BY LAWS OF THE
RIVER HEIGHTS CHAMBER OF COMMERCE
REVISED May 19, 2026

ARTICLE I: NAME

Section 1:
The name of this corporation shall be the River Heights Chamber of Commerce. The general offices of the organization shall be located in the area it serves.

ARTICLE II: PURPOSE

Section 1:
The purpose of this Chamber of Commerce is to advance community progress through an economic, political, and social system based on individual freedom, incentive, initiative, opportunity, and responsibility.

Section 2:
This corporation is not formed for pecuniary gain to its investors, will pay no financial dividends, nor will it provide other remuneration, directly or indirectly, to its member-investors. This corporation shall be non-partisan and non-sectarian, and shall observe all local, state, and federal laws which apply to non-profit organizations as defined in article 501(c)6 of the Internal Revenue Code.

ARTICLE III: MEMBERSHIP

Section 1: Eligibility
Any adult person, association, corporation, partnership, estate or other type of business entity regardless of place of residence, interested in the purpose of this Chamber of Commerce, shall be eligible for membership.

Section 2: Application
Any person or entity desiring to become a member of this corporation, and willing to adhere to the bylaws, policies, and procedures adopted by the Board of Directors, may do so by completing and submitting an application on the form prescribed by the Board of Directors. The application shall be accompanied by their scheduled dues investment and shall constitute an agreement to invest annually in the Chamber of Commerce. Election to membership shall require a majority affirmative vote of the Directors present at any meeting at which a quorum is present.

Section 3: Classifications

A. All members and applicants shall have the right to appeal their membership classifications to the Board of Directors. Such appeal shall be presented in writing and shall include any evidence supporting the request. Board decisions are final.

B. The Board of Directors shall have the right to assess members as needed in support of approved items.

Section 4: Dues

A. Payment of dues shall be in advance.

B. The Board of Directors shall determine the payment schedules and the anniversary dates of the memberships and may require prorated payments for a partial year. Unless established otherwise by the Board of Directors, all memberships shall be annual memberships based on a calendar year, and memberships that begin on a date other than January 1 or end on a date other than December 31 shall be prorated for that year.

C. All memberships shall continue from year to year unless a member notifies the Chamber of Commerce that the member will terminate the member's membership.

Section 5: Voting

All members shall be entitled to vote in general elections, referenda, and on issues for which a vote is ordered or requested at membership meetings. Each member shall be entitled to one vote.

Section 6: Delinquency

A. Dues shall be paid on or before the first day of a member's membership renewal and shall be paid each year thereafter on or before January 1 of such year.

B. Members whose dues are unpaid when due shall be considered delinquent. Delinquent members shall retain all rights of membership, except the right to vote, to hold office, or to be a nominee for office.

C. Each month or as otherwise determined necessary by the Executive Committee or the Board of Directors, all accounts over 60 days past due shall be reviewed. The Executive Committee or the Board of Directors may terminate the membership of any member whose account is past due by 120 days or more.

Section 7: Termination

A. Any member, upon notice to the Board of Directors may terminate their membership in the Chamber of Commerce. Such member shall remain responsible to pay all dues and other financial obligations due at the time of termination.

B. In the event of a member's death, a member's relocation or other business changes, or for other good cause, the Board of Directors may cancel all dues or other financial obligations due at the time of the member's termination.

C. Any member may be expelled by the Board of Directors for good cause, including but not limited to, illegal or fraudulent business practices. Members being considered for expulsion may request a hearing before the Board of Directors.

D. Terminations received from members whose membership investment is paid to some future date shall not be eligible for any investment refund.

Section 8: Membership Identification

All members shall receive a current symbol indicating their membership in the Chamber of Commerce. The symbol shall remain the property of the Chamber of Commerce, and upon termination for any reason, the member shall relinquish possession of the symbol.

ARTICLE IV: BOARD OF DIRECTORS

Section 1: Powers
The corporate powers of the Chamber of Commerce shall be exercised, its business and affairs directed, and its property controlled by a Board of Directors. The Board may adopt such policies, procedures, rules, and regulations as may be deemed advisable to further the purpose of the Chamber of Commerce, or to improve its government or operations.

