



## Charleston Business Leads Association (CBLA) By-Laws

### I. BACKGROUND:

This association was originally formed in 1975 as a group of ambitious salespeople in the Charleston community desiring to facilitate sales by meeting weekly at breakfast to exchange information about existing and new businesses in the Low Country of South Carolina. Since its inception, it has become apparent that, fundamentally important, other activities also contribute to the broader goal of promoting individual members' businesses.

### II. PURPOSE:

#### A. General:

1. To be an association, without peer, dedicated to the promotion of business and increased profit of its individual members.
2. To provide an atmosphere where business professionals may exchange quality leads and build successful business relationships.

#### B. Specific:

"CBLA" is a unique organization with special loyalties among its members; each member is specifically screened for acceptance, and makes a commitment to help the Association and its fellow members grow. To this end, the specific objectives of the Association are to:

1. Allow each member to provide at the weekly meeting "leads" that may provide fellow members an advantage over their competition. To be most useful, leads should include what, who (with telephone number), where and when. It is recognized that timeliness is an essential element, which greatly enhances the quality of a lead.
2. Encourage members to also provide on an individual basis to their fellow members "leads" during the week which may be of special use or interest to them.
3. Encourage members who are comfortable with the goods/services of a fellow member to recommend the member to friends and associates. While the use of goods and services of fellow members is not obligatory, it is recognized that the best understanding of those goods/services upon which to make such a recommendation is acquired through their personal use whenever possible. This also affords each other the opportunity to earn the credibility and respect of fellow members.
4. Provide a forum for the continued education and growth of its members in such areas as sales, marketing and business. This may be done through various means such as presentations by members on their own businesses, on topics in which they have particular expertise, talks by authoritative guest speakers, and other initiatives, which may be useful to the members.

### III. MEETINGS AND ORDER OF BUSINESS:

- A. A general membership meeting will be held each Tuesday from 8:00 AM to 9:00 AM. By majority vote, meetings scheduled to conflict with major holidays such as Christmas, may be cancelled or rescheduled in advance.
- B. The normal order of business at the general membership meetings will be:

8:00-8:15	Breakfast and camaraderie
8:15-8:20	Welcoming of visitors and general announcements
8:20-8:40	Guest speaker and program
8:40-9:00	Concise presentation of "leads" by members
- C. The first meeting in any month may be designated a closed meeting in which guests are not permitted and in which business of interest only to the general membership will be discussed. Such a meeting may be called by the President, Board of directors and/or a majority vote of the membership and must be scheduled a minimum of two (2) weeks in advance of the meeting to be "closed".
- D. The Board of directors meetings will be held the first Monday of each month at a location convenient for the committee. They may be rescheduled at the discretion of the President but will normally be

held at a minimum frequency of monthly.

IV. ORGANIZATION AND DUTIES:

- A. The Board of directors shall consist of the Officers and Chair-persons as described below.
- B. The Officers of 'CBLA' shall consist of the following and their duties shall include the responsibilities traditionally associated with the function as modified herein:
  - 1. President
  - 2. Vice-President
    - a) Membership Chairperson (see IV. C. 2)
  - 3. Secretary
    - a) Responsible for maintaining attendance records and identifying to the Board of Directors those members whose attendance falls below the accepted standards.
    - b) Responsible for sending "Thank-you Notes" to each guest within 2 days after each meeting.
  - 4. Treasurer
    - a) Responsible for identifying and recommending to the Board of Directors for review, those members whose dues are in arrears.
- C. The Chair-persons shall consist of the following and their duties shall include:
  - 1. Operations Committee Chair-person:
    - a) Timely dissemination of quality "Lead Sheets"
    - b) Responsible for programs including the identification, scheduling and introduction of speakers
    - c) Matters related to the facilities and meals provided to CBLA.
  - 2. Membership Chair-person (Vice-President):
    - a) Identification of "open categories."
    - b) Developing programs to recruit as necessary.
    - c) Notifying candidate members of their approval for membership.
    - d) Indoctrinating and orienting new members.
    - e) Maintaining the "Guest Register".
    - f) Establishing and promoting a sound public relations program for wide visibility throughout Charleston.
- D. Councilors:
  - 1. These three (3) appointed positions are filled by members who have previously held position of responsibility in CBLA, have been members for extended periods, or are generally considered by virtue of other experience and insight to be capable of providing valued counsel and advice to the President and the Board of Directors. They may be assigned specific responsibilities by the President such as solving an identified problem or developing a needed program. They are to attend meetings of the Board of Directors and to vote on Proceedings of the Board.
- E. The Board of Directors and Councilors shall serve without compensation.

