
By-Laws of Networking Plus

Section 1. Membership

Members will abide by the By-Laws, Code of Conduct and Amendments made to the By-Laws by the president, with the approval of the Board of Directors. Membership can be terminated, with the exception of lifetime members, by a majority vote of the Board of Directors. Termination of lifetime members requires a unanimous vote by the Board of Directors.

a. Reasons for Termination

Membership will be terminated for nonattendance, tardiness, lack of participation, failure to pay dues promptly, unethical behavior, violation of By-Laws, Amendments or Code of Conduct, or participation in any activity that could be deemed negative to Networking Plus.

b. Non-Attendance

All member are expected to give 24 hour notice for nonattendance of meetings. No member can be absent for two consecutive meetings within a three month period or three meetings within a six month period without the approval of the Board of Directors. In the event of an absence, a member can appoint a substitute from his/her business who will abide by the By-Laws, Amendments and Code of Conduct, or a member can fax an itinerary of his/her participation for that meeting to a Board Member 24 hours in advance.

c. Tardiness

Any member who is late or leaves early more than two times in a three month period or three times within a six month period without the approval of the president, is subject to termination. There is a \$3.00 donation for being late for meetings.

d. Lack of Participation

Any member who lacks participation in discussion, committee functions, club functions, voting, or lacks participation of correspondence is subject to termination. At each monthly meeting there is a \$5.00 donation for not providing at least one of the following: business tip, lead, referral or guest.

e. Failure to Pay Dues

Dues are to be paid before commencement of the breakfast meeting each moth. In the event of cancellation of meeting or absence of meeting, payment is expected to be made to the Treasurer within seven days.

f. Unethical Behavior

Behavior that is deemed unethical by the Board of Directors cannot be tolerated. This includes behavior at meetings, as well as conduct in business practices, or participation in any activities that could in any way bring negative attention to the club.

g. Termination

Observance of violations of Bylaws, amendments, or code of conduct by the Broad of Directors, or complaints of violation brought to the attention of the Board of Directors, will be voted on by the Board of Directors with a majority vote to rule.

h. Lifetime Members

Lifetime membership is granted to the founders, Richard Ling and David Navarra. Other lifetime memberships will be awarded to those who by participation and dedication achieve this status. Qualifications are: membership for at least two years; a past or present member of the Board of Directors; nominated and seconded by a Board member, and a unanimous vote by the Board of Directors. Lifetime members are automatically made permanent board members.

i. Procedure for Acquiring New Members

A perspective candidate can be invited to attend a breakfast meeting only by notifying a Board member three days in advance. A candidate sponsored by an existing member or a person who has attended a breakfast meeting and is interested in joining the club must fill out an application that is subject to a two (4) month probation period and a majority vote by the Board of Directors.

j. Conflict of Interest

Any conflict arising from the nature of a member's business that can interfere with that of another business is considered a conflict of interest. All candidates for membership will be reviewed for potential conflict with existing members. Any conflicts of interest that are brought to the attention of the Board by an existing member or a conflict of interest that the Board recognizes will be ruled by a majority vote by the Board of Directors.

Section 2. Board of Directors

The board of directors shall be the governing body and shall be composed of the permanent Chairman and co-Chairman of the board: David Navarra and Richard Ling, the President, 1st Vice President, 2nd Vice President, Secretary, Treasurer, and all active lifetime members. David Navarra and Richard Ling will preside at all meetings of the Board of Directors, at the annual meetings and at such sectional meetings of the membership as may be set by the Board of Directors.

Officers - the officers of the club will be the President, 1st Vice President, 2nd Vice President, Secretary, and Treasurer. Each officer shall be elected by a majority vote at the Annual Business Meeting.

