

Wetaskiwin
Chamber
Of
Commerce

BY-LAWS

April 8th, 2002

Revised February 26th, 2007

ARTICLE I – NAME AND OBJECTIVE

1. The name of this organization shall be the Wetaskiwin Chamber of Commerce.
2. The objectives of the Wetaskiwin Chamber of Commerce shall be to encourage economic growth and tourism growth in the City of Wetaskiwin.
3. The Wetaskiwin Chamber of Commerce shall be non-partisan, non-sectional, and non-sectarian.
4. The Wetaskiwin Chamber of Commerce, as an organization, shall refrain from any partisan political activity and shall not give or lend its support to any candidate for public office. The name of any member in his or her official capacity shall not be used in connection with any political or other interest other than the regular work of the Wetaskiwin Chamber of Commerce.

ARTICLE II – INTERPRETATION

1. In these By-Laws the word “Chamber” shall be understood to mean “The Wetaskiwin Chamber of Commerce”.
2. In these By-Laws, the word “By-Laws” shall be understood to mean “By-Laws of the Wetaskiwin Chamber of Commerce”.
3. In these By-Laws, the word “Wetaskiwin” shall be understood to mean the “City of Wetaskiwin & District”.
4. In these By-Laws, the word “Board” shall be understood to mean the “Directors of the Wetaskiwin Chamber of Commerce”.
5. In these By-Laws, the word “Voting Member” shall be understood to mean “a business who is entitled to one vote at any Annual, Special, or General Meeting when a representative from that business is in attendance at any such meeting”.
6. In these By-Laws, the word “Full Member” shall be understood to mean “a voting member who is entitled to one vote at any Annual, Special, or General Meeting when a representative from that business is in attendance at any such meeting and shall have access to the full range of services provided by the Chamber, including services available through membership in the provincial Chamber of Commerce upon payment of an Affiliation Fee as outlined in these By-Laws”.

ARTICLE III – MEMBERSHIP

1. Membership to the Chamber is available to any business located within the City of Wetaskiwin or its immediate trading area that has paid the applicable membership fee as determined by the Board of Directors.
2. Each business which has paid the membership fee set by the Board of Directors shall be entitled to one voting membership and have access to the full range of services provided by the Chamber including services available through the Chamber’s membership in the provincial Chamber of Commerce.
3. From the time of admittance, a member shall be governed by these By-Laws, shall be subject to all obligations, and shall enjoy all rights provided by these By-Laws.
4. Membership shall cease at such point in time that the member’s business ceases to carry on business.
5. Any member may withdraw from membership in the Chamber by giving ten (10) days’ notice in writing of such intention, and upon discharging any lawful liability which is standing upon the books of the Chamber against such member at the time of such notice. The member shall then be removed from the membership roll.

ARTICLE IV – MEETINGS AND VOTES

1. Notice of any Annual, Special or General Meeting, specifying the place, time, date and nature of the business, shall be given to all members in the manner provided by these By-Laws. A notice inserted in the newspaper published within Wetaskiwin, or a circular letter mailed to the last known address of each member, shall constitute sufficient notice. The non-receipt of the notice by any member shall not invalidate the proceedings of any such meeting.

2. A quorum at any Annual, Special, or General Meeting shall consist of ten (10) voting members; the members being personally present. The members present at any duly constituted Annual, Special, or General Meeting shall be competent to make decisions on behalf of the Chamber.
3. At any Annual, Special, or General Meeting, every voting member who is personally present shall have one vote.
4. Unless otherwise provided, all matters to be determined at any Annual, Special, or General Meeting shall be decided by a simple majority of votes.
5. At any Annual, Special, or General Meeting, or any regular meeting of the Board, in the case of a tie, the Chairman shall be entitled to cast a deciding vote.
6. An Annual Meeting, of which at least two weeks' notice is given in the manner provided by these By-Laws, shall be held within 120 days of the fiscal year-end at the place, date and time as determined by the Board, to consider and vote on the following matters:
 - a. Election of Officers and Directors
 - b. Approval of the Financial Statement
 - c. Acceptance of final reports and actions of the Board and/or
 - d. Amendment of the By-Laws and/or
 - e. Recommendations submitted by the Board and/or
 - f. Any other matters requested by general membership
7. General Meetings, of which at least seven (7) days' notice is given in the manner provided by these By-Laws, shall be held at the place, date and time as determined by the Board to consider and vote on matters to be brought up by the Board or the general membership.
8. Special Meetings may be held at any place, date or time when summoned by the President of this Chamber, or requested in writing by any three members of the Board of Directors, or any ten members of the general membership. At least twenty-four (24) hours' notice of such meetings shall be given.
9. Minutes of the proceedings of all meetings shall be entered in books to be kept for the purpose by the Secretary.
10. The entry of such minutes shall be signed by the person who presides at the meeting in which they are adopted.
11. All books of the Chamber shall be opened at all reasonable office hours to any member of this Chamber free of charge.

