

**BYLAWS OF THE
FALL RIVER VALLEY CHAMBER OF COMMERCE**

Revised February 17, 2012
(Ratified May 12, 2014)

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**BYLAWS OF THE
FALL RIVER VALLEY CHAMBER OF COMMERCE**

ARTICLE I – GENERAL

Section 1: NAME OF THE CORPORATION

- A. This organization was incorporated and filed August 24, 1950 under the laws of the State of California and shall be known as the Fall River Valley Chamber of Commerce, Inc. The entity identification number is C0247812. The Internal Revenue Code (IRC) is 501(c) (6) and the Tax Identification Number is 94-2206085. This corporation shall hereafter be referred to as the "Chamber". Its principal business shall be maintained in the Fall River Valley, County of Shasta, state of California.

Section 2: MISSION STATEMENT

- A. The Fall River Valley Chamber of Commerce is a non-profit organization dedicated to promoting local trade, business and tourism in the Fall River Valley area for the benefit of our members and the citizens of our community.

Section 3: AREA OF INTEREST

- A. The Chamber's primary geographic area of interest shall be the Fall River Valley. It is the intent of the Fall River Valley Chamber of Commerce to maintain collaborative and cooperative relationships with all Chambers of Commerce within the County for the benefit of the business community.

Section 4: OBSERVATION OF LAW

- A. This Chamber shall observe all local, state and national laws, which apply to non-profit organizations.

ARTICLE II – MEMBERSHIP

Section 1: ELIGIBILITY FOR MEMBERSHIP

- A. Any persons 18 years of age and over, association, firm, corporation, partnership or estate having an interest in the stated purposes of the Chamber shall be eligible to apply for membership.

Section 2: APPLICATION FOR MEMBERSHIP

- A. Applications for membership shall be in writing, on forms provided for that purpose, and signed by the applicant.

Section 3: INVESTMENT FEES (ANNUAL DUES)

- A. Membership investment fees shall be at such a rate, schedule or formula, prescribed by the Board of Directors as an annual fee based on a calendar year.
- B. A statement will be sent by Postal mail or Internet email informing each member that investment fees are due and payable and shall be sent to all members during the month of November. If investment fees are not received by anniversary date of the year that they are due, the member shall be declared delinquent and a written notice of delinquency will be sent by Postal mail or Internet email to the member. Note voting privileges shall be suspended until payment is received.
- C. A member whose investment fees are delinquent may be reinstated by payment of delinquent dues via cash, check or credit card.
- D. Newcomers to the area who wish to become members of the Chamber shall have their annual investment fees prorated on a monthly basis for the balance of the year.
- E. General Membership: Participating business membership. Investment fees are required and general membership has one (1) vote.

- F. Individual Membership: Participating non-business owner. Investment fees are required and individual membership has one (1) vote.
- G. Associate Membership: Participating non-profit or government agency. Investment fees are required and associate membership has one (1) vote.
- H. Honorary Membership: Participating member appointed by the Board of Directors. Investment fees are not required and honorary membership does not have a vote.

Section 5: TERMINATION OF MEMBERSHIP

- A. A membership shall be terminated automatically upon death or resignation of the member.
- B. Any member may resign from the Chamber upon written request to the Board of Directors.
- C. Unless otherwise extended for good cause, any member **may** be removed from the Chamber rolls by a minimum of 51% of the seated Board of Directors present at a regularly scheduled meeting for non-payment of investment fee after thirty (30) days from the due date and upon the recommendation of the Membership Secretary.
- D. In the event of a complaint against a member after due notice in writing and an opportunity for a hearing are afforded the member complained against, any member **may** be expelled from membership by a simple majority of the full Board of Directors at a regularly scheduled meeting at the discretion of the Board.
- E. Memberships that are terminated more than once after chronic, multi-year non-payment of investment fee, may at the discretion of the Board, be asked to pay the equivalent of two (2) years member investments in advance, prior to approval of active membership status.