Section 2: Eligibility and Representation
Any member in good standing and current with their annual dues at the time of nomination shall be eligible for election as a Director.

Section 3: Size and Terms

A. The Board of Directors of this corporation shall consist of at least fifteen but no more than twenty-one elected members. Elections will be held annually for open positions. Approximately one-third of the Board will be elected to serve a three-year term commencing on the first day of the Chamber's fiscal year.

B. Up to six members of the Board may be appointed by the Chair of the Board, subject to the approval of the Board of Directors, for a one-year term commencing on the first day of the Chamber's fiscal year.

C. No member may serve more than seven consecutive years on the Board of Directors.

D. In the event that the Board term of the Chair Elect expires on the same date that the Chair Elect completes his or her term as Chair Elect, the Board term shall automatically be extended for an additional year. The Retiring Chair shall serve on the Board as Immediate Past Chair, and if necessary, the Board term of that officer shall also be extended for an additional year. In the case of the extensions referred herein, the additional one-year Board terms extended shall not reduce the number of Directors to be elected to the Board each year.

Section 4: Responsibilities

A. The Board of Directors shall annually elect, from their membership, the officers of the corporation, who shall constitute the Executive Committee.

B. The Board of Directors shall be responsible for determining the financial requirements of the corporation, and for establishing the dues schedule needed to meet the organization's financial requirements.

C. The Board of Directors, at its annual organization meeting, shall determine the voting rights of appointed Directors. A majority vote of the elected Board members shall be required to grant voting status to appointed Directors.

D. The Board of Directors may, by a majority vote, remove a Director for good cause. The Board may fill the vacancies of any elected Directors, and the Chair may fill the vacancies of any appointed Directors. Directors filling such vacancies shall serve for the remainder of the unexpired term and shall be eligible for nomination and election to a full-

term Directorship.

Section 5: Nomination and Election

Open positions on the Board of Directors shall be filled by an election which shall be held annually as follows:

1. The Chair, with the approval of the Board of Directors, shall, at least ninety days prior to the election date, appoint a Nominating Committee consisting of five or more members.
2. The Nominating Committee shall notify the membership of its intent to nominate and shall solicit nominee suggestions approximately sixty (60) days prior to the annual election. Approximately forty (40) days before the election, the committee shall nominate individuals for the vacating Directorships and shall file such names with the Secretary.
3. Approximately thirty (30) days prior to the elections, the Secretary shall submit notices of such nomination to the membership. The notice shall state that additional nominations may be made by the general membership by submitting names to the committee.

4. The Nominating Committee shall submit all nominees for the vacant Director positions to the Board of Directors, along with the committee's recommendations as to which nominees should fill the Director positions. The Board of Directors shall vote on the nominees and the Secretary shall notify the members of the result.

5. The Directors' terms shall commence on the first day of January, following the election.

Section 6: Meetings

A. Meetings of the Board of Directors shall be held at the regular time and place as determined by the Board at their organizational meeting, or as agreed upon at subsequent meetings.

B. Special meetings of the Board of Directors may be called at any time by the Chair of the Board or by any three Directors.

C. Notice of each regular and special meeting shall be issued stating the purpose of and agenda for the meeting to every Director.

Section 7: Quorum

A. A majority of the Board of Directors shall constitute a quorum at any meeting.

B. No action shall be deemed approved unless a quorum is present, and the votes cast in favor of the motion are a majority of the voting members present or the majority as defined in the Chamber by-laws.

C. Statements determining Chamber of Commerce positions on matters of local, state, or federal public policy, shall be determined by a majority vote of the Board of Directors.

Section 8: Vacancies

The Board of Directors shall, by majority vote, elect Directors or Officers to fill vacancies for the duration of the term. Nominations for such vacancies are to be made by the Executive Committee. In the case of appointed Directors, the Chairman of the Board retains the right to fill such vacancies.

ARTICLE V: OFFICERS

Section 1: Offices
The offices of the Chamber of Commerce shall be Chair of the Board, First Vice Chair of the Board, Vice Chairs as deemed necessary by the Board, Immediate Past Chair of the Board, Treasurer, and Secretary. The President will serve as an ex-officio non-voting member of the Board of Directors.

