

Oldham County Networkers: By-Laws
As of January 1, 2017

ARTICLE 1 NAME

The Name of this organization shall be Oldham County Networkers.

ARTICLE II PURPOSE

1. Provide a forum for the interchange of leads, ideas and contacts in the business community.
2. Provide fellowship and cooperation among members.
3. Assist in the improvement of techniques and methods of doing business.
4. Promote and encourage the development of others as individuals and professionals.
5. Provide a forum for our members.

ARTICLE III ORGANIZATION

Section A. Fiscal Year

The organizational year shall be January 1 through December 31.

Section B. Governing Board

The government of the organization shall be vested in the Board of Directors, which shall have full power and authority to manage the affairs of the organization. The Board of Directors shall consist of President, Vice-President/President Elect, Secretary, Treasurer, Immediate Past President, and Two (2) Directors-at-Large. All will be elected and serve for One (1) year. Functions of the Board include passing upon the eligibility of applicants for membership and matters on policy.

Special meetings of the Board can be called by the President and shall be called upon written request of Three (3) members of the Board. All current Officers and Directors-at-Large are eligible for re-election.

Section C. Duties of the Officers

President

The President shall preside at all meetings of the organization and the Board of Directors, and perform other duties usual and pertinent to this office. The President shall be an ex-officio member of all special committees.

Vice-President/President Elect

The Vice-President/President-Elect shall preside in the absence of the President and be fully informed of all group functions to be adequately prepared for the Presidency.

Secretary

The Secretary shall keep the records of the group, issue notices for all meetings, answer all correspondence, mail letters of acceptance for membership, assist in announcement of the programs and shall perform such duties as they become necessary.

Treasurer

The Treasurer shall have the custody of all funds, pay all bills which have been duly approved by the Board of Directors and present a detailed report to the Board of Directors. The Treasurer shall also give a detailed financial report to the membership annually.

Section D. Elections & Vacancies

A slate of candidates shall be compiled at the September meeting (beginning 2017). The slate shall be published in the October minutes and announced orally at the October meeting. The election shall be by secret ballot at the November meeting, with installation of officers in January. In the event of a vacancy in any office, the Board of Directors shall by a Two-thirds (2/3) vote elect a qualified member to fill such office. In the event of vacancy the office of the President, this shall be filled by the Vice-President. This same rule shall apply to a vacancy in the Board of Directors wherein a qualified member shall be elected by a Two-thirds (2/3) vote of the Board. Persons nominated for the position of President must be a member of the current Board of Directors.

Section E. Meetings

The Board of Directors shall designate the number of meetings from year to year. The same shall apply to meetings of the Board of Directors. Normally, such meetings shall be held monthly. Special meetings may be called by the Board.

Section F. Guest Policy

Guests are welcome to all regular meetings of Oldham County Networkers. Guests must attend Two (2) regular meetings before submitting an application for membership and may not come after the second meeting without submitting an application. Visits after the first meeting from persons in a category already represented are not allowed.

Section G. Quorum

A quorum for the transaction of business of the Board shall be a majority of the Board members. A quorum for a regular meeting shall be One-third (1/3) of the active members.

Section H. Dues and Fees

Dues will be \$48.00 annually. Dues are due January 1st of each calendar year and must be paid no later than the March meeting. Membership dues are prorated the first year.



ARTICLE IV CHECK WRITING AND AUDIT PROCEDURES

All checks must be signed by any Two (2) of the following officers: Vice President or Treasurer. An annual audit of the Treasurer's books shall be performed by a member of Oldham County Networkers appointed by the Board of Directors.

ARTICLE V MEMBERSHIP

Each member shall be the sole representative of their industry or specialty within that profession. Each member shall represent only one business category. Any exception to this rule shall be voted on by the

Board. Members are expected to attend meetings regularly, unless there are extenuating circumstances. A member may ask another associate to attend the meeting in their place.

No absence will be counted in the event that you provide a substitute. Members are allowed to miss THREE (3) MEETINGS IN A CALENDAR YEAR. In the event that a member misses a fourth meeting, the Board shall send the member a letter of dismissal.

Members in good standing may request a leave of absence. The Board may approve a leave of absence (not exceeding Three (3) months) for the period of time the member is off work due to personal illness or illness of an immediate family member. Such Three (3) month leave of absence granted by the Board need not be taken in consecutive months.

Should a vacancy occur due to relocation or a change of employment of a member, that category will again become open. The membership will be notified of this category opening by announcement at the monthly meeting, email or other written communication. If a member changes occupations, a letter of application for membership in the new category must then be submitted to the Membership Director. Applications will be reviewed according to the by-laws. All fees and dues are applicable to any new application submitted.

Upon receipt of a new member application, it will be presented to the Directors of Publicity, Membership & Programs and the Membership Chairperson for approval. The name and profession for the applicant/s will be mailed to the general membership for considerations. Members having concerns or possible conflicts with a particular occupation or individual should address their concerns in writing to the Membership Chairperson within Ten (10) days of receipt of the new member



application letter from the Membership Chairperson. The Membership Chairperson will submit information about any conflict to the Board of Directors. The Board may

a) approve the application,

b) reject the application or c) table the application pending additional information. Approved applicants will be notified and inducted at the next general meeting.

ARTICLE VI MISCELLANEOUS

Section A. Committees

As committees become necessary, they are appointed by the Board.

Section B. Parliamentary Authority

Roberts Rules of Order - Newly Revised shall be the parliamentary authority for matters of procedure not covered by these by-laws.

Section C. Approval of By-Laws & Minutes

Any amendment of these by-laws may be adopted by Two-thirds (2/3) vote of members present at any meeting, provided that written notice of meeting and proposed amendment shall have been given Thirty (30) days prior to meeting and that quorum is present. All procedural matters shall be approved by a simple majority.

Section D. Ethics

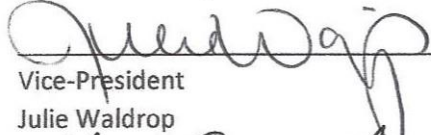
Members are expected to uphold the moral and ethical standards of their individual professions. Discussions among members are always privileged and confidential.

Section E. Disagreements

The Board of Directors will establish policies and procedures for handling disagreements among members.



President
Jacki Shafer



Vice-President
Julie Waldrop



Secretary
Lee Ann Lyle

Secretary

Oldham County Networkers