

Salmon River Chamber of Commerce

Bylaws

As Amended January 14, 2015

Table of Contents

NAME AND PURPOSE3
MEMBERSHIP AND DUES3
OFFICERS AND DIRECTORS.....4
 Directors.....4
 Officers.....4
 President4
 Vice President.....5
 Secretary5
 Treasurer5
 Officer or Director Vacancies6
MEETINGS6
 Regular Meetings.....6
 Special Meetings6
 Executive Committee Meetings.....6
COMMITTEES6
 Finance Committee6
 Advertising Committee7
 Membership Committee7
 Bylaws Committee7
 Salmon River Economic Development Association Committee7
 Mission Statement7
 Vision Statement8
 Salmon River Economic Development Directors Election and Term Limits.....8
 Standing and Special Committees8
EXECUTIVE COMMITTEE8
 Composition8
 Term of office.....8
 Responsibilities9
 Vacancies.....9
MISCELLANEOUS9

NAME AND PURPOSE

This association shall be known and designated as Salmon River Chamber of Commerce.

The purpose of the Salmon River Chamber of Commerce is:

- To promote, develop, and market tourism in Riggins, Idaho and the Salmon River Canyon area as a vacation, recreation, convention, and travel destination;
- To secure and promote cooperative action among its members on all considered agenda items affecting the financial, commercial, civic and industrial interests, and general welfare of the people of Riggins and vicinity;
- To promote Riggins' developed and undeveloped resources, its scenic beauty, climate, healthy environment, wild and national resources including, but not limited to forests, grazing, minerals, manufacturing, and other advantages;
- To encourage the use of local products and the development of local industries.

The Chamber shall not engage in any advertising or promotion of political agendas unless approved by a majority vote at any regular or special meeting.

The Chamber of Commerce does not endorse or promote any religious organization. As a service to the community and travelers, Churches will be given a complimentary listing in the Chamber of Commerce insert stating their Name, Phone number and services times only; no information, other than the complimentary listing will be linked to the Chamber of Commerce website.

MEMBERSHIP AND DUES

Any person, firm, cooperation, partnership, or association, either a resident of, or engaged in some activity, or doing business in Riggins or the Salmon River area and interested in the general welfare and development of the community and in the purpose and objectives of the organization shall be eligible for membership.

Applicants, who subscribe to the objectives of this organization, will pay annual membership dues, the classifications and amount of which to be determined from time to time, by the Membership Committee. Dues are to be payable at the annual meeting to cover the calendar year. The Executive Committee, in its' sole discretion, with a majority vote, may decline membership to any person, firm, cooperation, partnership, or association, for any reason whatsoever. The decision of the Executive Committee shall be final and binding upon the Salmon River Chamber of Commerce.

Members shall be entitled to attend all meetings of the Salmon River Chamber of Commerce. Each member shall be entitled to one vote on each matter voted on by the members. Each member shall be responsible for delegating one person to represent the member at meetings of the Salmon River Chamber of Commerce.

OFFICERS AND DIRECTORS

Directors

There shall be elected from the membership of the Salmon River Chamber of Commerce four directors, each with a two year term. The election of directors will be at the Annual Meeting in January. Two directors will be elected on even years and two will be elected on odd years. A director vacancy can be filled at any regular meeting.

No person shall be elected as an officer or director to the membership nor continue to serve who is not a paid member of the Salmon River Chamber of Commerce.

The officers and directors shall have general charge of the membership records of the chamber.

Officers

The officers of this Chamber shall be President, Vice-President, Treasurer, and Secretary. The President shall be chairman of the Executive Committee and the other officers shall be ex-officio members of the Executive Committee.

Each term is one year.

Subject to the specific assignment of duties made by the Executive Committee, the Vice President, Secretary and the Treasurer shall act under the direction of the President.

President

The president shall:

- Act as the chairman of the membership;
- Publish all meeting agendas and preside at all meetings;
- Be an ex officio member of all committees but shall not vote except in case of a tie;
- Oversee and maintain the records and affairs of the Salmon River Chamber of Commerce in cooperation with other relevant officers and directors to ensure that such actions and records conform to applicable state and federal laws;
- Act as liaison between the membership, other organizations, media, and the general public;
- Oversee administration of grants, budgets, and other financial affairs;
- Appoint all committees, subject to the approval of the Executive Committee, and may discharge committees when their duties have been performed or when they are no longer needed.

