

**To Encourage Networking
Constitution and By-Laws**

I. Purposes and General Provisions

- a. It shall be the general purpose of To Encourage Networking (hereafter called "T.E.N.") to provide a forum for the exchange of direct business leads among its membership both formally and informally.
- b. It shall also be a general purpose of T.E.N. to monitor each member to make sure he/she is fulfilling his/her responsibilities of providing at least ten (10) highly qualified general or direct leads each quarter to the group.
- c. It shall also be a general purpose of T.E.N. to provide a forum for the exchange, education, discussion, and presentation of business products, services, trades, and professionals.
- d. It shall also be a general purpose of T.E.N to continue its growth with representation with each business, trade, and profession in the community so as to enhance and maintain the quality of membership and to augment the other purposes above.
- e. The fiscal year of T.E.N. shall be January 1st through and including December 31st.

II. Membership

- a. There shall be permitted ONLY ONE (1) member from every profession, trade, or service category. Any particular professional, trade, business, or service category may, however, be represented by one (1) member of each SPECIALIZATION and/or EXPERTISE in a particular area.
- b. If for some reason the category that a proposed member would like to come in under is not an existing category, and the membership committee feels it is a questionable category, the proposed member may be brought in under a probation membership period of 90 days, He/she must fulfill his/her obligation as if he/she were an existing member as well as pay one quarter's dues.

c. Initiation Procedure

- i. If an existing member would like to bring a proposed member into the group, he/she must contact the membership chairman with the individual's name, phone number, and category he/she would like to fill.
- ii. It is then the responsibility of the membership chair person/committee to screen the proposed member according to the following procedures. Once they have determined that such a category is open and such proposed member does not create a conflict with any other existing member.
- iii. Upon initial approval by the membership chairperson, he/she or some member of the membership committee shall escort the proposed member to a regular meeting of T.E.N.

- iv. At that time the proposed member will be given an application. The proposed member shall also provide an oral presentation, NOT TO EXCEED TWO (2) MINUTES, which describes his/her profession, trade, or business together with an indication of the mutual benefits to be derived from such an applicant's membership.
- v. Following the meeting, the membership chairman or member of the membership committee to contact such proposed member to inquire if he/she will become a new member. If proposed member would like to join, he/she must submit the application and the initiation fee to the membership chairman before his/her membership can proceed any further.
- vi. The membership chairman must scan and e-mail the proposed member's application to the Board of Directors/General membership via info@thetenclub.com for approval. The president must take a vote of the general membership for approval. A proposed member may not attend any more meetings of T.E. N. until they have been approved by the Board of Directors and general membership and have been contacted by the membership chairman or any member of that committee.
- vii. Within two business days of application being submitted, any existing member in good standing is allowed to exercise his/ her right to bring forth any objection to or disqualification of said proposed member. Such a right may be exercised on the basis that such proposed member's trade, profession, or services bears directly or is so related or interrelated with the existing member's profession, trade, business or service so as to create a conflict with the general purpose and membership requirements above. The existing member must submit to the membership chairman or president in writing (through email) of such objection within five business days after the original email or before the next meeting.
- viii. Once the five day objection period has passed the President must take a vote of the general membership for approval via email or at a general membership meeting.
- ix. For a member with probationary membership, after a period of 90 days, the membership committee must review the situation to see if the probationary member has, in fact, fulfilled all obligations of a member in good standing. If he has, he is granted a full membership into the group. If not, the probationary member is contacted and asked to resign from the group.
- x. Once accepted into the group, the new member will be added to our website www.thetenclub.com and email distribution list. They will also be assigned a date within a four meeting period to give a product talk on their profession, trade, business or service.

- d. Proposed members will have to be designated as either an “individual” or a “business representative”. The purpose of such designation shall generally be to resolve issues concerning changes in representative members, relocations of existing members, and changes in employment of existing members (individual or representative).
 - i. Individual membership – In the event that an individual member leaves his/her present employment or is relocated, such member shall be entitled to automatically reapply, without fee, to be reinstated, either under the same category as that under the prior membership, or under new category which may be open for membership in accordance with the provisions herein. An individual member reinstated under the same category but at a different employer, shall automatically be accepted for membership in such category to the extent that all dues have been paid. The prior employer-business shall be notified that in accordance with T.E.N. constitution such category is closed from further application
 - ii. Business membership – In the event that a membership representative has been relocated or leave such employer, such business employer may propose a replacement representative and an alternate representative who shall submit an application without fee, for membership committee approval. To the extent that all dues are currently paid, such representative and/or alternate representative shall automatically be accepted for membership. The prior representative member may apply for membership, either individually or as a representative of a new business in accordance with the application procedures above.
 - iii. Dual categories Membership – If an existing member INSISTS on taking more than one category, not allowing another potential member into the group, the required amount of leads MUST be submitted for BOTH categories as though two individuals were in the group. He/she will also pay the correct percentage of dues for the second category. The Board of Directors will have the responsibility to determine whether or not a category should be split.

