

MAINE ASSOCIATION OF CHAMBER OF COMMERCE EXECUTIVES BYLAWS

ARTICLE I

GENERAL:

Section 1: Name

The name of this corporation is the Maine Association of Chamber of Commerce Executives, Inc., hereinafter referred to in these bylaws as MACCE.

Section 2: Objectives

The objectives of MACCE are to promote personal and professional development by providing members with job-related educational programs. MACCE shall encourage a close working relationship among members and shall meet at least twice a year for the purpose of professional interaction.

Section 3: Restrictions

In keeping with the purpose of MACCE, the organization shall not take positions on public and/or political issues.

ARTICLE II

MEMBERSHIP AND DUES:

Section 1: Membership Classifications

Membership shall be by individuals only and shall consist of three classifications:

Active Member: Executives and staff members of chambers of commerce in the state of Maine shall be eligible for active membership. Only one person per organization is eligible to vote.

Associate Non-Profit: Those persons directly interested in or allied with chambers of commerce work in Maine shall be eligible for associate membership.

Affiliate For-Profit: Those individuals who do not fall into the above classifications and are associated with a for-profit business shall be eligible for affiliate membership.

Honorary: Individuals who have made substantial contributions to the chamber of commerce effort through their voluntary leadership may be elected to honorary membership by unanimous vote of the active members present and voting at any regular or special meeting. Membership dues for honorary members may be waived by a similar vote.

Section 2: Membership Limitation

Associate, affiliate for-profit, and honorary members shall be entitled to all rights and privileges except that they shall not be eligible to vote or hold office. Only active members may vote or hold office.

Section 3: Application for Membership

Each application for membership shall be considered for approval by the Board of Directors; all membership terms shall expire on August 31 of each year.

Section 4: Membership Investment

Annual membership investment shall be paid by each member in the amount, the manner and the time determined by the Board of Directors, as approved by vote of a majority of the membership at any regular or special meeting at which a quorum is present.

Section 5: Resignation

Any member may resign by tendering a written resignation to the Board of Directors and after payment of any charges owed to MACCE.

Section 6: Removal

The Board of Directors may remove any member of any classification from membership in MACCE for cause after providing a fair and reasonable hearing. Additionally, any member may be removed from

membership in MACCE by a two-thirds vote of the Directors present and voting at a duly called meeting by the Board of Directors. For purposes of this Section only, cause shall include but not be limited to the following: criminal activity; violation of any provision of the Certificate of Incorporation of these bylaws; unauthorized use of MACCE name or inappropriate use of MACCE membership for personal trade or business gain; discontinuance of eligibility for membership under the qualifications set forth in Section 1 of this Article.

ARTICLE III

DIRECTORS, EXECUTIVE COMMITTEE, OFFICERS AND ADMINISTRATOR:

Section 1: Board of Directors

The government of MACCE shall be vested in a Board of Directors consisting of the duly elected officers, immediate past president and six regional representatives of the following regions:

REGION/COUNTIES

- 1 Aroostook and Piscataquis
- 2 Penobscot, Hancock and Washington
- 3 Oxford, Somerset and Franklin
- 4 Waldo, Lincoln, Knox and Sagadahoc
- 5 Androscoggin and Kennebec
- 6 Cumberland and York

Section 2: Executive Committee:

The Executive Committee shall consist of current officers and the immediate past president.

Section 3: Officers

The officers of MACCE shall be President, Vice-President, Secretary, and Treasurer, who shall be elected by the members at the spring meeting each year. Terms of the officers shall begin at the annual meeting in the fall. As soon as possible upon election, the President shall appoint representatives from each of the six regions, all of whom will serve their terms concurrent with those of the officers of MACCE.

Section 4: Administrator

The Board of Directors may appoint or hire administrator(s) to serve MACCE as needed.

Section 5: Nominating Committee for Officers

A Nominating Committee of three members shall be appointed by the President and shall present a slate of officers for election at the MACCE annual meeting. Other nominations may be made from the floor by any member in good standing at the time nominations are brought to the membership.

Section 6: Vacancies

In the event an officer or regional representative retires by resignation or by leaving the chamber profession, the office of such retiring member is thereby declared vacant by the executive committee. If the vacancy is that of the President, the Vice-President shall immediately assume the duties and responsibilities of that office until the next election is held. In the case of another officer other than the President, the position may be filled by vote of the membership at the next regular or special meeting. In the case of a regional representative, the President shall appoint another member in good standing to fill that vacancy as soon as possible.

ARTICLE IV

MEETINGS:

Section 1: Regular and Annual Meetings

There shall be at least two (2) membership meetings of MACCE each year, including the Annual Meeting at such time and place as may be determined by vote of the members, provided, however, that (10) days notice of all meetings of the organization shall be given to the membership. Mailing of a notice by the President or Secretary to each member, containing a statement of the day, hour and place of such meeting, shall constitute due notice.

