

Abernathy Chamber of Commerce

By-Laws

ARTICLE I – Name

The name of this organization shall be the Abernathy Chamber of Commerce.

ARTICLE II – Object

The Abernathy Chamber of Commerce is organized for the purpose of advancing the commercial, industrial, civic, and general interest of the City of Abernathy, the Counties of Hale and Lubbock and the respective trade areas.

ARTICLE III - Limitation of Methods

The Abernathy Chamber of Commerce shall be nonpartisan and nonsectarian, and shall take no part in or lend its' influence or facilities, either directly or indirectly, to the nomination, election or appointment of any candidate for office in city, county, state or nation, nor shall any meetings of a political nature whatsoever be held within the premises occupied by or under the control of the Abernathy Chamber of Commerce.

ARTICLE IV - Membership

Section 1. Any reputable person, association, corporation, partnership or estate may subscribe to membership in the Abernathy Chamber of Commerce.

Section 2. Prospective members may be presented and elected at any meeting of the Board of Directors and shall pay a membership fee based on applicable rates set by the Board of Directors.

Section 3. Distinction in public affairs shall confer eligibility to honorary membership; honorary membership shall include all the privileges of active membership, except that of holding office, with exemption from the payment of dues. Election to honorary membership shall require the affirmative vote of the Board of Directors. An honorary membership may be revoked by the Board of Directors at any time.

Section 4. Applications for membership may be taken by any member, and the application shall be regarded as a guarantee on the part of the applicant of his/her interest in and sympathy with the purposes of the Abernathy Chamber of Commerce, and of his/her adherence, if elected, to its' by-laws, rules and regulations. Election to membership shall require the affirmative vote of the Board of Directors.

Section 5. Members may be expelled by the Board of Directors for cause or budget subscriptions within a reasonable time as fixed by the Board of Directors. No member may be expelled without the opportunity of hearing before the Board of Directors at a proposed time and place and after a reasonable notice. A quorum of all directors shall be necessary to expel a member. An expelled member shall have the right to appeal to the entire Chamber of Commerce and upon his written request, he must be allowed to make such an appeal at the next annual meeting or special meeting within thirty days of such a request.

Section 6. Nonpayment of dues after ninety days and 2 notices will automatically cause a member to be expelled.

ARTICLE V – Meetings

Section 1. The Board of Directors may provide for holding membership meetings whenever it may be considered necessary or desirable.

Section 2. The Board of Directors shall call a membership meeting upon petition signed by not less than ten percent of the members.

Section 3. The annual meeting of the Chamber of Commerce shall be held near the end of the fiscal year. The fiscal year runs from May 1st until April 30th of the following year.

Section 4. At all membership meetings, five percent of the members in good standing shall constitute a quorum.

Section 5. Notice of both regular and special meetings shall be given to each member in person or by mailing to the last known address at least ten days prior to such meeting, with the exclusion of emergency meetings.

Section 6. All bills incurred by the Abernathy Chamber of Commerce shall be presented at the regular monthly meeting, the second Wednesday of each month, for approval of payment by the general membership. Any emergency payments shall be first approved during a meeting of the Board of Directors, where a quorum is present.

ARTICLE VI - Board of Directors

Section 1. The government of the Abernathy Chamber of Commerce, the direction of its work and the control of its property shall be vested in a Board of Directors consisting of nine (9) board members and four (4) officers. Included officers shall be a President, Vice President, Secretary and Treasurer, which shall be elected from the membership at large. The board members will be elected from and by the active membership at the Election Meeting of the members as hereinafter provided. The Board of Directors may adopt rules for conducting the business of the Chamber of Commerce.

Section 2. Terms of Office – The terms of Board of Directors shall be three (3) years for 1/3 of the members, two (2) years for 1/3 of the members and one (1) year for 1/3 of the members and shall begin at the adjournment of the Election Meeting of the membership and shall extend until the adjournment of the next Election Meeting. One-Third of the directors shall be elected annually.

Section 3. Nominating Committee – A nominating committee of not less than three (3) members shall be appointed by the President thirty (30) days prior to the election whose duty it shall be to nominate from the members of the Chamber of Commerce.

Section 4. Attendance Requirements – All Officers shall be determined to have vacated their positions and shall not be eligible for re-election if such individual misses more than three (3) meetings, or two (2) consecutive meetings of the Board of Directors. The Board of Directors, at its discretion, may waive this attendance requirement if valid circumstances have prevented an individual's attendance at meetings of the Board of Directors.

