



Southeast Cherokee Business Network Bylaws

Mission Statement

The Southeast Cherokee Business Network (SECBN) is incorporated in Georgia as a non-profit organization. SECBN is dedicated to promoting each member's business along with being active in our community. We will share referrals, marketing ideas, and other news and information that may benefit our members.

SECBN does not discriminate on the basis of sex, race, color, religion, creed, age, national origin, ancestry, pregnancy, marital status or parental status, sexual orientation, or disability.

Southeast Cherokee County is defined as east of I-575 and south of Highway 20. Members are not required to reside in this area.

Meetings

Please see our Operations Manual for meeting times, locations and agenda.

Weekly contributions for our venue is currently \$5 per attendee. Any increase for contributions must be approved by the Board.

Board Meetings

Board meetings are held on an as needed basis and may be requested by any board member. The Secretary will notify members of an upcoming board meeting 48-hours in advance. Board meetings are open to all members in-good-standing status.

Member in-good-standing status:

- Has kept all financial requirements of membership current
- Has maintained attendance requirements
- Has regularly participated in the leads/referrals process
- Has maintained ethical and professional behavior
- Has participated within the requirements of the Bylaws and Operations Manual (Policies & Procedures)

Website

The Webmaster shall be responsible for content, layout and maintenance of the SECBN website, <http://www.secbn.com>. See Operations Manual: Website Guidelines and Procedures, for further details.

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Voting

Voting on various measures will have the following rules:

- Votes will be held at the main monthly meeting, which is the first Wednesday of each month.
- Voting will take place in person, other than absent members who may send their vote in by written proxy to the Secretary (may be emailed, faxed, or mailed). Written proxies must include the date, state the name and position of the person or persons you wish to elect and must be signed. Written proxies must be received by the President one day prior to the day of the election. The President will bring printed copies of the proxy votes to the election meeting.
- Nominations may also be submitted by proxy if the member is unable to attend that meeting.
- Approval of a measure requires that 50% of the members cast a vote, either in person or by proxy.
- Approval of a measure requires a simple majority of ballots cast, except for changes to the bylaws, which require a 2/3rds majority of ballots cast. Only members in-good-standing status are eligible to vote.
- In the event of a tie the President will cast the deciding vote.
- Votes require one week (7 days) notice in order to encourage attendance.
- All voting, other than proxies, will be conducted by a raise of hands. Any member in-good-standing status may request that a secret ballot be taken.

Elections

- Elections will be held as follows:
 - Nominations will take place at the October monthly meeting.
 - Elections will be held at the November monthly meeting.
 - Newly elected officers will begin serving their one-year term at the January monthly meeting.
 - Any member in-good-standing status may nominate a member for a particular position.
 - If there is a tie vote for a position, the President will cast the deciding vote.
 - Members are not limited by how many concurrent terms they may serve.
 - Members may remove themselves from a ballot if they don't wish to serve.

