

Article I – Name

The name of the corporation shall be:

THE BLANCO CHAMBER OF COMMERCE

Article II – Purpose

The original purpose for which this organization is formed is:

- A. To promote the interest of trade and increase the facilities of commercial transaction in the city of Blanco, Texas, and the immediate surrounding territory;
- B. To promote civic interests, economic prosperity and the general welfare of the people of this area;
- C. To be actively involved in local community growth and development.

The published vision is to be the heart and hub of economic development and tourism. The published mission is to promote the economic well-being of local businesses and the business community as a whole, and improve the quality of life for all citizens of Blanco and the surrounding area.

Article III – Limitations

Section 1

The Blanco Chamber of Commerce shall observe all local, state and federal laws which apply to a non-profit organization as defined in Section 501C(6) of the Internal Revenue Code.

Section 2

The Chamber, in all activities, shall remain non-partisan, but may engage in efforts to improve tax laws, promote sound legislation and improvements in governmental affairs.

Article IV – Membership

Section 1

Any person residing in or owning property and/or a firm, association, corporation, or partnership or estate in Blanco County, Texas or anyone doing business or offering a service to residents in Blanco County, Texas may subscribe to membership in the Blanco Chamber of Commerce and may join at any time throughout the year.

Section 2

- A. Membership fees will be established annually by the Board of Directors to cover the following categories:

1. Business Membership – entitles one owner or one partner or one representative to vote as designated on the membership application form. This designee can be changed at any time at the Business owners signed request.
 2. Non-Business Membership – entitles one person to one vote.
 3. Non-Profit Membership – entitles one person to one vote.
- B. Renewal date for all memberships will be annually, on the actual day of the month in which the member originally joined. The authorized employee shall maintain a list of current members.

Section 3

Honorary Membership: Distinction in public affairs shall confer eligibility to honorary membership. Honorary membership shall be limited to ten (10) percent of the membership base. Honorary members shall have all the privileges of members except the right to vote, and shall be exempt from payment of dues. The Board of Directors shall confer or revoke honorary membership by a majority vote.

Section 4

The death, resignation or expulsion of a member shall terminate this membership and any rights pertaining thereto.

- A. Any member may resign from the Chamber upon written request to the Board of Directors.
- B. Any member shall be expelled by the Board of Directors for non-payment of dues after 60 days from date due.
- C. Any member may be expelled by a two-thirds vote of the Board of Directors, at a regularly scheduled meeting after notice and the opportunity for a hearing is afforded the member against whom the written complaint has been made.

Article V – Voting

Section 1

In any proceeding in which voting by members is called for, each member in good standing shall be entitled to cast one vote as outlined in Article IV, Section 2. A member in good standing is a member whose dues are in a current paid status.

Section 2

At all general membership meetings, those members present shall constitute a quorum.

Section 3

At all Board of Director's meetings, a majority of the Board of Directors must be present to constitute a quorum.

Article VI – Fiscal Year

The fiscal year shall be from January 1 through December 31.

Article VII – Membership Meeting

Section 1

The annual meeting of the corporation, in compliance with State Law shall be held during October of each year. The time and place shall be fixed by the Board of Directors and notice thereof emailed to each member, and mailed by U.S. Postal Service to members without email, at least fifteen (15) days before said meeting.

Section 2

Public notice of all regular and special Chamber meetings must be given to all members prior to said meeting. The Agenda will be posted at the Chamber office 2 business days prior to the meeting.

Section 3

The Board of Directors shall call a membership meeting within 30 days upon receipt of a petition signed for that purpose by not less than ten percent of the membership.

Article VIII – Board of Directors

Section 1

The government of the Chamber, the direction of its work and the control of its property shall be vested in the Board of Directors.

Section 2

The Board of Directors is charged with the following responsibilities:

- A. Solicit memberships, develop programs, organize task forces or implement other procedures to carry out its purposes as stated in these by-laws.
- B. Authorize the Treasurer to open and/or maintain checking and/or savings accounts where funds are deposited and where approved expenses are settled. The accounts will be maintained in a depository which is a member of FDIC of FSLIC, as applicable and make lawful disbursements as authorized in these by-laws.
- C. Provide for a Chamber of Commerce office and for the furniture and equipment essential to its function.

Section 3

- A. The Board of Directors shall consist of a body of up to twelve (12) Directors elected by the general membership. To maintain continuity, one half of the Directors at Large will be elected each year for a two year term.
- B. The Board will consist of a President, a Vice-President, a Secretary, a Treasurer, and up to eight (8) Directors at Large. The President, Vice-President, Secretary and Treasurer shall be elected to a one year term.
- C. The Board shall elect the following officers from the Board: President, Vice-President, Secretary and Treasurer.

- D. An Executive Committee shall be comprised of the following: President, Vice-President, Secretary, Treasurer and one (1) at large Board member as elected by the Board of Directors.

Section 4

No person shall be elected to serve as an Officer of a Director of the Chamber unless found to be an active member, or a representative of an active member, in good standing.

Section 5

Three (3) absences by a Director from a Board of Directors meeting, within one calendar year should be construed to be a resignation by that member. Written notice shall be sent to advise the member of his termination of office.

