

Sand Lake Area Chamber of Commerce

“FRIENDSHIP IS OUR WEALTH”

SAND LAKE, MICHIGAN 49343

Preliminary **BYLAWS**

Revised March 5th, 2025

Article I – Name

The name of this organization shall be the Sand Lake Area Chamber of Commerce (herein referred to as the Chamber or the Chamber of Commerce).

Article II - Objectives

- 1) The purpose of this organization shall be the advancement of commercial industrial, agricultural, civic, educational and the general interest of Sand Lake and the surrounding area; the promotion of the general welfare and prosperity of the Sand Lake area: the promotion of cooperation in all matters of interest to the business, commercial professional people and individuals of the Sand Lake area; the creation and maintenance of the highest standards of business ethics; the stimulation of public sentiment to these ends.
- 2) The Chamber of Commerce in its activities shall be non-partisan, non-discriminatory and non-sectarian.

Article III – Membership

- 1) Eligibility: Any adult person (18 years or older), company, or corporation who is in support of advancing the objectives of the Sand Lake Area Chamber of Commerce shall be eligible for membership.
- 2) Dues: The dues applicable to each member shall be established annually by the executive Board. Annual dues shall be payable by the April board meeting and turned into the Treasurer.
- 3) General Membership: Each paid member or organization shall be entitled to one vote/ballot in the annual election. Eligibility to vote requires attendance of at least 50% of held meetings in the following timeframe: February meeting thru the following January meeting (total of 12 months). For example, if there were 11 meetings during that 12 month time period, you would need to attend 6 meetings. Only the primary representative for a business or if primary representative is unavailable, then secondary representative may vote (representatives designated on the annual membership form, Appendix I). Each member is responsible for signing the sign-in sheet in a board meeting to ensure that meeting is counted towards attendance minimums.
 - a. If changes to the primary or secondary representative are needed, must submit a representative change form (Appendix II) to a Chamber board member. These changes must be approved by the board prior to being enacted.
- 4) Non-Payment: In the event a member shall fail to pay dues by the April board meeting, the treasurer shall send a notice to that member giving an additional thirty (30) days to pay the dues. The notice shall also state that if dues are not paid within the thirty (30) days, the membership privileges are suspended. The Executive Board may extend this period in individual cases for extenuating circumstances.
- 5) Expulsion: Any member may be expelled by a two-thirds vote of the entire Executive Board, after verbal/written notice and opportunity of hearing, for conduct unbecoming a member or conduct violating the Chamber Code of Conduct (Appendix III). A hearing will consist of a private meeting with member and Executive Board members to discuss the details of the situation.

Article IV – Meetings

- 1) General Membership: Monthly meetings of the general membership will be held the third Tuesday of each month unless changed by a majority of the members in good standing.
 - a. Meeting to review bylaws at minimum every 3 years.
- 2) Annual Meeting: The Annual Meeting shall be held in the month of February.
 - a. The election of Board members will take place at the regular Annual Meeting.
 - b. Annual meeting to review financials from preceding year and review budgeted funds for each event in the upcoming year to occur at the beginning of each calendar year.
- 3) The Executive Board shall meet at least once every sixty (60) days. Additional meetings may be called as deemed necessary by the President or a majority of Board members. In the event a physical meeting is not possible the meeting can be held via a virtual meeting platform.
- 4) Minutes: Minutes from the previous month's board meeting must be presented at each meeting for discussion, amendment, and approval by the Executive board.
- 5) All meeting information pertaining to financial decisions shall be organized under Robert's Rules of Order as revised to date.