Code of Ethics

I will be honest and fair in all dealings

I will follow up on all leads/referrals given to me

I will provide quality service

I will honor my quotes

I will have a positive attitude and be supportive of my fellow members

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Board of Directors

- The Board of Directors consists of five members who are elected by the membership to serve in leadership capacities for the corporation. The positions and responsibilities are:
 - **President**
Moderates our meetings, provides leadership, resolves conflicts, fills Board of Directors absences by appointing someone from the Board to fill their role, and appoints committee chairs with board approval.
The President will perform the Vice President's duties during his or her absence. The Bylaws Committee and Social Committee report to the President.
 - **Vice President**
Tracks referral activity, assists the President as required in providing general leadership to the organization, tracks time for presentations and completes other duties as assigned by the President.
The Vice President will perform the President's duties during his or her absence. The Marketing/Public Relations Committee report to the Vice President.
 - **Treasurer**
Takes attendance, manages our funds at the bank, collects dues, maintains the membership list, and provides monthly financial reports including a balance sheet and budgeted vs. actual expenses. Records may be reviewed by any member at any time.
The Assistant Treasurer, appointed by the President and approved by the Board, will perform the Treasurer's duties during his or her absence.
 - **Secretary**
Sends emails to members with various communications such as meeting minutes and reminders and manages the weekly presenter schedule. The weekly email notice is to be sent by Monday noon each week. Record board meeting minutes and maintain copy for future reference. Distribute copy of minutes to board members upon request.
The Treasurer will take the minutes when the Secretary is absent.
 - **Membership Chair**
 - Heads the membership committee. Manages our membership drives, screens new members and maintains a list of business classifications filled vs. vacant. Classifications list is to be updated and distributed to membership at each quarterly SECBN business meeting (January, April, July and October). Membership chair provides SECBN packet to new members to include:
 - Cover letter
 - Copy of bylaws and operations manual
 - A supply of SECBN brochures
 - Copy of SECBN biography form (used for introductions to the group)
 - Guidelines for web site biography (see Operations Manual: Web site Bio Information - Business Directory)

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- **Removal and Resignation:** Any officer may be removed by the Board of Directors by majority vote at any time. Any officer may resign at any time by giving written notice to the President of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein. The Board will be notified by the President of receipt of resignation and asked to approve acceptance.
- **Vacancies:** Any vacancy resulting from the resignation, removal, disqualification or otherwise, of any officer shall be filled by the Board of Directors. In the event of a vacancy in any office other than that of President, such vacancy may be filled by appointment by the President and approved by the Board by majority vote.

Duties of Committees:

The activities of all committees shall be established and reviewed by the President. Each committee shall have a specific mandate, clearly defined goals, action plans and budgets established by the beginning of each year for implementation during the course of the year. It shall be the primary responsibility of the President-elect to provide the necessary leadership to prepare a recommendation for committees, mandates, goals and plans for presentation to the board in advance of the commencement of the year as noted above.

Committees are selected by the President and approved by the Board

- **Bylaws Committee**
Committee will consist of a Chair, appointed by the President and approved by the Board. The Chair will be responsible for an annual review with the Board of the Bylaws and Operations Manual. Any SECBN member may bring to the attention of the Chair a concern, issue or suggestion for amendments and changes to the Bylaws or Operations Manual. The Chair will then review the Bylaws & Operations Manual and make recommendations to the Board. The Board will take appropriate action by directing the Bylaws Committee to modify, reject or approve the changes. The Bylaws Committee reports to the President.
- **Sunshine Committee**
The Sunshine Committee brings cheer to those who are ill, have had an accident, a death in the family, job loss, are leaving the Club or any instance when a person needs support, and/or goodwill. Members in attendance will sign a greeting card and the Chair will mail or deliver the card to the hospital or home as appropriate. The Chair will collect the home address from members for mailing purposes. The Sunshine Committee reports to the Membership Chair.

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- **Social Committee**

The purpose of the Social Committee is to define and organize social activities which can be attended and enjoyed by the SECBN membership and guest. The social activities will provide avenues for members to get acquainted in an informal setting. The Committee will consist of a Chair who will appoint committee members as needed. The Committee will meet not less than twice a year. The Committee is currently responsible for organizing, planning and carrying out the following activities:

- Summer Social - June timeframe: Summer Picnic & Cook Out
- Holiday Social - December timeframe: Christmas Holiday Party
- SECBN Club Mixers – Networking Activities

The Chair will develop a budget for social events and communicate scheduled events with the Marketing/Public Relations Committee.

- **Marketing/Public Relations Committee**

The purpose of the Marketing/Public Relations Committee is to promote the SECBN within our community and maintain the content and supply of our literature. Prepares press releases with the assistance of committee members on topics, issues, changes and announcements of activities of the club. Provides ads, brochures, and other material as required to ensure the public awareness of SECBN. Promotes SECBN members by taking photos, writing articles and submitting them to various media outlets. All advertising text and expense will be approved by The Board. This Committee will create a list of charitable events for participation, to be submitted to the Board for approval. The Committee consists of a Chair who reports to the Vice President. The Chair may appoint committee members as needed. The Committee Chair will work with the Vice President to develop an annual budget, which is to be presented to the President and approved by the Board of Directors.

