
SCCRCC

Southern Columbiana County Regional
Chamber of Commerce

BY-LAWS

Amended Date, 2021

ARTICLE I

Name and Place of Business

Section 1.1: *Name*

The organization shall be known as the Southern Columbiana County Regional Chamber of Commerce (hereafter the “Chamber”), a 501(c)(6) not for profit corporation formed under the General Corporation Act of Ohio.

Section 1.2: *Place*

The registered office of the Chamber is located at 529 Market Street, East Liverpool, Ohio 43920-3049. The Board of Directors may from time to time change the registered office in accordance with applicable law necessary to serve the regional area.

ARTICLE II

Purpose

Section 2.1: *Purpose*

The purpose of the Chamber is to promote the common economic interests of commercial enterprise, provide member advocacy, and related membership benefits to member businesses in southern Columbiana County and surrounding Tri-State area.

Section 2.2: *Mission or Vision Statement*

The mission of the Southern Columbiana County Regional Chamber of Commerce is to help build a common sense of economic purpose, opportunity and prosperity throughout the region; to cultivate collaborative partnerships with multi-generational and diverse commercial business interests; and to enhance the quality of life of citizens through beneficial productivity and reward throughout the regional communities.

ARTICLE III

Membership and Dues

Section 3.1: *Classifications of Membership*

The Chamber may have two (2) classifications of membership consisting of “General” and “Director” members.

- a) General membership shall be open to any individual (18 years of age or older); sole proprietor business, partnership, corporation, institution or organization; or any person or party who has a genuine and/or vested interest in the general economic advancement of the region as described in Article II.
- b) Director membership shall mean the board or group of persons acting as the policy making authority and vested with the management of the affairs of the Chamber irrespective of the name by which such group is designated.

- c) Regardless of class, membership shall be offered without discrimination on the basis of race, ethnicity, color, religion, sex, national origin, sexual orientation, Vietnam Era veteran or military status, according to Title VII of the Civil Rights Act of 1964; or any person with HIV or AIDS-related complex; or in any manner prohibited by the laws of the State of Ohio and the United States of America.

Section 3.2: Annual Dues

The Board of Directors may, at its discretion, institute and/or adjust a charge for annual membership dues as a requisite for membership. Annual dues for each membership shall commence on the date of election to membership in the Chamber, and pro-rated for the unexpired portion of the subsequent six (6) month period. Membership dues shall be non-redeemable, non-transferable, non-dividend bearing, and will not entitle any member to disbursement of funds from the Chamber.

Section 3.3: Terms of Membership

Membership shall continue so long as the individual or business entity satisfies the requisite annual dues requirements, except in cases of death (or dissolution of the group member), voluntary withdrawal, suspension or expulsion. Business entities subscribing for membership may designate a representative for the business with entitlement to exercise all rights of membership in the Chamber. No member shall be entitled to the benefits of membership who shall be in arrears for dues more than two (2) months past the end of the fiscal year in which the amount was due.

Section 3.4: Suspension or Expulsion

Members may be suspended or expelled by a two-third (2/3) vote of the membership. Before such vote shall be taken, the member(s) to be suspended or expelled shall be informed of the reason(s) for a proposed action of suspension or expulsion, and shall have an opportunity to rebut the allegations at the meeting where the vote is to be taken.

ARTICLE IV

Board of Directors and Officers

Section 4.1: Authority and Powers

The Board of Directors (hereinafter the "Board") shall have all powers conferred upon it by law, the Articles of Incorporation and these By-Laws, and shall constitute the governing body of the Chamber. The Board shall maintain authority to manage and control all of the affairs of the Chamber, except for those powers specifically reserved by these By-Laws or by resolution of the Board.

Section 4.2: Board Composition

The Board of Directors shall consist of not less than thirteen (13), nor more than sixteen (16) total members, to include within the allowable total of members, the Mayor of East Liverpool (or designated representative) and Trustees (or designated representatives from their governing entity). The number of Directors may at any time be increased or decreased by vote of a majority vote of the Board at a regular or special meeting, if the notice of such meeting contains a statement of the proposed increase or decrease in board membership. In case of any such increase, the Directors at a regular or special meeting shall have power to elect such additional officers to hold office until the next annual meeting of the membership, and until their successors are elected and qualify.

Section 4.3: Responsibility

Directors are the duly elected fiduciaries of the Chamber with the duty of adopting sound, ethical, and legal governance, and financial management policies, as well as providing stewardship to ensure the availability of adequate resources to advance its mission.

