



**BABYLON VILLAGE CHAMBER OF COMMERCE, INC.**

# BYLAWS

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**Articles of Organization** (Article II) NY State Not-For-Profit Type A Corp.

**Auditing Committee** (Article IX) Appointed in Nov. 2 members of Ex-Bd, 1 member of Chamber. Report at Dec meeting.

**Block Captains** (Article IX) Appointed by President.

**Committees** (Article IX) Chairperson appointed by President. Workplan approved by EX-Board.

**Dues** (Article IV) \$100/yr. New Business Incentive – 1 yr. no charge. Complimentary honorary membership for Mayor of Babylon.

## **DUTIES OF OFFICERS** (Article VI)

**President** – preside at meetings, ex-officio of most committees, appoint chairpersons & block captains, coordinate work of chamber, sign checks in absence of treasurer. (NOTE: 1 yr. Ex-Bd service, and/or service on 2 committees, and 2 yrs. business experience as pre-requisite to hold office).

**Vice-Presidents** – aide President, fill-in for President, coordinate events, membership chairperson.

**Secretary** – take minutes, conduct correspondence, send meeting notices, maintain records & files.

**Treasurer** – custody of funds, disbursements of funds, financial record keeping & reporting, annual report (after audit) at Dec meeting, sign checks.

**Election** – (Article V) By ballot in Dec. Only paid members can vote. Only members who attended 4 meetings in previous 12 months can vote.

**Executive Board** (Article VII) Comprised of Officers. Meets once each month.

**Fees** (Article IV) May be levied from time to time.

**Fiscal Year** (Article X) Jan 1 to Dec 31.

**Installation of Officers** (Article V) Take office at the first meeting in Jan.

**Meetings** (Article VIII) Executive Board – once each month. General Membership – once each month, last Wed of month, except July & Aug.

**Membership** (Article IV) Applicant must subscribe to Chamber purpose. Membership year – Jan 1 to Dec 31. Membership decal issued to each member. Only paid members can vote. Only members who attended 4 meetings in previous 12 months can vote.

**Name** (Article I) Babylon Village Chamber of Commerce, Inc.

**Nominated Committee** (Article IX) Secretary of Ex Bd plus 2 members of Chamber. Appointed in Oct. Report in Nov – 1 nominee per office.

**Officers** (Article V) Pres, 1st Vice President, 2nd Vice Pres of Special Events, Secretary, Treasurer. Term of Office = 1 year. 3 consecutive yrs. Max in same office. Materials to successor 10 days after transfer of office. SEE DUTIES OF OFFICERS (Article VI).

**Parliamentary Authority** (Article XI) Robert's Rules of Order Newly Revised.

**Purpose** (Article III) Foster trade and commerce in Babylon Village.

**Quorum** (Article VII & VIII) Majority of executive board = quorum of board;  
Nine members of association = quorum.

**Vacancies** (Article V) Filled by presidential appointment. 1st V-P Replaces President.

## **ARTICLE I. NAME**

The name of the organization is the Babylon Village Chamber of Commerce, Inc.

## **ARTICLE II. ARTICLES OF ORGANIZATION**

The Chamber exists as an association of its members. Its articles of organization are these bylaws, as from time to time amended or revised by the Executive Board with the approval of the members. The corporation is a Type A corporation defined by New York State Not-for-Profit Corporation Law in that it is not formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the corporation is distributable to, or ensures to the benefit of its members, directors or officers or any private person except to the extent permissible under the Not-for-Profit Corporation Law.

## **ARTICLE III. PURPOSE**

The purpose of the Babylon Village Chamber of Commerce is to foster trade and commerce, and the interests of those carrying on such trade and commerce; to promote the general welfare and prosperity of Babylon Village; to reform abuses involving business, professional or financial interests, to secure freedom from unjust or unlawful exactions, to diffuse accurate and reliable information as to the standing of merchants and other matters, to procure uniformity and certainty in the customs and usages of trade and commerce; to settle and adjust differences between its members and others, and to promote a more enlarged and friendly intercourse among businesspeople; to advance the civic, commercial, industrial interests of Babylon Village; to provide such features as will promote these purposes, and to stimulate public sentiment to these ends.

## **ARTICLE IV. MEMBERSHIP AND DUES**

**Section 1.** Only businesses, organizations and persons within the Village of Babylon, who subscribe to the purpose of the organization, shall be considered for membership.