ARTICLE V – ELECTIONS

1. Any
 - a. Owner of a business
 - b. Manager of a business
 - c. Member of a governing board or business
 - d. Employee of a business
 - e. Shareholder of a business, or
 - f. Person appointed by a business to represent the business

Who is a voting member of the Chamber shall be eligible to run for and to hold office on the Board of the Chamber.
2. The Board of Directors shall be composed of persons elected, by ballot or show of hands, at the Annual Meeting in each year. There shall be two directors appointed one by the City of Wetaskiwin and one by the County of Wetaskiwin. These appointed directors will have full voting privileges. No member of the Chamber, including the Executive, may receive any form of compensation excepting reimbursement for expenses incurred that have received prior approval of the Executive.
3. The Board of Directors will consist of a President, Vice President, Second Vice President, Treasurer and up to ten (10) other members shall be elected from among the members each year at the Annual Meeting. The Board shall be elected for a two (2) year term, one-half (of the Directorate retiring each year.
4. The Executive will consist of a President, Vice President, Second Vice President and Past President, selected from among the current Board each year at the first Board meeting following the Annual Meeting. No Director or member of the Executive, with the exception of Treasurer

shall hold the same office more than one term in succession, subject to the wishes of the Executive. The retiring president shall be an ex-officio member of the Executive.

5. Any member of the Board who is absent from three consecutive meetings without prior notification or regrets, will automatically be removed from the Board. Board Members must carry out volunteered, assigned or delegated tasks in good faith and with a reasonable degree of diligence, care and skill. If a Board Member does not carry out their volunteered, assigned or delegated tasks, then the Board has the right to dismiss said member from the Board with a vote and two-thirds majority.
6. The President may, with approval of the Board, appoint a Director to fill any vacancy on the Board of Directors, which may occur during the year. The appointee shall serve out the term of the position held vacant.
7. Any member of the Board may resign at any time providing written notice to the President.

ARTICLE VI – OFFICERS AND BOARD OF DIRECTORS

1. The President of the Chamber, who shall preside at all meetings of the Chamber and its Board shall:
 - a. Regulate the order of business during meetings
 - b. Receive and put lawful motions, and communicate to the meeting
 - c. Vote only in case of a tie
 - d. Present a general report of the business of the year at the Annual Meeting
 - e. Act as an official representative and spokesperson of the Chamber in dealing with the public, other groups or government, and
 - f. Be an ex-officio member of the Board upon retiring.
2. In the absence of the President, the Vice President shall assume the duties and responsibilities of the President. In the absence of both aforesaid officers, a director appointed by the meeting shall assume the duties and responsibilities of the President.
3. The Board shall meet from time to time, as may be necessary, to carry on the business of the Chamber; in any event Board meetings shall be held at least ten (10) times per year. Notice of Board meetings shall be given seven (7) days prior to the respective meetings.
4. At any Board meetings, five (5) members of the Board shall be sufficient to form a quorum and shall be competent to do and perform all acts which are or shall be directed to be done at such meeting.
5. The meetings of the Board shall be open to all members of the Chamber, who may attend and may take part in any of the proceedings, excluding voting on any matters brought before the Board.
6. At meetings of the Board, unless otherwise provided by these By-Laws, all matters shall be determined by a simple majority of votes, with each member of the Board to have one vote.
7. The Board shall have the general power of administration and other authorities assigned to it by the By-Laws of this Chamber.

ARTICLE VII – FINANCES

1. The fiscal year of the Chamber shall end on December 31 of each year.
2. The Board of Directors have the authority to appoint a local accountant to prepare annual non-audited financial statements to present to the membership at the Annual Meeting.
3. All funds of the Chamber shall be deposited in a financial institution selected by the Board.

ARTICLE IX – DISSOLUTION

1. Dissolution by members can only be considered at a Special Meeting called by at least twenty per cent (20%) of the membership.
2. In the event of a call for dissolution, notice of the Special Meeting to consider the dissolution shall be given, as provided for in these By-Laws, thirty (30) days prior to the date of such a meeting.
3. The presence of one-third of the membership at a Special Meeting to consider dissolution shall constitute a quorum.

4. An affirmative vote of a two-thirds majority of the members present shall constitute approval of dissolution.
5. In the event of dissolution of the Chamber, written notice shall be given to the membership and to the municipalities with which the Chamber holds existing agreements that operations shall cease within 120 days.
6. Dissolution by members shall only be considered after the expiration of five (5) years from the commencement of these By-Laws.

ARTICLE X – PROCEDURES

1. Parliamentary procedures shall be followed at all meetings, in accordance with the current edition of “Roberts Rules of Order”.

ARTICLE XI – AFFILIATION

1. The Chamber, at the discretion of the Board of Directors, shall have power to affiliate and maintain membership with the Canadian Chamber of Commerce, the Chamber of Commerce of the Province of Alberta, and any other organization in which membership may be in the interests of this Chamber.

ARTICLE XII – BY-LAWS

1. By-Laws of the Chamber may be made, repealed, or amended by the affirmative vote of a two-thirds majority of the members at any Annual or General Meeting upon recommendation of the Board or the proposal of any member, provided that notice of motion has been given as provided for in these By-Laws.
2. Such By-Laws shall be binding on all members of the Chamber, its officers and directors, and all other persons lawfully under its control.
3. The By-Laws of the Chamber shall not be inconsistent or contradictory to any Act or Law of the duly elected Government.