**A. Bylaws**

**Article I – General**

Section 1. Name and Organization:

This organization is incorporated under the laws of the State of Illinois as a nonprofit corporation as defined in Section 501(C)(6) of the Internal Revenue
Code and shall be known as the Grafton Chamber of Commerce.

Section 2. Mission and Purpose:

The Grafton Chamber of Commerce (GCC) is a community organization designed to meet community needs. It is a voluntary organization of businesses and individuals serving to advance economic, civic and educational interest in the Grafton Community. The primary functions of the GCC are:

1. To stimulate the orderly growth and economic development of the community.
2. To encourage the business community to do things which make the area more attractive and conducive to a better business and tourism climate.
3. To represent the business community in relation with government entities.

Section 3. Limitations of Methods:

1. The GCC shall be nonpartisan, non-sectarian and shall take no part in or lend its influence to the nomination, election or appointment of any candidate for political action.
2. No officer or member shall commit the Chamber on a question of policy without first receiving formal approval of the members.

**Article II – Membership**

Section 1. Eligibility:

Any reputable firm having an established business in or near Grafton or any individual having an interest in the previously stated mission and purpose of the GCC shall be eligible to apply for membership. Membership applications must be in writing and approved by the Executive Committee.

Section 2. Dues:

Regular membership dues shall be payable and approved by the membership in advance, annually. The dues amount shall be determined by the Executive Committee. Dues are due on or before January 1 and become delinquent on February 1.

New members who join in January through March will pay the dues for an entire year. Those joining after April 1 will pay 50% of the regular annual dues.

Section 3. Termination of Membership:

Any member who shall fail to pay dues within thirty (30) days from the date due (January 1) shall be given written notice of non-payment. Upon expiration of thirty days from the date of the mailing, such member may be expelled from the Chamber by a majority vote of the Executive Committee.

Section 4. Voting:

Each Regular Member firm or Individual or Family Membership in good standing shall be entitled to one vote in all elections of officers as well as motions made at regular meetings.

**Article III – Meetings**

Section 1. Regular Meetings:

Regular Membership Meetings will be held on the second Monday of each month (beginning in January 2016) at a time and place as determined by the President. Meetings shall begin at 6:00 pm. If the President and Executive Committee determine that no meeting is needed for a specific month, notice will be sent to the membership at least seven (7) days prior to the scheduled meeting. Special meetings can be called by the President as needed.

Section 2. Executive Committee Meetings:

Executive Committee Meetings shall be called by the President as needed.

Section 3. Quorums:

At Regular Membership Meetings, 10% of the membership shall constitute a quorum. At any Executive Committee Meeting three members shall constitute a quorum. At all Committee Meetings, a majority shall constitute a quorum.

**Article IV – Board of Directors**

Section 1. Compositions:

The Executive Committee shall consist of the Presidents from the two prior terms and President, Vice President, Secretary and Treasurer.

Section 2. Elections of Officers:

Elections will be held at the November Regular Business Meeting

Section 3. Management:

The Executive Committee shall set policy and make decisions for the Chamber in cooperation with appropriate chairpersons. Specifically, they shall:

1. Establish a dues structure for membership approval.
2. Propose the Annual Budget.
3. Meet as specified in the Bylaws.

**Article V – Duties of Officers**

Section 1. Duties:

The duties of the officers shall be such as their titles, by general usage, would indicate and such as are required by law, and such as may be assigned to them by the Executive Committee from time to time.

Section 2. President:

The President is responsible to the Executive Committee to make certain that policies established by the Board, to include the Annual Program of Projects, are put into effect and carried out as may be appropriate, and shall recommend such changes in procedures and policies, as he/she deems appropriate to the Executive Committee. He/She shall, along with the other members of the Executive Committee, prepare an Annual Budget.

He/She shall preside at all meetings of the Executive Committee as well as Regular Membership Meetings. He/She shall be responsible for presenting an agenda for each meeting, working closely with the Vice President to assure that all members are fully informed on Association activities.