Section 2: Nominations

A. Nominating Committee consisting of the Chair of the Board, Immediate Past Chair of the Board, First Vice Chair, and one retiring Director as selected by the Chair of the Board, shall select and secure the acceptance of a qualified Director as nominee for each of the offices of Chair of the Board, First Vice Chair of the Board, Vice Chairs, Treasurer and Secretary.

B. Upon completion of the Nominating Committee's action, one of its members shall submit its report to the Board of Directors at its next regularly scheduled meeting, notice of which shall be given to all newly-elected Directors. Following the report of the Nominating Committee, the Board of Directors may either proceed to the election of officers, or determine by majority vote its procedures to elect officers. All current members of the Board, plus the newly elected Directors, shall be empowered to vote in the elections for officers.

Section 3: Terms

A. The terms of all officers shall be for one (1) year. With the exception of the Chair of the Board, all officers are eligible to serve consecutive terms in the same office.

B. The officers' term shall commence on the first day of January following the election.

Section 4: Officer Responsibilities

A. Chair of the Board: The Chair of the Board presides at all meetings of the corporation, its Executive Committee, and its Board of Directors; carries out the bylaws and policies of the corporation, selects the one-year Director appointees and chair, delegates responsibilities to the Vice Chairs, supervises the staff operations, and calls meetings of the membership. The Chair of the Board shall perform all duties customary to the office, recommends to the membership or the Board of Directors such matters as may tend to promote the programs and increase the usefulness of the Chamber, and coordinates all activities and programs to assure goal accomplishment.

B. The First Vice Chair of the Board assists the Chair of the Board, assumes the responsibility of the office of Chair of the Board in the absence of the Chair of the Board, attends all meetings called by the Chair of the Board and official Chamber functions, and prepares to succeed to the Chair subject to election by the Board of Directors.

C. The Vice Chairs shall assist the Chair of the Board, attend all meetings called by the Chair of the Board and official Chamber functions, and from their group shall be elected a person to chair the organization in the absence of the Chair of the Board and First Vice Chair of the Board. As Vice Chairs, they shall directly assist in carrying out the program of work. Based on the Chair of the Board's and/or Board of Directors action, the Vice Chairs may chair and/or act as a liaison to various committees, councils, divisions or task forces. The Vice Chairs shall be members of the Executive Committee.

D. The Treasurer, who may be the President, shall supervise the receipt and disbursement of the funds of the corporation and maintain the organization's financial records, through the Chamber office and staff. The Treasurer shall cause financial reports to be prepared and submitted to the Board of Directors. The Treasurer shall cause all monies of the corporation to be deposited in its name in such depositories as determined by the Board of Directors. The Treasurer shall attend all meetings called by the Chair of the Board and official Chamber functions, and serve as a member of the Executive Committee.

E. The Immediate Past Chair of the Board, on request, shall advise the Chair of the Board and the Board of Directors on issues and programs where continuity is deemed advisable. The Immediate Past Chair of the Board shall be a member of the Board of Directors and of the Executive Committee.

F. The Secretary, who may be the President, shall cause the permanent records of the corporation to be maintained, shall attest to all official corporate documents, and shall perform all other duties incident to this office.

G. The President shall be hired by and serve at the pleasure of the Board of Directors, and shall:

1. Have charge of the management of property, business and affairs of the corporation, and shall be accountable to the Board of Directors for such functions and duties as may be delegated by the Board of Directors or Chair of the Board.
2. Be an exofficio, non-voting member of all committees of the Chamber, except the Nominating Committee, shall be Secretary to the Board, and may be elected Corporate Secretary and/or Treasurer.
3. Within the policies and budget set by the Board of Directors, appoint and fix the number and compensation of other employees of the Chamber, and have general supervision over all such employees.
4. Under the direction of the Treasurer, receive all monies paid to the Chamber, maintain books of account and submit monthly and year-end financial statements to the Board of Directors.
5. Conduct the official correspondence, preserve all books, documents, communications, and archives, and maintain a record of the proceedings of the corporation, Board of Directors and all committees.
6. Perform such other duties as may be incident to the office, subject to the direction of the Board of Directors, and shall, upon termination of office, deliver to the Board of Directors all books, papers, and property of the Chamber.

