

BY-LAWS OF THE INDIO CHAMBER OF COMMERCE, ADOPTED FEBRUARY 11, 1946

ARTICLE 1 - NAME

NAME. The name of the corporation shall be INDIO CHAMBER OF COMMERCE.

ARTICLE 2 - OBJECT

Section 1. OBJECT. The Indio Chamber of Commerce is organized for the purpose of advancing the commercial, industrial, civic and general interests of the city of Indio, Coachella Valley, Riverside County, State of California.

Section 2. LIMITATIONS OF METHODS. This Chamber in its activities shall be nonpartisan, nonsectional and nonsectarian.

ARTICLE 3 - MEMBERSHIP

Section 1. CLASSES OF MEMBERSHIP. The Indio Chamber of Commerce shall be composed of active members only with three grades of dues to best suit the financial ability of the member. These dues will be (1) a hundred dollar membership, (2) a fifty dollar membership, and (3) a minimum twenty-five dollar membership.

Section 2. ELIGIBILITY. All persons of good standing interested in the commercial, industrial and civic progress of the city shall be eligible for active membership and enjoy all the rights and privileges of the Chamber of Commerce, including the right to vote.

ARTICLE 4 - DUES

Section 1. AMOUNT, WHEN PAYABLE. The annual dues of each active member shall be \$100.00, \$50.00 or \$25.00. They shall be paid annually or semi-annually in advance.

Section 2. BUDGET. Prior to each fiscal year the Budget Committee and the Secretary shall prepare a budget of the anticipated revenues and expenses which they shall submit to the Board of Directors for revision and approval.

Section 3. RESIGNATIONS. Each member shall be liable for dues until his written resignation has been received by the Board of Directors.

Section 4. DELINQUENCY. If any member shall fail to pay his dues or any installment in his subscription within sixty days after date of maturity, such member may be suspended and his membership cancelled by action of the Board of Directors.

ARTICLE 5 - BOARD OF DIRECTORS

The government of the Chamber, the direction of its work and the control of its property shall be vested in the Board of Directors consisting of a president, first and second vice-presidents, a treasurer and five directors elected annually by the members of the Chamber. The term of office of the President, First and Second Vice-Presidents shall be one year. Two directors shall be elected annually for the term of two years and one member at large for one year. (For the purpose of setting the organization started the first year, there shall be three members at large for the term of one year.

Upon their election, the Directors and Officers shall meet and qualify. They may employ a secretary and fix his salary. The Directors shall have power to fill all vacancies in the Board. They may adopt rules and regulations for conducting the business of the Chamber. They shall meet not less frequently than once a month. They shall submit in writing at the annual meeting a full report of the work and finances of the organization.

The President and Directors after a lapse of one year from their expired term of office in the Chamber may again qualify for any office in the Chamber. The first and second Vice-Presidents may qualify for any other office in the Chamber at the expiration of their term.

The treasurer shall be elected annually and may be elected consecutively. Past President shall remain as a member of the Board in an advisory capacity but will not have the right to vote with the Board. Any member of the Board who fails to attend three consecutive regular meeting without consent of the Board may be dropped by the Board of Directors at their discretion and his successor elected by the Board of Directors. Any Director may resign his position by letter, such resignation to take effect upon acceptance of said resignation by the Board of Directors. His successor shall be appointed by the President subject to the approval of the Board of Directors.

#### ARTICLE 6 - OFFICERS

Section 1. PRESIDENT. The President shall preside at all meetings of the Chamber and board of directors. He shall perform all duties incident to his office and advise such action as may be deemed by him likely to increase the usefulness of the Chamber.

Section 2. VICE-PRESIDENTS. The first or second vice-president shall act in the absence of the president (in their order); and in the absence or disability of the three officers named, a member of the board of directors shall be chosen to act temporarily.

Section 3. TREASURER. The treasurer shall receive and disburse the funds of the Chamber. He shall keep all money of the Chamber deposited in its name. At frequent intervals he shall make reports to the Board of Directors, which shall require him to give acceptable bond, in such sum as the board may determine, for the faithful performance of his duties.

Section 4. SECRETARY. The secretary shall be the chief administrative officer of the Chamber. It shall be the duty of the secretary to conduct the official correspondence, preserve all books, documents and communications, keep books of account and maintain an accurate record of the proceedings of the Chamber, board of directors and all committees. He shall perform such duties as may be incident to his office, subject to the direction of the board of directors. At the expiration of his terms of office, he shall deliver to the board of directors all books, papers and property of the chamber.

