

BEAVERCREEK CHAMBER OF COMMERCE, INCORPORATED

POLICIES AND PROCEDURES MANUAL



I. Purpose of this Document

The purpose of the Beaver Creek Chamber of Commerce, Incorporated Policies and Procedures Manual (hereinafter named "Policies and Procedures Manual", "Manual", and/or "this document" is to define the duties and responsibilities of the Board of Directors (hereinafter "Board"), Executive Committee, and Sub-Committees as well as to establish a procedure for the administration and operation of the Chamber. This document is not intended to replace or supersede the Chamber Bylaws, all sections of "Manual" shall comply with the bylaws adopted by the Beaver Creek Chamber of Commerce, Incorporated (hereinafter "Chamber").

II. Mission Statement

The Beaver Creek Chamber is organized to advance the general business community by

- A. Contributing to economic development efforts for commerce, industry, and the professions and by maintaining and strengthening a healthy business climate in Beaver Creek, Ohio
- B. Acting as advocates at local, state, and national government levels for free market approaches to ensure a strong economic business climate for our members
- C. Providing investors with value-added services, networking, and promotional opportunities
- D. Providing members the opportunity to participate in fulfilling the goals and mission of the Beaver Creek Chamber by taking positions and crafting strategies to improve the business climate in Beaver Creek

III. Board of Directors

- A. Purpose of the Board of Directors is to be responsible for formulating the policies and procedures of the Chamber in accordance with the bylaws and goals of the Chamber. The Board of Directors shall be responsible for the government and policy-making responsibilities of the Chamber. The Board of Directors shall be responsible for the Chamber finances and direct the affairs of the Chamber
- B. Duties of the Board of Directors
 - 1. Determine and support the Chamber mission
 - 2. Support the needs of the Chamber members (hereinafter "Members") in accordance with the Chamber bylaws and mission statement
 - 3. Establish and update the Chamber bylaws as permitted therein
 - 4. Establish Chamber Policies and Procedures Manual and review the Policies and Procedures not less than annually

5. Establish and monitor all programs and services of the Chamber
6. Enhance and promote the public image of the Chamber
7. Approve or reject the as needed an annual budget, which shall be submitted by the Executive Committee, for the Chamber and monitor the income and expenses in accordance with the budget, bylaws, and the mission of the Chamber.
8. Shall sign and comply with the Chamber Code of Conduct
9. Shall sign and comply with all Document Retention Policies of the Chamber
10. Approve or reject the Hiring and Firing of the CEO/President from the recommendations of the Executive Committee
11. Shall be responsible for the finances of the Chamber
12. Shall perform an annual review of the President/CEO and all Chamber staff and shall set bonuses, compensation, and benefits for all employees and President/CEO in accordance with the annual budget, the bylaws, Policies and Procedures, and Employee Handbook.

C. Composition of the Board of Directors

The Board of Directors shall be composed of fifteen (15) members in accordance with Article IV Section 1 of the Beavercreek Chamber of Commerce, Inc bylaws. The fifteen (15) member Board shall consist of not more than four (4) Officers and eleven (11) General Board Members. Officers shall include: Board Chair, Vice Board Chair, Past Board Chair, and Treasurer.

1. Board Chair

The Board Chair shall preside over all meetings and shall conduct the business of the Chamber for a term of one (1) year. The Board Chair has the right to require reports from all committees and subcommittees.

2. Vice Board Chair

The Vice Board Chair shall be elected for a term of one (1) year and shall perform all the duties of the President in their absence. The Vice Board Chair shall become Board Chair after the expiration of their term as Vice Board Chair.

3. Past Board Chair

The Past Board Chair shall be appointed for a term of one (1) year following their term as Board Chair.

4. Treasurer

The Treasurer shall review all financial records and documents as they relate to the Chamber.

5. General Board Members

General Board Members shall be responsible for all duties outlined in Section III (B) of this Manual and the Chamber bylaws.

