

Bertram Chamber of Commerce
By Laws

Article I

Name

Section 1.1 The name of this organization shall be the Bertram Chamber of Commerce.

Article II

Object

Section 2.1 The Bertram Chamber of Commerce is organized for the purpose of advancing the commercial and civic welfare of the city of Bertram and its trade area both economically and culturally, and to promote tourism.

Article III

Membership

Section 3.1 Any person, association, corporation, partnership, or estate may subscribe to membership in the Bertram Chamber of Commerce.

Section 3.2 Proposed members shall pay membership dues. Businesses, individuals, and non-profit organizations are the categories of membership.

Section 3.3 Any person, firm, association, or corporation eligible to membership may acquire more than one membership by payment of the annual dues of each such membership, and may designate an individual to represent each membership, subject to the approval of the board of directors.

Section 3.4 Each membership shall have one vote for all voting purposes of the Chamber. Business members who wish to add voting members may add additional attendees as individual members.

Section 3.5 Any person, firm, association, or corporation holding one or more memberships shall have the right at any time to change any or all its representatives upon written notice to the Chamber of Commerce.

Section 3.6 Members may be expelled by the board of directors by a majority vote for cause, or for nonpayment of dues after such dues have been in arrears after 2+ notices have been sent.

Section 3.7 The board of directors shall determine from time to time the amount of annual dues payable to the Chamber of Commerce by the members of each class.

Article IV
Meetings

Section 4.1 The annual business meeting of the membership shall be held within sixty days after the end of each fiscal year, at such time as may be determined by the Board of Directors, for the purpose of electing officers and directors and for the transaction of any and all such other business as may properly be brought before or submitted to this meeting. Any and all business of any nature of character whatsoever may be transacted, and action may be taken thereof, at any annual meeting, except as otherwise provided by law or by these Bylaws.

Section 4.2 Bertram Chamber of Commerce will meet monthly (as practical) for networking, education/information, and projects.

Section 4.3 The Board of Directors shall meet quarterly or as determined by the President. Directors shall be notified of the time and place of the meeting at least five days (5 days) prior to the meeting.

Section 4.4 Twenty percent (20%) of the membership of the Chamber shall constitute a quorum at any membership meeting. Fifty percent (50%) of the total number of directors with voting rights shall constitute a quorum at any Board of Directors meeting. If a quorum is not present at any meeting of the Board of Directors, the meeting may proceed with discussion only.

Article V
Board of Directors

Section 5.1 The affairs, activities, and business of the corporation shall be managed by the board of directors. Only elected officers shall be voting members of the Chamber of Commerce. Officer terms are three years with a term limit of six years. Once an officer completes two successive terms, he or she will be ineligible to serve again for a period of three years. The elected officers shall select a board member from the City of Bertram, Burnet Consolidated Independent School District, Burnet County, and PEC. The makeup of appointed directors may be changed by elected officers as appropriate, and appointed directors shall be non-voting members. The past president shall be an honorary, non-voting member of the board of directors. At the annual meeting, the nominating committee shall qualify and elect a president, vice-president, a treasurer, a secretary, and a social media director to serve during the ensuing term. The directors shall have the power to fill all interim vacancies on the board.

Section 5.2 Members of the board of directors of the Bertram Chamber of Commerce shall be nominated and elected in the following manner:

For years where any officer position is up for election, a nominating committee of not less than three (3) members of the Chamber of Commerce shall be appointed by the president during the last board meeting of the year. A request to submit nominees will be sent to all members by the

end of December. It shall be the duty of the nominating committee to nominate candidates from the members of the Chamber of Commerce.

Section 5.3 All voting shall be by ballot – by mail, email, or in person. The nominees with the majority votes shall be elected.

Section 5.4 The chairman of the nominating committee will notify the nominees and outgoing officers of the election results.

Section 5.5 The board of directors shall meet at least quarterly, the time to be determined by the board. Absence by a board member from three consecutive board meetings, without an excuse deemed valid by the board of directors, shall be construed as a resignation and the position will be deemed vacant. Appointment to fill the vacancy will be made by the board of directors.

Article VI Officers

Section 6.1 The President shall preside at all meetings of the Chamber and of its Board of Directors. He/she shall perform such duties incident to his/her office and recommend such action as he/she believes will increase the effectiveness of the organization. The outgoing president, if no longer an officer, may serve as “Immediate Past President” and is a non-voting member of the Board of Directors for the following year. This is an exception to the ineligibility period described herein

Section 6.2 The Vice President shall assume such responsibilities as may be assigned by the President, and, in the absence of the President, shall serve in his/her stead.

Section 6.3 The Treasurer shall receive and disburse the funds of the Chamber and shall keep all moneys of the Chamber deposited in its name. Monthly, the Treasurer shall make reports to the Board of Directors.

Section 6.4 The Secretary shall cause to be kept the minutes of each meeting of the Board of Directors in proper form and shall attest official papers. The Secretary shall perform other duties as may be assigned by the Board of Directors.

Section 6.5 Director of Social Media – the Director of Social Media shall promote the Chamber and its events and member businesses on Social Media as directed by the Board of Directors.

Section 6.6 No person may hold more than one office concurrently. The officer duties outlined above are minimum requirements and additional duties shall be assigned as appropriate.

Article VII
Committees

Section 7.1 The board of directors shall authorize and define the powers and duties of all committees.

Section 7.2 The president shall appoint all committees, subject to confirmation by the board of directors.

Article IIX
Dues

Section 8.1 Membership dues are payable annually and due no later than March 1.

Article IX
Budget

Section 9.1 The voting members of the Board of Directors shall compile a budget for each year. Such budget shall be passed by the board of directors, and with or without modification, this budget shall be the appropriations measure of the Chamber. No committee may exceed its appropriation without approval of the board of directors.

Article X
Funds

Section 10. 1 No disbursement of funds of the Chamber shall be made unless the same shall have been approved, authorized, and ordered by the Board of Directors, except that, upon approval of the budget, the President may be authorized to make disbursements on account of expenses provided for in the budget, without an additional approval by the Board of Directors. All disbursements shall be made by check signed by two officers.

Article XI
Fiscal Year

Section 11.1 The fiscal year shall end the 31st day of December.

Article XII
Parliamentary Procedure

Section 12.1 The proceedings of the Chamber meeting shall be governed by and conducted according to the latest edition of Robert's Manual of Parliamentary Rules.

Article XIII
Amendments

Section 13.1 A proposal to amend the bylaws may be instituted by a 2/3 vote of members present.