business documents and any membership guide documents, including: the Executive Committee job descriptions, other committee descriptions and protocol, bylaws, meeting minutes, goals, vision, mission.
- Shall email and/or postal mail announcements and other communications to members of the executive committee and to the membership as need be.
- Shall offer secretarial support to Executive Committee members as required.

**ARTICLE V – BOARD OF DIRECTORS**

- SECTION 1. The Board of Directors shall be composed of eight (8) members. The four (4) current officers, two (2) past Presidents and two (2) members elected from the membership at large. The directors shall compose a fair representation of the business districts. In event that a past President is not available, the vacancy shall be filled from the membership at large.
- SECTION 2. The elections of Directors shall be held at the regular meeting preceding the annual meeting.
- SECTION 3. It shall be the function of the Board of Directors to guide the Chamber in the pursuit of its goals as outlined in Article II, 1 through 4.
- SECTION 4. The Board of Directors shall meet quarterly at such time and place as shall be determined by a Board members.
- SECTION 5. The President of the Williamson Chamber of Commerce shall preside at the meetings of the Board of Directors. In the Presidents absence, the Vice President shall preside.

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**ARTICLE VI – ELECTION AND INSTALLATION OF OFFICERS**

- SECTION 1. The election of officers and Board of Directors shall be held at the regular meeting in October of each year.
- SECTION 2. The President shall appoint a nominating committee at the regular meeting in September of each year. The committee will select candidates for the various offices and the Board of Directors for presentation to the membership at the October meeting.
- SECTION 3. Nominations from the floor may be made by any active member at the October meeting after the report of the nominating committee.
- SECTION 4. All votes for candidates shall be made by secret ballot. In the event that the report and recommendations of the nominating committee is accepted without change, the Secretary shall cast one ballot. Two (2) tellers shall be appointed by the President to distribute and collect ballots and tabulate the votes. The tellers will announce the totals of each vote, which the Secretary will record.
- SECTION 5. All voting shall be by members present at the meeting. No absentee votes will be allowed. A simple majority vote will decide the winner.
- SECTION 6. Installation of newly elected officers shall take place during the Annual meeting.

**ARTICLE VII – MEETINGS**

- SECTION 1. The annual meeting of The Chamber shall be held during January of each year. The time and place shall be fixed by the Executive Committee and notice thereof shall be sent to each member at least ten (10) days before said meeting.
- SECTION 2. Regular monthly meetings shall be held on weekdays at a time and place designated at the previous meeting.
- SECTION 3. Special meetings may be called at the discretion of the Executive Committee or upon written request of any six (6) members in good standing. Notice of special meetings shall be mailed/mailed to each member at least five (5) days prior to such meetings.
- SECTION 4. Six (6) members shall constitute a quorum at a regular or special meeting.
- SECTION 5. Only members of the Chamber shall be allowed to address the Chamber at a regular or special meetings except by the invitation or the consent of the majority of the Executive Committee present.
- SECTION 6. The annual Meeting shall be held on the first meeting date of the calendar year at a time and place designated at the previous regular meeting.

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**ARTICLE VIII – COMMITTEES**

SECTION 1. The President shall appoint all standing committees, after discussion with the Board of Directors, at the first regular meeting after the annual meeting.

SECTION 2. Standing Committees, as listed below should be chaired by an individual whose activities are compatible to the committee assignment. The Standing Committee shall be responsible for the execution of Article II, 2, 3 and 4.

- Publicity, Public Relations and Membership
- Civic Interest and Betterment
- Retail Merchants Council
- Industrial Council
- Agriculture Council

SECTION 3. The Standing Committee shall report to the membership at its regular meeting each month.

SECTION 4. Special Committee shall be appointed by the President at his/her option.

**ARTICLE IX –FINANCES**

SECTION 1. The fiscal year of the Chamber shall be January 1 to December 31.

SECTION 2. All money paid to the Chamber shall be placed in a general operating fund.

SECTION 3. No disbursements of the funds of the Chamber of Commerce shall be made unless the same shall have been approved and ordered by the Executive Committee acting within such limitations as the Chamber may prescribe from time to time. All disbursements shall be made by check.

SECTION 4. No appropriations of money or other property of the Chamber shall be made for any purpose other than to defray the legitimate expenses, except by the unanimous vote of the members present at a meeting of the Executive Committee or by a four fifths (4/5) majority of those present at a meeting of the Chamber.

SECTION 5. As soon as possible after the installation of the new officers, a budget should be established and an estimate of expenses for the coming year compiled.

SECTION 6. The accounts of the Chamber shall be reviewed as of the close of each year's business by a certified public accountant, or a chosen special committee. A compilation report or audit shall be presented to the Executive Committee.

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**ARTICLE X – AMENDMENTS AND CHANGES OF THE BY-LAWS**

SECTION 1. These by-laws may be amended or altered at any regular or special meeting of the Chamber having a quorum of 20% of the membership present and carried by a majority vote. Any proposed amendments or alterations shall be submitted to the members in writing, at least ten (10) days before the meeting at which they are to be acted upon.

**ARTICLE XI – ORDER OF BUSINESS**

SECTION 1. The following shall be the order of business at a regular meeting of the Chamber:

- A. Pledge of Allegiance
- B. Call to Order
- C. Reading of the minutes of previous regular meeting and special meeting for corrections and approval.
- D. Reading of the minutes of the meeting of the Board of Directors, if any.
- E. Installation of Officers
- F. Treasurers report and report of bills received.
- G. Vote on bills due. Majority vote shall prevail.
- H. Committee reports including Board of Directors Report.
- I. Old Business
- J. New Business
- K. Program as scheduled.
- L. Adjournment, be motion. Majority vote prevails.

**ARTICLE XII – PARLIAMENTARY AUTHORITY**

SECTION 1. The current edition of Robert's Rules of Order shall be the final source of authority in all questions of parliamentary procedure when such rules are not inconsistent with the By-Laws or the Special Rules of the Williamson Chamber of Commerce.

**ARTICLE XIII – CONTRIBUTIONS**

SECTION 1. Under no circumstances shall this organization contribute monies to charitable causes, general fund raising campaigns or political issues and/or candidates.