- **Membership Committee:**

The purpose of the Membership Committee is to review and approve all SECBN membership applications. See Membership section which follows for details of their responsibilities, guidelines for submitting applications and approval process..

Special Appointments

These positions are appointed by the President and approved by the Board. These positions are not Board members and therefore do not have voting powers.

- **Assistant Treasurer**

The Assistant Treasurer will perform the Treasurer's duties during his or her absence.

- **Assistant Secretary**

The Assistant Secretary will perform the Secretary's duties during his or her absence.

- **Assistant Membership Chair**

The Assistant Membership Chair will perform the Membership Chair's duties during his or her absence.

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Membership: Dues & Application Fee

▪ Dues:

- Dues are \$60 per year (\$30 due January 1 and July 1 of each year. Effective October 1, 2008, new members joining SECBN will pay \$5 per month for the number of months remaining within a 6-month period.
- Dues are considered non-refundable. At the discretion of the Board, a member in-good-standing status may receive a refund of the unused portion.
- Members must remit dues within one month of the due dates. If dues are not paid by the required time it will be up to the Board of Directors to notify the member that all membership privileges, including attendance, will be suspended until the full amount due is received by the Treasurer.

Application Fee: Effective October 1, 2008, an application fee of \$50 will be required for all new members. This fee will cover the administration and maintenance cost of our website.

▪ Admitting new members:

- SECBN is a networking organization. People are welcome to join whether they are in a for-profit or non-profit organization.
- The SECBN also welcomes people who are networking in order to find a job. If they pay their dues, meet our attendance requirements and are willing to share referrals, they are a contributing member of our organization. If they find a job that is in conflict with an existing member, their membership will be cancelled at that time.
- Effective July 30, 2009, SECBN shall allow all members to represent only one business category per initial membership and each renewal period thereafter for the purpose extending SECBN membership opportunities to the greater Southeast Cherokee business community. A copy of a respective business license shall also be required to accompany each new member application. Existing members must show a valid copy of his/her business license once upon renewal. Proof of a valid business license shall only be required once throughout the course of membership with SECBN to insure that all business categories being held by SECBN members are legitimately represented in the interest of protecting both SECBN members, referees, leads, customers and clients doing business with SECBN members. A copy shall be kept in the file of each new and renewing member.

Membership application and renewal fees shall be held until proof of a valid business license has been presented. New members and renewing members shall have two weeks to provide a copy of a valid business license. At the end of such time, those prospective members and renewing members who fail to produce a copy of a valid business license shall be suspended from Membership with SECBN. The Board of Directors shall notify the renewing or prospective new member that all membership privileges, including attendance, will be suspended until a copy of the business license is received by the Membership Chair. The suspended seat shall then be

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advertised as available. Any former member must re-apply to be reconsidered for membership upon suspension.