Vice President

The Vice President shall:

- Perform the duties of the President when the President is absent or unable to act;
- Coordinate with the president and make all arrangements for regular meetings and cooperate with the secretary in the preparing and sending of meeting notices;
- Perform such other duties and responsibilities incident to the office of Vice President or as directed by the president

Secretary

The Secretary shall:

- Keep and prepare minutes of all meetings. In the absence of the Secretary, the President shall appoint a Secretary pro tem to perform the duties of the Secretary as directed;
- Be proficient in Microsoft Word, Microsoft Excel, and Email.
- Maintain the membership list of the chamber;
- Prepare and submit a written annual report to be submitted electronically or via regular mail to the entire membership. This report shall be submitted in December or January but before the Annual Meeting. This report shall be an overview of chamber hosted/supported events, a summary of shows the chamber attended, a summary of advertising, a summary of financial activities, and any other pertinent information.
- Keep copies of the minutes in a binder for record keeping;
- Email regular meeting minutes to the entire membership within one week of the meeting;
- Work together with the Treasurer to email or mail out annual membership dues;
- Conduct all correspondence and perform such other duties incident to the office of Secretary or as directed by the President.

Treasurer

The Treasurer shall:

- Be responsible for the corporate finances and for the reporting to the Directors and the membership of the financial status of the chamber;
- Be proficient in Microsoft Excel;
- Have custody of the funds of the chamber;
- Shall pay all usual and customary bills in a timely manner. All other expenses will be approved by an authorized vote;
- Prepare and mail billings for membership dues on an annual basis and deposit due monies received in a timely manner;
- Maintain, update, and keep the master list of the membership including names, businesses, addresses, phone numbers and all other relevant information so as to provide a correct and complete list of all members;
- Take appropriate steps to bill all members and/or potential members for dues as provide in these Bylaws, collect and record such dues, and provide written membership statues reports at each Annual Meeting.
- Give an oral report of the account balances and transactions of the Chamber at all meetings;
- Prepare other reports as requested by the membership;
- Perform other duties incident to the office of Treasurer as directed by the President.

Officer or Director Vacancies

In the event an elective officer or director position becomes available for any reason, the Chamber shall take prompt action to fill such position. Such position may be filled at a regularly scheduled meeting of the membership, with notice that such action will be taken being given in the regular meeting notice.

MEETINGS

Regular Meetings

Meetings will be held the 2nd and 4th Wednesdays of each month at noon. The annual meeting of the Salmon River Chamber of Commerce shall be on the first regular meeting in January each year. Officer and director elections shall be held at the annual meeting.

For a special or regular meeting to be held there must be a quorum. For a quorum to exist, at least five members of the Chamber of Commerce must be present.

Special Meetings

Special meetings are meetings held in addition of the scheduled meetings. Special meetings shall be by the call of the President and any two (2) additional members on 3 days notice given either personally by telephone or by mail/email to the entire membership. Special meetings shall be held at a place fixed by the President. Minutes of all special meetings shall be taken. Five chamber members shall be necessary to constitute a quorum.

Executive Committee Meetings

Executive committee meetings shall be called by the President on an as needed basis with at least 3 days notice given personally, by telephone, or by mail/email to the executive committee members. Four of the eight members must be present to constitute a quorum. Minutes may be taken at said meetings. If minutes are taken, they shall not be made public but remain in the possession of the secretary and made available to executive committee members.

COMMITTEES

Finance Committee

Finance Committee will prepare a yearly budget and do, or cause to have done a yearly audit of the books.

Advertising Committee

Advertising Committee will consist of at least 3 members of the Chamber of Commerce. This committee will research, manage, produce and place advertising within parameters set and approval by the Chamber.

Membership Committee

The membership committee shall solicit and accept membership and assist the Treasurer in collection of dues.

Bylaws Committee

Bylaws shall be reviewed at least every 2 years by a committee appointed by the President. After reviewing the bylaws, the committee will present the recommended changes and/or modifications to the membership at any regular meeting. The recommended changes shall be mailed or emailed out to the entire membership. After two weeks time, the bylaws may be amended at any regular meeting by a majority 2/3 vote of the members present.

