

**BYLAWS OF  
POWER PARTNERS ILLINOIS, INC.**

**ARTICLE I – NAME & DESIGNATION**

Power Partners Illinois, Inc. is an Illinois not-for-profit corporation. The corporation is informally known merely as “Power Partners” and operates a web site at [www.powerpartnersillinois.com](http://www.powerpartnersillinois.com).

**ARTICLE II – PURPOSE**

The primary mission and purpose of the corporation is to promote and advance the business interests of its members, through leads. Social interaction and education are encouraged.

**ARTICLE III – MEETINGS**

**A. TIME AND PLACE**

Regular meetings take place each Thursday morning in the Music Room at Monarch Landing (or such other location as Monarch Landing may direct) in Naperville, Illinois. Meetings begin at 8:00 am and must end promptly at 9:00 am.

**B. HOLIDAYS/CANCELLATIONS**

The Chair shall have the unilateral authority to determine which weeks will be non-meeting weeks for holidays, or other reasons; however a majority vote of the attending membership at any meeting may add any holiday designation. A “snow day” for either School District 203 or School District 204 that coincides with a meeting day shall cause the meeting to be cancelled.

**C. MEETING FORMAT**

Each meeting will consist of a person-by-person introduction of the members limited to thirty (30) seconds per person. If guests are present, they will be skipped until the last Member has spoken. The Chair will then recognize guests, who will be briefly introduced by the Member who invited them, followed by a one minute introduction from the guest describing their business. A person designated by the Chair will greet each guest and provide them with business cards of the Members and other items as the membership may determine from time to time. Following the introductions, the meeting will then move to any agenda items or to Member presentations. In the absence of agenda items, the goal is for at least two Members to give a presentation about their business at each meeting. Following the Member presentations, leads shall be shared, passed and tallied.

#### **D. AGENDA**

The agenda for each meeting shall be determined by the Chair, subject to the ability of the members to, by majority vote of those present, change any agenda.

### **ARTICLE IV – MEMBERSHIP**

#### **A. MINIMUM REQUIREMENTS**

Membership is open to any interested business person who:

1. has a business interest or occupational field that is not in competition with that of any other member, and;
2. is not a member of any other group or organization which contains similar restrictions and which provides business/customer leads, and;
3. is in conformity with the ethics commitments
4. represents a business that, if the application is accepted, would not cause the membership to exceed the direct sales membership cap.
5. has not had membership in the organization terminated for excessive absences in the immediately prior six (6) months.
6. has not had their membership terminated by an ethics committee recommendation or resigned from the group while under an ethics committee investigation.

#### **B. PROSPECTIVE MEMBERS AND GUESTS**

Members are encouraged to bring guests **whose business interests are not in competition with those of any Member** to a meeting. A guest shall be entitled to attend no more than two meetings.

#### **C. APPLICATION FOR MEMBERSHIP**

In order to be considered for membership, a candidate shall:

1. Attend at least one regular meeting
2. Submit an application for membership on the corporation's form for that purpose, copies of which are available on the Yahoo Group forum and from the Chair.
3. Meet the Minimum Requirements set forth in these bylaws.
4. Pay the Initiation Fee and Dues for the first six months of membership.

## **D. APPLICATION PROCESS**

Upon receipt of a completed application, the Chair shall announce, via email/web group posting and aloud at the next regular meeting, that the application has been received and provide the relevant details. Any member may object to the application on the basis of the member's belief that the Minimum Requirements are unmet. If the Minimum Requirements are unmet, the application shall be rejected by the Chair. Only a current Member who reasonably believe his or her business to be in conflict or competition with the applicant's business shall have the right to unilaterally veto any application, which determination is final. Members opposed to accepting a new Member application must communicate that to the Chair. Silence constitutes a vote to accept the application. The Chair will contact the applicant after all Members have had a reasonable opportunity to respond to advise the applicant of the decision of the membership. If the application is accepted, the applicant must bring the Initiation Fee and Dues payment to the next scheduled meeting, and complete such other tasks as may be listed on the new member checklist. If the application is rejected, the Chair will so inform the applicant and may also recommend other groups, if known, as a courtesy. In the event two or more business people, whose businesses compete with one another, apply for an opening at the same time, the members present at the meeting at which the Chair presents the issue shall, by majority vote, determine which business person's membership interest shall be accepted.

## **E. TERMINATION**

### **1. Automatic Termination**

Membership shall automatically terminate:

- a. If a Member changes occupational fields. Such a Member can reapply for membership in their new field.
- b. If a Member fails to meet the Minimum Requirements for membership.
- c. If a Member's Dues are past due for more than four weeks.
- d. If a Member reaches 13 absences for the immediately preceding 52 week period.