Section 5. Voting – Each director shall be entitled to one vote. Voting by proxy shall not be allowed.

Section 6. Meetings – They shall meet not less frequently than once a quarter, at such regular time and place as will be determined by them. Seven (7) of the thirteen (13) Directors shall constitute a quorum. Special meetings, or a call for mail, email, facsimile or other wire votes, of the Board of Directors may be called from time to time by the President of the Board of Directors for matters arising between meetings of the Board of Directors.

Section 7. Vacancies – The Board of Directors shall have the authority to fill any Director vacancy. In filling vacancies, the Board of Directors shall consult with the Nominating Committee.

Section 8. Limitation on Holding Office – No person shall hold more than one position on the Board of Directors.

ARTICLE VII - OFFICERS

Section 1. The officers of the Abernathy Chamber of Commerce shall be: President, Vice President, Secretary, and Treasurer. Each officer must be a member in good standing of the Abernathy Chamber of Commerce.

1. President – The President shall be elected annually by the membership at the Election Meeting. The President shall supervise, coordinate and direct the activities, programs and staff of the Abernathy Chamber of Commerce. The President shall preside at all meetings of the Board of Directors and monthly membership meetings, promote and foster the interests of the Abernathy Chamber of Commerce, and perform the duties customarily required of such an officer as assigned by the membership or Board of Directors.
 - a. The President shall serve from the time of his or her election to the election of his or her successor, but shall not serve for more than two (2) consecutive years.
 - b. The office of President shall carry no salary; however, the President shall be reimbursed for expenses incurred in the performance of the duties of the President, subject to approval of the Board of Directors.
2. Vice President – At the Election Meeting of the membership there shall be elected a Vice President who shall have such duties as may be assigned to them by the President or the Board of Directors. In the absence of the President, the Vice President shall preside at meetings of the Board of Directors and monthly membership meetings, and shall succeed to the Presidency in the event of the death or disability of the President. Such succession shall not preclude election of the Vice President to a full term as President. The Vice President shall not serve for more than two (2) consecutive years.
3. Secretary – The Secretary shall be elected by the membership at the Election Meeting. The Secretary shall act as secretary of the Abernathy Chamber of Commerce and shall perform such other duties as are assigned by the Board of Directors or the President. The Secretary shall not serve for more than two (2) consecutive years.
4. Treasurer – The Treasurer shall be elected by the membership at the Election Meeting. The Treasurer shall have charge of and be responsible for the funds of the Abernathy Chamber of Commerce. The Treasurer shall furnish such bond as may be required by the Board of Directors. The Treasurer shall be responsible to insure that, at least annually, full financial disclosure of Abernathy Chamber of Commerce operations, including that of any subsidiary or affiliated organizations related thereto, is provided to

the Board of Directors. The Treasurer shall not serve for more than two (2) consecutive years.

Section 2. Terms of Office – The terms of office of all officers shall commence upon the adjournment of the Election Meeting of the membership and shall continue until the adjournment of the next Election Meeting of the membership. Officers shall be eligible for re-election in accordance with these bylaws.

Section 3. Limitation on Holding Office – No person shall hold more than one position as an Officer of the Abernathy Chamber of Commerce. No person shall serve more than two (2) consecutive years in the same office.

Section 4. Vacancies – The Board of Directors shall have the authority to fill any officer vacancy.

Section 5. Attendance Requirements – All Officers shall be determined to have vacated their positions and shall not be eligible for re-election if such individual misses more than three (3) meetings, or two (2) consecutive meetings of the Board of Directors. The Board of Directors, at its discretion, may waive this attendance requirement if valid circumstances have prevented an individual's attendance at meetings of the Board of Directors.

ARTICLE VIII – Amendments

Section 1. This constitution may be amended by a majority of the members in good standing in attendance at any regular or special membership meeting, provided that such proposed amendments shall be plainly stated in the call for the meeting at which they are to be considered.

Section 2. Due notice by mail to every member of any meeting at which such amendments are to be considered must be given at least ten days prior to the time of the meetings.

ARTICLE IX - Enactment

This constitution shall be effective immediately following its' adoption by a majority vote of the members of the Abernathy Chamber of Commerce present at a meeting duly called for the purpose; and when so adopted shall supersede all previous constitutions and amendments thereto which are hereby annulled.