President - shall be the Chief Executive Officer of the club. He/she shall sign or have his/her signature printed on all certificates of the club. He/she shall be an ex-officio of all committees. He/she may appoint any committee that he/she might deem appropriate to promote the welfare of the club. He/she may suspend or remove any committee member appointed by them for neglect of duty, gross inefficiency or violation of the By-Laws, Amendments or Code of Conduct. He/she shall do any and all things, with the approval of the Board of Directors, he/she may deem necessary to carry out the provisions of the By-Laws, Code of Conduct and Amendments to protect the rights and interest of the club, and to promote the welfare of the members.

1st Vice President - shall keep a complete record of members, shall have such powers and shall perform such duties as are or shall be prescribed by the By-Laws, Amendments, the Code of Conduct or the President. In case of the disability of the President to perform his/her duties, or his/her absence from any meeting, where his/her presents would be required, the 1st Vice President shall perform the duties of the President during the continuance of such disability or absence. If the office of the President should become vacant, the 1st Vice President shall thereupon become the President of the club for the unexpired term. Such services shall not affect the 1st Vice President from being nominated for the office of the President of the club at the next annual meeting in accordance with the provisions of these bylaws. It shall also be his/her duty as the 1st Vice President to prepare his/her program for his/her probable term of President.

2nd Vice President - shall have such powers and shall perform such duties as are or shall be prescribed by the By-Laws, Amendments, the Code of Conduct or the President. In case of the disability of the 1st Vice President to perform his/her duties, or his/her absence from any meeting, where his/her presents would be required, the 2nd Vice President shall perform the duties of the 1st Vice President during the continuance of such disability or absence. If the office of the 1st Vice President should become vacant, the 2nd Vice President shall thereupon become the 1st Vice President of the club for the unexpired term. Such services shall not affect the 2nd Vice President from being nominated for the office of the 1st Vice President of the club at the next annual meeting in accordance with the provisions of these bylaws.

Secretary - shall keep records of all meeting of the club and the Board of Directors. If special meetings are called, how authorized, notice given, names of directors present at the special meetings, and proceedings of special meetings, will be recorded by the Secretary. He/she shall conduct such correspondence as may be necessary, and perform such duties as directed by the Board of Directors, the By-Laws, or the President and attend to all other duties usually pertaining to the office. In case of inability of the Secretary to perform the duties or if for any reasons the office should be vacant, the President shall appoint, with the approval of the Board of Directors, an eligible member to serve in the capacity of Secretary. The appointment shall not be effective beyond the First Annual Meeting subsequent to the appointment.

Treasurer - shall have the custody of all money and funds, general, special, and trust of the club; shall keep or cause to be kept adequate correct accounts, and the properties and business transactions of the club. Including will be accounts of its asset, liabilities, receipts and disbursements. The Treasurer shall make a quarterly report to the President and the Board of Director, showing the total receipts and disbursements for the quarter, and the balance on hand at the end of the quarter. He/she shall make an annual report at the Annual Meeting. The Treasurer shall prepare or cause to be prepared an annual budget to be submitted to the incoming Board of Directors for approval at the First Board Meeting immediately following the Annual Meeting. In case of the inability of the Treasurer to perform the duties or if for any reason the office shall be vacant, the President shall appoint, with the approval of the Board of Directors, an eligible member to serve in the capacity of the Treasurer. The appointment shall not be effective beyond the First Annual Meeting subsequent to the appointment.

Section 3. Code of conduct

1. Your prompt arrival at all meetings is expected.
2. Timely payment of all due is required.
3. Respectful and ethical behavior is expected from all members
4. Members shall respect the confidentiality of conversations that take place during meetings and between club members.
5. Members shall not cast dispersions on other members.
6. Attendance of meetings - By-Laws of the club must be respected for attendance or notification of absence from meeting.
7. Respectful language is expected from all members at all meetings.
8. Respect one another's time and do not monopolize the floor.
9. Full attention must be given to the speaker during meetings. Private conversations during this time will not be tolerated.
10. Club members, when representing the club outside of meetings, should conduct themselves in a professional manner, as they are representing the entire club.