- Members may invite guests to a meeting to introduce them to our organization. We rely upon our members good judgement in first determining whether there is potential overlap with an existing member's business. Members should call the Membership Chair *before* the invitees attend to help us identify any competitive situations. Members should "contact the Membership Chair via e-mail and copy "cc" the other board members before invitees attend. In the event the Membership Chair does not respond in a timely manner (24 hours) by ccing the board and the inquiring member, another board member will respond to verify invitee's clearance to attend.
- Members should express any concerns about the prospective member with the Membership Chair privately, rather than raising their concerns during the meeting.
- After an invitee has attended, if anyone has concerns about this person, they should discuss this with the Membership Chair. Please do not raise this concern during our meeting.
- Non-members are not entitled to place their cards in the business card box, however, they may hand out their cards and pull cards from the card box.
- Prospective members may attend up to two meetings before applying for membership.
- If the prospective member has not joined 6-weeks after their first attendance, they will be removed from the email distribution list.
- If a prospective member who has attended one or two meetings wishes to join, he or she may:
 - Obtain a membership packet from a member of the Membership Committee.
 - Submit membership documents to the Membership Chair with:
 - Completed application.
 - A business description (up to 150 words) for use on the SECBN web site.
 - Payment of application fee and dues are due with the application form and are refundable if the application is not approved.
 - A valid business license as noted above.
 - Within 7 days of the application being received, the Membership Committee will evaluate the primary business purpose/function to determine whether there is a potential conflict with a current member and whether the applicant's membership will benefit the group as a whole. Ancillary or secondary business functions will not be considered or evaluated.
 - The Membership Chair will then e-mail the applicant's primary business purpose to the entire membership for review, with the provision that objections must be submitted to the Membership Chair within seven days.
 - If no objections are received, the prospective member will be approved. The Board of Directors will be advised of the approved membership.

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- In the case of direct conflicts, the Membership will notify the inviting member and their applicant that he or she will not be able to join. If the conflict is deemed partial by the Membership Committee, the Membership Chair will contact the potentially impacted members to establish an agreeable solution. If the potentially impacted member is not agreeable to the prospective member joining, the application will be submitted to the Board of Directors for resolution (**see application flowchart**).
- The list of business classifications maintained by the Membership chair will aid in identifying potential conflict.
- The Membership Chair will maintain a list of people who were denied membership due to conflict with an existing member. If the member in conflict subsequently resigns, SECBN will offer membership to the previously denied party.
- Maintaining membership
 - A member may request a leave of absence in writing from SECBN for up to 1 month due to personal, family or professional obligation, etc. Such requests will be directed to the Board of Directors for their vote. If granted, the member will be exempt from the attendance requirements for the next four consecutive meetings, but will be required to pay monthly, pro-rated dues. The member may request an additional 1 consecutive-month leave of absence subject to Board approval.
 - Members are required to attend, or send a qualified representative, to at least two meeting per month if 4 or more meetings are held, or at least one meeting per month for months with 3 meetings or less. A qualified representative is anyone authorized to conduct business on your company's behalf.
 - Attendance at a meeting shall be defined as 1. Checking in and paying the weekly attendance/venue fee, and 2. Being in attendance for at least 50% of the meeting.
 - If a member has not met the minimum attendance for a calendar month, membership will be immediately revoked. A confirmation e-mail will be sent. Members have the right to appeal to the board in writing within 10 days of revocation. During the 10 day period, the member's category will be held.
- Members are asked to notify the Membership Chair in writing if they wish to resign. The Membership Chair will notify the President.
- The Board of Directors at its discretion may call a vote to cap membership if it believes we have grown too large to be manageable and effective.
- Any member with an issue or concern should bring it to the attention of any board member, who will present it to the President, anonymously if desired. The President will have discretion to resolve the issue privately or to bring the matter to the board.
- Professionalism: Members are expected to be professional, respected representatives of their industry. Members acknowledge that any practice or behavior by members or prospective members, that harmfully discredits the reputation or the general interest of SECBN, may result in expulsion from the membership upon the determinative decision of the SECBN Board of Directors.

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Finance

- The Board may spend up to \$500 on any given expenditure without membership approval.
- If SECBN is dissolved for any reason, any funds remaining in our treasury shall be contributed to a charitable organization, chosen by simple majority. If we cannot decide upon a charity, the funds will be donated to the United Way.
- Budget: The SECBN President will be responsible for providing an annual budget, which must be approved by the Board. Procedures will be outlined in the Operations Manual.
- The financial report is to be distributed to the membership at each quarterly SECBN business meeting (January, April, July, October).

Charitable Events

- SECBN will participate in charitable events submitted by the Marketing/Public Relations Committee and approved by the Board.