

Rockaway Area Chamber of Commerce By-Laws

Mission Statement

The Rockaway Area Chamber of Commerce serves the residents, businesses, non-profit organizations, civic groups, educational institutions, houses of worship, and local governing bodies that make up the Greater Rockaway area. The Chamber is committed to fostering for its communities and members expansion, a vibrant local economy, and enhanced quality of life in 2022.

Purpose:

- To sponsor community and networking events and enhance communication between the residents, businesses, non-profit organizations, civic groups, educational institutions, houses of worship, political entities, and local governing bodies that make up the Greater Rockaway area through marketing.
- To foster businesses growth and expansion through public relations efforts
- To promote volunteerism, charity and leadership
- To advocate for public policies at the local, county, and state level that benefit the business community in the Greater Rockaway Area
- To serve as a central information source for business in the greater Rockaway area
- To help new businesses come to market.

By-Laws

Article I. **Membership**

Section 1: Eligibility

Full Members: Any person, association, corporation, partnership, or estate occupying a residence or physical office space within the Rockaway, NJ area or a recognized bordering municipality. Other recognized bordering municipalities are: Wharton, Dover, Denville, and Mine Hill.

Section 2: Rights and benefits

A. The term of all memberships, shall be 1 year and coincide with the month their membership started.

B. Full members have all the rights and benefits granted by these bylaws.

Section 3: Application for membership

Applications for membership shall be submitted to the Executive Director in written or electronic form and commenced upon payment of any applicable dues.

Section 4: Dues

Membership dues shall be established by the board of directors prior to the new fiscal year (January). Membership dues shall be at such rates, schedule or formula as may be from time to time prescribed by the board of directors, payable in advance. Payment must be submitted to chairman or treasurer via cash, check, money order, or electronic means.

Section 4: Termination (Resignation, expulsion, and delinquency)

- (1.) Any member may resign from the chamber upon written notice to the board of directors;
- (2.) Any member shall be expelled by the board of directors by a two-thirds vote for nonpayment of dues after 90 days from the date due, unless otherwise extended for good cause;
- (3.) Any member may be expelled by a two-thirds vote of the board of directors, at a regularly scheduled meeting thereof, for conduct unbecoming a member or prejudicial to aims or

repute of the chamber, after notice and opportunity for a hearing are afforded the member complained against.

Section 5: Voting

In any proceeding in which voting is called for, each full member who has been in good standing for the previous sixty (60) days shall be entitled to cast one (1) vote.

Article II. **Meetings**

Section 1: Annual Meeting

The annual meeting of the corporation, in compliance with any applicable state law, shall be held during the fourth quarter of each year. The time and place shall be fixed by the board of directors and written notice to each member at least ten (10) days before said meeting.

Section 2: Additional Meetings (general membership, board, and committee meetings)

General meetings of the chamber may be called by the Chairman of the Board.

(a) Written notice of special meetings shall be sent to each member at least five (5) days prior to such meetings;

(b) Board meetings may be called by the chairman of the board or by the board of directors upon written application of 3 members of the board. Written notice, including the purpose of the meetings, shall be given to each director at least one (1) day prior to said meeting;

(c) Committee meetings may be called at any time by the chairman of the board, respective department vice chairmen, or by the committee's chairman.

Section 3: Quorums

At any duly called general meeting of the chamber, 10% of full members shall constitute a quorum; at a board meeting, a majority of directors present shall constitute a quorum; at committee meetings, a majority shall constitute a quorum except when a committee consists of more than 9 members. In that case, 5 shall constitute a quorum.

Section 4: Notices, Agendas, Minutes

Written notice of all chamber meetings must be given at least 5 days in advance unless otherwise stated.

Article III.
Board of Trustees

The government and policy making responsibilities of the chamber shall be vested in the Board of Trustees, which shall control its property, be responsible for its finances, and direct its affairs.

Section 1: Selection of Board of Trustees

A. Titles of Board of Trustees

The Board of Trustees shall consist of a Chairman, Vice President, Secretary, Treasurer, and Executive Director. However, if more than 5 board members are voted in, each shall have voting rights.

B. Selection, Election, and Terms of Board of Trustees

All members eligible to vote shall elect a Chairman, Vice President, Secretary and Treasurer. At least one (1) full member in good standing must nominate candidates for each. Terms for all executive board members are one (1) year. The election for Chairman, Vice President, Secretary, and Treasurer shall take place in the fourth quarter. The board shall appoint an Executive Director.