Article V – Government

- 1) Executive Board: The government of the Sand Lake Area Chamber of Commerce shall be invested in a Board of seven (7) directors, consisting of the President, Vice President, Secretary, Treasurer and three (3) Trustees, nominated and elected as prescribed by the Bylaws
- 2) Eligibility: No Executive Board member who has been elected by the members for two (2) consecutive full terms in a position of three (3) years shall be eligible for re-election in that position until one (1) year following the expiration of his/her most recent term of office. When circumstances support an executive board member may run again if the Executive Board supports.
- 3) Term of Office: Elected Board members shall hold office three (3) years from April 1 or until their successor are qualified and elected. Elections will be held annually with a rolling schedule as follows: 1) The Treasurer and Trustee #1. 2) The President and trustee #2. 3) The Secretary, Vice President and trustee #3.
- 4) Absence from Meetings: In the event that a Board member is absent from three (3) consecutive meeting of the Board for reasons, which in the opinion of the Board are insufficient, his/her resignation shall be deemed to have been tendered. Any absence from a meeting requires communication to the board.
- 5) Vacancies: Vacancies on the Executive Board existing at times other than the time of the annual election shall be filled by appointment by the Executive Board. Appointed officers shall serve until completion of the term of vacancy.
- 6) Quorum: At all meetings, four (4) members of the Executive Board shall constitute a quorum. A quorum shall be required for any and all business to be executed.
- 7) Policy: No action of any committee other than the Executive Board, nor any member, officer or any director shall be binding upon or constituted an expression of the policy the Sand Lake Area Chamber of Commerce unless and until it shall be approved by the Executive Board.
- 8) Election Committee: No later than the December meeting, the Vice President with the approval of the Board shall appoint an Election Committee consisting of five (5) members in good standing, no more than two (2) of whom shall be Board members. The Election committee shall nominate two candidates for each position to be filled. Letters of intention for an open position must be submitted to the Vice President by the end of the January meeting before the election is to be held to be eligible for nomination.
- 9) Conduct of Election: The election to be held at the Annual Meeting will be conducted by paper ballot. The ballot shall contain the names of the candidates in alphabetical order. There shall be placed on the ballot a list of Board Members whose terms continue as well as those whose terms expire. Each member shall receive one (1) vote/ballot. The Election Committee or a minimum of three (3) members of the Committee shall certify to the membership the names of the nominees receiving the highest number of votes who shall be the duly elected Board members. In the event of a tie vote, the election shall be determined by a lot under the direction of the Election Committee.

- 10) Un contested slate: If a motion is made and seconded from the floor, with approval by a majority of those members present at the annual meeting, to accept the slate of nomination, a vote by paper ballot shall be waived.

Article VI – Officers

- 1) Officers: The Officers shall be a President, Vice President, Secretary, and Treasurer.
- 2) President: The President shall preside at all the meetings of the Executive Board and at the General Membership meetings and shall be responsible, with the Executive Board, for general policies, For the formation and the governing of the Chamber. In the President’s absence, the Vice President shall preside over meetings of the Executive Board and the General Membership. The President shall partner with the Vice President to manage and respond to chamber emails and to post and manage social media posts/events. If any of the outlined roles are unable to be filled, the president is responsible for developing a plan to fill the role.
- 3) Vice President: The Vice President shall take over the functions of the President in the event the President is absent or incapacitated and may be assigned other specific functions by the President. The Vice President shall partner with the President to manage and respond to chamber emails and to post and manage social media posts/events.
- 4) Secretary: The Secretary shall be responsible for taking, publishing and preserving in the books of the Chamber the minutes of all official Chamber meetings. The secretary is responsible for gathering, publishing, and distributing agenda, and previous minutes to board prior to the meeting. The secretary is responsible for recording paid and completed membership forms and will track attendance for all Chamber members based on the sign-in attendance sheet. The Secretary shall partner with Trustee #2 to maintain website information.
- 5) Treasurer: The Treasurer shall be responsible for the receipts and disbursements of the funds of the Chamber according to Article VII (2,3) of these bylaws and shall provide a written report to the Executive Board at every General Membership meeting according to Article VII (4) of these bylaws. The Treasurer shall be responsible for publishing the Treasurer’s report no later than a week in advance. The Treasurer will be responsible for renewing licensing for non-profit renewal. The Treasurer is responsible for receiving all of the membership forms and dues, recording payment, and delivering the completed form to the Secretary.
- 6) Trustees: The Trustees shall be responsible in the formation of general policies and the governing of the Chamber along with the Executive Board and shall see that the objectives of the Chamber are maintained to the highest standards. Trustee #2 shall partner with the Secretary to maintain website information.
- 7) Vacancies: Vacancies among the officers and Trustees shall be filled by the Executive Board.