ARTICLES VI: COMMITTEES

Section 1: Powers and Duties
The Board of Directors shall authorize and define the powers and duties of all committees and task forces, subject to the provisions of these bylaws. No committee except the Executive Committee shall commit the Chamber to advocacy or opposition to any position without the specific authority of the Board of Directors.

Section 2: Executive Committee
An Executive Committee, comprised of the Chair of the Board, First Vice Chair of the Board, Vice Chairs, Immediate Past Chair of the Board, Secretary, Treasurer, and the President, shall be empowered to conduct the corporation's business in the interim between meetings of the Board of Directors. The Executive Committee must report any action taken to the next meeting of the Board of Directors.

They shall review the priorities and goals for the organization and recommend policy; recommend an annual budget for the Board of Directors' approval; monitor the process on and provide direction to the Chamber's adopted program, annually review the organizational structure and recommend to the Board of Directors any changes in such structures that are deemed appropriate.

The Executive Committee may not act contrary to the policies of the Chamber and may not over-rule actions or policies of the Board of Directors. A majority of its membership shall constitute a quorum. The Chair of the Board chairs the meetings of the Executive Committee.

Section 3: Responsibility
The Board of Directors shall establish such other committees and task forces as are necessary for the proper implementation of the Chamber's program. Each committee/task force shall study, investigate and make recommendations to the Board of Directors on subjects within the general scope of the authority allotted to them, but shall not be authorized to act.

Section 4: Membership
The President, with the approval of the Chair of the Board, appoints all Committee and Task Force Chairs. New members are added by appointment of the Committee Chair. Certain committees and task forces may require the Chair of the Board to appoint all of the members. The Chair of the Board may appoint non-Chamber members to any committee. All Chamber committee meetings are open to any Chamber member. Non-Chamber members may attend with the permission of the Committee Chair.

Section 5: Recordkeeping
All minutes, reports and correspondence generated by committees shall be maintained in the permanent office file. The Chair or President shall report the committee's activity to the Board of Directors as needed. Minutes of committee meetings shall be furnished to all members of the Board of Directors upon request.

Section 6: Chair Terms
Committee Chairs and members shall serve during the term of the appointing Chair of the Board, subject to reappointment by succeeding Chairs of the Board. Task Force Chairs and members shall serve until their specific responsibility is accomplished, or until they are discharged by the Chair of the Board with the consent of the Board of Directors.

Section 7: Visit Inver Grove Heights Convention and Visitors Bureau
The Inver Grove Heights Convention & Visitors Bureau shall operate as a division and committee of the River Heights Chamber of Commerce for the purpose of marketing and promoting Inver Grove Heights to visitors and maintaining and stimulating the community's economic vitality. The committee shall operate under the oversight of a Board of Advisors approved by the Chamber Board of Directors and pursuant to a Memo of Understanding also approved by the Chamber Board of Directors.

ARTICLE VII: FINANCES

Section 1: Budget Responsibility
A committee will be designated by the Board of Directors to act as the corporation's budget and finance committee. Prior to the beginning of each fiscal year, it shall receive from the President a proposed budget of expenditures and shall prepare an annual budget of estimated income and expenses, which shall be submitted to the Board of Directors at its organizational meeting.

Section 2: Appropriations
A. When adopted by the Board of Directors, with or without modifications, the budget shall be used to guide the Chamber's financial planning.

B. All requests for expenditures outside of the adopted budget shall be submitted to the budget and finance committee, who will submit their recommendation to the Board of Directors for action.

C. At the end of each fiscal year, the unexpended balances in any and all budget allocations shall revert to the General Fund of the corporation, unless specific carry over provisions are authorized by the Board of Directors.

D. The Executive Committee shall periodically review the Chamber's financial picture and may consider alternative investment options to gain a higher return on reserve dollars. Recommendations are to be for quality investments, selected with care, skill, prudence, and diligence. All transactions are for the exclusive benefit of the River Heights Chamber of Commerce, with risk factors appropriate for a non-profit organization. At all times, sufficient cash should remain liquid with a portion of it earning interest through a savings or money market account.