Section 4.4: Eligibility

Any member in good standing, may be nominated or petition the Board for nomination to membership on the Board, if such vacancy exists and is duly qualified and elected. Person(s) who are employees or agents of the Southern Columbiana County Regional Chamber of Commerce may not serve in an elected position on the Board of Directors.

Section 4.5: Election

Election to membership in the Chamber shall be confirmed by an affirmative majority vote of the Board of Directors present at the meeting, whether in person, by virtual attendance, or other electronic means accepted by the Board in which the applicant is nominated, unless additional investigation is motioned and approved.

Section 4.6: Term of Office

The term of service for each Director shall be from April 1 through March 31. Members of the Board of Directors shall be elected for three (3) year terms shall hold office until expiration of the elected term and serve until their successors have been duly qualified and elected to take office. Members of the Board may serve no more than three (3) consecutive three (3) year terms, and may not be reelected on the Board until a lapse of at least a minimum one (1) year interruption of service after their third consecutive term has expire.

In the event the date of retirement from the Board does not coincide with the date of retirement from the office of President, Vice-President, Past President, Treasurer or Secretary, the Officer shall retain membership on the Board until the elected term of service would regularly expire.

Section 4.7: Election of Officers

The Board of Directors shall elect from the membership of the Board a President, Vice President, Past President, Vice-President, Treasurer and Secretary as Officers of the Board. In addition to the powers and authorities expressly conferred upon them by these By-Laws, the Officers of the Board shall exercise all powers of the Chamber, and perform all such acts, duties and responsibilities, as are not by statute or by these By-Laws otherwise directed or required by the office. The term of service for Officers of the Board shall be for two (2) years. The officer positions do not consequentially succeed each other.

Section 4.8: Run-Off

A nominated candidate must receive a majority of votes cast by the Board of Directors to be elected to the Board. In the event no candidate receives a majority of votes cast, the Nominating Committee shall provide for a second election under the rules adopted by the Board of Directors, as set forth in these By-Laws.

Section 4.9: Quorum

Unless otherwise provided by resolution of the Board, majority of the Board membership shall constitute a quorum of not less than seven (7) directors for Chamber business, and an act of a majority of Directors shall be the act of the Board. If, at any meeting of the Board, there shall be less than a quorum present, a majority of those Directors present may adjourn the meeting until the next regular meeting, or if a Special Meeting of the Board shall be earlier called.

Section 4.10: Voting

Each elected Member of the Board of Directors shall be a voting Member of the Chamber and shall be afforded voting rights, entitling one vote per Director for each issue submitted to a vote before the Board. In the event of a tie, the President may serve as the deciding vote, or call for a recast of the issue at a subsequent meeting of the Board.

Section 4.11: Removal

Any Director desiring to resign from the Chamber shall submit a resignation in writing to the President, for presentation to the Board for consideration. An officer may be relieved from office by an affirmative vote of not less than two-thirds (2/3) of the Board present and voting, but may retain rights as a member of the Board in good standing, or as an active member of the Chamber, as may be determined by the majority of the Board of Directors. Intent to relieve any Director of duties and/or membership, shall be advised in writing thirty (30) days in advance of such action or vote, and shall have the right to be present and provide pertinent evidence or information.

Section 4.12: Vacancy

A vacancy in any office occasioned by death, resignation, removal, disqualification or any other cause may be filled by the Board at a regular or special meeting. Absence of an elected Director of the Board for more than three (3) consecutive regular meetings without prior excuse acceptable to the Board, shall be deemed a resignation from the Board. In the event of absence or inability to act of any Director of the Chamber, and of any person herein authorized to act in place, the Board may either: 1) delegate the powers or duties of such office to another Director selected for the unexpired portion of the term; or 2) hold a special election to elect a nominee in replacement confirmed by a majority vote of the Board. A Director thus appointed to fill any vacancy of an Officer, shall hold office for the balance of the unexpired term or until a successor is duly qualified and appointed or elected.

Section 4.13: Compensation

No salary shall be paid to Directors of the Board, as such for their services, but, by resolution of the Board, a stipend for expenses, if any, may be allowed for attendance at each regular or special meeting of the Board; provided that nothing herein contained shall be construed to preclude a Director from serving the Chamber in any other capacity and receiving compensation therefore. Members of committees may be allowed like compensation for attending committee meetings.

