

BY LAW

I. NAME AND OBJECTIVES:

1. The name of this organization shall be The Ashern and District Chamber of Commerce.
2. The objectives of The Ashern and District Chamber of Commerce shall be to promote and improve trade and commerce and economic, civic and social welfare of the district.
3. The usual place of meeting shall be in the Town of Ashern.
4. The Ashern and District Chamber of Commerce shall be non-sectional and non-sectarian and shall not lend its support to any candidate for public office.

II. INTERPRETATION:

5. Wherever the words “The Chamber” occur in these by-laws, they shall be understood to mean “The Ashern and District Chamber of Commerce” as a body.
6. Wherever the words “The Executive” occur in these by-laws, they shall be understood to mean “The Executive of the Ashern and District Chamber of Commerce”.
7. Wherever the word “District” occurs in these by-laws it shall mean that area, within and for which this Chamber was established, as defined in the Certificate of Registration under the Boards of Trade Act.
8. The “Annual General Meeting” shall mean the meeting held once a year in October with open attendance to all members and public in attendance.
9. The “General Meeting” shall mean the meeting held on a monthly basis with open attendance to all members.
10. The “Executive Meeting” shall mean the meeting of 2 or more Executives held when necessary to carry on business of the Chamber.

III. MEMBERSHIP:

11. Any reputable person directly or indirectly engaged or interested in trade, commerce or the economic and social welfare of the District shall be eligible for membership of the Chamber.
12. Associations, Corporations, Societies, Partnerships, or Estates, directly or indirectly engaged or interested in trade, commerce or the economic and social welfare of the District may become members of the Chamber.

13. Membership shall continue from the time of admittance until a member has resigned in accordance with the provisions of these by-laws or has been removed from the roll of members by action of the Executive.

14. Any member of the Chamber, who intends to retire therefrom or to resign his membership, may do so, at any time, upon giving to the secretary ten days notice in writing of such intention, and upon discharging any lawful liability which is standing upon the books of the Chamber against him at the time of such notice.

15. The Executive may remove from the roll of members the name of any member failing to pay his annual dues within thirty days from the date of renewal.

16. Persons who have distinguished themselves by some meritorious or public service may be elected Honorary Members by a majority vote of the Chamber. Such recognition shall be for the term of one year and may be repeated. Honorary membership shall include all privileges of active membership except that of holding office, with the exemption from the payment of annual dues.

17. Any member of the Chamber may be expelled by a majority vote of the Executive.

IV. DUES AND ASSESSMENTS:

18. The annual dues payable by members of the Chamber shall be determined annually by the Executive subject to the approval of the general meetings whenever a change in the original amount is involved.

19. Other assessments may be levied against all members, provided they are recommended by the Executive and approved by a majority of the members present at a general meeting of the Chamber. The notice calling such general meeting shall state the nature of the proposed assessment.

V. OFFICERS AND EXECUTIVE:

20. The Officers shall: a president, 1st vice-president; 2nd vice-president; secretary; treasurer; and web-master, and shall be elected from among the members each year at the annual general meeting by ballot and shall form the Executive. They shall remain in office for one year or until their successors shall be appointed but no such officer or member of council shall hold the same office for more than four years in succession. The retiring president shall be ex-officio, a member of the Executive.

21. If one of the Executive dies or resigns his office or is absent from three consecutive meetings of the Executive the Executive may at any meeting thereof, elect a member of the general membership in the place of the member who had died or resigned or is absent.

22. Any officer may be suspended from his office or have his tenure of office terminated if, in the opinion of the Executive, he is grossly negligent in the performance of his duties, provided however, that any officer so suspended or whose tenure of office has been terminated, shall be at liberty to appeal the decision of the Executive directly to the Membership at the next general meeting.

23. The Executive shall have the general power of administration. It may make or authorize petitions or representations to the Government or Parliament of Canada, the Government of Legislature of the Province, or others, as it may determine or as may be required by vote of majority of members present at any meeting.

24. The Executive shall, in addition to the powers hereby expressly conferred on it, have such powers as are assigned to it by any by-law of the Chamber provided, however, that such powers are not inconsistent with the provision of the Boards of Trade Act.

25. Any three (3) or more members of the Executive, lawfully met, shall be a quorum and a majority of such quorum may do all things within the powers of the Executive.

26. Executive shall frame such by-laws, rules and regulations as appear to it, best adapted to promote the welfare of the Chamber, and shall submit them for adoption at a general meeting of the Chamber called for that purpose.

27. The Executive, or at his request, the President, may appoint committees or designate members of the Chamber or others, to examine, consider and report upon any matter or take such action as the Executive may request.

28. The Executive any suspend any chairman from office or have his office terminated for just cause. Any committee may be terminated by the Executive.

29. No paid employee of the Chamber shall be a member of the Executive. Officers of the Chamber shall receive no remuneration for services rendered, but the Executive may grant any of these said officers reasonable expense monies.

30. The meetings of the Executive shall be open to all members of the Chamber, who may attend, but may not take part in any of the proceedings.