Section 3: Disbursements
A. Disbursements over $1500 shall be signed or approved by the President and one other authorized Director approved by the Board of Directors with the exception of payroll which is preapproved in the annual budget.

B. No disbursement of the funds of the Chamber of Commerce shall be made unless the same

shall have been budgeted and authorized by the Board of Directors and approved and ordered by the President.

C. In the absence of the President, the Board of Directors may order the disbursement of funds.

D. Upon approval of the budget or subsequent amendments to it, the President shall be authorized to make disbursements for expenses provided for in the budget without additional approval by the Board of Directors.

Section 4: Committee Budgets

A. No committee, task force, council, division, or any other group provided for in the Chamber's annual budgeting process may expend more than its allocated funds without the approval of the Board of Directors.

B. The Board of Directors may at any time revise the amount originally budgeted to any group, and may assign any unexpended budget balances to other groups upon recommendation of the budget and finance committee.

Section 5: Audit, Bond

A. An internal review of the corporation's finances shall be completed on an annual basis. It is recommended that this review take place within 90 days after the close of the fiscal year. The procedure may take the form of an assessment or higher level of reporting for proper control and accuracy in the handling of funds.

B. The Treasurer, President, and other officers and staff who have the opportunity to handle funds of the corporation shall be covered by Employee Dishonesty and Money & Securities Insurance or similar coverage.

Section 6: Financial Statements

Financial statements shall be prepared and submitted to each member of the Board of Directors on a monthly basis.

ARTICLE VIII: AFFILIATES

Any community organization whose goals and objectives are not contrary to the River Heights Chamber of Commerce may contract with the Chamber to provide professional administrative services. These organizations will be considered an affiliate of the River Heights Chamber of Commerce.

In order to contract with an Affiliate, the Affiliate, the Chamber and the Affiliate shall be required to sign an agreement which outlines the services to be provided by Chamber staff as well as the obligations of the affiliate to the Chamber.

No affiliate, or any member thereof, shall contract any debt in its behalf which could be construed by the creditor to be a Chamber obligation unless the Chamber Board of Directors shall have authorized such action.

ARTICLE IX: MEETINGS

Section 1: Membership

A. The Annual Meeting of the Chamber of Commerce shall be scheduled by the close of the fiscal year, at a date, time, and place to be designated by the Board of Directors.

B. The Chair of the Board, or a majority of the Board of Directors, may call such additional membership meetings as may be required. The Board of Directors shall call a meeting upon receipt of a petition signed by fifteen percent (15%) of the membership.

C. The members present at any meeting of the corporation shall constitute a quorum for the transaction of business for which the meeting has been called.

D. Each member of the corporation shall be given written notice of any general membership meeting which may be called including a synopsis of the business to be considered. Such notice shall be given prior to the meeting.

Section 2: Referenda

Issues of significance may be referred to the membership for resolution. The Board of Directors, by majority vote, may refer such issues to the Chamber membership.

ARTICLE X: FISCAL YEAR

The fiscal year of this corporation shall begin on January 1 of each year, and end on December 31.

ARTICLE XI: SEAL

The Chamber of Commerce may have a seal of such design as the Board of Directors may adopt.

ARTICLE XII: PARLIAMENTARY PROCEDURE

The proceedings of the meetings of the Chamber of Commerce shall be governed by and conducted according to the latest edition of Roberts' Manual of Parliamentary Rule, unless otherwise provided by the Articles, Bylaws, or policies of this corporation.

ARTICLE XIII: BYLAW AMENDMENTS

Section 1:

The Board of Directors may adopt or amend the bylaws by a two-thirds vote of the Directors present and entitled to vote at any meeting of the Board provided written notice of the meeting and proposed amendment(s) have been given not less than two (2) nor more than thirty (30) days before the meetings.

Section 2:

The membership may also amend the bylaws as follows:

A. The Board of Directors may propose the amendment to the bylaws by resolution setting forth the proposed amendment and directing that it be submitted for adoption at a meeting of the members; or

B. Any five (5) members may set forth a proposed amendment by petition by them subscribed and filed with the Secretary of the corporation.