**Section 2.** The Chamber shall conduct an annual enrollment of members, but may admit new members at any time during the year upon submission of membership application. Applicant will receive a membership decal upon membership approval.

**Section 3.** The membership year shall begin on January 1 and end on December 31.

**Section 4.** Only members of the Chamber shall be eligible to participate in the meetings of the Chamber or to serve in any of its elective or appointive positions. Only paid-up members shall be eligible to vote at meetings of the Chamber. In addition, members must have attended a minimum of four meetings during the previous 12-month period to be eligible to vote in the election of officers.

**Section 5.** Each member shall pay dues of \$100.00 to the Chamber. As a membership incentive, first time dues for new businesses or owners of existing businesses in Babylon Village, may be waived by the executive board for the remaining portion of the membership year. The Mayor of the Village of Babylon shall receive a yearly honorary membership at no charge.

**Section 6.** In addition to annual dues, members may, from time to time, be charged fees in connection with Chamber operations.

## **ARTICLE V. OFFICERS AND THEIR ELECTION**

**Section 1.** The officers of the Chamber shall consist of a president, a first vice president, a second vice president in charge of special events, a secretary, and a treasurer.

**Section 2.** Nominees for the office of president shall have served on the executive board for a minimum of one year and/or shall have served on a minimum of two committees; and shall be able to substantiate a minimum of two years successful managerial and/or business ownership experience.

**Section 3.** Officers shall be elected by ballot at a meeting of the Chamber in the month of December. If there is one nominee for any office, the secretary may cast the elective ballot of the Chamber for that nominee.

**Section 4.** Officers shall take office at the first meeting in the month of January and shall serve for a term of one year or until their successors are elected.

**Section 5.** No person shall be eligible to serve more than three consecutive terms in the same office.

**Section 6.** Vacancies occurring in any office shall be filled by presidential appointment with the approval of the executive board. In case a vacancy occurs in the office of the president, the first vice president shall serve the remainder of the term of office.

## **ARTICLE VI. DUTIES OF OFFICERS**

**Section 1.** The President shall:

- (a) Preside at all meetings of the Chamber, and the executive board;
- (b) Be a member ex-officio of all committees except the nominating and auditing committees;
- (c) Appoint the committee chairpersons and block captains with the approval of the executive board;
- (d) Coordinate the work of the officers, block captains, and committees of the chamber in order that the objectives of the Chamber may be promoted; and
- (e) Present reports at the regular meetings of the executive board and Chamber.

**Section 2.** The First Vice President Shall:

- (a) Act as an aide to the President; and
- (b) Perform the duties of the President in the absence of that officer; and
- (c) Act as membership chairperson.

**Section 3.** The second Vice President in charge of special events shall:

- (a) Act as an aide to the President; and
- (b) Coordinate all promotional events.

**Section 4.** The Secretary Shall:

- (a) Record the minutes of all meetings of the Chamber and the executive board;
- (b) Maintain a permanent file of the minutes, committee reports, and records pertaining to the work of the Chamber, including a copy of the bylaws;
- (c) Conduct the correspondence of the Chamber under the direction of the president; and
- (d) Send notices of all Chamber meetings to all members.

**Section 5.** The Treasurer Shall:

- (a) Have custody of all the funds of the Chamber;
- (b) Keep a full and accurate account of receipts and expenditures;
- (c) Make disbursements as authorized by the president, executive board of Chamber  
(The president and the treasurer, signing singularly, shall be authorized to sign checks).

- (d) Present a financial statement at every meeting of the Chamber, including full annual report at the annual meeting.
- (e) Submit all financial records to the auditing committee for the annual report.

**Section 6.** Each Officer Shall:

- (a) Perform the duties outlined in the bylaws, those prescribed in the parliamentary authority, and those assigned for time to time; and
- (b) Upon expiration of his/her term of the office or in case of resignation, deliver to his/her successor all the materials pertaining to his/her office no later than ten days following the transfer of office.
- (c) Attend all meetings of the executive board to the best of his/her ability.

## **ARTICLE VII. EXECUTIVE BOARD**

The executive board shall consist of the elected officers of the Chamber.

The duties of the executive board shall be:

- (a) To transact necessary business in the intervals between regular meetings of the Chamber and such other business as may be referred to it by the membership;
- (b) To create committees, in accordance with the provisions of Article IX; and
- (c) To approve the plans of work of the committees.
- (d) Regular meetings of the executive board shall be held monthly. A majority of the executive board constitutes a quorum.