### **2. Restricted Discretion.**

The membership may not vote to waive any Member's obligation to be in compliance with any Minimum Requirement.

### **3. Ethics Matters**

In the event that the Ethics Committee recommends removal of a member, the Ethics Committee's recommendation to the membership shall require a majority vote of the Members present and voting in order to pass, provided that the membership must receive notice by electronic

mail/Yahoo group at least five days prior to the meeting that an ethics vote concerning a member shall be taken.

#### **F. MULTIPLE BUSINESSES**

If a Member has more than one business, the Member shall designate which business shall be considered the primary business for purposes of membership. A Member's veto right for applications exists only so far as a conflict with the Member's designated business.

#### **ARTICLE V - ATTENDANCE**

The success of Power Partners depends on Members fully understanding each others' business and customer needs. It is therefore expected that Members will attend meetings regularly. Toward that end, a member may accumulate up to twelve absences in the most recent 52 week period. A member will be deemed absent if the member fails to attend the meeting, either in person, or by a proxy (someone to represent your business at the meeting, including casting any votes).

#### **ARTICLE VI – DUES & FEES**

Dues are \$10 per month, payable in advance. The Initiation Fee for new Members is \$20. All Members shall pay their dues in six month installments, which shall be due on the first of January and the first of July each year. A new Member is required to pay a prorated Dues charge to bring the new Member to the next regular Dues payment, along with the Initiation Fee. By a majority vote, the membership can change the Dues or the Initiation Fee. A Missed Presentation fee of \$25 will be assessed on any Member who fails to attend and make a scheduled presentation, unless the Member has located another Member who has agreed to make a presentation instead (See VIII(B & C) for related information).

#### **ARTICLE VII – OFFICERS & THEIR DUTIES**

There shall be four officers: the Chair, the Vice Chair, the Secretary and the Treasurer. The Officers shall serve a six month term after being elected. Terms shall begin on January 1 and July 1 of each year. The Officers shall be elected no later than two weeks before the end of the then-current term.

##### **A. Chair**

The Chair shall be deemed the "President" for Secretary of State purposes. The Chair shall be responsible for overall management of the organization, shall have the authority to unilaterally call off any meeting, shall determine the agenda for any meeting and is authorized to enter into contracts necessary to effect any decision made by a majority vote of the membership. The Chair is empowered to direct reasonable expenditures of the organization's positive fund balance for marketing materials and periodic social events. The Chair may not direct the payment of funds to the Chair without a vote of a majority of those in attendance at any regular meeting to do so.

**B. Vice Chair**

The Vice Chair shall fill in for the Chair whenever the Chair is unavailable. In addition, the Vice Chair will be responsible for scheduling the Member presentations. The Vice Chair will take direction from the Chair as to the number of Member presentations to schedule for each meeting. The Vice Chair will strive to schedule the Member presentations so as to provide each Member with the opportunity to make a presentation before any other Member is scheduled to make a second presentation.

**C. Secretary**

The Secretary shall take attendance at each meeting, collect a copy of each lead sheet and report on the leads generated at each meeting. The Secretary shall strive to notify a Member when that Member reaches ten or more absences in the preceding 52 weeks, and shall advise the Chair of any Members with ten or more absences. The Secretary shall periodically report on the number of leads exchanged and periodically identify the top lead producer and top lead recipient.

**D. Treasurer**

The Treasurer shall collect all Dues and Initiation Fees, make deposits in the organization's accounts, pay the rent for the meeting space, disburse the organization's funds in accordance with the direction of the Chair or a majority of voting members at a regular meeting, provide reports on request as to the organization's fund balance, advise the Members and the Chair on expenses and recommend any increase in Fees or Dues as the Treasurer believes to be necessary. The Treasurer's dues are waived during the term in which the Member elected Treasurer is working as Treasurer in consideration of the work obligation for this position.

**ARTICLE VIII – MEMBER PRIVILEGES, RESPONSIBILITIES & LIMITATIONS**

- A. Members shall strive to arrive at each meeting on time. If a Member fails to arrive before the Introductions have begun, the Member shall forfeit the opportunity to make an introduction at that meeting.
- B. Members shall monitor the group's web site at [www.powerpartnersillinois.com/calendar.html](http://www.powerpartnersillinois.com/calendar.html) for the presentation schedule, both to know when their presentation is next scheduled and to identify upcoming presenters with whom they might want to trade presentation slots in the event.
- C. If a Member has accepted a speaking slot to present at a future meeting, it is the Member's responsibility to find an alternate Member speaker (a trade with another Member presenting at a different meeting is recommended) to fill that time slot. Failing to present in the assigned time

slot may cause that Member's business to be passed over for presentations until the next time slot.