6. Term

Members of the Board of Directors shall be elected to serve for a three (3) year term or until their successor is elected or appointed in accordance with the bylaws. Board members may

be elected for not more than two (2) consecutive three (3) year terms unless otherwise provided in this section. A one (1) year Board absence is required after the second (2nd) three (3) year term unless otherwise provided in this section. At the conclusion of the one (1) year board absence the member shall be eligible to run for a Board position. Members shall be permitted to serve as a committee chair or as committee member during the one (1) year absence. In the event that a person is elected or appointed to the Vice Board Chair in the second or third year of that Board Members term the term shall be extended for a period not to exceed two years for the purposes of allowing that Member to become Board Chair in the first year following their election or appointment as Vice Board Chair and to become the Past Board Chair in the second year following their election or appointment as Vice Board Chair. [This section shall take effect for all consecutive terms beginning January 1, 2014]

7. Selection and Election of Members to the Board of Directors By General Election

The Nominating Committee by and through the CEO/President shall request and otherwise make available to the Chamber Membership an Application to be considered for a position on the Board of Directors. The Application shall be made each year no earlier than the first (1st) day of August and the date for all applications to have been received by the Chamber office shall be no later than the thirty-first (31st) day of August of the same year. All Members applying for consideration on the Board of Directors shall along with the Application form submit a signed copy of the Chamber Code of Conduct and Conflict of Interest Policy. The Nominating Committee shall present to the Board Chair no more a slate of at least five (5) candidates but no more than twice (2) the number of open Board positions to be placed on the ballot for the Board Election no later than the fifteenth (15th) day of September. The ballot for Board Election shall be made available to all Chamber Members for a vote beginning on the first (1st) Tuesday of November at nine (9:00) a.m. and ending on the second (2nd) Tuesday of November at five (5:00) p.m. of the same year.

D. Removal from the Board

1. Mandatory Removal

The following circumstances shall result in a Member of the Board of Directors being removed from the Board.

Any member of the Board of Directors who has three (3) consecutive unexcused absences from regular Board meetings shall be notified in writing by the Board Chair of their removal from the Board of Directors. An unexcused absence shall result when a Board Member fails to notify the Chamber Staff in advance of their absence from a regularly scheduled meeting of the Board of Directors.

2. Discretionary Removal

a. Process

Any Chamber Member who believes that a Board Member has violated a section of this document that could result in the discretionary removal from the Board of Directors shall submit the allegations in writing to the Board Chair. In the event that

the Board Chair is the Member accused of violating a section of this document that could result in the discretionary removal from the Board of Directors the alleging party shall submit the allegations in writing to the Vice Board Chair. The Board Chair or Vice Board Chair (hereinafter Investigator) shall conduct a thorough investigation of the allegations, and notify the accused Board Member in writing within seven (7) days of receipt of the allegation and complete a comprehensive written report to be submitted to the Board of Directors at the next regularly scheduled Board Meeting. The accused Board Member shall remove themselves from the portion of the meeting where the allegations are being discussed. The Board shall then decide by a vote whether the allegations if true would be a violation that could lead to the discretionary removal of the Board Member. In the event that the Board determines that the allegations if true are not a violation that could lead to removal of the Board Member the Investigator shall notify the accuser in writing of the Boards findings and shall notify the Board Member of the Board's decision in writing within seven (7) days. In the event that the Board decides by a vote that the conduct alleged could be a violation of this document that could result in discretionary removal the Investigator shall notify the accused Board Member in writing of the Board's decision and schedule a removal hearing at the next regularly scheduled Board meeting.

b. Discretionary Removal Offenses

- i. Any member of the Board of Directors who is accused of violating the Code of Conduct shall be notified in writing by the Board Chair of their removal from the Board of Directors. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.
- ii. Any member of the Board of Directors who is convicted of a felony offense, drug related offense, theft related offense, or any criminal offense involving moral turpitude shall be removed. Any Board Member subject to mandatory removal shall have their removal submitted to a vote at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of the Board Members so long as quorum is reached as defined by the bylaws. (i.e. A majority of the members of the Board are present) The Board Member whose removal is being sought shall have a right to make a statement and present evidence as to why a mandatory removal is not warranted.
- iii. Any member of the Board of Directors who is accused of violating the Conflict of Interest Policy shall be notified in writing by the Board Chair of their removal from the Board of Directors. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.