Section 6

Vacancies of incomplete terms of office shall be filled for the remainder of the fiscal year by action of the Board of Directors. If unexpired term is longer than the end of the calendar year, the appointment shall be subject to election by the general membership during the first scheduled election and shall be for the remainder of the unexpired term.

Section 7

The President, with Board approval, may appoint representatives of certain civic groups to serve as ex-officio members of the Board of Directors. Ex-officio members, so appointed, shall neither hold office nor have voting rights by reason of such appointment which shall run through the fiscal year.

Section 8

The Board of Directors shall:

- A. Meet not less frequently than once a month at such regular time and place as will be determined by them;
- B. Adopt Robert Rules of Order for conducting the business of the Chamber;
- C. Authorize and define the powers and duties of all committees and confirm presidential appointments to said committees.

Article IX – Elections

Section 1

New officers and Directors shall be elected in October and their terms of office commence on the following January 1st.

Section 2

The following procedure shall be observed in all elections:

- A. In August, a committee, appointment by the Board of Directors, shall secure names of qualified individuals willing to serve. These names will be submitted to the Board of Directors for approval in September.

- B. The Board of Directors shall post names of all nominees in the local newspaper.
- C. A list with the names (and proposed positions) of all candidates will be mailed to each member with the notice of the October General Membership Meeting by September 25.
- D. Candidates receiving the greatest number of votes shall be elected to office. A tie will be broken by current Board of Directors votes.

Section 3

A formal installation will take place during the regularly scheduled Board of Directors Meeting in January each year.

Article X – Officers

Section 1

The President shall preside at all meetings of the Chamber and the Board of Directors meeting; perform all duties incident to this office and serve as Chief Administrative Officer of the Chamber. He/She shall interpret, within the framework of these by-laws, and subject to approval of the Board, priorities, goals and projects which shall be the major thrusts of his/her administration. The President shall serve as an ex-officio member of all committees. A presidential vote shall be cast only to break a tie vote.

Section 2

The Vice-President shall act in the absence or disability of the President.

Section 3

The Secretary shall keep minutes of all general membership and directors meetings. These minutes shall be typewritten or written in ink and suitably preserved. The preserved minutes shall be dated upon acceptance with corrections, when necessary, and concurred with by vote of the Board of Directors.

Section 4

- A. The Treasurer shall be responsible for all funds controlled by the Chamber and shall present a monthly written report in a standard form. Reports shall be typewritten or recorded in ink and suitably preserved. In the absence of the Treasurer, a report must be available to be read to the Board of the general membership as applicable.
- B. Chamber books shall be subject to inspection by members in good standing with the following procedure:
 - 1. Member shall make request in writing by submitting the “Request to Inspect Chamber Record” form.
 - 2. The request will be granted within ten (10) working days after the signed request is received by the Chamber.
- C. A recapitulation of all income and expenses shall be prepared by the Treasurer immediately upon completion of his/her term of office for use in projecting the following year’s budget.

- D. All files, records of accounts, statements and items pertinent to Chamber business shall be stored in Chamber files.

Article XI – Budget and Finance

Section 1

Prior to the beginning of the fiscal year, the President shall appoint a committee to prepare a proposed budget for the upcoming year. Upon approval by the newly elected Board of Directors, this budget shall be printed and available for the information of the general membership.

Section 2

- A. All disbursement of Chamber funds supported by a receipt shall be by check over the signature of two of the four authorized agents, these being members of the Executive Committee.
- B. Unbudgeted expenses are subject to approval of the Board of Directors. However, the Executive Committee is authorized, without prior approval of the board, to spend up to \$250. for a one-time expense or up to \$25. for a repeating monthly expense if such a need should arise.
- C. The authorized employee will maintain a petty cash account in the office for the purchase of stamps and other incidentals. This fund shall not exceed \$150.00. The authorized employee is responsible to maintain receipts for all expenditures from petty cash.

Article XII – Audit

All Chamber of Commerce records must be audited annually.

- A. The President, with Board approval, shall approval, shall appoint an individual(s) qualified to audit the Chamber books.
- B. Upon completion of his term of office, the Treasurer shall immediately deliver books, bank statements, paid invoices and all financial records to the approved auditor.
- C. The Audit should be completed and books delivered to the new Treasurer no later February 1st.

Article XIII – Dissolution

The Chamber shall use its funds only to accomplish the objectives and purposes specified in these by-laws, and no part of said funds shall inure, or be distributed to the members of the Chamber. On dissolution of the Chamber, any funds remaining shall be distributed to one or more regularly organized and qualified charitable, educational, or philanthropic organizations to be selected by the Board of Directors as defined in IRS Section 50©3.

Article XV – Amendments

The By-Laws of the Blanco Chamber of Commerce may be extended, rescinded, substituted, amended, or added to in the following manner:

- A. Recommendation by a two-thirds vote of the Board of Directors, and
- B. Publication of proposed changes in the local news papers the week preceding when changes are to be considered, and
- C. A majority vote of all members present on the designated date.

These By-Laws have been approved by vote of the General Member on October 8, 2013