

CONSTITUTION AND BY LAWS OF
CALHOUN FALLS CHAMBER OF COMMERCE

Article I. NAME AND OBJECT

1. The name of the organization shall be, CALHOUN FALLS CHAMBER OF COMMERCE, and this organization shall be properly incorporated under the laws of the State of South Carolina as an eleemosynary institution.
2. The purpose of this organization shall be:
 - (a) To encourage civic pride
 - (b) To promote economic development
3. This Association in its activities shall be non-partisan and shall not lend its support to the election or appointment of any candidate for public office.

Article II. MEMBERSHIP

1. Any reputable person, association, corporation, partnership or estate shall be eligible for membership in the CALHOUN FALLS CHAMBER OF COMMERCE.
2. Members may be elected at any regularly scheduled meeting with approval of a majority of the membership and payment of the membership fee.
3. Membership fees shall be set at \$25.00 for individuals and \$50.00 for all others. Membership fees shall be due commencing each fiscal year or upon joining.
4. Any member shall be dropped by the Board of Directors for non-payment of dues or expelled after notice and opportunity for hearing, for conduct unbecoming to a member.
5. No member of this organization shall be personally liable for any of the obligations, debts or contracts of this Association except to the extent and amount of the membership to be paid by such member.

Article III. BOARD OF DIRECTORS

1. The full control of affairs of the CALHOUN FALLS CHAMBER OF COMMERCE, the right to define and determine its policies and to enact all rules, regulations for its government, shall be exercised by a Board of Directors.
2. Any Director who shall miss three consecutive meetings of the Board of

Directors without being duly excused by the Board of Directors, shall be automatically dropped for non-attendance and his place shall be filled as provided for in Section 5 of this Article.

3. The Board of Directors may authorize the organization of committees within the Association membership for the purpose of special activities under such rules and regulations as the Board may prescribe.
4. A majority of the Board of Directors shall constitute a quorum at and Directory meeting.
5. Any vacancies in the board of Directors may be filled by the membership at any regularly scheduled meeting.
6. Board of Directors shall meet not less than once every three months.

Article IV. ELECTIONS AND TERMS

1. In electing Directors, each membership shall have one vote.
2. No member shall be entitled to vote in elections until his dues have been fully paid.
3. The Board of Directors shall be composed of 5 (five) elected members.
4. The terms of office for the Board of Directors shall be for three years with members of the initial permanent Board elected for the following terms: 2 (two) for three years, 2 (two) for two years, and 1 (one) for one year.
5. Nominations shall be made prior to election by means of nominations from general membership at a meeting for this purpose.
6. Should any tie occur, a second vote will be taken for that place and as many additional votes as may be necessary to elect the proper member.

Article V. DUTIES OF OFFICERS

1. Within ten days after the beginning of the fiscal year, the Directors shall meet and elect officers for the ensuing year. A President, Vice President, Secretary and a Treasurer. All officers may be elected from the members of the Board of Directors **and** the membership at large.
2. President: The President shall preside at all meetings of the Association and Board of Directors, and perform all duties incident to this office. He/she shall be subject to the approval of the Board of Directors, appoint all committees and

shall be an ex-officio member of all committees.

3. Vice President: The Vice President shall act in the absence of the President. In the absence of both the President and Vice President, a member of the Board shall be chosen to act temporarily.
4. Secretary: The Secretary shall conduct official correspondence, preserve all books, documents and communications and maintain an accurate account of the proceedings of the association, the Board of Directors and all committees.
5. Treasurer: The Treasurer shall receive all monies due the Association and under the direction of the Board of Directors, shall deposit, invest, and disburse the same. He shall not pay out any of the funds of the Association except voucher countersigned by the President.

Article VI. COMMITTEES

1. The Board of Directors shall authorize and define the powers and duties of all committees.
2. The President shall appoint all committee chairpersons subject to confirmation by the Board of Directors.
3. At committee meetings the majority shall constitute a quorum.

Article VII. MEETINGS

1. Special meetings of the membership may be called by the President or the Board of Directors upon published notice in local paper not less than three days prior to such meeting.
2. Fifteen (15) members present shall constitute a quorum for the Association membership.

Article VIII. FISCAL YEAR

1. The fiscal year shall begin on October 1. The membership drive shall take place in October followed by election of new Directors.

Article IX. BUDGET

1. As soon as possible after the last Association meeting in each fiscal year, the executive committee shall compile a budget of estimated expenses for submittal to the newly elected Board of Directors. Ass passed by the Association this budget shall be the appropriation measure of the Association. Disbursements

made within the budget shall require the approval of the President and the Treasurer. Expenses in excess of budget appropriations shall require the approval of the Board of Directors.

Article X. AMENDMENTS

1. The constitution and by-laws may be amended by a two-thirds vote of those present at any regular or special meeting of the Association membership provided notice of the proposed change shall be given to the membership not less than thirty (30) days prior to such meeting.

Article XI. DISSOLUTION

1. In the event of the dissolution of the CALHOUN FALLS CHAMBER OF COMMERCE, all assets remaining after settlement of outstanding debts shall revert to the Calhoun Falls Recreation Association.