Section 6: VOTING

- A. Each active member shall be entitled to one (1) vote. The person who shall vote as the representative of the membership firm, partnership, association, corporation, or estate shall be designated in writing on a form provided by the Chamber. Voting by proxy shall not be permitted.

Section 7: EXERCISE OF PRIVILEGES

- A. Each firm, association, corporation, partnership, or estate holding membership shall nominate an individual whom the holder desires to represent the association, corporation, partnership or estate in Chamber activities. The nominated individual shall exercise the privileges of holder's membership. The membership holder has the right to change its nominee upon written notice.

Section 8: TRANSFER OF MEMBERSHIP

- A. Membership in the Chamber cannot be transferred.

Section 9: FINANCIAL LIABILITY

- A. No assessment shall be levied upon any member for any purpose. No liability shall exist against any member beyond the payment of the investment fee as provided for in these bylaws.

Section 10: ORIENTATION TRAINING

- A. Orientation training shall include the purposes and activities of this organization. New directors, current directors, committee chairs, committees and new members or other such groups as may be necessary shall receive a regular and timely orientation.

Section 11: HONORARY MEMBERSHIP

- A. Distinction in public affairs, as well as exemplary service to the Chamber, shall determine eligibility for honorary membership. Honorary members shall have all the privileges of members except the right to vote and hold office and shall be exempt from payment of the investment fee. The Board of Directors shall confer or revoke honorary membership by a majority vote. The Board of Directors shall develop criteria to be used in the selection process for honorary membership.

Section 12: DISSOLUTION OF THE CORPORATION

- A. The properties and assets of this corporation are irrevocably dedicated to non-profit purposes. No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or Director of this corporation. On dissolution of the Chamber, any funds remaining shall be distributed to one or more regularly organized or qualified charitable, educational, scientific or philanthropic organizations to be selected by the Board of Directors as defined in Section 501(c)(3) of the Internal Revenue Code.

ARTICLE III - MEMBERSHIP MEETINGS

Section 1: REGULAR MEETINGS

- A. Regular meetings of the membership shall be held on the third (3rd) Tuesday of each month. If the third (3rd) Tuesday of the month falls on a legal holiday or there is a conflict with the date then the meeting may be rescheduled subject to the approval of the Board.

Section 2: SPECIAL MEETINGS

- A. Special meetings of the membership shall be called by the President of the Board, or by the Board of Directors.

Section 3: NOTICES, AGENDAS, MINUTES OF MEETINGS

- A. Written notice of all Chamber meetings must be given at least five (5) days in advance unless otherwise stated. An advance agenda, minutes from the previous meeting and Treasurer's report must be prepared for all meetings and mailed by Postal mail or Internet email to each member. A detailed outline for preparation of both shall be a part of this organization's procedures manual (when complete).

Section 4: QUORUM FOR MEMBERSHIP MEETINGS

- A. At any duly called General Meeting of the Chamber, a minimum of four (4) of the seated directors shall be present to vote in order to transact business by motion or resolution.

Section 5: CONDUCT OF MEETINGS (PARLIAMENTARY PROCEDURE)

- A. All general membership, Board of Directors and committee meetings of the Chamber shall be conducted by parliamentary procedure according to the Revised Robert's Rules of Order [see Attachment A of bylaws]. When such rules of order are not inconsistent with the Articles of Incorporation, these bylaws or the statutes of the State of California, the Revised Robert's Rules of Order will be followed.

ARTICLE IV – BOARD OF DIRECTORS

Section 1: AUTHORITY

- A. The government of the Chamber of Commerce, direction of its work, the control of its finances and property and the control and direction of its President shall be vested in a Board of Directors consisting of not less than six (6) and not more than ten (10) members.

