

Kansas City Networking Group Bylaws

The Kansas City Networking Group (KCNG) is a united group of business professionals committed to the entrepreneurial success of our members. The intent is to foster business and personal development of members through mutual support and educational opportunities; realizing that the only path to success is through the activities of each individual member, and at the individual pace of each.

Article I: Mission Statement

The mission of the Kansas City Networking Group is to grow the business of every KCNG member through the exchange of qualified referrals. Based on a thorough understanding of each other's business offerings and practices, we refer existing clients and new prospects to members confident that their needs will be satisfied in a highly professional manner.

Article II: Membership

Qualifications of Membership. The Members of KCNG shall consist of entrepreneurs in ownership, executive, management, sales, and other appropriate positions in business, organizations and professions. To reduce conflicts of interest, membership shall be limited to one person per business, service or professional category, as the board of directors shall designate and one business, service or professional category per person. Categories may be split in some cases as the board shall designate. Representation must be in the member's principle, full time occupation.

Application for Membership. After attending three meetings, a prospective member may submit an application for membership. Receipt of the application shall be announced to membership at the next regular meeting. The Membership Chair or designate will briefly interview the prospective member and any existing member wishing to comment on the application. The purpose of the interview(s) shall be to determine whether the prospective member shares the ethics and mission of KCNG, that no conflict exists with the current membership. The Membership Chair shall submit the application for membership to the Board along with the Chairs recommendations for consideration. Applications for Membership shall be approved by a simple majority vote of the Board.

Exclusivity of Each Business Category. Each business category in the Network is to be represented by a single member. No member shall represent more than one category. Members are to immediately express concerns of a potential conflict to a board member if they believe that a guest/prospective member would represent a threat/conflict to them in regard to their business interests in the network. Should there be a "grey" area of possible overlap between a current member and a guest/prospective member, then, at the existing member's request, preference should be given to the existing member and guest/prospective member would be informed that they cannot join the group due to a conflict of interest.

Dues. Yearly Membership Dues in the amount of \$60.00 shall be paid by each member no later than the last day of January each year. New members shall pay pro-rated dues at the first meeting following approval of their membership application as set forth above. Failure to timely pay dues shall be cause for suspension or expulsion from the group.

Membership Code of Conduct. Regular attendance at meetings, payment of dues, the consistent sharing of leads and the timely follow-up and professional delivery of goods and/or services to referrals received are crucial to the success of each member and the success of the group as a whole. Accordingly, Members shall adhere to the following Code of Conduct:

- Absences should be "announced" by sending out a group email prior to the meeting;
- Members should arrive at meetings on time and stay for the entire meeting;
- In the event that a member is unable to attend a meeting, the member should, when possible, send a representative for their to stand in their stead;
- Members are encouraged to notify the group of any extended absence, such as vacation or extended business related conflicts.
- Given the importance of regular attendance at meetings, it is expected that members will not miss more than 3 regular meetings per quarter unless the member has had a representative from their business attend in their stead. Members may "make-up" a missed meetings by bringing a guest to another meeting or by attending a Business Mixer or Business Development Meeting.
- It is expected that members will develop and deliver warm and legitimate referrals (average of 1 warm referral per month). Remember, the exchange of qualified referrals is our main purpose and raison d'être. If a member falls behind on the goal of 1 warm referral per month, they may substitute on a one-for-one basis a quality guest representing a business category not currently occupied in the group;
- It is further expected that members will follow-up timely on referrals received and deliver promised quality and pricing;
- Members should look for opportunities to bring guests/prospective members to the KCNG events. A list of open fields is available upon request;
- Members must Maintain high standards of integrity in business conduct and interaction with other members and referrals.

Expulsion of Members. The board of directors by a majority vote may suspend or expel a member for cause after an appropriate hearing and may, by a majority vote of those present at any regularly constituted meeting, terminate the membership of any member who becomes ineligible for membership or suspend or expel any member who shall be in default in the payment of dues, who has failed to attend at least half the regular meetings each quarter, or who fails to fulfill any of the obligations imposed by these Articles.

Reinstatement of Membership. Upon written request signed by a former member filed with the secretary, the board of directors may, by a majority vote, reinstate such former member to membership on such terms as the board of directors may deem appropriate.

Article III: Meetings:

Regular Meetings. Regular Membership meetings are held each Friday beginning at 7:00 a.m. (with the exception of major holidays and as the Board shall designate) at the Mimi's Café located at 11885 W. 95th St. (intersection of 95th St. and Quivira) in Overland Park, Kansas. Group networking runs from 7am-7:25 with the business portion of the meeting beginning at 7:30 and ending at 8:30 promptly.

Board Meetings. Board Meetings shall be held not less than once each quarter at a time and place to be designated by the presiding President.

Business Mixers. KCNG shall hold a minimum of two (2) Business Mixer social meetings per year. The format and location of the Business Mixers shall be at the discretion of the Board upon recommendation of the Social Chair. The budgets for these Business Mixers shall be determined by the Board. Attendance at the Business Mixers is highly encouraged.

Business Development Meetings. In furtherance of KCNG's commitment to the entrepreneurial success of our members, KCNG shall sponsor a minimum of one Business Development Meeting each quarter. The purpose of the Business Development Meetings shall be to provide business education and training to our members. The format and location of the Business Development Meetings shall be at the discretion of the Board, upon recommendation of the Business Development Chair. The budgets for these meetings shall be determined by the Board. Attendance at the Business Development Meetings is highly encouraged.