Section 2: Special Meetings

The President shall call special meetings as necessary and/or upon written request of seven active members as outlined in ARTICLE IV, Section 1.

Section 3: Rules of Order

The meetings and proceedings of MACCE, all elections, and business shall be conducted in conformity with current Robert's Rules of Order.

Section 4: Quorum

A quorum for the transaction of business at regular or special membership meetings shall consist of nine active members. A quorum for a meeting of the Board of Directors shall consist of a simple majority of the Board. A quorum for a meeting of the Executive Committee shall consist of a simple majority of the Committee.

Section 5: Agenda

The Board of Directors shall be charged with the responsibility for overall program content and agenda of all MACCE meetings. They shall assist the host Chamber in any way necessary to assure the success of the meetings and shall assist the President's or Secretary's meeting notice efforts by personal contact with members whenever possible.

ARTICLE V

COMMITTEES:

Section 1: Appointments

The President may appoint such committees, subcommittees, or task forces, as the work of MACCE requires.

ARTICLE VI

FISCAL MATTERS:

Section 1: Fiscal Year

The fiscal year of MACCE shall be September 1 to August 31.

Section 2: Disbursement of Funds

Disbursement of MACCE funds shall be made in accordance with the approved budget and/or such special appropriations as shall be made by the Board of Directors and shall be by check, the signature(s) for which shall be as provided by action of the Board of Directors. (See ARTICLE VII.)

Section 3: Reporting

The Treasurer of MACCE shall provide the membership with periodic reports of the financial condition of the organization, in conjunction with regular and /or special membership meetings.

ARTICLE VII

DISBURSEMENT:

Section 1: Disbursements can only be made to accomplish the goals and objectives specified within these bylaws, and no part of said funds shall be distributed to any individual member of this organization. On dissolution of MACCE, any funds remaining shall be distributed to one or more regularly organized and qualified statewide charitable, educational, scientific, or philanthropic organizations qualified under Section 509 (a) 2 of the Internal Revenue Code, as amended, to be selected by the Board of Directors.

ARTICLE VIII

AMENDMENTS:

Section 1: Procedure

The bylaws of MACCE may be amended at any meeting of MACCE at which a quorum is present, or may be made by a majority vote by mail of the entire active membership, provided that ten days notice of proposal to amend these bylaws shall be given to each voting members.

Revised October 1998

Revised October 2001

Revised October 2002

Revised October 2005

Corrected May 2008

MACCE GUIDELINES

MEMBERSHIP INVESTMENT PAYING POLICY:

1. Membership investment invoices mailed on August 1 annually, with fees due by August 31.
- 2.. The dues for new members joining between September and August will be prorated on a monthly basis, rounding to the nearest dollar.

MEMBERSHIP INVESTMENT STRUCTURE:

Active Member

1–3 full time employees \$110 per year

3–5 full time employees \$160 per year

6+ full time employees – \$210 per year

(note: 2 part-time employees = 1 full time employee)

Associate Non-Profit \$110 for the first member
\$30 for each additional person from same organization.

Affiliate For-Profit \$165 for the first member
\$40 for each additional person from same organization.

Honorary May be waived by vote of the membership.

NON-MEMBER PARTICIPATION: Non-member participation is encouraged.

INVOICES:

Invoices for membership investments will be mailed on August 1. The fiscal year runs from September 1 to August 31.

MEETINGS:

Spring Meeting
(Leadership Conference) May
Fall Meeting
(Annual Meeting) October

MEETING NOTICE MAILINGS:

Mailings should be sent out at least one month prior to meetings. The host chamber will take care of the mailings.

NOMINATIONS:

The nominating committee is called to nominate officers for the upcoming year. Nominations will be presented at the Spring Meeting. Officers will be voted on and take office at the Annual Meeting.

REGIONAL REPRESENTATION:

The President appoints the Regional Representatives at the Annual Meeting. Bylaws signify the region breakdown.

MAILING LIST UPDATE:

The Maine State Chamber of Commerce prints new booklets on a yearly basis. Recommendations of items to be included are as follows:

Name of Chamber
Address

Phone and Fax Numbers
Chief Contact Person and Title
Additional Members
Associate/Affiliate Members
E-mail Address
Web Site

Listing of all Chambers in the State. (Members will be so indicated in some fashion).

INSTITUTE FOR ORGANIZATIONAL MANAGEMENT - SCHOLARSHIP INFORMATION:

Application forms requesting scholarship for Institute should be mailed to all Chambers in March. The President will appoint a committee and review the applications in May with a follow-up notification to any/all recipients.

ADMINISTRATOR:

The MACCE administrator will be responsible for executing some or all of the following activities, as determined by the Board of Directors: oversight of financial matters, database maintenance, meeting planning, resource for the Board of Directors and Executive Committee, filing corporate reports and general research.