Section 2: TERM OF OFFICE

- A. Ten (10) members shall be elected to serve for two (2) years, or until their successors have qualified and are elected. Officers of the Board of Directors shall be chosen at the regular November Board of Directors meeting by the newly elected directors. Officers of the Board consist of:
 - 1. President
 - 2. Vice-President
 - 3. Secretary
 - 4. Treasurer
 - 5. Membership Secretary
- B. Remaining five (5) untitled directors shall also be elected to serve for two (2) years, or until their successors have qualified and are elected.
- C. An elected director must be elected to a two (2) year term and/or appointed to fill a director vacancy. Members that have distinguished themselves through service to the Chamber may be considered for appointment to

honorary directors, without vote. Honorary Directors shall be in addition to the ten (10) elected or appointed directors. Their term shall be for life unless terminated by resignation and or reasons of misconduct, as determined by convening a meeting of the full Board of Directors. Appointment as an honorary director shall require a minimum of 51% of the seated Board of Directors votes.

Section 3: **DUTIES OF DIRECTORS ON THE BOARD**

A. PRESIDENT OF THE BOARD

1. The President of the Board shall serve as the chief elected director of the Fall River Valley Chamber of Commerce and shall preside at all meetings of the membership and Board of Directors. The President of the Board shall exert supervision over the affairs of the Chamber.
2. The President of the Board shall assign the Vice-President to specific responsibilities.
3. The President of the Board shall, with the advice and counsel of the Vice-President determine all committees, select all committee chairs and where appropriate, assist the committee President in the selection of the committee personnel, all of which are subject to the approval of the Board of Directors.
4. The President of the Board shall be the leader in the effort to determine goals for the Chamber and insure that those goals are met.
5. The President of the Board shall be the official legislative representative and spokesperson of the Chamber of Commerce in all instances and situations when such official representation is appropriate. In the President's absence, the President may appoint a spokesperson.
6. The President of the Board, with the approval of the Board of Directors, shall sign all deeds, contracts, formal documents and other instruments affecting the operation of the Chamber or any of its properties. The names of the President of the Board and the person preparing the minutes shall be included in the minutes of all Chamber meetings.
7. The President of the Board shall be an ex-officio member of all committees.

B. VICE-PRESIDENT OF THE BOARD

1. The Vice-President of the Board will assume all responsibilities of the President of the Board in their absence.

C. SECRETARY OF THE BOARD

1. The Secretary of the Board shall be responsible for:
 - a. Keeping a dated record of all minutes of the General and Board of Directors meetings and actions for the Fall River Valley Chamber of Commerce.
 - b. Keep an accurate record of all members present at the monthly meetings.
 - c. Prepare Board of Director and general membership agendas.
 - d. Advance agenda and Treasurer's report shall be mailed by Postal mail or Internet email to each member three (3) to five (5) days prior to a general membership or Board meeting per Article III, Section 3 of the Bylaws.
 - e. Shall have on-hand at all meetings the current fiscal budget, Bylaws and the historical/current information and correspondences.

D. TREASURER OF THE BOARD

1. The Treasurer of the Board shall record and maintain adequate and correct accounts of the Fall River Valley Chamber of Commerce business transactions, including accounts of its assets, liabilities, receipts, disbursements, and other matters customarily included in financial statements.
2. The Treasurer of the Board shall present at each Board of Directors and general membership meeting, an account of all transactions and the financial position of the organization. The Treasurer will be responsible in providing a Bank Statement at each quarterly meeting of the Board of Directors and the general membership.

3. The Treasurer shall deposit all monies in the name of the Fall River Valley Chamber of Commerce and to the credit of the organization with such depositories as may be designated by the Board of Directors. The Treasurer, along with the President of the Board, will be a designated signer on all bank accounts with the organization in the name of the Fall River Valley Chamber of Commerce. If there is a change in the Board of Director membership pertaining to the signing of a bank account signature card, the Treasurer will be responsible for taking the Chamber board minutes into the bank along with any new signers on the accounts.
4. The Treasurer is responsible for assisting in preparing the budget for the year with the President of the Board and one (1) other member of the Board.