III. Attendance Policy

- a. The board of Directors shall appoint a Secretary to implement the attendance policy. Every quarter the Secretary will report the attendance policy to board members and general membership.
- b. The goal of keeping attendance is to encourage full participation of all members of the club.
- c. It is felt that an attendance policy would benefit the Club in several ways; additional leads, increased attendance, more socialization, and greater networking among the members.
- d. No member shall miss more than two (2) meetings per quarter. A member missing three or more meetings per quarter will have their membership subject to review by the Board of Direct for possible termination.

- e. In such cases that a member is absent, leads must still be submitted to the secretary via www.thetenclub.com within a timely manner.
- f. Membership will terminate if the attendance regulations are not met.
- g. Each member has the right of appeal to the Board of Directors at a time and place to be designated.

IV. Leads

- a. All leads provided to members must be held strictly confidential. These leads are for the use of active members or alternates in the same business category. The viability of T.E.N. is dependent upon keeping leads within its membership. In many cases members have provided contacts to the group that are a part of their personal clientele. If these leads were given to a non-member or competitor, it could adversely affect their business.
- b. The dispersing of leads to a non-member or entity, or to a person in a members company employed in a business category occupied by another member, will result in the immediate termination of both the person's and employer's membership. All unpaid dues and fees are to be paid upon termination.
- c. In addition, the source (group and member's name) of a particular lead is to be kept confidential when soliciting a prospect generated from the leads. Members may use the referring member's name only when they have received approval from the member who provided the lead. Failure to keep lead sources anonymous will also lead to termination upon review of the Board of Directors.

V. Officers

- a. There shall be a President, Vice-President, Secretary and Treasurer to be elected by a majority of a quorum of the general membership attending the meeting for such elections. A quorum shall consist of not less than one half of the general membership.
- b. Each officer shall be so elected for a term of one (1) year. Elections for the year shall be conducted on the first regular meeting in the month of December preceding such New Year.
- c. All officers shall not be nominated or elected to more than two consecutive terms; however, there shall not be any limitation as to the total number of terms to which a member may be elected.
- d. Disqualification, objection, or impeachment to any or all of the elected officers shall require a vote of two thirds (2/3) of the existing membership.

- e. The officers described above shall have the following duties and responsibilities.
 - i. President
 - 1. Preside over regular meetings and those of the officers and Board of Directors.
 - 2. Report decisions of the Board of Directors to the general membership.
 - 3. Motivate members toward achieving goals.
 - 4. Assign chairpersons to the respective Board of Directors Committees from the elected Board of Directors
 - ii. Vice-President
 - 1. Presided over regular meetings and those of the officers and the Board of Directors in the President's absence.
 - 2. Schedule of product/service talks, discussions and other special events.
 - 3. Act as a liaison and contact with other organizations and groups.
 - 4. Work with Membership Committee and follow up on new prospects for membership.
 - iii. Secretary
 - 1. Presided over regular meetings and those of the officers and the Board of Directors in the President's and VP's absence.
 - 2. Prepare monthly leads report to General membership and Board of Directors.
 - 3. Notify membership chairman of any member rule violation.
 - 4. Record and report attendance standings quarterly to general membership and Board of Directors
 - 5. Coordinate meetings and events.
 - 6. Amend the by-laws by order of the clubs president.
 - iv. Treasurer
 - 1. Collect and record matters of dues.
 - 2. Report delinquency of dues payments to the board of directors.
 - 3. Account for, satisfy, and resolve debts, obligations, and other financial matters.
 - 4. Provide Treasurer's report quarterly to the Board that includes funds on deposit accounts receivable (dues) and accounts payable.

VI. Board of Directors

- a. The Board of Directors shall consist of: (a) Officers; (b) Three (3) members of the T.E.N. elected by the membership in accordance with the voting rules below; (c) two (2) members to serve as honorary directors appointed by the President; and (d) the immediate past President.
- b. The term in office of such Board of Directors shall be one year.
- c. Disqualification, objections, or impeachment to any of all the elected Board of Directors shall require the vote of two thirds (2/3) of the existing membership.

- d. The elected Board members shall each mutually agree among themselves to act as chairperson over the following committees:
- i. Membership/attendance
 1. Receive and approve all applications from membership.
 2. Provide continued and updated membership rolls and attendance.
 3. Review and upkeep membership rolls and attendance.
 4. Encourage development of members in all open categories.
 - ii. Leads Generation
 1. Prepare and maintain "tracking" records pertaining to the production of personal and general leads.
 2. Provide appropriate methods and procedures to follow up on prospective leads.
 3. Work in conjunction with the secretary in providing for the dissemination of lead information to the general membership quarterly.
 4. Report delinquent lead production of a member to the Board of Directors.
 - iii. Audit Committee
 1. The audit committee shall consist of the chairperson and two members who are not current Board Members or Officers.
 2. Review and audit the books, records, and accounts of the club by April 30th of the next fiscal year.
 3. Confirm/reject the report of the Treasure.
 4. Submit its findings and report to the Board of Directors.
 - iv. Special Events Committee
 1. Organize and coordinate special functions with other organizations.
 2. Organize and coordinate the annual Christmas party.