V. ELECTION AND TERMS OF OFFICE:

- A. Elected Officers and Committee Chairpersons shall serve for a term of one year, or until their successors are elected, beginning on the first of October. To insure continuity, outgoing members of the Board of Directors should attend and participate (including voting) on issues at the first Board of Director's meeting of the new fiscal year. (Note: The fiscal year runs from 1 October to 30 September of the following year.)
- B. There is no limitation on the number of successive terms a member may serve in any single elected position or sequence of positions. Successive terms may be limited by the Association's membership expressing its desire for a change by electing a different member.
- C. The Councilors are appointed annually by the President with the advice of the Board of Directors. There shall be at least one new councilor appointed annually.
- D. In the event of a vacancy in the office of the President, the Vice-President shall assume the duties of the President for the unexpired term and the office of the Vice-president shall be filled by interim appointment by the Board of Directors. All other vacancies on the Board of Directors shall be filled by the Board of Directors by interim appointment for the period until the next annual election.
- E. The procedure for the annual election shall be as follows:
  - 1. Prior to 30 August of each year, the President shall appoint a Nominating Committee consisting of a past President (as Chair-person), another member of the Executive Committee, a Councilor, and a representative from the general membership.
  - 2. The Nominating Committee will seek out, identify, and recommend those members who, in

their best judgment based on all information available to the Committee such as past performance, desire to serve, etc., should be nominated for elected positions in the following year.

3. At the last regular Tuesday meeting on or before 13 September these nominees will be announced to the general membership and will be published in the subsequent "Lead Sheets".
4. Additional nominations may be made by the general membership. These nominations must be made in writing on a form to be made available and must include a signed statement by the nominee that he/she is willing to serve. The deadline for the receipt of all additional nominations by the Secretary shall be 8:20AM on the last Tuesday on or before 20 September and they will be announced at that regular Tuesday meeting by the President as additions to those recommended by the Nominating Committee. The complete list of nominees will be published in the subsequent "Lead Sheets".
5. A member who is not in good standing may neither nominate nor be nominated.
6. At the subsequent meeting (the last Tuesday on or before 27 September) the members will vote by secret ballot for those positions in which there is more than one nominee. For those positions in which there is only one nominee, the President shall proclaim the position filled.

#### VI. MEMBERSHIP:

- A. CBLA is an exclusive association, open only by invitation with acceptance on an individual basis only to the following types of people:
  1. Business owners
  2. Senior managers of companies
  3. Proven sales personnel
- B. The active involvement of individual members is the fundamental "building block" upon which CBLA is founded. Such active participation by each member is important to his/her benefit from CBLA and to that of each of the other members in the association.
- C. Only individual memberships are available. In the event a member resigns, the firm which that member represented may be requested to nominate a replacement, but a replacement from a different firm to fill the newly opened category may be sought and accepted. Regardless of the origin of the new applicant, all new applicants will be subject to the screening process described under VI. J. below.
- D. All members are expected to contribute to the improvement of the Association by serving as an officer, on a committee, sub-committee, or on "special projects". Failure to so serve after tendered several requests may be cause for review and possible termination.
- E. Candidates will not be considered for membership if their product lines compete with the product lines of existing members. Furthermore, if, after becoming a member, a parent company broadens its line to include a product or service provided by a previous member, the latter member shall not use the proprietary information to which he has access for his broadened business without the concurrence of the previous member.
- F. Members in good standing have a veto to disapprove the application of a prospective member if, in their judgment, the applicant is engaged in a competitive market.
- G. Membership roles shall be limited to a maximum of 50 members in good standing.
- H. Consistent attendance is required of each member.
  1. A member who is absent for 3 consecutive weeks or fails to maintain an overall attendance record of 60% in any three month period will be sent a letter requesting that they:
    - a) Advise the secretary of their intention to improve their attendance to a point of compliance with the by-laws.
    - b) Request a leave of absence consistent with the appropriate by-laws provisions.
    - c) Advise the club of their ongoing inability to maintain attendance and resign from the club. After first letter is sent a member has one week to respond and to take one of these three actions. Failure to do so will result in a letter from the secretary advising the termination of membership. Two actions by the secretary in a 6 month period or 3 actions will automatically result in termination to membership.
  2. In addition to being physically present for 60% of meetings, members are expected to call in leads when they are unable to attend. Called in leads plus actual attendance should be maintained at or above 80%.
- I. In the event of absence by a member, a substitute may be sent. It is highly desirable that the substitute complete the standard indoctrination provide to all members.
- J. The procedure for accepting new members is as follows:
  1. A prospective member attends a meeting as a guest and is given an opportunity to read the