Section 4.14: Dissolution

In the event of the dissolution of the Southern Columbiana County Regional Chamber of Commerce, the Board of Directors shall, after the payment of all just debts and obligations, distribute any remaining assets of the Chamber to other charitable services and purposes, in compliance with the Articles of Incorporation, and then current regulations of the Internal Revenue Service.

ARTICLE V

Committees

Section 5.1: Committee Formation

The President may, by resolution or resolutions passed by the Board, designate and appoint one or more committee to the extent provided in said resolution, shall have and exercise the authority to consider, investigate, advise, or take action as specifically directed by the Board in the oversight of the Chamber. Committees shall not have the authority to make, alter or amend the Articles of Incorporation or the Bylaws for the Chamber; elect, appoint or remove any member of any such committees, or any Director or Officer of the Chamber; or adopt a plan of merger, consolidation

or dissolution; or to authorize the sale, lease, exchange or mortgage all, or substantially all of the property and assets of the Chamber. The designation and appointment of any such committee and the delegation of authority thereto shall not operate to relieve the Board, or any individual Officer, of any responsibility imposed by law.

Section 5.2: Appointment

Appointment to committees of the Chamber shall be made by the President, and is open to all Directors and qualifying Members. Committees shall consist of a chairperson and should include a chairperson and at least two (2) committee members. Each member of a committee shall continue as such until successors are appointed, unless such committee shall be sooner terminated, or unless such member is removed, resigns or otherwise ceases to qualify as a member thereof.

Section 5.3: Chairperson

One (1) member of each committee should be appointed chair by a majority vote of the committee or by the full membership of the Board as may be determined. Committee chairpersons and Directors shall serve from one year to the next, or until their successors are named, or the committee is deemed no longer necessary for the purposes of the Chamber.

Section 5.4: Rules

Each committee may adopt rules for its own government, not inconsistent with these By-Laws or other rules adopted by the Board, unless specifically or otherwise provided by resolution adopted by the Board.

Section 5.5: Executive Committee

There shall be an Executive Committee, selected at the meeting of the Board following the annual membership meeting. The Executive Committee shall comprise the President, two Vice-Presidents, Treasurer, and Secretary. The Executive Committee shall, during the intervals between meetings of the Board, possess and exercise all of the powers of the Board in management of the affairs and property of the Chamber except as otherwise provided by law, these By-Laws, or by Resolution of the Board. The Committee shall keep full and fair records and accounts of its proceedings and transactions. All actions by the Executive Committee shall be reported to the Board at its next meeting succeeding such action, and shall be subject to the revision and alteration by the Board, provided that no rights of third persons shall be affected by any revision or alteration.

Section 5.6: Finance Committee

The President shall appoint not less than two (2) Board members and the Treasurer to the Finance Committee, to which the Treasurer shall serve in an *ex officio* capacity. The Finance Committee is charged to provide financial oversight for the Chamber including development of an operating budget that integrates strategic plan objectives and initiatives; ensure appropriate internal control procedures for all financial transactions are monitored, documented and audited; confirm all legal and governmental filing deadlines are met; and present all financial goals, proposals and results to the Board for approval.

Section 5.7: Nominating Committee

There shall be a Nominating Committee consisting of at least three (3) Directors, appointed by the President at the October meeting of the Board. The committee shall have the responsibility for preparing a slate of candidates as members to the Board of Directors of the Chamber. The committee shall place in nomination to the Board the names of individual members interested in serving the Chamber as a Director. Additional nominations may be made from the floor. Elections shall be conducted by the Nominating Committee under rules adopted by the Board to ensure a fair and impartial election, and the safekeeping and counting of votes or ballots. The election of Directors to the Board shall take place by secret ballot at the annual meeting of the Chamber.

ARTICLE VI

Funds and Fiscal Policy

Section 6.1: Stewardship

The Board shall have and maintain the fiduciary responsibility for the financial stewardship of the Chamber, including but not limited to the entire charge of the receipts, expenditures, and general disposition of all funds of the Chamber.

Section 6.2: General Fund

The receipts of investments, and other sources when the disposition thereof is not specifically designated, shall constitute the General Fund from which all fixed charges for the maintenance and conduct of the Chamber, and other expenses regularly incurred in the prosecution of its work, shall be paid.

Section 6.3: Special Funds

The Board shall have the power to create for the use of any committee of the Chamber, a Special Fund, which shall be subscribed and collected in a manner to be prescribed by the Board. Any Special Fund thus created, shall be used exclusively by the committee, and for the purpose for which it was created.

