

**BYLAWS**  
**OF**  
**EASTERN PLUMAS CHAMBER**  
**OF**  
**COMMERCE**



**Revised to update Current Board Members  
October 2017**



**BYLAWS OF THE  
EASTERN PLUMAS CHAMBER OF COMMERCE  
DBA LOST SIERRA CHAMBER OF COMMERCE  
INCORPORATED**

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BYLAWS for the regulation, except as otherwise provided by Statute or its Articles of Incorporation, of the Eastern Plumas Area Chamber of Commerce.

**ARTICLE I: NAME**

**Section 1.** Name. The name of this corporation is the Eastern Plumas Chamber of Commerce, with its principal business office maintained in the Eastern Plumas County area, California. A non-profit California corporation, this corporation shall hereinafter be referred to as “The Chamber.”

**ARTICLE II: PURPOSE**

**Section 1.** Purposes of The Chamber is:

- a. To promote the civic interests and general welfare of all communities in the Eastern Plumas area, in cooperation with Plumas County recognized Chambers of Commerce, civic, service and fraternal organizations.
- b. To develop, encourage, promote and protect the general economic interests of the Eastern Plumas area.

**Section 2.** Limitation of Purpose: The Chamber, in its activities shall be non-partisan and non-sectarian.

**Section 3:** Equal Application: Each term, phrase or reference whether masculine or feminine in these bylaws shall have equal application and shall not exclude any individual because of sex, race, religion or place of national origin.

**ARTICLE III: MEMBERSHIP**

**Section 1.** Eligibility for Membership: Any business, firm, individual, organization, association, corporation, partnership or estate having an interest in the objectives of The Chamber shall be eligible to apply for membership providing they have no conflict with the aims and purposes of the Chamber of Commerce as determined by the Elected Board of Directors and the *Code of Ethics / Membership agreement (included below and on the website)*

## **CODE OF ETHICS/MEMBERSHIP AGREEMENT:**

### **CODE OF ETHICS**

- *The Eastern Plumas Chamber strives to reinforce and promote a strong business community through sound practices that support social and economic development.*
- *To conduct business affairs with professionalism, skill, honesty, and integrity.*
- *To comply with the rules and regulations prescribed by law and government agencies for the health, safety and welfare of the community.*
- *To keep informed regarding public policies and other essential information which affect our business interests.*
- *To promote the good of the community and recognize the distinction and worth of all businesses and individuals.*
- *The Eastern Plumas Chamber of Commerce is non-Political and Non-Partisan. Our mission is to inform, not participate, promote or advocate on any Political or Partisan topic.*

### **MEMBERSHIP AGREEMENT:**

- *To support the Eastern Plumas Chamber of Commerce*
- *To explain the Chamber concept and recommend its usage to all prospective customers/members.*
- *To cooperate with the Chamber on trade practice programs relating to the industry in which we are involved.*
- *To adhere to simple truth and integrity in advertising and all transactions.*
- *To stand behind the merchandise/products/services sold and to provide service after the sale.*
- *A member conducting business in the State of California and or, is registered as: Corporation, LLC, LP, Partnership or foreign business is required to be registered with the State of California*
- *To provide prompt attention to guarantee/warranty work.*
- *To respond promptly to any complaint, with all effort to reaching a mutually satisfying agreement.*

**Section 2:** Classes of Members: The members of The Chamber shall be classified in three (3) groups as follows:

- a. Business Members: Shall be entitled to one vote for the firm, partnership or corporation.
- b. Non-business Members: Shall have one vote for the organization, association or individual.
- c. Honorary Members and Reciprocal Members: with exemption from the payment of dues; are without voting rights in the affairs of this Chamber

**Section 3:** Membership Rights and Privileges: The rights, interests and privileges of fully paid members are that they shall be entitled to vote, receive all publications, avail themselves of the Chamber facilities where and when appropriate, attend meetings and have the privileges under the agenda item, of public comments, serve on committees and to have the right to display emblems of The Chamber.

- a. Limitation on right to exercise membership privileges: No member shall be entitled to exercise his privileges of membership unless the membership fees are full paid.

**Section 4:** *Termination of Membership: Membership in The Chamber may be terminated after notice and opportunity of hearing. Any member may be expelled from The Chamber for conduct in conflict with these stated bylaws, by a two-thirds vote of the Board of Directors or for non-payments of their membership dues to the Chamber.*

#### **ARTICLE IV: MEMBERSHIP FEES**

**Section 1:** Annual Membership Fees: Membership dues for each classification of member shall be set by the Board of Directors who may review the dues structure from time to time and make necessary changes.

**Section 2:** Membership Year: Dues shall be payable by the beginning of the July 1 - June 30 fiscal year. A new member joining the Chamber within the last six (6) months of the fiscal year will pay a fee of 50% for the current fiscal year. All unpaid accounts over 90 days delinquent may call for suspension of the member.

**Section 3:** Reinstatement: A business or non-business member may be reinstated by a majority vote of the Board of Directors upon payment of current and delinquent membership dues.

#### **ARTICLE V: BOARD OF DIRECTORS**

**Section 1:** The corporate powers of The Chamber shall be exercised, its business and affairs directed, and its property controlled by a Board of Directors, composed of a minimum of seven (7) elected members and no more than fifteen (15) elected members.