E. MEMBERSHIP SECRETARY OF THE BOARD

1. The Membership Secretary of the Board shall be responsible for maintaining an accurate and current membership roster of the Fall River Valley Chamber of Commerce. A copy of the membership roster will be submitted to the Board of Directors and to the general membership and have on hand at all meetings.
2. The Membership Secretary shall send out membership renewal notices to all members each year as per Article II - Membership, Section 3 of these Bylaws. Upon written notification from the Treasurer, the Membership Secretary shall update the roster annually and resubmit the roster to the Board of Directors and to the general membership.
3. The Membership Secretary shall be responsible for organizing one annual membership drive per year for the purpose of increasing the membership of the Chamber. The Membership Secretary shall have membership application forms available for all new potential members.

Section 4: QUORUM FOR BOARD OF DIRECTOR MEETINGS

- A. A quorum of the Board of Directors shall be a minimum of four (4) of the seated Board. In special circumstances, such as, in the approved absence of a Director, that Director's vote may be taken by Postal mail, Internet email or by telephone, if necessary. Additionally the absent Director may have a representative attend on this behalf and vote on his or her behalf.
- B. Meetings of the Board of Directors shall be the first (1st) Monday of starting in January and every month thereafter. If the first (1st) Monday of the month falls on a legal holiday or there is a conflict with the date then the meeting **may** be rescheduled subject to the approval of the Board. There **may** be no Board of Directors or General meetings for the months of June, July and August.

Section 5: DIRECTOR VOTING ON PUBLIC POLICY (NON-BUSINESS ISSUES)

- A. Reflecting the Chambers stand on a public policy issue, measures to be voted upon invoking matters of general public policy (as opposed to a business-related issue that would affect the membership) shall require a minimum of 51% of the seated director votes of the Directors present.
- B. Prior to such a vote, the Directors present shall debate whether the matter is in fact, a matter of public policy. A majority vote is required to make that determination. A majority vote shall be required on all other matters.

Section 6: MEETING PLACE AND PROCEDURE

- A. Meetings of the Board of Directors shall be held at any place that is designated from time to time by the Board. Any meeting, regular or special, may be held without the physical presence of some or all Directors, by conference telephone or similar communications equipment, as long as all Directors participating in the meeting can hear one another and participate in discussion. Email voting may be allowed subject to prior approval of the Board of Directors.

Section 7: REGULAR MEETINGS

- A. Meetings of the Board of Directors, for any purpose or purposes, may be called at any time by the President of the Board, the President-Elect, or any two (2) Directors.
- B. The Annual meeting of the Chamber shall be held during January of each year. The time and place shall be what the Board of Directors may designate.

Section 8: SELECTION AND ELECTION OF DIRECTORS

- A. Election Committee: At the general meeting in September of the Board of Directors, the President of the Board shall appoint, subject to the approval of the Board of Directors, an Election Committee of at least three (3) members and not more than five (5) members of the Chamber. The President of the Board shall designate the Chair of the election committee.
- B. Prior to the first meeting in October, the Election Committee shall present to the President of the Board a slate of ten (10) Director Candidates to serve two-year terms to replace the five (5) Directors whose terms are expiring. The Election Committee will identify candidates for Chamber Directors. Each candidate must be an active member, in good standing, and must have agreed to accept the nomination and responsibilities of directorship.
- C. Publicity of Director Nominations: Upon receipt of the report of the Election Committee, the President of the Board shall notify the membership by Postal mail or Internet email of the names of the persons nominated as Director Candidates and of the right to petition. A verbal report on the slate of candidates for two (2) year terms shall be made by the Chair of the Election Committee to the Board of Directors at its meeting in September.
- D. Nominations for Director by Petition: Additional candidates can be nominated by a petition bearing the genuine signatures of at least five (5) members in good standing of the Chamber. Such petition shall be filed with the Chair of the Election Committee within ten (10) days after notice has been given to the membership of the Election Committee slate. The determination of the Election Committee as to the legality of the petition(s) shall be final.
- E. If legal petitions are received, the names of all candidates shall be arranged on a ballot in alphabetical order with instructions to vote for only five (5) candidates. The President of the Board shall by postal or internet mail ballot to all active members within five (5) working days of the cutoff of the ten (10) day nominating period.
- F. Determination of Elected Directors: If no petitions are filed within the designated ten (10) day period, the nominations shall be closed and the slate of the Election Committee shall institute an internet vote for the five (5) Board of Director vacancies.
- G. The members shall mark the ballots in accordance with instructions printed thereon and return them to the Chamber office within ten (10) days. The Board of Directors shall at their regular October meeting declare the five (5) candidates with the greatest number of votes, elected.