- iv. Conduct Unbecoming of a Board Member. Any Board Member who is accused of acting in a way that would negatively affect or circumvent the goals of the Chamber shall be notified in writing by the Board Chair of their removal from the Board of Directors. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.

8. Resignation from the Board

Board member's seeking to resign prior to the expiration of their term shall be required to provide written notice to the Board Chair of their intent to resign. The Board chair shall then submit the resignation to the Board at the next regularly scheduled Board Meeting for approval or rejection. A resignation shall be approved upon a majority vote of all Board Members present so long as a quorum is reached.

9. Filling of Board Vacancies

Vacancies on the Board of Directors shall be filled by appointment of the Board of Directors by a majority vote so long as a quorum is reached [at the next regularly scheduled Board Meeting. In the event that the vacancy occurs so near to the next regularly scheduled Board Meeting that the Nominating Committee does not have adequate time to make nominations the vote to fill the vacancy may be extended to the next regularly scheduled Board Meeting]. The Nominating Committee shall make recommendations to the Board of Directors for the purpose of filling such vacancies.

a. Succession of Officers:

1. Resignation or Removal of Board Chair

In the event that the Board Chair resigns or is otherwise removed from the position as Board Chair the Vice Board Chair shall immediately become the Board Chair and complete the term of the resigning or removed Board Chair.

2. Resignation or Removal of Vice Board Chair

In the event that the Vice Board Chair resigns or is otherwise removed from the position as Vice Board Chair the Past Board Chair shall immediately become the Vice Board Chair and shall complete the term of the resigning or removed Vice Board Chair. In the event that the vacancy occurs within two (2) months of the annual elections the Vice Board Chair seat shall remain vacant until the next election.

3. Resignation or Removal of Treasurer

In the event that the Treasurer resigns or is otherwise removed from the position as Treasurer, the Board Chair shall call an emergency board meeting within seven (7) days of the vacancy. Nominations shall be opened up to the remaining members of the Board and a new Treasurer shall be elected.

4. Resignation or Removal of Past Board Chair

In the event that the Past Board Chair resigns or is otherwise removed from the position as Past Board Chair the position shall remain vacant until the following years Board Chair finishes the term as Board Chair.

D. Code of Conduct

Each Member seeking election to the Board of Directors shall sign a Code of Conduct (attached as Appendix A) prior to being considered for nomination for election to the Board of Directors. The original Code of Conduct signed by the Member shall be kept at the Chamber Office for the period prescribed by the Document Retention Policy.

E. Conflict of Interest

Each Member of the Board of Directors shall sign a Conflict of Interest Policy (attached as Appendix B) prior to being considered for nomination for election to the Board of Directors. The original Conflict of Interest Policy signed by the Member shall be kept at the Chamber Office for the period prescribed by the Document Retention Policy.

F. Document Retention Policy

The Board of Directors shall be responsible for drafting, amending, and adopting a document retention policy that shall be attached as Appendix C of this document. Such policy shall be approved upon a majority of the Board Members present so long as a quorum is reached.

IV. Executive Committee

A. Purpose of the Executive Committee

The Executive Committee shall act for and on behalf of the Board of Directors when the Board is not in session, but shall be accountable to the Board for its actions.

B. Composition of the Executive Committee

The Executive Committee shall be composed of the Chair of the Board of Directors, Immediate Past Chair of the Board of Directors, Vice Chair of the Board of Directors, and Board of Directors Treasurer. The President/CEO shall serve as a non-voting member of the Executive Committee.

C. Executive Committee Duties

1. Coordinate with the President/CEO regarding Chamber operations and goals
2. Draft, Implement, and Carry-out the Operational Procedure for staff in accordance with the bylaws, this Manual, and the Employee Handbook

3. Coordinate with the President/CEO and Chamber staff on the day to day operations of the Chamber
4. Manage and evaluate the President/CEO in accordance with this Manual and the Employee Handbook.
5. Set goals, expectations, initiate employee review process, and propose salary/bonus of the President/CEO and all chamber staff to be presented to the Board of Directors for review and approval in accordance with the annual budget, Employee Handbook, Policies and Procedures, and Chamber by-laws
6. Approval of President/CEO and all staff salaries shall be finalized by the end of November in order to be included in the annual budget for the following year.
7. Establish and execute the organizations budget and day to day finances of the Chamber
8. Establish the Code of Conduct for Board Members
9. Establish the Code of Conduct for Chamber staff
10. Establish and Enforce the Administrative Policies and Procedures and Employee Handbook in compliance with those documents, the Chamber bylaws, and in compliance with all state, federal, and local laws.
11. Set goals, expectations, and approve salary and compensation provided it complies within the annual budget.

