

BY LAWS
MIAMI BUSINESS EXCHANGE

- I. **FORMATION:** The initial meeting of the Miami Business Exchange was held on October 9, 1997.
- II. **GOAL:** The fostering and promoting of business through association and fellowship.
- III. **MEMBERSHIP DUES:** Initial membership dues are \$150.00 for the first year. A member that sponsors a new member shall receive \$50.00 from the Club Treasury. Dues are renewed annually at a rate of \$125.00 per renewal. The renewal dues are due on or before the annual anniversary date of the member.
- IV. **MEMBERSHIP RESPONSIBILITIES:**
 - A. **Attendance:** Attendance is mandatory. If the member reaches two (2) unexcused absences in the same calendar year, his/her membership shall be terminated. At the discretion of the officers and board, a member's absence may be excused, if the absence is due to illness or other extenuating circumstance. When possible, a member shall notify all other members in advance by email, when future meetings will be missed.
 - B. **Membership recruitment:** Each member shall be required to bring in at least one (1) new member a year.
 - C. **Business Leads:** Each member shall be responsible for a minimum of one (1) valid business lead per month.
 - D. **Conflicts of Interest:** Each member shall have the exclusive right to his or her business or profession. Conflicts of interest will not be permitted. A profession and/or business may be represented by more than one member, provided the additional member is not in the same specialty. For example, there may be more than one Lawyer, Realtor, and/or Insurance Agent, providing that each member has a different specialty.
- V. **MEETINGS:**
 - A. **Meetings:** Meetings shall be held on a weekly basis. Meetings shall be held every Thursday (holidays excepted) and shall begin at 7:15 A.M. and end at 8:30 A.M. until changed by a majority of the members.
 - B. **Location:** Meeting will be held at ChamberSouth, located at 6410 SW 80

BY LAWS
MIAMI BUSINESS EXCHANGE

Street, South Miami, Florida 33143, until changed by a majority vote of the members.

C. Pledge of allegiance: The pledge of allegiance shall be given at the beginning of each meeting.

D. Introduction: All members and guests will be allowed 30 seconds to introduce themselves and speak about their business and/or profession.

E. Card exchange: The members and guests shall exchange business cards and/or other promotional material at each meeting. While the cards and/or promotional materials are being exchanged, the members will announce any business that was done with another member or was referred by another member since the last meeting.

F. Speakers: Each meeting will have two (2) speakers who will speak about their business and/or profession. The presentations will each be approximately 10 minutes in length. The last meeting of the month the program member at large will prepare the speakers schedule for the next month. A backup speaker will also be appointed for the month. New members will be introduced into the speaking schedule the month after their election into the Club. The program member at large shall introduce the speakers at each meeting and remind next week's speakers. If any member wishes to make a special twenty (20) minute presentation, the member shall contact the program member at large for scheduling and there shall only be one speaker at that scheduled meeting. Speakers should generally speak on topics pertaining to his or her business, profession or credentials. A member may from time to time may speak on a personal hobby which he or she feels will be of interest to the membership. A speaker may not speak on topics that pertain solely or principally to another members category. For example, an attorney who has probate as his or her category may not speak for the majority of his ten or more minutes about commercial litigation if that is a category assigned to another member. In addition, no speaker shall use his or her assigned speaking time to criticize, denigrate, or slander another member either as to his or her business, profession or personally as to the specific business, profession or character of such other member.

BY LAWS
MIAMI BUSINESS EXCHANGE

G. Welcoming prospective members: The Officers and members shall greet every guest and make them welcome.

H. Committee reports: Committee reports will be given at each meeting.

I. Visitations: The President shall appoint team captains who will be in charge of membership visitations. The teams shall consist of a team captain and if possible an equal number of members depending on the Clubs membership. The Captains shall arrange for team meetings on a monthly basis. The team meetings enable each member to learn about the other team members businesses and/or professions. Each team will be in existence for two months. New teams will be chosen every two months. The President will appoint additional team captains as necessary. Each team captain will serve for a one (1) year period.