C. Eligibility for Board of Trustees

Candidates nominated for any Board of Trustee position shall be full members of good standing for a minimum of sixty (60) days.

D. Removal From Office

A member of the Board of Trustees shall be removed from office only if they violate the organization's bylaws, legal statute, or if two-thirds of eligible voting members petition the board to remove them.

E. Resignations & Line of Succession

In the event that the Chairman of the Board of Trustees resigns or is removed from office, the Vice President shall assume the Presidency for the remainder of the unexpired term. If the Vice President, Secretary, or Treasurer resigns or is removed from office, all eligible members shall elect a replacement for the remainder of the unexpired term. Candidates shall be nominated by at least one (1) member in good standing. Members shall then vote on which candidate to nominate to the unexpired term for the remainder of the term.

Article IV.

Officers

Section 1: Reorganization

The Board of Trustees (new and retiring) at its regular January meeting shall reorganize for the coming year. All officers shall take office on the first day of the new fiscal year (annual) and serve until their successors assume the duties of office. They shall be voting members of the Board of Trustees.

Section 2: Duties of Officers

A. Chairman: The Chairman shall be the chief administrative and executive officer. The Chairman shall serve as advisor to the chairman of the board and program of work committee on program planning and shall assemble information and data and prepare special reports as directed by the program of the chamber. The Chairman shall be a member of the board of directors, the Board of Trustees, and all committees. The Chairman shall be responsible for administration of the program of work in accordance with the policies and regulations of the board of directors. The chairman shall be responsible for hiring, discharging, directing, and supervising all employees. With the cooperation of the program of work committee and budget committee, the chairman shall be responsible for the preparation of an operating budget covering all activities of the chamber, subject to approval of the board of directors. The Chairman shall also be responsible for all expenditures with approved budget allocations.

B. Vice President: The Vice President shall serve as an adviser to the Chairman and shall run meetings in the Chairman's absence. The Vice President shall be a voting member of the Board of Trustee and will be the chief marketing officer also.

C. Secretary: The Secretary shall prepare notices, scheduling, agendas, and minutes of board meetings of the board. Secretary will work with chairman on special projects. The secretary will also be responsible for social media activities.

D. Treasurer: The Treasurer shall be responsible for the organization's finances and shall be tasked with keeping track of and recording all pertinent finances. The treasurer will also be responsible for researching and proposing revenue-raising activities.

A. Executive Director: The Executive Director shall advise the board, perform duties assigned by the Chairman and serve as a tie-breaker in the event of a tie vote on any issue. The executive director will also oversee the chamber's technological activities.

Article V.

Finances

Section 1: Funds

All money paid to the chamber shall be placed into its checking account.

Section 2: Disbursements

Upon approval of the budget, the chairman is authorized to make disbursements on accounts and expenses provided for in the budget without additional approval of the board of directors.

Disbursements shall be by check. However, when appropriate, the chairman may also designate the treasurer to disperse funds.

Section 3: Fiscal Year

The fiscal year of the chamber shall close on December 31.

Section 4: Budget

As soon as possible after the election, the new Board of Trustees (or budget committee if preferred) shall adopt the budget for the coming year and submit it to the members for approval.

Section 5: Audit

The accounts of the chamber of commerce shall be audited every five (5) years as of the close of business on December 31 by a public accountant. The audit shall always be available to members of the organization within the offices of the chamber.

Article VI

Dissolution

Section 1: Procedure

The chamber shall use its funds only to accomplish the objectives and purposes specified in these bylaws, 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, scientific, or philanthropic organizations to be selected by the board of directors as defined in IRS Section 501(c)(3).

Article VII. Amendments

Section 1: Revisions

These bylaws may be amended or altered by a two-thirds vote of the Board of Trustees or by a majority of the members at any regular or special meetings, provided that 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.

Article VIII. Miscellaneous

Section 1:

1. Annual dues for 2022 are \$150, however, if a second family member joins with a different business, the total cost for both business combined will be \$275.

Section 2: Monthly meeting presentation

1. For 2022, a paid member may provide a longer presentation for up to 15 minutes for a fee of \$50
 - a. For board members, there is no charge for this presentation. Limit one per calendar year.

Section 3: Number of board members

1. There can be up to 9 members on the board of trustees.
2. The other board positions not listed above will be voted on by board of trustees for the new board member(s).

Last Revised: January 20, 2022