

BY LAWS

Article 1

Name

This Association shall be known as the Gouverneur Chamber of Commerce.

Article 2

Composition and Object

It shall be composed of the labor, agricultural, commercial, industrial and professional interest of the community, whose object it shall foster and unite our established enterprises and industries, as well as to assist in the establishment of new ones and also to promote the welfare of Gouverneur and vicinity.

Article 3

Membership Qualifications

Section 1-- Any person, firm, corporation, trade union or association interested in the growth and general prosperity of Gouverneur or its immediate vicinity, shall be eligible to membership.

Article 4

Management and Control

Section 1 — The management and control of the Chamber of Commerce shall be in the hands of a Board of Directors and in it the committees of the various interests represented in the membership.

Section 2 — There shall be 15 directors, who at the inception of the Association, shall be chosen as follows: Vacancies shall be filled at monthly meetings for the existing unexpired terms.

Section 3 – On April 1st, the nominating committee shall convene and nominate a slate for President, Vice President and Executive Director /Treasurer.

Section 4 – If the employment of a Executive Director for full time is found advisable and is authorized by the Chamber of Commerce, then the Board of Dirctors shall have the authority to go outside the Chamber of Commerce.

Section 5 – Committees shall consist of allied interest and shall at all times cover Labor, Agricultural, Manufacturing, Mining, and Retail Trade interest.

Section 6 – Each Committee shall organize with a Chairman and shall have full charge of things pertaining to its direct interests.

Section 7 – Committees having matters to bring to the Chamber of Commerce shall submit same to the Board of Directors by majority and minority interest if such exists and on approval of said Board shall bring same before the Chamber of Commerce.

Section 8 – Committees should at all times have representation on the Board of Directors.

Section 9 – The Agricultural, Manufacturing, Mining and Retail Trade Committee shall in like manner be composed of members directly interested and handle their interest as separate bodies and bring same before the Chamber of Commerce by submission to the Board of Directors.

Section 10 – Routine expenses of Committees, when approved by the Board of Directors, shall be paid by the Chamber of Commerce.

Article 5

Quorums

Section 1 — Eight Directors shall constitute a Quorum at meeting of Directors.

Section 2 — Twenty members shall constitute a quorum at meetings of the Chamber of Commerce.

Article 6

Order of Business

Section 1 -- The Order of Business at both Directors and general meeting shall be as follows:

Roll Call

Reading minutes of the last meeting and corrections

Report from Executive Director /Treasurer

Reports from Committees

Old Business

New Business

Adjournment

Article 7

Duties of the Offices

Section 1 — The President or in his absence, the Vice President in the order of their seniority shall preside at all meetings of the Chamber of Commerce and of the Board of Directors.

Section 2 — The President, by and with the approval of the Board of Directors, shall appoint such committees and bureaus as will facilitate the work of the Chamber of Commerce.

Section 3 — The Executive Director shall have full charge of the records, shall compile and maintain a complete list of membership, assist in the procuring of the same, collect the fees and dues, and shall notify of meetings of the Chamber of Commerce and of the Directors and to the committee members notices of their appointments. The Executive Director shall receive for such services such compensation as may be deemed advisable by the Board of Directors.

Section 4 — The Executive Director shall have the custody of the moneys of the Chamber of Commerce but shall deposit same to its credit, with the right to withdrawal. They shall on order of the President, pay all properly audited bills and accounts and keep a proper record of same and when his term of office expires or on the demand of the Board of Directors turn over to successor or to said Board, all books of account, vouchers, bills and money belonging to the Chamber of Commerce.

Section 5 — The office of any Director who shall be absent from 3 meetings of the Board of Directors, shall be subject to action by the Board of Directors.

Article 8

Dues

Section 1 — The annual dues shall be, per year, payable in advance to the Ex Director on or before the annual meeting of each year, as follows:

Business less than 100 employees- \$85.00

Business more than 100 employees- \$100.00

Second business from same owner may join at 1/2 price.

Section 2 — Members not current with dues at the annual meetings, shall not be eligible for office, nor shall they be entitled to vote at elections.

Section 3 — Members who are in arrears on dues three months subsequent to the annual meeting, shall thereby forfeit their membership, provided, however, that notice of such forfeitures be mailed or given at least five days before a meeting at which such action might be proposed or taken.

Article 9

Expulsion

Section 1-- The Chamber of Commerce shall have the power to expel any member thereof for conduct unbecoming a member of such Chamber of Commerce but the accused member shall have a reasonable notice of the charge and an opportunity to explain and defend same.

Article 10

Meetings

Section 1 — The annual meeting of the Chamber of Commerce shall be held in early May of each year Thus our Annual Banquet.

Section 2 — Regular monthly meeting shall be held at a time and place designed by the newly elected President.

Section 3 — Special meeting of the Chamber of Commerce shall be held at the call of the President and in his absence , the Vice President, at such hours as may seem necessary when such emergency arises.

Section 4 — Committees may determine for themselves what meetings they shall have, but it is recommended that they meet at least once each month.

Section 5 — No regular meetings are provided for the Chamber of Commerce, with the idea that as Committees will have full charge of the investigation of matters that particularly affect them, such regular meetings are unnecessary, but special meetings of the Chamber of Commerce may be called by the President on at least 24 hour notice, which notice shall be emailed, mailed, or handed to the members and questions or business specified therein. On written request to ten members special meetings of the Chamber of Commerce must be called by the President, notice of same to be given as provided heretofore.

Section 6 — Any member intending to present to the Chamber of Commerce a resolution or subject to be considered at a regular or special meeting shall send a written summary to the Ex Director, in order that a brief statement thereof may be embodied in the notice of the meeting.

Article 11

Changes in the By-Laws

Section 1 — These By -Laws may be amended by application of at least five members of the Chamber of Commerce, at any meeting of the Chamber of Commerce, provided a notice giving the BY- Laws as it now reads and as it is Proposed to amend to each member of the Board of Directors, five days before the meeting and a majority vote of those present and voting is in the affirmative.