D. Vacancies on the Executive Committee

a. Succession of Officers:

1. Resignation or Removal of Board Chair

In the event that the Board Chair resigns or is otherwise removed from the position as Board Chair the Vice Board Chair shall immediately become the Board Chair and complete the term of the resigning or removed Board Chair.

2. Resignation or Removal of Vice Board Chair

In the event that the Vice Board Chair resigns or is otherwise removed from the position as Vice Board Chair the Past Board Chair shall immediately become the Vice Board Chair and shall complete the term of the resigning or removed Vice Board Chair. In the event that the vacancy occurs within two (2) months of the annual elections the Vice Board Chair seat shall remain vacant until the next election.

3. Resignation or Removal of Treasurer

In the event that the Treasurer resigns or is otherwise removed from the position as Treasurer, the Board Chair shall call an emergency board meeting within seven (7) days of the vacancy. Nominations shall be opened up to the remaining members of the Board and a new Treasurer shall be elected.

4. Resignation or Removal of Past Board Chair

In the event that the Past Board Chair resigns or is otherwise removed from the position as Past Board Chair the position shall remain vacant until the following years Board Chair finishes the term as Board Chair.

E. Removal of Executive Committee Members

1. Process

Any Chamber Member who believes that a Executive Committee Member has violated a section of this document that could result in the discretionary removal from the Board of Directors or Executive Committee shall submit the allegations in writing to the Board Chair. In the event that the Board Chair is the Member accused of violating a section of this document that could result in the discretionary removal from the Board of Directors/Executive Committee the alleging party shall submit the allegations in writing to the Vice Board Chair. The Board Chair or Vice Board Chair (hereinafter Investigator) shall conduct a thorough investigation of the allegations, and notify the accused Member in writing within seven (7) days of receipt of the allegation and complete a comprehensive written report to be submitted to the Board of Directors at the next regularly scheduled Board Meeting. The accused Board Member shall remove themselves from the portion of the meeting where the allegations are being discussed. The Board shall then decide by a vote whether the allegations if true would be a violation that could lead to the discretionary removal of the Board Member. In the event that the Board determines that the allegations if true are not a violation that could lead to removal of the Board Member the Investigator shall notify the accuser in writing of the Boards findings and shall notify the Board Member of the Board's decision in writing within seven (7) days. In the event that the Board decides by a vote that the conduct alleged could be a violation of this document that could result in discretionary removal the Investigator shall notify the accused Board Member in writing of the Board's decision and schedule a removal hearing at the next regularly scheduled Board meeting. Any Executive Committee Member who removed shall also be removed from the Board of Directors.

2. Mandatory Removal

The following circumstances shall result in a Member of the Executive Committee being removed from the Committee.

- A. Any member of the Executive Committee who has three (3) consecutive unexcused absences from regular Board meetings shall be notified in writing by the Board Chair of their removal from the Executive Committee. An unexcused absence shall result when a Board Member fails to notify the Chamber Staff in advance of their absence from a regularly scheduled meeting of the Executive Committee.

- B. Any member of the Executive Committee who is convicted of a felony offense, drug related offense, theft related offense, or any criminal offense involving moral turpitude shall be removed
- C. Removal of a member of the Executive Committee from the Board of Directors shall result in the members removal from the Executive Committee
- D. Any member of the Executive Committee subject to mandatory removal shall have their removal submitted to a vote at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of the Board Members so long as quorum is reached as defined by the bylaws. (i.e. A majority of the members of the Board are present)
- E. The Executive Committee Member whose removal is being sought shall have a right to make a statement and present evidence as to why a mandatory removal is not warranted.