Article VII – Finances

- 1) Fiscal year: The fiscal year of the Chamber shall run from April 1 to March 31.
- 2) Designation: All monies paid to the Chamber for general operations shall be placed in a general fund and monies received for specific activities, if placed in the account, shall be clearly designated as such and be accounted for separately from the general fund. Separate accounts shall be established for annual activities that are considered by the Executive Board to be of the size and/or nature that warrants special financial consideration. Initial funding for these accounts may be taken from the general fund with approval of the Executive Board. Profits or losses will be accounted back into the general fund when accounting for the event is complete. Annual events may keep an account open with a nominal balance with approval of the Executive Board.
- 3) Disbursements: No disbursements of funds of the Chamber shall be made unless the same shall have been approved, authorized and ordered by the Executive Board, except that disbursements for expenses provided for in the annually approved budget do not require additional approval by the Board. All disbursements shall be made by check signed by the Treasurer or as the bank requires.
- 4) Treasurer’s Report: The Treasurer shall prepare and publish a report of all disbursements, deposits and assets for approval by the Board, The Treasurer’s Report will be made available to the General Membership following approval.
- 5) Audit: The Executive Board shall appoint an independent audit annually with a copy submitted to the Executive Board.

Article VIII – Event Planning

- 1) Each event sponsored by the Chamber must have one board member involved in planning, organizing, and leading the event.
 - a. This board member is responsible for handling any funds/monetary support in collaboration with the board Treasurer.
 - b. This board member is responsible for representing the event committee at the chamber board meeting and relaying the following information: brief summary of the event, any changes since last board meeting, flow of funds, and any barriers/needs for assistance.
 - c. Applications/updates to existing applications for Village approval must be reviewed by the Chamber Board prior to submission.
 - d. This board member is the point person for the communication with vendors/participants during the event and will assist in resolving any issues that may arise or bring the issue back to the board for attention.

Article VIII – Amendments

- 1) Amendments: General membership requests for amendment to the bylaws must be submitted to the Executive Board for approval.
- 2) Board Alterations: Any amendments to these bylaws changing the number, term of office, qualifications and duties of the Executive Board must be approved by a majority vote of the Executive board present at the Annual Meeting or a Special Meeting providing that notice of such meeting is sent to members in advance of such meeting.
- 3) Enactment: These by laws shall be effective immediately following their adoption by a majority vote of the Executive Board of the Sand Lake Area Chamber of Commerce and when so adopted shall supersede all previous constitutions, bylaws and amendments thereto, which are hereby annulled.

Article IX – Authority to Bind Chamber of Commerce

The Board shall have the power, in the name of the corporation, to sue and be sued, by, hold, sell, lease or mortgage, both real and personal property, to incur debts, to borrow money giving therefor notes of the corporation signed by one or more officials duly authorized by the Board for the purpose, together with such collateral therefor as may be required and may enter into contracts of any kind furthering the purposes of the Sand Lake Area Chamber of Commerce.

No special or standing committee or any member of the Executive Board shall have the authority to bind the Sand Lake Area Chamber of Commerce in any legal or monetary agreement regardless of nature, without the approval from the majority of the board.

Article X – Dissolution

The Chamber shall use its funds only to accomplish the purposes specified in these bylaws, and no part of said funds shall 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 or Philanthropic organization(s) to be selected by the Executive Board.

SAND LAKE AREA CHAMBER OF COMMERCE MEMBERSHIP FORM



Thank you for considering to join the Sand Lake Area Chamber of Commerce. Please review the following details, fill out your information, and return with dues to any Chamber board member or address listed below. For any questions, feel free to email slchamberofcommerce24@gmail.com or attend chamber board meetings which are *every third Tuesday of each month*.