**Section 2:** Any member in good standing shall be eligible to hold a position on the Board of Directors.

**Section 3:** Elected Directors shall be elected for a three (3) year term on a fiscal-year basis, with one-third of the elected directors being elected each year. Elected directors may succeed themselves for as many successive terms as they may be re-elected.

**Section 4:** Any vacancy of an elected Directors shall be filled by a majority vote of the Board of Directors, for an appointed candidate, for the remaining term of the Director replaced.

**Section 5:** A majority of the existing members of the Board of Directors constitutes a quorum.

**Section 6:** Any Director that misses three consecutive meetings of the Board without appropriate notice to the Board, may be removed by a majority vote of the Board.

**Section 7:** All new Directors of the Board to be given and familiarize themselves with, the By-laws and Directors job descriptions.

**Section 8:** The Executive Director shall be staff to the Chamber and manage the daily operations of the Chamber. The Executive Director shall be responsible for coordinating the implementation of the Chamber's policies and projects and such other duties as the Board may require, under the terms of the Executive Director's Job Description. The Executive Director shall be present at meetings of the Board. The Executive Director shall be entitled to one vote.

## **ARTICLE VI: OFFICERS**

**Section 1:** The officers of the Chamber shall be elected annually by the incoming Chamber Board and shall consist of a: President, Vice-President, Secretary and Treasurer. Directors in good standing of The Chamber are eligible to hold an elective office.

**Section 2:** Term of Office: Elective officers shall hold office for a term of one (1) year and may be re-elected. The President shall hold office for two (2) consecutive years initially and may be re-elected for an additional year with a majority vote of the board.

**Section 3:** The President shall be chief officer for the Chamber; shall preside at meetings of the Board of Directors; shall have general supervision of the business and affairs of the Chamber; shall assist in formulating and promoting the general program and obligation of the Chamber. The President shall submit an annual written report by mail or email of the yearly activities of the Chamber to the membership by July.

**Section 4:** The Vice-President, in the absence of the President, shall preside at all meetings of the Board and shall perform such other powers and duties as may be from time to time assigned by the Board.

**Section 5:** The Secretary shall keep at the principle office or such other place that the Board may order, a book of minutes of all meetings of the Board and it's committees with the time and place of holding, the names of those present and the proceedings of the meeting. The Secretary shall keep at the principle office of the Chamber, the original or copy of the Chamber's Articles and Bylaws as amended to date.

**Section 6:** The Treasurer is Chief Financial Officer of the Chamber and shall keep and maintain adequate and correct accounts of the properties and business and financial transactions of the Chamber, including a purpose annual budget, quarterly financial statements and arrange for an annual compilation, in-house or otherwise as necessary. The Treasurer shall have such other duties as may be assigned by the Board.

**Section 7:** No committee or officer of the Chamber shall represent or commit the Chamber in advocacy of or opposition to any project, nor shall any committee resolution be considered binding upon the Chamber without specific authorization of the Board of Directors.

**Section 8:** No committee of the Chamber or any member thereof shall contract any debt in its behalf which shall in any manner or to any extent render the Chamber liable for the payment of any sum, unless the same shall have been budgeted or approved by the Board of Directors.

## **ARTICLE VII: MEETINGS**

**Section 1:** The Board of the Chamber may hold regular and special meetings. Regular meetings shall be held once a month. The date for the next month's regular meeting will be chosen by the majority of the voting board members present at each regular meeting.

**Section 2:** Special Meetings: Special meetings of the Board may be called at any time by any voting member or by written request of a majority of the Board, provided that written notices of such special meeting stating the purpose and the time and place thereof shall be given at least three (3) days in advance to each member of the Board of Directors.

**Section 3:** General Membership Meeting: General membership meetings shall be held at least once yearly, at a time and place to be designated by the Board of Directors, and shall be open to all interested persons.

**Section 4:** Quorum: At all meetings of the membership a majority of the members thereof shall constitute a quorum for the transaction of business.

## **ARTICLE VIII: COMMITTEES**

**Section 1:** Authorization and Appointment: The Board of Directors shall authorize and define the powers and duties of all standing and special committees of The Chamber. The President shall appoint all committees, subject to confirmation by the Board.

**Section 2:** Executive Committees: The Executive Committee will consist of the President, Vice-President, Treasurer, Secretary and Executive Director. It shall have the power to exercise any function delegated to it by the Board to expedite the work of the Chamber between regular meetings. A majority of its membership shall constitute a quorum.

## **ARTICLE IX: BUDGET AND FINANCE**

**Section 1:** The Chamber shall operate on a fiscal-year basis commencing on July 1 and extending through June 30.

**Section 2:** The Treasurer and Executive Director shall annually prepare and approve a budget for submission to the Board of Directors.

**Section 3:** Membership funds shall be deposited in banks designated by the Board. Disbursements shall be made by checks bearing the signatures of any one of the following two officers: President and Vice-President. A financial report will be submitted at least once a month at the Board meetings.

#### **ARTICLE X: AMENDMENTS**

**Section 1:** These bylaws may be amended or repealed, or new bylaws may be adopted by a majority vote of the Board of Directors, provided copies of the proposed amendment, alteration or substitution shall have been submitted to each member of the Board at least ten (10) days prior to the date of the meeting at which it is to be voted upon.

End of Bylaws of: The Eastern Plumas Chamber of Commerce Incorporated

Amended and approved by the Board of Directors on October 9, 2017