## **ARTICLE VIII. MEETINGS OF THE CHAMBER**

**Section 1.** Regular meetings of the Chamber shall be held the last Wednesday of each month during the months from January to June and September to December, for a total of 10 regular meetings each year.

**Section 2.** The annual meeting shall be held in December at which time the annual reports of officers and committee chairpersons shall be presented and the election of the officers shall be conducted.

**Sections 3.** Nine members shall constitute a quorum for the transaction of business in meetings of the Chamber.

## **ARTICLE IX. COMMITTEES AND BLOCK PARTIES**

**Section 1.** The executive board may create committees necessary to promote the objects of the Chamber and to carry on the work of the Chamber.

**Section 2.** The chairperson of the committee and the block captains shall be appointed by the president with the approval of the executive board.

**Section 3.** The chairperson of each committee shall prepare a plan of work and, after its approval by the executive board, shall carry out its provisions. No committee work shall be undertaken without the approval of the executive board.

**Section 4.** An auditing committee of three members (two members of the executive board and one member of the Chamber) shall be appointed by the executive board thirty days before the annual meeting to examine the treasurer's accounts and, satisfied that they are correct, shall sign a statement to that fact for presentation at the annual meeting.

**Section 5.** A nominating committee of three members (the secretary of the Chamber board and two members of the Chamber) shall be appointed by the executive board sixty days before the election meeting. The nominating committee shall nominate one person for each office to be filled and publish its report of nominees thirty days before the election annual meeting at which time additional nominations may be taken from the floor.

### ARTICLE X. FISCAL YEAR

The fiscal year of the Chamber shall begin on January 1 and end on December 31.

### ARTICLE XI. PARLIAMENTARY AUTHORITY

The rules contained in the current edition of Robert's Rules of Order Newly Revised shall govern the Chamber.

Adopted by the Chamber

September 27, 1989  
date

President

Robert M. Turner

Secretary

Pat Klum

## AMENDMENTS

### ARTICLE IV MEMBERSHIP DUES

**Section 1.** Only Businesses, organizations and persons within the Village of Babylon, who subscribe to the purpose of the organization, shall be considered for membership.

#### **AMENDED VERSION**

**Section 1.** Only businesses, organizations and persons within the Village of Babylon, as defines by Babylon Village property tax payers, who subscribe to the purpose of the organization, shall be considered for membership.



BYLAW UPDATES – DECEMBER 2020

Passed by 69.23% of members

ARTICLE 4, SECTION 5 Re: Membership & Dues:

Each member shall pay annual dues of \$100 to the Chamber. As a membership incentive, first time dues for new businesses or new owners of existing businesses in Babylon Village may be waived by the executive board for the remaining portion of the current membership year. The Mayor of the Village of Babylon shall receive a yearly honorary membership at no charge.

Amended Version:

Each member shall pay annual dues to the Chamber, renewable in January of the new year. There will be a Basic level at \$125 and Premium level of membership at \$200, and fees may be adjusted to reflect current operational costs. As a membership incentive, first time dues for new businesses or new owners of existing businesses in Babylon Village may be waived by the executive board for the remaining portion of the current membership year. The Mayor of the Village of Babylon shall receive a yearly honorary membership at no charge.

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ARTICLE 5, SECTION 1 Re: Officers & Their Election:

The officers of the Chamber shall consist of a president, a first vice president, a second vice president in charge of special events, a secretary, and a treasurer.

Amended Version:

The officers of the Chamber shall consist of a President, a Vice President of Membership, two Vice Presidents of Special Events, a secretary, and a treasurer.

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ARTICLE 8, SECTION 1 Re: Meetings of the Chamber:

Regular meetings of the Chamber shall be held the last Wednesday of each month during the months from January to June and September to December, for a total of 10 regular meetings each year.

Amended Version:

Regular meetings of the Chamber shall be held the last Tuesday of each month during the months from January to June and September to December, for a total of 10 regular meetings each year.

Adopted by the Chamber: December 15, 2020

President: Kelly Peckholt

# BABYLON VILLAGE CHAMBER OF COMMERCE

## Proposed Amendments / Additions 2024

February 29, 2024 Meeting

### Voting Results Include Member Attendees - Voting Proxies - ZOOM

Due to the continual progression of technology and business owners' demands, the voting process was structured to today's ability to accommodate all to vote for a right, fair, and just outcome. All four motions were passed and will be duly incorporated into the Babylon Village Chamber of Commerce Bylaws.