3. Discretionary Removal

- A. Any member of the Executive Committee who is accused of violating the Code of Conduct shall be notified in writing by the Board Chair of their removal from the Executive Committee. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.
- B. Any member of the Executive Committee who is accused of violating the Conflict of Interest Policy shall be notified in writing by the Board Chair of their removal from the Executive Committee. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.
- C. Conduct Unbecoming of an Executive Committee Member. Any Executive Committee Member who is accused of acting in a way that would negatively affect or circumvent the goals of the Chamber shall be notified in writing by the Board Chair of their removal from the Board of Directors. The accused Member then has the right to present evidence to the Board at the next regularly scheduled Board Meeting. Removal shall occur upon a majority vote of all Board Members present so long as quorum is reached.

F. Filing of Vacancies of the Executive Committee

Any vacancy of any position of the Executive Committee shall be filled pursuant to Section III(G) of this document.

G. Code of Conduct

Each Member of the Executive Committee shall be required to sign a Code of Conduct (attached as Appendix A) by the first regularly scheduled Board Meeting following the election each year. Failure or refusal of a Member of the Board of Directors to sign the required Code of Conduct shall result in that Member being removed by the Chair from the Board of Directors. The original Code of Conduct signed by the Member shall be kept at the Chamber Office for the period prescribed by the Document Retention Policy contained in Appendix A.

H. Conflict of Interest

Each Member of the Executive Committee shall be required to sign a Conflict of Interest Policy (attached as Appendix B) by the first regularly scheduled Board Meeting following the election each year. Failure or refusal of a Member of the Board of Directors to sign the required Conflict of Interest Policy shall result in that Member being removed by the Chair from the Board of Directors. The original Conflict of Interest Policy signed by the Member shall be kept at the Chamber Office for the period prescribed by the Document Retention Policy contained in Appendix B.

I. President/CEO

1. Purpose of the President/CEO

The President/CEO is responsible for the day to day operations of the Chamber and shall report to the Board of Directors and Executive Committee as outlined in this Policies and Procedures Manual, The Beaver Creek Chamber of Commerce By-laws, and the Chamber Employee Manual. The President and CEO shall be managed by the Executive Committee.

2. Duties of the President/CEO

- a. Responsible for the day to day operations of the chamber
- b. Responsible for implementing action as assigned by the Executive Committee
- c. Manage the property, business, and affairs of the chamber
- d. Perform all duties as assigned by the Board of Directors
- e. Manage all fiscal matters, including submission of an annual budget for approval by the Board of Directors.
- f. Supervise and maintain all records regarding the Chamber in accordance with Chamber Policies and Procedures
- g. Prepare monthly statements on income and expenses in accordance with the annual budget.
- h. Employ and supervise all staff necessary to carry on the work of the Chamber, including hiring, terminating, disciplining, and evaluating Chamber employees as necessary in compliance with the Chamber Employee Handbook and all other laws.

3. Resignation of the President /CEO

The President /CEO shall immediately notify the Executive Committee of intent to resign.

4. Termination of President/CEO

The President/CEO may be terminated by the Board of Directors upon a majority vote of the Board of Directors at a regularly scheduled meeting so long as a quorum is reached.

5. Conflicts of Interest of President/CEO

The President/CEO shall immediately notify the Executive Committee in writing of any potential conflict of interest that may occur regarding the President/CEO.

J. Committees & Activities

It may be necessary at times for the Chamber to establish additional committees, sub-committees, and activities as needed and appropriate to achieve the goals and mission of the Chamber

1. Creating a Committee, Sub-Committee, and/or Activity

The Executive Committee may, but is not required to, create a committee, sub-committee, and/or activity upon oral motion made by one member of the Executive Committee and approval by a majority vote of all Executive Committee Members present at a meeting so long as a quorum is reached.

2. Who Can Serve on a Committee, Sub-Committee, and/or Activity

Any Chamber member whose membership is in good standing may be selected by the Executive Committee to serve on a Committee, Sub-Committee, and or Activity.

3. Committee, Sub-Committee, and/or Activity Chair

The Executive Committee shall nominate a Chamber Member to serve as Chair of the Committee, Sub-Committee, or Activity. The Chair of the Committee, Sub-Committee, or Activity shall be confirmed as the chair by a majority vote of the Executive Committee so long as a quorum is reached.