Notice of the membership meeting, stating the purpose including the proposed amendment, shall be given to each member entitled to vote on the proposed amendment, and to each Officer and Director regardless of his voting rights. If notice required by this clause has been given, the proposed amendment may be adopted at any meeting of members. Unless the articles or bylaws required a greater vote, when a majority of the members voting have approved a proposed amendment, it is adopted.

ARTICLE XIV: DISSOLUTION

The Chamber of Commerce shall use its funds only to accomplish the objectives and purposes specified in these bylaws. No part of said funds shall inure to the benefit of, or be distributed to, the members of the Chamber. Upon dissolution of the Chamber of Commerce, any remaining funds shall be distributed to one or more regularly organized and qualified charitable, educational, scientific, or philanthropic organizations, to be selected by the Board of Directors, as defined in Minnesota Statutes.

ARTICLE XV: INDEMNIFICATION

To the full extent permitted by the Minnesota non-profit corporation act, as amended from time to time, or by other provisions of law, each person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, wherever and by whomsoever brought (including any such proceeding, by or in the right of the corporation), whether civil, criminal, administrative or investigative, by reason of the fact that he or she is or was a member, director, or officer of the corporation, or he or she is or was serving at the specific request of the Board of Directors of the corporation as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise, shall be indemnified by the corporation by the affirmative vote of a majority of the Directors present at a duly held meeting of the Board of Directors for which notice stating such purpose has been given against expenses, including attorneys' fees, judgments, fines and amounts paid in settlement actually and reasonably incurred by such person in connection with such action, suit or proceeding; provided, however, that the indemnification with respect to a person who is or was serving as a director, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise shall apply only to the extent such person is not indemnified by such other corporation, partnership, joint venture, trust or other enterprise. The indemnification provided by this Article shall inure to the benefit of the heirs, executors and administrators of such person and shall apply whether or not the claim against such person arises out of matters occurring before the adoption of this provision of the bylaws.

Revised:
September 2007
September 19, 2002
October 19, 2000
May 20, 1999
February 19, 1998
June 19, 1997
August 18, 1994
November 18, 1993
July 22, 1993
December 17, 1992
September 17, 1992
August 2019
June 18, 1992
April 16, 1992
November 8, 1984
March 26, 1980

Inver Grove Heights Convention and Visitors Bureau

Board of Advisors

Memo of Understanding

General

1. Name

The Inver Grove Heights Convention and Visitors Bureau shall be referred to as the "Bureau," the "CVB," or "Visit IGH."

2. Mission and Purpose

The mission of the CVB is to market and promote Inver Grove Heights to visitors and to maintain and stimulate the community's economic vitality.

3. Legal Status

The CVB shall operate as a division of the River Heights Chamber of Commerce. The City of Inver Grove Heights has contracted with the River Heights Chamber of Commerce, through a formal agreement, to operate the Inver Grove Heights Convention and Visitors Bureau and provide marketing and promotional services, subject to budgetary limitations approved annually by the Inver Grove Heights City Council.

Board of Advisors

1. Size of the Board

The number and composition of the Board of Advisors for the CVB shall be established by the Tourism Bureau Agreement as agreed upon by the River Heights Chamber of Commerce, and the City of Inver Grove Heights.

2. Membership

The CVB shall be guided by a volunteer Board of Advisors consisting of seven (7) members as follows:

- Two (2) individuals appointed by the Inver Grove Heights City Council, including:
  - One (1) elected official; and
  - One (1) City staff member.
- Five (5) individuals appointed by the River Heights Chamber of Commerce Board of Directors, including:
  - At least one (1) member of the Chamber's Executive Board; and

- At least two (2) individuals affiliated with the lodging industry within the City of Inver Grove Heights.

3. Terms of Office

Members of the Board of Advisors for the CVB shall serve two-year terms beginning June 1. Advisors may be reappointed to serve up to three (3) consecutive two-year terms.