31. No public pronouncement in the name of the Chamber may be made unless authorized by the executive or by some person to whom the Executive has delegated this authority.

32. (a) The President shall preside at all meetings of the Chamber and Executive. He shall regulate the order of business at such meetings, receive and put lawful motions, and communicate to the meeting what he may think concerns the Chamber. The President shall with the Secretary/Administrator, sign all papers and

documents requiring signature on behalf of the Chamber unless someone else is designated by the Executive. It shall be the duty of the President to present a general report of the activities of the year at the Annual Meeting.

(b) The 1st Vice-President shall act in the absence of the President and

(c) The 2nd Vice-president shall act in the absence of the President and the 1st Vice-president and in the absence of the three of these officers aforesaid the meeting shall appoint a chairman to act temporarily.

(d) The Treasurer shall have charge of all funds of the Chamber and shall deposit, or cause to be deposited, the same in a chartered bank, out of such funds he shall pay amounts approved by the Executive and shall keep a regular account of the income and expenditures of the Chamber and shall submit an audited statement thereof for presentation to the annual general meeting and at any other time required by the Executive. He shall make such investment of the funds of the Chamber as the Executive may direct.

(e) The Secretary shall be responsible to the Executive for the minutes and agenda of the Chamber's business affairs.

(f) The Administrator shall be responsible to the Executive for keeping the books of the Chamber, conducting its correspondence, retaining copies of all official documents and shall perform all such other duties as properly pertain to his Executive. He shall maintain an accurate record of the proceedings of the Chamber and of the Executive. At the expiration of his office, the Administrator shall deliver to the Chamber all books, papers and other property of the Chamber. If there shall be no Administrator in office these duties will then fall upon the responsibilities of the Secretary.

(g) Any two of the following officers, namely the President and Secretary and Treasures may sign all notes, drafts and cheques.

VI. MEETINGS:

33. The Annual Meeting of the Chamber shall be held in the month of October in each year at the time and place determined by the Executive. At least two weeks notice of the Annual Meeting shall be given.

34. Regular General Meetings of the Chamber shall be held at least 10 times in each year at the time and place designated by the Executive. At least one week notice of such meeting shall be given.

35. Special General Meetings of the Chamber may be held at any time when summoned by the President, or requested in writing by any three members of the

Executive, or any ten members of the Chamber. At least one days notice of such meeting shall be given.

36. The Executive shall meet from time to time as may be necessary to carry on the business of the Chamber.

37. Notices of all meetings, naming the time and place of assembly, shall be given by the Administrator/Secretary. E-mail communications to the member by the Administrator/Secretary or by a committed designated for that purpose and instructed by the Administrator/Secretary shall constitute sufficient notice.

38. At any Annual or General Meeting ten members shall be a quorum and, unless otherwise specifically provided, a majority of members present shall be competent to do and perform all acts which are, or shall be, directed to be done at any such meeting.

39. Minutes of the proceedings of all General and Executive meetings shall be entered in books to be kept for that purpose, by the Administrator/Secretary.

40. The entry of such minutes shall be signed by the person who presides at the meeting at which they are adopted.

41. All books of the Chamber shall be opened at all reasonable hours to any member of the Chamber, free of charge.

VII. VOTING RIGHTS:

42. Every member in good standing present at any general meeting shall be entitled to one vote.

43. Voting at Executive or General Meetings shall normally be by a show of hands, or if requested by the Chairman, by a standing vote. A roll call shall be taken, if requested by five members provided such request received approval of two-thirds of the members assembled.

44. The presiding officer shall vote only in case of a tie. Upon an appeal being made from a decision of the presiding officer, the vote of the majority shall decide.

45. Motions or amendments shall be carried at any Executive or General meeting by a majority vote unless otherwise provided in these by-laws.

VIII. BY-LAWS:

46. By-laws may be made, replaced or amended by a majority of the members of the Chamber present at any general meeting, notice of such proposal having been given in writing by one member and seconded by another at previous General meeting and duly entered as a minute of the Chamber.

47. Such By-laws shall be binding on all members of the Chamber, its officers and all other persons lawfully under its control. They shall come into forces and be acted upon only when they have been approved and adopted by a vote at a General Membership meeting.

IX. AFFILIATION:

48. The Chamber, at the direction of the Executive, shall have power to affiliate with The Canadian Chamber of Commerce, The Manitoba Chamber of Commerce or any other organization in which membership may be in the interests of the Chamber.

X. FISCAL YEAR:

49. The fiscal year of the Chamber shall commence on the 1st day of October in each year.

XI. AUDITORS:

50. Auditors shall be appointed by the members present at the Annual Meeting and they shall audit the books and accounts of the Chamber at least once in each year. An audited financial statement shall be presented by the Treasurer at each Annual Meeting and at any other time required by the Executive.

XII. PROCEDURE:

51. Parliamentary procedure shall be followed at all General and Council meetings in accordance with the "Rules of Order" by Bourinot.