4. Rules Governing Committee, Sub-Committee, and/or Activity

a. All Committees, Sub-Committees, and/or Activities created under this section shall contain no fewer than two (2) members.

b. All Members of any Committee, Sub-Committee, and/or Activity shall disclose to the Chamber Board Chair any potential conflict of interest that may exist as it relates to service on any Committee, Sub-Committee, and/or Activity.

c. The Chair of any Committee, Sub-Committee, and/or Activity shall provide a written status report to the Chamber Board Chair five (5) days before the regularly scheduled Board meeting.

d. Dissolving a Committee, Sub-Committee, and/or Activity

All Committees, Sub-Committees, and/or Activities shall exist only as long as necessary to achieve the purpose and goal the Committee, Sub-Committee, and/or Activity were/was created for. Once a Committee, Sub-Committee, and/or Activity has achieved its goal the Chair of the Committee, Sub-Committee, and/or Activity shall submit in writing to the Chamber Board Chair notice of completion and request to dissolve. The Board Chair shall then submit the dissolution of the Committee, Sub-Committee, and/or Activity to the Executive Committee and such Committee, Sub-Committee, and/or Activity shall be dissolved upon a majority vote of the Executive Board Members in attendance at a meeting so long as a quorum is reached.

K. Chamber Financing and Funding

The Beavercreek Chamber of Commerce is financed by the payment of member's dues and donations by members and other sources.

1. Annual Budget

- a. The President/CEO, Board of Directors, and Executive Committee shall all work together to prepare an annual budget for the operation of the Chamber.
- b. The annual budget shall be prepared by the President/CEO and submitted to the Executive Committee for approval before being submitted to the Board of Directors.
- c. A budget shall be approved by the Board of Directors upon a majority vote of the Board so long as a quorum is reached
- d. A revised budget may be drafted as necessary and approved by a majority vote of the Board so long as a quorum is reached.

2. Budget Controls

- a. No expenditure not included within the annual budget which exceeds 3% but is less than 5% of the annual budget shall be permitted unless approved in advance by the Executive Committee by the majority vote so long as a quorum is reached prior to any expenditure. Any expenditure requiring Executive Committee approval shall be submitted in writing by the President/CEO for approval pursuant to this section.
- b. No expenditure not included within the annual budget which is 5% or more of the annual budget shall be permitted unless approved in advance by the Board of Directors by the majority vote so long as a quorum is reached prior to any expenditure. Any expenditure requiring Board approval shall be submitted in writing by the President/CEO for approval pursuant to this section.
- c. The fiscal year for the Chamber shall begin on January 1st of each year and end on December 31st of each year.

3. Financial Review

The accounts of the Chamber of Commerce shall be reviewed annually in conjunction with the annual tax preparation by a certified public accountant. The financial review report shall be presented to the Board of Directors for approval at the next regularly scheduled Board meeting.

L. General Provisions

1. Whistleblower Policy

All Members of the Board of Directors, Executive Committee, and the President/CEO shall sign annually and comply the Chamber's Whistleblower Policy attached as Appendix C.

2. Credit Card Processing

Credit card payments called in over the phone shall be processed immediately. The Chamber is prohibited from storing credit card information. If for any reason a credit card number is written down the payment shall be processed immediately, and credit card information shall be shredded immediately.

3. Severability Clause

If any provisions of this document is held illegal or unenforceable in a judicial proceeding such provisions shall be severed and shall be inoperative, and the remainder of this document shall remain operative and binding on all parties.

4. Mediation

All disputes arising out of this document shall be resolved by mediation or arbitration, the mediators or arbitrators shall be appointed and such mediation or arbitration shall be conducted in Greene County, Ohio in accordance with the rules then pertaining to the Greene County Common Pleas Court. The expense of mediation or arbitration shall be borne by the party raising the issue for which mediation became necessary or as any other agreement reached during mediation defines.

5. Choice of Law Clause

This document and any dispute arising out of this document shall be resolved pursuant to Ohio law in the State of Ohio, Greene County.

6. Amendment of this document

This document may be amended at any time in accordance with the Chamber bylaws by a majority vote of the Board of Directors where a quorum is present.