The initial Board of Advisors shall have staggered terms as follows:

- Three (3) members with terms expiring in 2030
- Two (2) members with terms expiring in 2029
- Two (2) members with terms expiring in 2028

4. Absences

Any Board of Advisor member who misses three (3) consecutive meetings or four (4) meetings within a calendar year without providing a valid reason to Chamber staff may be subject to removal. Removal shall be determined by a simple majority vote of the Board of Advisors members present at a regularly scheduled meeting.

5. Resignation

A Board of Advisor member may resign by submitting written notice of resignation to Chamber staff.

6. Vacancies

Vacancies shall be filled by the Executive Committee of the Board of Advisors. Vacancies among City-appointed members shall be filled by appointment of either a City of Inver Grove Heights staff member or a City Council member. An appointed Board of Advisor shall serve for the remainder of the unexpired term.

Officers and Duties of the Board of Advisors for the CVB

1. Chair

The Chair shall serve as the chief officer of the Bureau and shall preside at all meetings of the Board. With Board approval, the Chair shall execute contracts and other instruments related to the operation of the Bureau and its property. The Chair shall sign all official documents and perform all duties customary to the office or as assigned by the Board of Advisors.

The Chair shall not execute contracts, authorize payments, or obligate funds that exceed the budgetary limits approved by the Board of Advisors and the Inver Grove Heights City Council. The Chair shall serve as a member of the Executive Committee of the CVB Board of Advisors.

2. Vice Chair

The Vice Chair shall perform the duties of the Chair in the absence of the Chair. In the absence of both the Chair and Vice Chair, the Treasurer shall act as Chair. The Vice Chair shall serve as a member of the Executive Committee of the CVB Board of Advisors.

3. Treasurer

The Treasurer shall oversee the financial affairs of the Bureau, including the receipt, deposit, and disbursement of funds in accordance with Board-approved policies. The Treasurer shall monitor financial records, assist in preparing and overseeing the annual budget, and support any required financial review or audit. The Treasurer shall perform additional duties as assigned by the Board of Advisors and shall serve as a member of the Executive Committee of the CVB Board of Advisors.

4. Secretary

The Secretary, who may be Chamber staff, shall maintain the permanent records of the Bureau, attest to official documents, and perform other duties as assigned by the Board of Advisors.

5. Compensation

Officers and members of the Board of Advisors shall receive no compensation for their services, except for reimbursement of reasonable out-of-pocket expenses as approved by the Board of Advisors at a regularly scheduled meeting.

Insurance

The Inver Grove Heights Convention and Visitors Bureau shall be covered under the insurance policies of the River Heights Chamber of Commerce.

Meetings

1. Quorum

Four (4) members of the Board of Advisors shall constitute a quorum.

2. Regular Meetings

The Board of Advisors shall meet at a regular time and place determined by the Board of Advisors. Meetings shall be held in person and shall also provide an option for virtual participation.

3. Special Meetings

Special meetings may be called by the Chair or by any three (3) Board of Advisor members. Notice of special meetings shall be provided in writing at least three (3) days in advance and shall include the meeting location.

CVB Financial Reserve

The Inver Grove Heights Convention and Visitors Bureau shall maintain a reserve fund of no less than 40% of the current year's estimated revenue.

Amendments

1. Board Approval

This memo of understanding may be adopted or amended by a majority vote of the Board of Advisors.

2. Chamber Approval

Following adoption or amendment by the Board of Advisors, the memo of understanding shall be submitted to the River Heights Chamber of Commerce for approval in accordance with the Chamber's bylaws.

Board Seats & Terms

Visit Inver Grove Heights Board of Advisors

(Terms begin on June 1, 2026)

3 Terms Expiring in 2030

- Kim Koenig (Board Chair- Hotel Rep & Sits on RHC Exec)
- Nicole Ross (IGH Business Rep)
- Joe Harms (Treasurer- IGH Business Rep)

2 Terms Expiring in 2029

- Amy Buskerud (Vice Chair- Hotel Rep)
- Brenda Dietrich (Mayor- City Council Rep)

2 Terms Expiring in 2028

- Ellen Hiniker (City Admin Interim- City Staff Rep)
- Jolanta Young (IGH Community Member & Marketing Professional)