- by-laws.
2. Prospective member submits concurrently a membership application and payment to cover the initiation fee and first month's dues. The Treasurer may pro-rate the second month's dues to compensate appropriately for the meeting of the previous month in which the new member actually joined.
  3. The Membership Chairman announces at the following meeting the request for membership. Discussion regarding the candidate is held and a vote is taken. Upon a positive vote, acceptance is announced and recorded in the "Lead Sheets".
  4. Any objections concerning the proposed new member (per section VI. F) will be allowed until midnight on Friday of that same week. If no objections are made by the membership, the applicant is accepted for membership, contingent upon completion of the membership/orientation indoctrination.
  5. At the first meeting after tentative acceptance, the Orientation Committee meets with the applicant and completes the orientation/indoctrination training. The By-Laws acknowledgment receipt (Article X) is completed at this time.
  6. The new member is formally welcomed into the Association at that meeting.
  7. Should a member resign, there will be a two week open period from the date of resignation for members to invite new candidates to fill that position. Those candidates will attend one of the two meetings which fall within that time period.
  8. Should there be more than one qualified application within that time period or within the same week for any position open at CBLA; the applications will be reviewed by those present at the Tuesday morning meeting. Criteria for acceptance will be that applicant who best fits the dynamics of the group by majority vote of members present. The candidate who receives the majority vote will still be required to fulfill the vetting process as outlined in the by-laws.
- K. Members who desire to resign must do so in writing. The resignation must be addressed to the President of CBLA and must be received before the first day of the month in which the resignation is to be effective. Members are considered active until a written resignation is received and are responsible for all dues until the month in which their resignation is effective.
- L. A member of the club cannot participate in any other club formed solely for the purpose of generating and exchanging business leads. If a member chooses to join another leads club, their membership shall be immediately terminated, either voluntary or by the Board of Directors.

VII. DUES:

- A. Monthly dues to cover breakfast expenses, promulgation of the "Lead Sheets", occasional social events, and incidental expenses is established by the Executive Committee and changes shall be announced and promulgated in the Lead Sheets.
- B. All members must make arrangements to have all dues current upon termination or resignation, or to make suitable arrangements with the Treasurer within ten days after termination or resignation to pay said arrearage. In the event this is not done the Treasurer shall commence Legal action to collect said dues.
- C. Dues are payable on or before the first meeting of each month of each calendar quarter for the subsequent quarter. Quarterly dues may be prorated for new members at the discretion of the treasurer. Members who have not paid by the end of the second Tuesday will be listed in the Leads Sheets and will not be permitted to attend breakfast on the third or subsequent meetings until dues are paid in full. Said members who have not paid quarterly dues by the second Tuesday will not have access to the Lead Sheets. A means for discretely collecting dues shall be provided at each meeting.
- D. An "Authorized Leave of Absence" may be granted to any requesting member by a majority vote of the general membership. This status shall be granted for a period of not more than 90 days and will maintain the member's active status with regards to any new applicant in that member's professional category. During this time the member shall pay all dues and continue to receive the Lead Sheets but will not be subject to a performance review for non-participation. At the end of 90 days the member shall either return to an "active" (normal) status or continue their leave under the guidelines of VII E. below.
- E. An "Unauthorized Leave of Absence" may be granted to any member by the President. This status shall be granted for a period of not more than 180 days. During the time the member will not be responsible for dues and will not receive the Lead Sheets. The member's professional category will be open to new applicants. The member may return to an "active" status at any time prior to the end of this period without undergoing the new member review process or payment of an additional application fee provided no new applicant has been accepted into the club under the member's professional category.

- F. Membership fee shall be waived for current members in good standing who are transferring their membership to another individual in their present company being represented in the club.
- G. Current members in good standing may be credited one quarter's club dues for each new member (approved by club, paid initiation fees & dues) that they bring into the club.

VIII. OTHER:

- A. All Leads Sheets are confidential and are to be closely held by CBLA members. Distribution of Lead Sheets to "non-members" directly violates the relationship of the informal but confidential communication between the Association members and may, at the sole discretion of Board of Directors, result in termination.
- B. Individual members are responsible to the best of their knowledge for the accuracy of all leads.

IX. AMENDMENTS:

The By-Laws may be amended by majority vote of the members present at a regular or special meeting called by the President. Any proposed amendment must be submitted to the members at a regular meeting one week in advance of the voting and be contained in the Lead Sheets during the week prior to the voting.

X. ACKNOWLEDGMENT OF THE BY-LAWS:

All members must sign a receipt for a copy of the By-Laws along with a statement that they have read, understood, and agree to all of the terms, conditions, and provisions of the same. Furthermore, the original executed receipt shall be maintained by the Secretary.

XI. DISSOLUTION OF THE ASSOCIATION:

In the event that it is necessary to dissolve the Association, any property it owns shall be sold at the best market value, and its debts and affairs shall be settled. Any funds and assets remaining thereafter shall be given to charity determined by the Board of Directors.

NOTES:

Feb 4, 1985, bylaws approved  
Dec 22, 1987, revision #1 approved  
June 7, 1988, reviewed by all members at regular meeting. No changes  
Nov 5, 1991, revision #2, #3 approved  
Feb 7, 1995, revision VII. C.  
Oct 3, 1995, revision IV. D. and V. E.  
Oct 31, 1995 revision VI. L.  
April 1, 2003, revision IV. D. 1 and IV. G.  
Nov 11, 2003, revision VII. C.  
Jan 2011, addition II. A. 1 statement revised  
Aug 2011, revision VI. J. 4  
Sept 2011, addition of VI. J. 7-8.