He/She shall be an ex officio member of all committees and attend such meetings as may be necessary or convenient, but shall not be expected to attend all of them.

He/She shall make certain that he/she visit, in person, each new business opening in Grafton and welcome them warmly and invite them to be our guest at the next Regular Membership Meeting. He/She shall work with the other community groups and organizations on behalf of the Chamber.

Section 3. Vice-President:

The Vice President shall handle the following general areas of responsibility:

1. Membership growth
2. He/She shall act in the absence of the President
3. He/She shall serve as the principle contact person for businesses and industries and other prospects requesting information on the area. He/She shall also keep the City Hall informed of companies considering Grafton as a potential business or manufacturing site.

Section 4. Secretary:

The Secretary shall perform the following duties:

1. Take minutes at all Executive Committee Meetings and Regular Membership Meetings.
2. See that all minutes of Executive Committee Meetings and Regular Membership Meetings are filed with the Chamber records.
3. Maintain Chamber files and archives.
4. Maintain the calendar of Chamber meetings and activities.
5. Deliver meeting notices to all members 3-5 days before each Regular Membership Meeting.

Section 5. Treasurer:

1. Receive and disburse funds and shall deposit all funds in the Association’s account in the Jersey State Bank, Grafton Facility. He/She shall keep regular accounts of financial concerns of the Chamber and render a monthly statement to the Executive Committee.
2. Make financial reports at each Regular Membership Meeting.
3. Write checks to vendors as requested by the President. All checks must have the signature of two (2) officers.

**Article VI - Committees**

In addition to the Executive Committee, the Grafton Chamber of Commerce shall have various approved events committees as appointed by the President of the Chamber. The Chairperson of each committee will also serve on the Marketing and Events Committee which will be chaired by the President.

Section 1. Duties of the Marketing and Events Committee:

1. To plan dates for the following years special events
2. To meet with other Grafton entities such as City Hall, Jaycees, Khoury League, American Legion, to set dates for all community functions to avoid possible calendar conflicts.
3. Report to the Executive Committee as well as the Regular Membership Meetings.
4. Co-ordinate advertising.

Section 2. Special Committees:

Special events and projects committees will be appointed by the President as needed or determined by the Executive Committee.

**B. Polices and Procedures**

**Article 1 – General**

The following Policies and Procedures will serve as a basic guide in the operation of the Chamber.

Section 1. Operation:

Policy control of the Chamber is vested in the Executive Committee. All policies and programs are the responsibility of the Executive Committee as approved by the Membership. The business management of the Chamber is the responsibility of the President who must operate within the guidelines set forth by the Executive Committee.

Section 2. Budget:

The Annual Budget will be initially prepared by the Executive Committee to be submitted to the Membership at the January Membership Meeting. The budget will be administered by the Treasurer.

After approval of the budget by the Membership, it shall be the responsibility of the Executive Committee to supervise receipts and make disbursements within limits set by the budget. Variation from the fixed budget must have the President’s approval, pending final approval and adoption by the Executive Committee. An audit of the Chamber funds shall be made at least once a year by a committee appointed by the Executive Committee.

Section 3. Standard Agenda for Regular Membership Meetings:

1. Call to order by the President
2. Reading of the minutes of previous meeting by Secretary
3. Financial Report
4. Committee Reports
5. Old Business
6. New Business
7. Adjournment

Section 4. Parliamentary Procedures:

The proceedings of the Chamber meetings shall be governed by Roberts Rules of Order.

Section 5. Revisions:

These bylaws may be amended or altered by a majority of the members at any regular or special meeting, providing the notice for the meeting includes the proposals for amendments. Any proposed amendments or alterations shall be submitted to the board or the members in writing, at least ten (10) days in advance of the meeting at which they are to be acted upon.

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Revised January 19, 2015

Revised October 19, 2015 to change meeting date to second Monday