#### 1. EXISTING AMENDED VERSION

##### **Article IV. Membership and Dues**

Section 1. Only businesses, organizations and persons within the Village of Babylon, as defined by Babylon Village property tax payers, who subscribe to the purpose of the organization, shall be considered for membership.

Whereas,

##### **PROPOSED AMENDMENT READS**

##### **Article IV. Membership and Dues**

**PASSED BY 90%**

Section 1. Businesses, organizations and persons within the Village of Babylon, as defined by Babylon Village property tax payers, who subscribe to the purpose of the organization, shall be considered for membership. However, exceptions shall be made at the discretion of the officers of the board for businesses outside of the Babylon Village zip code willing to support and promote the works of the Babylon Village Chamber will be considered for Associate Membership. The efforts of these businesses/organizations shall be reviewed annually to retain membership with the Chamber.

#### 2. EXISTING AMENDED VERSION

##### **Article IV. Membership and Dues**

Section 5. Each member shall pay annual dues to the Chamber, renewable in January of the new year. There will be a basic Level at \$125 and Premium level of membership at \$200, and fees may be adjusted to reflect current operational costs. As a membership incentive, first time dues for new business or new owners of existing business in Babylon Village may be waived by the executive board for the remaining portion of the current membership year. The Mayor of the Village of Babylon shall receive a yearly honorary membership at no charge.

Whereas,

##### **PROPOSED AMENDMENT READS**

##### **Article IV. Membership and Dues**

**PASSED BY 83%**

Section 5. Each member shall pay annual dues to the Chamber, renewable in January of each new year. Membership shall consist of three levels, Basic, Premium, and Associate Membership. The fees for each level will be at the discretion of the incoming officers of the board to reflect current operational costs. The Basic and Premium memberships are solely for Babylon Village tax payers, businesses, organizations, and persons within the Village of Babylon, as defined by Babylon Village property tax payers.

The Associate Membership shall consist of businesses or organizations outside the Babylon Village zip code and shall reflect the Premium Level dues with two members. However, the dues

may be waived for Sponsorship Levels of \$2500 or more and allowing for three members. Also all Non-Profit organizations within Babylon Village shall fall within the Associate Membership. \* Important to note, Associate Membership members shall not possess voting rights to safeguard the rights of tax-paying persons, organizations, and bussinessess within Babylon Village and the regulations of the Babylon Village Chamber of Commerce. As a membership incentive, first time dues for new businesses or new owners of existing businesses within Village of Babylon commencing at the second quarter into the year may be waived by the officers of the board for the remaining portion of the current membership year. The incentive does not apply to Associate Membership. The Mayor of the Village shall receive a yearly honorary membership at no charge.

**3. EXISTING AMENDED VERSION**

**Article V Officers and Their Election**

Section 1. The officers of the Chamber shall consist of a President, a first Vice President of Membership, two Vice Presidents of Special Events, a Secretary and a Treasurer.

Whereas,

**PROPOSED AMENDMENT READS**

**ARTICLE V. Officer and Their Election      PASSED BY 100%**

Section 1. The Officers of the Chamber shall consist of a President, First Vice President of Membership, Second Vice President of Special Events, Assistant Vice President of Special Events, Secretary, and Treasurer.

**PROPOSED ADDITION READS**

**ARTICLE V. Officer and Their Election      PASSED BY 100%**

Section 1a.

The chamber board shall include up to seven Board Members to alleviate the workload with the ability to establish committees with Chairpersons or Block Captains of an event appointed by the President with the approval of the Executive/Officers of the Board. The Board Members must be committed to the organization’s purpose and shall be reviewed annually to maintain their positions.

**4. EXISTING AMENDED VERSION**

**Article VIII. Meetings of the Chamber**

Section 1. Regular meetings of the Chamber shall be held the last Tuesday of each month during the months from January to June, and September to December, for a total of 10 regular meetings each year.

Whereas,

**PROPOSED AMENDMENT READS**

**Article VIII. Meetings of the Chamber      PASSED BY 100%**

Section 1. Regular meetings of the Chamber shall be held within the last week of each month during the months from January to June and September to December, for a total of 10 regular meetings each year. The chosen day of the week shall be the majority rule of the incoming officers to maintain attendance, consistency, and the expediency of the current board.

Adopted by the Chamber: February 29, 2024

President: Nancy Iglesias-Gillen  
Nancy Iglesias-Gillen