Section 9: SEATING OF THE NEW DIRECTORS

- A. All newly elected Board members shall be seated but none voting at the regular November Board meeting and they shall be participating members thereafter. Retiring Directors shall continue to serve until the end of the calendar year.

Section 10: DIRECTOR VACANCIES

- A. A member of the Board of Directors, including Honorary Directors, who are absent for three (3) consecutive meetings of the Board of Directors, may automatically be dropped from membership of the Board, unless confined by illness or for some other reason, as approved by a majority vote of those Directors voting at any meeting thereof.
- B. Directors who are dropped from the Board shall receive notification by Postal mail or Internet email which lists the reasons for such action.
- C. Director vacancies shall be filled by appointment by the President of the Board subject to approval of the Board of Directors.

Section 11: INDEMNIFICATION OF DIRECTORS

- A. The Chamber may, by resolution of the Board of Directors, provide for indemnification of any and all of its Directors or former Directors against expenses actually and necessarily incurred by them in connection with the defense of any action, suit, or proceeding; in which they or any of them are made parties, or party, by reason of having been Directors in the Chamber, except in relation to matters liable for negligence or misconduct in the performance of duty and to such matters as shall be settled by agreement predicated on the existence of such liability for negligence or misconduct.

Section 12: REMOVAL AND RESIGNATION

- A. All Directors serve at the pleasure of the Board of Directors and the general membership. A Director **may** be removed with cause by a minimum of a simple majority of votes of the full Board of Directors at a special meeting of the Board and/or its membership. Any Director removed shall receive a letter, signed by the President of the Board which states the reason for removal.
- B. Any Director may resign at any time by giving written notice to the Board of Directors or to the President of the Board. Such resignation shall take effect at the time of receipt of such notice or at any later time specified therein. Unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective.
- C. Any vacancy in any Director position because of death, resignation, removal, disqualification or other cause shall be filled by the President of the Board subject to approval by the Board of Directors and its membership at its next general meeting.

ARTICLE V – COMMITTEES

Section 1: APPOINTMENT AND AUTHORITY

- A. The President of the Board, with the approval of the Board of Directors, shall appoint all committees and committee chairs. The President may appoint such ad-hoc committees and their chairs as are deemed necessary to carry out the programs of the Chamber. Committee appointments shall be at the will and pleasure of the term of the appointing President and shall serve concurrently with the term of the appointing Chair unless a different term is approved by the Board of Directors.
 - a. Standing committees **may** be: (i) annual events (Music Series, Main Street Trick or Treat, Appreciation Dinner, Christmas Parade, etc.); and (ii) Strategic or Planning, as needed.
- B. It shall be the function of committees to conduct investigations and studies, hold hearings, make recommendations to the Board of Directors, and to carry on such activities as may be delegated to them by the Board. Each ad-hoc committee will appoint their own secretary to write an agenda and take minutes for their meetings with a copy to the Board Secretary at the next scheduled General Meeting.