- Chamber Purpose
 - Advancement of commercial industrial, agricultural, civic, educational and the general interest of Sand Lake and the surrounding area; the promotion of the general welfare and prosperity of the Sand Lake area: the promotion of cooperation in all matters of interest to the business, commercial professional people and individuals of the Sand Lake area; the creation and maintenance of the highest standards of business ethics; the stimulation of public sentiment to these ends.
- Eligibility
 - Any adult person (18 years or older). company, or corporation shall be eligible for membership if he/she/they are willing to support and collaborate in the advancement of the purpose of the Sand Lake Area Chamber of Commerce.
- Cost (check one)
 - Individual (18 year or older) COST \$25 Print Name _____
 - Business COST \$50 Primary representative (Print Name) _____
Secondary Representative (Print Name) _____

Name of Business (if applicable): _____

Contact Phone Number: _____

Contact Email: _____

Address of Organization/Individual: _____

Description of your business (Info you would like us to know; year started, history/story, goals etc.):



SAND LAKE AREA CHAMBER OF COMMERCE REPRESENTATIVE CHANGE FORM

The purpose of this form is to provide a venue for a current chamber business, the ability to change the name of the primary or secondary representative listed on the initial membership form. Reasons for the need to change the name of the representative must be explained and approved by the Executive board in order to be enacted. Please fill out the form below.

Person filling out the form (Print Name): _____

Name of Business: _____

Please write CURRENT representative names:

Primary Representative _____

Secondary Representative _____

Please identify which representative you would like to change and the name you are changing it to:

Primary Representative _____

Secondary Representative _____

Please describe/explain the reason for changing the representative name(s): _____

Print Name _____

Signature: _____ Date: _____

Appendix III

Sand Lake Chamber of Commerce Code of Conduct

The purpose of this Code of Conduct is to provide guidelines for members, board directors, and key volunteers of the Sand Lake Chamber of Commerce to ensure the highest standards of professionalism in all communications and other actions impacting interactions undertaken as members and representation of the Chamber. This policy aims to protect the organization's reputation and work environment, to comply with Michigan law, and create a safe and respectful environment for everyone involved in all Chamber activities.

1. Respect for Others
 - a. Treat all individuals with dignity, fairness, and respect, regardless of their industry, background, position, or affiliation.
 - b. Foster an inclusive and welcoming environment that values diversity and promotes equal opportunities for all.
 - c. Listen actively and consider different perspectives before making decisions or taking action.
2. Ethical Behavior
 - a. Act in accordance with the highest standards of integrity, honesty and transparency.
 - b. Avoid conflicts of interest and disclose potential conflicts promptly.
 - c. Uphold confidentiality of sensitive information and use it only for legitimate purposes.
 - d. Comply with all applicable laws, regulations, and policies governing the Chamber's operations.
3. Honesty and Accountability
 - a. Provide accurate and truthful information in all communications, both internal and external.
 - b. Take responsibility for one's actions and decisions, acknowledging and learning from mistakes.
 - c. Report any unethical or illegal behavior witnessed or suspected, without fear of retaliation.
 - d. Ensure the proper use and stewardship of the Chamber's resources, including finances and assets.
4. Professionalism
 - a. Conduct oneself professionally, maintaining a positive and constructive attitude.
 - b. Strive for excellence in all endeavors, continuously seeking opportunities for personal and professional growth.
 - c. Represent the Chamber through professional conduct.
 - d. Foster collaborative relationships with members, employees, key volunteers, partners, and stakeholders, promoting teamwork and cooperation.
5. Community Engagement
 - a. Actively contributes to the betterment of the community, supporting initiatives that promote economic growth and social well-being.
 - b. Encourage ethical business practices among Chamber members and advocate for responsible corporate citizenship.
 - c. Engage in constructive engagement with community members, addressing concerns and seeking mutually beneficial solutions.
6. Compliance and Enforcement
 - a. All members and representatives of the Sand Lake Chamber are expected to adhere to this code of conduct.
 - b. Violations of this code will be taken seriously and may result in disciplinary action, up to and including termination of membership.
7. By following this code of conduct, we demonstrate our commitment to fostering a culture of respect, ethical behavior, and honesty within the Sand Lake Chamber of Commerce.