Section 6.4: Earnings

No part of the net earnings, current or accumulated, of the Chamber shall ever inure to the benefit of any director, officer, trustee or member of the Chamber, or any private individual or entity.

Section 6.5: Gifts

The Board of Directors may accept on behalf of the Chamber any contribution, gift, bequest or devise for the general purpose or any special purpose of the Chamber.

Section 6.6: Fund Transfers

The Board, may at its discretion, transfer money from the General Fund to any Special Fund when it is evident that such transfer shall not impair the General Fund, and any surplus in a Special Fund, remaining after the work for which it was collected is completed and finalized, may be transferred to the General Fund, unless otherwise provided when the Special Fund was initially established.

Section 6.7: Deposits

The monies of the Chamber shall be deposited in the name of the Chamber in such bank or banks, or trust company or trust companies, as the Board shall designate, and shall be drawn out only by check signed by persons designated by resolution by the Board, or by facsimile signatures of such persons if so resolved.

Section 6.8: Disbursements

All checks, drafts or orders for payment of money, notes or other evidences of indebtedness issued in the name of the Chamber, shall be signed by double signature of the Treasurer and such officer or officers, agent or agents of the Chamber, and in such manner as shall from time to time be determined by resolution of the Board.

Section 6.9: Fiscal Year

The fiscal year of the Chamber shall begin on the 1st day of January and shall end on the 31st day of December each year, unless otherwise provided by the Board in accordance with General Accepted Accounting Practices.

Section 6.10: Accounts

The President shall order not less than annually, a review of the books of account of the Chamber. The Finance Committee shall be responsible for preparing a compilation of the organization's financial status including basic inquiry and analytical procedures to identify unusual items or trends, and present financial statements in formats that comply with generally accepted accounting principles.

Section 6.11: Insurance

The Chamber will purchase and maintain insurance or furnish similar protection, including, but not limited to trust funds, letters of credit of self-insurance, on behalf of any person who is or was a director, member, employee, or agent of the Chamber, or is or was serving at the request of the Chamber as a director, member, employee, or agent of another corporation, partnership, joint venture, trust or other enterprise against any liability asserted against or incurred by any person or persons serving in such capacity, or arising out of status as such, whether or not the Chamber would have the obligation or power to indemnify said person or persons against such liability under the provisions of this By-Laws.

Section 6.12: Indemnification

Every person who is or was a director, member, employee or counsel for the Chamber, or of any other entity at the determination of the Board, shall be indemnified by the Chamber against any and all liability and reasonable expenses (which terms shall include, but shall not be limited to, counsel's fees and disbursements and amounts of judgment, fines or penalties against and amounts paid in settlement by such person) that may be incurred in connection with or resulting from any claim, action, suit or proceeding (whether brought by or in the right of the Chamber or such other entity or otherwise), civil or criminal, or in connection with an appeal relating thereto, in which said director, member, employee or counsel may become involved as a party or otherwise by reason of being or having been a director, member, or employee or counsel of the Chamber or such other entity, whether or not said person or persons continue to serve in such capacity at the time such liability or expense shall have been incurred, provided said director, member, employee or counsel of the Chamber acted in good faith and in a manner reasonably believed to be the best interests of the Chamber or other such entity, as the case may be, and in addition, in any criminal action or proceeding, reasonably believing that the alleged conduct was lawful. The termination of any claim, action, suit or proceeding, civil or criminal, by judgment, settlement (whether with or without court approval) or conviction or upon a plea of guilty or of *nolo contendere* or its equivalent shall not create a presumption that such person or persons did not meet the standards of conduct set forth in this paragraph.

Section 6.13: Sureties

At the expense of the Chamber, the Board shall require bonds of the Executive Director, Treasurer, and other such Officer(s) of the Chamber as the Board may require, with sufficient surety or sureties conditioned for the faithful performance of the duties of their respective offices, and to comply with such other conditions as may be determined by the Board.

ARTICLE VII

Meetings

Section 7.1: Time and Place of Meeting

Meetings of the Board of Directors shall be held at least once each month at the principal office of the Chamber, or any other place within the regional area, which the Board may from time to time select. Selection of a location other than the principal office of the Corporation shall be communicated by separate notice to each member of the Board in accordance with Section 6.7.

Section 7.2: Participation

Directors may participate in a meeting of the Board through any means of communication by which all participating Directors can simultaneously hear and speak with one other during the course of meeting. A Director participating in a meeting by this means shall be deemed to be present in person at the meeting.