Section 2: LIMITATION OF AUTHORITY

- A. No action by any member, committee or Director shall be binding upon, or constitute an expression of the policy of the Chamber until it has been approved or ratified by the Board of Directors. Committees shall be discharged by the President of the Board when their work has been completed and their reports accepted or when, in the opinion of the Board of Directors, it is deemed wise to discontinue the committees.

Section 3: COMMITTEE FUNDS

- A. Money raising or self-funding events planned during the year by committees must have prior approval of the Board of Directors. All funds collected and expended for such events must be deposited by the Chamber. Committee fund balances are treated as restricted or unrestricted assets of the chamber and are not the property of individual committees.

ARTICLE VI – FINANCES

Section 1: USE OF FUNDS

- A. Funds received by the Chamber that are intended to be used as operating funds shall be placed in a General Operating Fund. The expense for the maintenance and conduct of the organization shall be paid from the General Operating Fund.

Section 2: DISBURSEMENTS

- A. Upon approval of the budget, the President of the Board is authorized to make disbursements on accounts and expenses provided for in the budget without additional approval of the Board of Directors.
- B. Recommendations for expenditures outside the budget shall be submitted to the Board of Directors for approval before payment is rendered. Disbursements shall be by check and shall be signed by the President of the Board or Treasurer.

Section 3: **FISCAL YEAR**

- A. The fiscal year for the Fall River Valley Chamber of Commerce will be from January 01 through December 31, of any given year.

Section 4: **BUDGET PROCESS**

- A. The Strategic Planning Committee along with President of the Board and Treasurer shall propose a budget for the coming fiscal year and submit it to the Board of Directors at the February meeting for approval.

Section 5: **MAINTENANCE AND INSPECTIONS OF ARTICLES, BYLAWS AND OTHER CHAMBER RECORDS**

- A. A copy of the Chamber’s Articles of Incorporation and Bylaws as amended to date shall be maintained in the possession of the Secretary of the Board and shall be on-hand at all meetings.
- B. The Chamber’s books and records of accounts and minutes of the proceedings of its members, Board of Directors and committees of the Board shall be kept in the possession of the Secretary of the Board, or at the main office. The minutes shall be kept in written form and the books and records of accounts shall be kept either in written form or in any other form capable of being converted to written form. The minutes and books and records of account shall be open to inspection upon written demand of any member at any reasonable time during a Board of Director or general membership meeting, for a purpose reasonably related to the member’s interest as a member and shall be on hand at all meetings.

ARTICLE VII – AMENDMENTS

Section 1: **REVISIONS TO BYLAWS**

- A. These Bylaws may be amended or altered by minimum of 51% of the seated Board of Directors, or by a majority of the general members at any regular or special general membership meeting, providing the notice for the meeting includes the proposals for amendments. Revisions shall be submitted to the Board of Directors and to the general members in writing at least ten (10) days in advance of the meeting at which they are to be acted upon.

**These Bylaws were formally adopted by the Fall River Valley Chamber of Commerce Board of Directors on:
March 13, 2014**

[Print name, sign and date below]

Submitted by: _____
President of the Board **Date**

_____ **Date**
Vice-President of the Board

_____ **Date**
Secretary of the Board

_____ **Date**
Treasurer of the Board

_____ **Date**
Membership Secretary of the Board

ATTACHMENT A

ROBERT'S RULES OF ORDER - SUMMARY VERSION FOR FAIR AND ORDERLY MEETINGS & CONVENTIONS

Robert Rules of Order provides common rules and procedures for deliberation and debate in order to place the whole membership on the same footing and speaking the same language. The conduct of ALL business is controlled by the general will of the whole membership - the right of the deliberate majority to decide. Complementary is the right of at least a strong minority to require the majority to be deliberate - to act according to its considered judgment AFTER a full and fair "working through" of the issues involved. Robert's Rules provides for constructive and democratic meetings, to help, not hinder, the business of the assembly. Under no circumstances should "undue strictness" be allowed to intimidate members or limit full participation.