Article IV: Officers and Directors

Board of Directors. The Board of Directors shall be comprised of the President, Vice-President, Secretary, Treasurer, and Membership Coordinator. The Board of Directors shall be charged with the management of KCNG and shall be elected by a majority vote of the Membership each December and shall take office at the first regular meeting in January for one-year terms. Directors shall serve no more than two (2) consecutive terms on the Board, however, they may be elected back to the Board after being off the board for at least one year. Non-director Officers shall be nominated by the incoming board and shall serve concurrent one-year terms. No term limits shall be placed on Non-Director Officers.

Non-Director Officers. The Board of Directors shall appoint the following non-voting officer positions: Business Development Coordinator, Social Coordinator and Webmaster. Non-Director Officers shall attend board meetings but shall not be entitled to a vote.

Election of the Board. Nominations for board positions shall be made either in writing or verbally by the last meeting in November each year. Elections shall be held on the first regular meeting in December each year. The Secretary shall have written ballots to pass out to all members of good standing in attendance where each director will be voted on using the ballot provided. Individual voting will be kept anonymous. Members who know in advance that they will be unable to attend the meeting, may use a proxy ballot form by contacting the Secretary at least 72 hours prior to the election. The incumbent Secretary and Treasurer shall count the ballots at the meeting and announce the new Board Members. In the event of a tie vote, the tied candidates shall each deliver a speech to the membership, after which a second vote will be taken. In the event of a vacancy arising on the Board of Directors during the year, Membership shall nominate and vote on a replacement using the procedure described above.

Powers of the Board. The act of a majority of the directors present at a meeting at which a quorum is present shall be the act of the board of directors, unless the act of a greater number is required by these bylaws. No director may act by proxy on any matter. The authority of the board of directors may be exercised without a meeting if the action to be taken is placed in writing and is signed by all of the directors entitled to vote.

Resignation and Removal of Directors. A director may resign at any time upon written notice to the board of directors. A director may be removed with or without cause, upon a super-majority vote (75%) of all members.

Presumption of Assent. A director who is present at a meeting of the board of directors at which action on any group matter is taken shall be conclusively presumed to have assented to the action taken unless his or her dissent shall be entered in the minutes.

Rules and Regulations. The Board shall have the power to adopt and amend rules and regulations covering details of the operation of the group, after a meeting of the group members called for the specific purpose of discussing the proposed rules and regulations, however, no rules or regulations may conflict with the provisions of these bylaws.

bDescription of Director Positions.

President:

- To timely commence, preside over and adjourn Regular Membership Meetings
- To lead the Board of Directors and preside over all meetings of the Directors
- To oversee the business, growth and development of the network
- To vote on business before the Board of Directors

Vice-President:

- To preside over Regular Membership and Board Meetings in the absence of the President
- To order and maintain any printing and supplies needed by the network
- To oversee all committees and facilitate committee activities and reports
- To vote on business before the Board of Directors

Secretary:

- To take weekly attendance and report any variance from attendance requirements at each board meeting
- To take minutes at the Board of Director's meetings
- To send out warning or expulsion letters that the Board determines shall be sent
- To collect all written leads at each meeting and compile a written monthly report to present to membership
- To vote on business before the Board of Directors

Treasurer:

- To maintain and balance the network's checkbook
- To work with the Membership Chair to collect and deposit membership dues
- To disburse board-approved funds for network meetings and activities
- To report financial status during Regular Membership Meetings during committee reports
- To provide a written report of the network's financial status at each board meeting
- To vote on business before the Board of Directors

Membership Coordinator:

- To chair the membership committee and ensure that a designated member of the committee is present and arrives at the beginning of each weekly Regular Membership Meeting to greet guests
- To oversee the distribution and collection of membership applications from prospective members

- To meet with prospective members at their place of business in order to interview them, review with them the network's by-laws, determine their prospective business category, determine whether a conflict or potential conflict with any existing member's business interests exists, and to ascertain the prospective member's level of commitment
- To announce prospective members to the membership at a Regular Membership Meeting
- To present Membership applications to the board of directors for consideration
- To work with the Treasurer in collecting membership dues
- To vote on business before the Board of Directors
- Meet with Members who are failing to adhere to the Membership Code of Conduct or who otherwise are failing to display appropriate business ethics.

Description of Officer Positions.

Business Development Coordinator:

- To chair the Business Development Committee
- To oversee the planning, facilitation and coordination of the quarterly Business Development Meetings, including development of the meeting agendas and budgets to present to the Directors for approval
- To foster business and personal development opportunities for network members
- To attend board meetings and report to the Directors

Social Coordinator:

- To chair the Social Committee
- To oversee the planning, coordination and implementation of the bi-annual Business Mixers and other social events of the network, including development of the meeting agendas and budgets to present to the Directors for approval
- To attend board meetings and report to the Directors

Webmaster:

- To maintain the network's website and keep membership information and other pertinent network information on the web current
- To prepare and present the budget for website maintenance and development to the Directors for approval
- To attend board meetings and report to the Directors

Article V: Amendment of By-Laws

Amendment of By-Laws. These by-laws may be amended by written notice of the Board of Directors. Proposed changes shall be submitted to Membership at regular Membership Meetings each week for at least two consecutive weeks before being submitted to a vote of the membership. A two-thirds (2/3) majority of the members present shall be required to pass any amendments to the by-laws. Members may submit proposed amendments of the by-laws to the Board for their consideration.