Section 7.3: Special Meetings

Special meetings of the Board for any purpose or purposes may, unless otherwise provided by law, may be called at any time by the President, or by not less than five (5) members or not less than twenty-five percent (25%) of the Directors, whichever is greater, upon written request delivered to the Secretary of the Chamber. Such request shall state the purpose(s) of the proposed meeting. At any time, upon written request of any members entitled to call a Special Meeting, it shall be the duty of the President to call a special meeting of the Directors to be held at such time as may be determined, but not less than ten (10) days or more than thirty (30) days after receipt of the request. If the President shall neglect or refuse to issue such call, the members making the request may so convene the Board. Special meetings of the Directors shall be held at the principal office of the Chamber, or at another designed place if determined specifically appropriate to the purpose of the Special Meeting. The business to be transacted at any Special Meeting shall be confined to the purpose stated in the call for the meeting and only matters germane thereto.

Section 7.4: Annual Membership Meeting

The Board shall host an Annual Membership Meeting of the Chamber for the purpose of promoting fellowship and encouraging meaningful participation in Chamber affairs that strengthen regional economic growth; contribute to community interaction; recognize outstanding achievement in leadership and personal accomplishment; and communicate important information necessary to form intelligent perspectives regarding the mission of the Chamber. Written notice of the Annual Meeting shall be mailed to each member, at such address as it appears on the books of the Chamber, not less than ten (10) days prior to the date of the Annual Meeting. The mailing of a notice in the manner provided herein shall be considered notice served.

Section 7.5: Parliamentary Rules

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Chamber in all cases which they are applicable and in which they are not inconsistent with these By-Laws and/or any special rules of order the Chamber may adopt. The order of business for the Chamber will follow the below as necessary and appropriate:

- a) Call to Order
- b) Roll Call of Attendance
- c) Presentation of Previous Meeting Minutes
- d) Communication of Chamber Bills/Liabilities
- e) Report of Officers
- f) Standing Committee Reports
- g) Special Committee Report
- h) Nominations Report (Annual Meeting)
- i) Election of Directors (Annual Meeting)
- j) Miscellaneous Business
- k) Adjournment

Section 7.6: Definition

Whenever the provisions of a rule, statute, or these By-Laws require notice to be given to any director, officer, or member of the Chamber, such notice shall comply with those requirements that satisfy awareness of prescribed process affecting their rights, obligations or duties; and shall not be construed to mean personal notice.

Section 7.7: Delivery

Notice shall be considered given when delivered in writing by depositing same in a post-office or letter box, in a post-paid, sealed envelope, addressed to such director, officer, or member at the address as same shall appear in the books, or as recorded on the contact roster of electronic mail of the Chamber. The time when the notice shall be mailed or electronically transmitted shall be deemed to be the time of the giving of such notice.

Section 7.8: Waiver

Any Director may waive any special or annual meeting notice required by these By-Laws, and such waiver may be given at any time. A waiver of any notice in writing, signed by a Director, whether before or after the time stated in said waiver for holding a meeting, shall be deemed equivalent to a notice required to be given to any Director. Participation by any Director in any meeting of the Board shall constitute waiver by receipt of required notice.

ARTICLE VIII

Executive Director

Section 8.1: Employment

The Board may by majority vote of the Directors, employ and fix the compensation of an Executive Director. The Executive Director shall act under the authority, and serve at the pleasure of the Board, in an *ex officio* status as a member of the Boards. The Executive Director is the only staff directly accountable to the Board.

Section 8.2: Responsibility

The Executive Director shall be responsible for the professional leadership and fiscal operations and in general supervise and control all of the day to day business affairs of the Chamber. The Chief Executive Officer may sign, with the President, or any other proper officer of the Chamber by the Board, any instrument or legal document which the Board have authorized to be executed, except in those instances where the signing and execution thereof shall be expressly delegated by the Board, these By-Laws, or by statute to some other officer or agent of the Chamber. Further, the Executive Director shall cause the Articles, By-Laws, books, records and accounts of the Chamber to be accurately kept and properly safeguarded, and make reports to the Board.

ARTICLE IX

Amendments

Section 9:1 Proposals

Amendments, alterations, or other modifications to these By-Laws may be proposed by a Director at any regular or special meeting of the Board. All proposed amendments shall be deliberated in reasonable and timely manner but may be referred to the Executive Committee for additional advice and counsel, prior to presentation for ratification by the Board of Directors and adoption by the membership.