A nominating committee shall be appointed at the first meeting in October. The President will appoint a director who's not up for re-election to chair the nominating committee and officiate over the counting of ballots. The nominating committee will submit the nominees for officers and vacant directors at the last meeting in October. Any member of the chamber shall be permitted to submit nominations prior to the election at any regular meeting. However, any nomination submitted by a member must be received before December 1st to be included in the membership dues and ballot mailing. Ballots shall be sent in conjunction with dues invoices by mail or email at least 1 month prior to Election Day. Ballots shall list nominees for each position as well as provide a place for a write-in candidate. Signed and dated proxies shall be accepted via mail. To be accepted, an absentee ballot must be postmarked by no later than the Monday preceding the Annual Meeting. All ballots shall be publicly counted at the Annual Chamber meeting.

Salmon River Economic Development Association Committee

The Salmon River Economic Development Association (Gem Community) is a sub-committee of the Chamber of Commerce. Their meetings will coincide with the Chamber of Commerce Meetings. Salmon River Economic Development Association or Gem Community functions as a subcommittee of the Salmon River Chamber of Commerce for the purpose of Economic Development. All members of the Salmon River Chamber of Commerce are also members of Salmon River Economic Development Association. There are no additional dues. All work effort will be volunteer.

Mission Statement

Salmon River Economic Development Association is a structured organization of leader/officers and allied group of the greater Salmon River Community with the objective of developing and preserving the entire area for business, creation and improved quality of life. The community will be encouraged to participate and will be kept informed by news releases, newsletters and other means. Various Salmon River Economic Development Association Committees will work toward completing several projects each year.

Salmon River Economic Development Association will exchange information with the Idaho Department of Commerce, the community and other group so clear long term vision is assured.

Vision Statement

Salmon River Economic Development Association will work toward a more economically sound environment for the citizens of the whole Salmon River area. Emphasis will be on improving the economic status of the existing population through increasing the length of the tourist season, encouraging cottage industries, helping market existing products produced by local residents and guiding changes that are inevitable.

When there is Salmon River Economic Development Association business to discuss it will be on the agenda of the Chamber of Commerce meeting and discussed during a regular meeting. The Salmon River Economic Development Association is charged with keeping an updated Economic Plan in place stating goals for one year and long term projects. These plans are used as guidelines for projects and point advantages for grants.

Salmon River Economic Development Directors Election and Term Limits

Salmon River Economic Development Association is structured to have three Directors. Each director is in charge of one of the following areas of Economic Development: Infrastructure, Economic Diversification or Business Retention and Expansion. The election of director's coincides with the Salmon River Chamber of Commerce officer and director elections. Each director's term is two years. A director vacancy can be filled during any regular meeting.

Standing and Special Committees

Standing and Special Committees may be added or removed at any time at the discretion of the President.

EXECUTIVE COMMITTEE

Composition

Executive committee shall consist of eight members: President, Vice President, Secretary, Treasurer and 4 directors. The Executive Committee shall have full power and authority to carry on any business, and exercise any and all powers and authority conferred on this organization by these by-laws, a majority (4) of the officers and directors shall constitute a quorum. Consensus or authorized vote of the Executive Committee may also be obtained via phone, fax or email.

Term of office

The term of office shall be the same as that of the officers and directors of the Chamber.

Responsibilities

The Executive Committee shall meet as necessary to conduct the business affairs of the Chamber.

The Executive Committee shall act of the behalf of the Chamber on any matter when the Chamber is not in session and cannot be convened in a timely and effective manner, but shall report to the Chamber for ratification of any action taken by Executive Committee at its regular or special meeting. The Executive Committee shall make policy decisions only when emergencies are deemed to exist by the President. Minutes may be taken at any such meetings when appropriate. Prior to making a decision or taking action on behalf of the Chamber, the Executive Committee shall seek and consider the advice and comments of members and act in the best interests of the Chamber in making its decision.

Vacancies

Vacancies on the Executive Committee shall be filled in the same manner as such vacancies are filled for officers and directors as provided in these Bylaws.

MISCELLANEOUS

This fiscal year shall coincide with the calendar year.

When services and goods are needed by the Chamber of Commerce priority will be given to paid members of the Chamber of Commerce.

There shall be a standing committee on Finance, Roads, and Membership.

The committee on roads shall promote the construction and improvements of roads benefiting Riggins and the Salmon River area.

No collection for any purpose shall be taken at any meeting of the Chamber.

The Chamber shall not pledge any future action or policy without having it referred to the membership for recommendation.