Fulton county Regional Chamber of Commerce & Industry

# Vote YES for Merger!

March 26, 2012

Dear Chamber member,

**What an exciting time for your Chamber!** Your Board of Directors and Affiliation Task Force are thrilled to be able to present you the enclosed "Plan of Merger" for bringing together the Fulton County and Montgomery County Chambers of Commerce. Our members will be voting on this Plan of Merger, either in person or by proxy, at a special Membership meeting scheduled for **THURSDAY, APRIL 26, 4:00pm at the Holiday Inn Johnstown-Gloversville**, 208 N. Comrie Avenue in Johnstown.

WE NEED YOUR VOTE….the merger cannot take place without 10% of our membership participating in the vote, and 2/3 of those who vote need to say YES for the merger to take place. Each business member, regardless of size, gets one vote and **we need yours!**

SOME DETAILS ABOUT THE PLAN OF MERGER:

The enclosed Plan of Merger and its accompanying documents (IRS 990s – tax returns - for each Chamber for 2008-2010) are for your perusal and information. Basically, what the Plan of Merger lays out for the new Chamber:
NAME: Fulton Montgomery Regional Chamber of Commerce
BOARD STRUCTURE: The Fulton County Chamber Board of Directors currently is comprised of 23 members; the Montgomery County Chamber Board of Directors currently has 13 members. The new Fulton Montgomery Regional Chamber of Commerce will be comprised of all current members of both Boards of Directors for one initial term of two years. The Officers of this new Board of Directors will be comprised of a Chair, Second Vice Chair and Treasurer to come from the membership of the Fulton County Chamber Board of Directors and the First Vice Chair and Secretary will be nominated from the Montgomery County Chamber Board of Directors. Terms will be one year for each of these officers.
MEMBERSHIP VOTE: The Plan also indicates when the Membership Vote will take place (Article VI, section 6).

PROXY VOTING:
As mentioned above, proxy voting can take place if you cannot be at the Membership meeting on April 26. Proxies have to be received by Chamber staff members no later than 3:30pm on Thursday, April 26. Proxy voting can take place via mail, fax, email or drop off at the Chamber office until Thursday, April 26 at 2:00pm, at which time all proxies need to be dropped off to Chamber staff at the Holiday Inn.

SOME MERGER HISTORY

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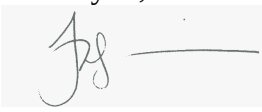
| 2011: | |
| August | Deb Auspelmyer resigns her position as President of Montgomery County Chamber |
| October | Wally Hart resigns his position<br>Both Chamber Boards of Directors come together to initiate talks about affiliation of the two Chambers of Commerce |
| November | Both Chamber Boards of Directors attend a Retreat in Lake George;<br>We hire a facilitator to help determine the "if" and "why" and if there were any barriers to affiliation – group decides to move forward |
| December | Boards of Directors name "Affiliation Task Forces" comprised of members of both Boards, Interim Presidents who are non-voting members; First Affiliation Task Force meeting; New York Council of Non-Profits retained as legal counsel for possible affiliation |
| 2012: | |
| January | Affiliation Task Forces meet |
| February | Affiliation Task Forces meet, decide that the new company would be a "merger" of both Chambers of Commerce; both Boards of Directors approve the merger |
| March | Affiliation Task Forces meet; decide on a Plan of Merger that includes new company name and structure and leadership for new Board of Directors; Boards of Directors approve the Plan of Merger, schedule membership vote for April. |

Watch for details via e-mail and *Newsline* about some opportunities in April to talk to members of the Board of Directors, Affiliation Task Force, and Chamber staff about the merger. We want to do as much as we can to help you make an informed decision on this very important issue.

We thank you for your continued support…and look forward to your VOTE!

Thank you,



Terry A. Swierzowski
Interim President, Director of Tourism & Communications

**Fulton Montgomery Regional Chamber of Commerce**