VII. Organizational Structure:

The association membership will vote to elect new officers every twelve months. The association President (current) opens nominations from the Floor and any member can bring forth a nomination.

Rules for nominating from the floor:

- A member does not have to get recognition, and often in small assemblies, a member can call out a name while still seated.
- A person can nominate himself or herself
- A nomination does not need a second
- A member can be nominated for more than one office
- A member cannot nominate more than one person for an office until everyone has had the opportunity to make nominations.
- Nominees do not have to leave the room during the nominations when the vote is taken or when the vote is counted by the Secretary.
- The presiding officer can continue presiding even if he or she is one of the nominees for the office.
- A member can rise and decline the nomination during the nominating process.

- After each nomination, the president repeats the name to the assembly.
For Example: Current President would say-Joe Smith, for president. Are there further nominations for President?

The President closes nominations when no further nominations come forward from the assembly.

If at any time during the nomination process a member realizes that he or she will be unable to serve if selected, the member should stand and request that his or her name be removed from the nominations.

Nominations and voting for officers of the association will be held every year in December. At the last meeting of the year, the current year secretary will announce the newly elected officers, and assist all officers in the transition. Transition is to be completed at the January's meeting of the New Year.

VIII. In case of "special election"

If for any reason an officer other than the president noted above is unable to perform their duties (move, ineligibility for membership, death) the president, in his/her sole discretion may appoint any other person to the position. This may be done so long as the new candidate meets the minimum qualifications for that office. There is no need for "special election". In the event the president is ineligible to carry out the duties of the office, the vice president will assume the role of president, until the remainder of the original term. However, if the vice president is unable fulfill and carry out the remainder of the president's original term a "special election" must be held. See floor nominations. Also, the secretary will serve as vice president, as needed, until the next general election is held.

IX. Dues, voting rights, procedures

- a. Upon application for membership a new member shall pay the appropriate initial fee.
- b. All newly accepted members shall pay the current quarterly dues or the remainder of such quarter. An applicant's membership shall be revoked or terminated unless, payment for such dues or initiation fee above have been satisfied within two weeks of the applicant's acceptance for membership.
- c. All members shall pay the quarterly dues which sum shall be received no later than the first meeting of the month of the new quarter. If not received, the Treasurer shall notify such delinquent member that payment is required by next meeting or termination shall result.
- d. In the event that the Treasurer has not received such member's dues within the time period prescribed above, he/she shall so report this delinquency to the Board of Directors. Upon receipt of such notification of delinquency, the Board of Directors shall send a notice of such delinquency to such member whereupon all privileges and voting rights of such member shall be suspended until such delinquency has been rectified.

- e. In an event a member is terminated as the result of non-payment of dues, and desires to continue his membership in the club, such member must remit the appropriate application and fee, together with accumulated dues in arrears. Such membership and application shall be processed in the same manner as new members provided above. Without any preference over other applicants which are or may be under consideration. The board retains the right to suspend, modify, or terminate any member if necessary to carry out the purpose of T.E.N.
- f. The Board of Directors shall, upon review of the audit committee report, make appropriate recommendation as to any increase or decrease in fees, dues, and assessments. Recommendations shall be submitted to the general membership in accordance with the voting procedures below, for approval or rejection of such recommendations.
- g. Unless otherwise specified, all voting procedures will require the presence of a QUORUM of the general members which is hereby designated as 2/3 rd's of all the members entitled to vote in any such procedure.
- h. All matters requiring a vote of the members shall require a vote by the majority of the existing quorum, unless specified requirements are otherwise prescribed above or are established for such vote.

X. Constitutional Amendments

- a. All amendments to this constitution shall require approval by a vote of two thirds (2/3) of the entire membership.
- b. Any member may, individually or cooperatively, submit a proposed constitutional and by-law amendment to the Board of Directors, who shall review such proposal and vote on it to determine whether such proposal should be submitted to membership to vote on it to for adaption or rejection.
- c. The Board shall request open membership discussion prior to submission of a vote.
- d. Any such open discussion or general membership vote shall be posted via email to info@thetenclub.com at least one week prior to the proposed discussion or voting meeting.
- e. All amendments have been approved for the following:
 - a. Floor nomination for Officer's elect.
 - b. Application and approval process for new members streamlined
 - c. Updated job responsibilities for Board of Directors and Officers
 - d. Approved by majority vote 2/3 of entire membership on September 6, 2016