The fundamental right of deliberative assemblies requires all questions to be thoroughly discussed before taking action. The assembly rules - they have the final say on everything. Silence means consent.

- Obtain the floor (the right to speak) by being the first to stand when the person speaking has finished; state Mr. /Madam President. Raising your hand means nothing, and standing while another has the floor is out of order. Must be recognized by the President before speaking.
- Debate cannot begin until the President has stated the motion or resolution and asked "are you ready for the question?" If no one rises, the President calls for the vote.
- Before the motion is stated by the President (the question) members may suggest modification of the motion; the mover can modify as he pleases, or even withdraw the motion without consent of the seconder; if mover modifies, the seconder can withdraw the second.
- The "immediately pending question" is the last question stated by the President. Motion/Resolution - Amendment - Motion to Postpone.
- The member moving the "immediately pending question" is entitled to preference to the floor.
- No member can speak twice to the same issue until everyone else wishing to speak has spoken to it once.
- All remarks must be directed to the President. Remarks must be courteous in language and deportment - avoid all personalities, never allude to others by name or to motives.
- The agenda and all committee reports are merely recommendations. When presented to the assembly and the question are stated, debate begins and changes occur.

THE RULES

Point of Privilege: Pertains to noise, personal comfort, etc. - may interrupt only if necessary.

Parliamentary Inquiry: Inquire as to the correct motion - to accomplish a desired result, or raise a point of order

Point of Information: Generally applies to information desired from the speaker: "I should like to ask the (speaker) a question."

Orders of the Day (Agenda): A call to adhere to the agenda (a deviation from the agenda requires Suspending the Rules)

Point of Order: Infraction of the rules, or improper decorum in speaking. Must be raised immediately after the error is made

Main Motion: Brings new business (the next item on the agenda) before the assembly

Divide the Question: Divides a motion into two or more separate motions (must be able to stand on their own)

Consider by Paragraph: Adoption of paper is held until all paragraphs are debated and amended and entire paper is satisfactory; after all paragraphs are considered, the entire paper is then open to amendment, and paragraphs may be further amended. Any Preamble cannot be considered until debate on the body of the paper has ceased.

Amend: Inserting or striking out words or paragraphs, or substituting whole paragraphs or resolutions

Withdraw/Modify Motion: Applies only after question is stated; mover can accept an amendment without obtaining the floor

Commit /Refer/Recommit to Committee: State the committee to receive the question or resolution; if no committee exists includes size of committee desired and method of selecting the members (election or appointment).

Extend Debate: Applies only to the immediately pending question; extends until a certain time or for a certain period of time

Limit Debate: Closing debate at a certain time, or limiting to a certain period of time

Postpone to a Certain Time: State the time the motion or agenda item will be resumed

Object to Consideration: Objection must be stated before discussion or another motion is stated

Lay on the Table: Temporarily suspends further consideration/action on pending question; may be made after motion to close debate has carried or is pending

Take from the Table: Resumes consideration of item previously "laid on the table" - state the motion to take from the table

Reconsider: Can be made only by one on the prevailing side who has changed position or view

Postpone Indefinitely: Kills the question/resolution for this session - exception: the motion to reconsider can be made this session

Previous Question: Closes debate if successful - may be moved to "**Close Debate**" if preferred

Informal Consideration: Move that the assembly go into "**Committee of the Whole**" - informal debate as if in committee; this committee may limit number or length of speeches or close debate by other means by minimum of 51% of the seated Board of Directors present. All votes, however, are formal.

Appeal Decision of the President: Appeal for the assembly to decide - must be made before other business is resumed; NOT debatable if relates to decorum, violation of rules or order of business

Suspend the Rules: Allows a violation of the assembly's own rules (except Constitution); the object of the suspension must be specified.