- D. It is recommended, but not required, that Members use their presentation to highlight some aspect of the Member's business. While educational presentations are always interesting, spending time informing the membership about the details of what makes up a good lead or referral or how a Member wishes the membership to describe or present the Member's business are likely to make future lead generation more productive.
- E. Each Member shall have the ability to make two to three presentations each year to the group about the Member's designated business. If the Chair requests a Member to present on a topic of general interest to the group, such a presentation shall not displace that Member's periodic presentation opportunity.
- F. Recognizing that the membership is best served by the largest possible base of potential referrals, no Member with more than one business shall be permitted to join the organization for more than one business at a time.
- G. Members shall sign up for the group's Yahoo Group in order to receive group email communications.
- H. Each Member shall be responsible for ensuring that the organization has a supply of the Member's business cards available.
- I. Because direct sales businesses rely on the group to personally provide parties or purchases, rather than just leads, the group cannot sustainably support too many such businesses. The membership of the organization shall not, therefore, exceed five (5) such businesses at any time.
- J. Members are encouraged to pass only "warm" leads – situations in which the prospective customer is expecting to hear from another business owner. Anything less than a "warm" lead is a "tip" and should be identified as such. Completed business transactions shall be credited as leads.

## **ARTICLE IX - CODE OF ETHICS**

Members Agree:

- A. To uphold the highest level of professionalism.
- B. To operate their business with truth and integrity.
- C. To consider their customers' needs foremost.
- D. To treat their customers accurately, truthfully and honestly.
- E. To respond promptly to all referrals.
- F. To cooperate in a good business spirit with fellow Members.

- G. To place principle before personalities.
- H. To refrain from conduct that would have an adverse effect on the organization and/or its Members.
- I. To maintain confidentiality between Members about customer matters where either necessary or appropriate

## **ARTICLE X – ETHICS COMMITTEE & ETHICS MATTERS**

The Ethics Committee consists of three members appointed by the Chair for the duration of the Chair's term, to field and review complaints filed against members or applicants. In the event an ethics issue involves an Ethics Committee member, the Chair shall appoint an alternate member, which alternate Ethics Committee member shall serve on the Ethics Committee solely in connection with that issue.

**Any and all business conducted by the ethics committee is held in the strictest confidence.**

A complaint may be filed with any member of the Ethics Committee. The filing Member has the choice of wanting the information simply to be "on file" (no action) or actually investigated. If no action is chosen, then the information remains on file and if another Member files another similar complaint then action, the "on file" material can be considered in connection with the investigation of the new information. If action is requested, then the Ethics Committee member will take the information to the other committee members for investigation.

The committee members will gather information as to the allegation and review it and vote on action to be taken. The committee's choices are "No Action," "Reprimand" and "Termination." If the committee votes "No Action" then no further action will be taken on the submitted information. If the committee votes to Reprimand, a meeting will be called with the Member in question and a warning will be issued. If two Reprimands are issued in any consecutive twelve month period, the Member will be automatically terminated. If a majority of the committee feels an ethical issue is at stake, then the committee shall make a recommendation to terminate the Member in question.

The committee is encouraged to research or seek expertise in the relevant field regarding the ethical standard and practices of that particular field. The committee shall encourage the Member in question and the Member raising the issue to try to work out any issue they might have, but such encouragement shall not delay the committee's investigation and work.

If Termination is called for, then a meeting with the accused member will be called and their resignation requested. If the member chooses to resign voluntarily, then the president of the group will announce to the other members at the next meeting that the

Member resigned from the group, the group no longer endorses that person's business, but individual Members may use that person's services on their own if they so choose.

If the Member recommended for Termination refuses to resign, the committee's recommendation will be placed on the agenda for the next regular meeting. At that meeting, the committee shall present the issue originally raised to the committee, along with the facts and conclusions gathered by the committee. The Member shall be given the opportunity to respond. Thereafter, the Chair will call for a vote on the committee's recommendation. If the vote produces a majority vote for termination of the person's membership, then the Chair will announce that the person's membership in the group has terminated and that the group no longer endorses that person's business, but members may use that person's services on their own if they so choose.

The Ethics Committee may look into any issue deemed relevant by the committee regardless of the source of information.

#### **ARTICLE XI - AMENDMENT**

Any member may offer a proposed Amendment to these Bylaws by presenting the proposed Amendment in writing to the Chair. The proposed amendment shall be submitted to the Members, in writing, at the next regular scheduled Board Meeting. A 2/3 vote of the Members voting at the following meeting is required for an amendment to pass.

Approved: October 18, 2012