#### ARTICLE 7 - COMMITTEES

Section 1. APPOINTMENT. The president shall have power to appoint committees, subject to confirmation by the board of directors.

Section 2. AUDITING. The President shall nominate an auditing committee at a meeting of the Chamber prior to the annual meeting. The Chamber may approve or change the personnel of this committee. It shall be the duty of the auditing committee to examine and audit the books and accounts of the treasurer and the secretary at the close of the year's business and report its finding to the board of directors and to the Chamber at its annual meeting.

Section 3. **POWER OF COMMITTEES.** It shall be the function of committees to investigate and make recommendations. They shall report in writing to the board of directors. No standing or special committee shall represent the Chamber in advocacy of or opposition to any project without the specific confirmation of the board of directors, or such confirmation as may be clearly granted under general powers delegated by the board of directors to that committee.

Section 4. **COMMITTEE MEETINGS.** Meetings of committees may be called at any time by the president or by the chairman of such committee.

#### ARTICLE 8 - MEETINGS

Section 1. **TIME OF MEETING.** The board of directors shall meet on the first Monday of each month, and no notice of such regular meetings need be given. A special meeting of the board of directors may be called at any time by the President, Secretary, or two members of the board of directors, notice of which meeting may be given by the President or Secretary at least twenty-four hours before the meeting by writing, telephone or telegram. All such notices may be delivered to India Addresses. A majority of members of the board of directors shall constitute a quorum at any meeting of the Board of Directors.

Section 2. **ANNUAL MEETING.** The annual meeting of the Chamber shall be held on the second Monday of May of each year at 8:00 P.M. Notice of the annual meeting shall appear in at least one local newspaper at least twenty-four hours before the annual meeting.

Section 3. **QUORUM.** Twenty percent of the general membership shall constitute a quorum for the transaction of business at any regular or special meeting of the Chamber.

Section 4. **LIMITATION OF DEBATE.** Every member shall be entitled to speak and vote on any subject brought before the Chamber for consideration. At the discretion of the chairman debates may be limited.

#### ARTICLE 9 - ELECTIONS

Section 1. **ELECTIONS.** The election of directors shall be held on the second Monday of May of each year (annual meeting).

Section 2. **NOMINATING.** At the last regular meeting of the Chamber prior to the annual election, the President will appoint a nominating committee of five to prepare a slate of candidates. At the annual meeting these names of nominees will be presented to the general membership and other nominations will then be welcomed from the floor. The election will be made by ballot from the combined names.

Section 3. **POLLS.** The polls will be conducted concurrent with the annual meeting.

Section 4. **RESULT.** The candidates receiving the highest number of votes from the general membership at the annual meeting shall be constituted and declared members of the board of directors for the ensuing year.

Section 5. **TIE.** In the election of directors, should a tie vote occur, the committee of judges shall cast lots and certify as elected the person or persons on whom the selection falls.

Section 6. **PROPOSAL.** Any member of the Chamber may nominate from the floor at the time of the annual meeting any candidate for the Board of Directors.

Section 7. **VOTING.** All voting shall be by ballot. No proxies shall be allowed. A plurality of the votes cast shall constitute a election.

Section 8. LIMITATION. Members shall be limited to one vote each but for any one candidate at any election.

Section 9. JUDGES. The president shall appoint and announce at the meeting when the nominating committee is elected, a committee of five judges, who are not members of the board of directors or candidates for election as such, to have supervision of the election, and such committee shall serve from the opening of the annual meeting until the balloting has been completed and the result ascertained.

#### ARTICLE 10 - DISBURSEMENTS

No disbursements of the funds of the Chamber shall be made unless the same shall have been approved and ordered by the executive committee or board of directors. All disbursements shall be made by check. Checks shall be issued and signed by the treasurer and countersigned by the President or Vice-President (s).

No appropriations of money or other property of the Chamber shall be made for any purpose other than to defray the legitimate expenses, except by the unanimous vote of the members present at a meeting.

#### ARTICLE 11 - SEAL

The Chamber of Commerce shall have a seal of such design as the board of directors may adopt.

#### ARTICLE 12 - PARLIAMENTARY RULES

The proceedings of the Chamber meetings shall be governed and conducted according to the latest edition of Robert's Manual of Parliamentary Rules.

#### ARTICLE 13 - AMENDMENTS

Section 1. BY-LAWS. These by-laws may be amended or altered by a two-thirds vote of those present at any regular or special meeting, provided notice of the proposed change shall have been mailed to each member not less than ten days prior to such meeting.

Section 2. APPROVAL. All proposed amendments shall first receive the approval of the board of directors.