Article 9.2: Amendments

These By-Laws may be altered, amended or repealed at a regular or special meeting of the Board, and ratified by a two-thirds (2/3) affirmative vote of the Directors present at such meeting. No alteration, amendment or repeal shall be made at a special meeting unless the notice of such meeting shall specify the proposed alteration, amendment or repeal as the purpose, or one of the purposes, of such meeting.

Section 9.3: Delivery

Proposed amendments shall be written detailing the change in wording between the existing and proposed amendment, along with rationale for the proposed amendment. Deliver shall made in accordance with Section 7.7 of these By-Laws to all Directors and members of the Chamber.

Section 9.4: Action by Resolution

The Executive Committee may act upon a proposed amendment, without convening a regular or special meeting, authorized by written resolution of the majority of the Directors at a regular meeting of the Board, and duly entered in the Chamber records.

Section 9.5: Adoption

On its adoption, the ratified version of the By-Laws shall supersede any previous constitution or regulations of the Chamber, with the date of amendment recorded at the forefront of the By-Laws.

WITNESS our hands this (date) 2021.

_____ President	_____ Date	_____ Vice President	_____ Date
_____ Past President	_____ Date	_____ Treasurer	_____ Date
_____ Secretary	_____ Date		

SCCRCC

Southern Columbiana County Regional
Chamber of Commerce

GENERAL ADMINISTRATIVE PROCEDURES

Amended Date, 2021

ARTICLE I

Duties and Responsibilities

President

The President of the Board shall preside at all meetings of Officers and Directors. Except where otherwise prescribed by law, the President shall possess the power to sign all certificates, contracts, and other instruments of the Chamber which may be authorized by the Board. During the absence or disability of the President, the Vice President, or Past President shall exercise all the powers and discharge all the duties of the President.

Vice President/Past President

In the absence of the President of the Board, the Vice President, or immediate Past President, in this order designated, shall exercise the functions of the President and shall preside at all meetings of Officers and Directors, shall have general supervision of the affairs of the Chamber, shall sign or countersign all certificates, contracts, and other instruments of the Chamber as authorized by the Board, shall make reports to the Board, and shall perform all such other duties as are incident to the office or are properly required by the Board of Directors.

Treasurer

The Treasurer shall have the custody of all monies and securities of the Chamber and shall keep regular books of account. The Treasurer shall cause to be kept a record of all monies, bills, notes, deeds, leases, mortgages, and similar property belonging to the Chamber. The Treasurer shall disburse the funds of the Chamber in payment of the just demands against the Chamber, or as may be ordered by the Board, taking proper vouchers for such disbursement, and shall render to the Board as may be required, an account of all transactions as Treasurer and of the financial condition of the Chamber, including its assets, liabilities, receipts, disbursements, gains and losses, together with such other accounts as may be required. Upon expiration of term of office, the Treasurer shall turn over to the duly elected successor all monies and other such assets of the Chamber. The Treasurer shall perform all duties incident to the office or which are properly required and shall be prescribed by the Board of Directors.

Secretary

The Secretary shall keep or cause to be kept the true and accurate record of proceedings of all meetings of the Chamber; shall have the power to certify such resolutions of the Board as they shall direct; shall have charge of such of the books and papers as the Board may direct; all of which shall, at all reasonable times, be open to the examination of any Director, upon reasonable notice to the Secretary. The Secretary shall issue notices for all meetings, shall keep minutes of all meetings, shall have charge of the seal and the corporate books, keep all records of deeds,

mortgages, bonds, contracts, notes and other instruments executed by the President, maintain a correct list of the names and addresses of all Officers and Directors of the Board, and shall make such reports and perform such other duties as are incident to the office, or are properly required and shall be prescribed by the Board of Directors.

Executive Director

shall include the following duties, without limitation:

Carry out the policies of the Board of Directors, and advising the Board on the formation of these policies.

Prepare an annual program plan and budget for Board approval, indicating the expected revenue and expenditures required to implement the plan.

Manage the Chamber finances and making expenditures of funds in accordance with Board policies.

Sign contracts, certificates, deeds, leases, and other legal documents for the Chamber as authorized by resolution or policies approved by the Board of Directors.

Prepare periodic reports for the Board reflecting the professional services and financial activities of the Chamber as may be required by the Board of Directors.

Serve as liaison and channel of communications between the Board of Directors and contract or affiliated agencies.

Perform all other duties as directed and properly prescribed by the Board of Directors.

Registered Agent

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12/01/2012
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