J. 50/50 Donations: Each member shall make a donation (initially \$2.00) to the 50/50 bowl and will receive one ticket. The other half of the ticket will be placed in the 50/50 bowl. Members giving a business lead during the meeting shall receive one additional ticket for each business lead. Members bringing in a guest to the meeting shall receive an additional ticket for each guest. The backup speaker for the month will also receive an additional ticket. A ticket will be drawn from the 50/50 bowl at the conclusion of the meeting and the holder of the winning ticket shall receive one half of the funds from the 50/50 bowl. The balance of the funds remaining in the 50/50 bowl shall be deposited in the Club treasury and utilized for Club purposes.

K. Top giver: The member giving the most business leads each month will receive a \$30.00 Gift Certificate (or the equivalent). Business lead forms will be in triplicate. The first and second pages from the business leads shall be passed from the member giving a lead to the member receiving the lead. The third page of the business lead shall go into the 50/50 bowl and shall be given to the lead master at the conclusion of the meeting. The person receiving the business lead shall retain the first page of the business lead for his or her records and return the second page of the business lead to the lead master at the next meeting. The person receiving the lead shall write on the second page of the business lead whether or not said lead was successful. The lead master shall use the returned business lead in computing

BY LAWS
MIAMI BUSINESS EXCHANGE

the winner of the prize for the monthly top giver.

L. Membership award: The member bringing in the most new members during the first half of the year and/or the second half of the year will receive a grand prize.

M. Conduct by Members: Members are to conduct themselves at all times in a professional and business-like manner during the meetings and shall be courteous to one another including toward the speakers and officials conducting the meetings.

VI. ELECTIONS AND OFFICES: Elections shall be held the first meeting in May. A President, Vice President, Secretary, Treasurer, and three members at large shall be elected.

A. President: The President shall preside at all meetings and Board meetings.

B. Vice President: The Vice President shall take the place of the President if the President is absent. The Vice President shall be an ex officio member of all committees.

C. Treasurer: The Treasurer shall maintain all financial records of the Club and perform such other duties as are ordinarily performed by a Treasurer. The Treasurer shall also collect the dues and the quarterly breakfast dues.

D. Secretary: The Secretary shall maintain the written minutes of the Board of Directors meetings and shall prepare all correspondence required by the President or Board of Directors and shall further perform such other duties that are ordinarily performed by a Secretary.

E. Members at large: There shall be three (3) members at large as follows:

(i) Program member at Large: The program member at large shall supervise the order of speakers at the weekly meetings and introduce the speakers at said meetings.

(ii) Membership member at large: The membership member at large shall encourage new members and shall contact guests to ascertain whether or not they wish to join the Club. The membership member at large shall also keep records for the semi-annual membership awards. The membership member at large shall

BY LAWS
MIAMI BUSINESS EXCHANGE

appoint a member who will act as a mentor for each new member. The mentor shall meet with the new member in the month following the new member's election to the Club and explain the Club to the new member and answer any questions of the new member.

(iii) Visitation member at large: The visitation member at large shall assist the team captains in scheduling team meetings and shall be the inspector for prospective new members. The inspector, within one week of a prospective member presenting a membership application, will visit the place of business of any prospective new member to verify that the business is of the type and caliber desired by the Miami Business Exchange.

(iv) The President shall appoint chairpersons for all Committees, including but not limited to the following Committees:

a. Social Committee: The chairperson of the social committee shall make arrangements for the quarterly socials.

b. Lead Master: The lead master will maintain the records of all business leads and shall report to the President at the first meeting of each month the number of business leads exchanged between members for the past month as well as the name of the member giving the most business leads for the past month.

c. Nominating Committee: The President shall appoint a chairperson and two Committee members to act as the nominating committee. Said appointments shall be made at the first meeting of April. The nominating committee shall prepare a list of offices and members at large for the next year. All members selected to be an officer and/or member at large shall consent to their nominations. The nomination list shall be presented and read to the membership at the last meeting in April. If any member wishes to run for office and is not included on the nominating committee's list, said member may announce at the last meeting in April of his or her desire to run for a specific office. The election shall be conducted at the first meeting in May and the newly elected officials shall take office immediately after the election.

d. Vacancy of elected member: If a vacancy occurs in the office of President, the Vice President shall become the President. All other vacancies, of any

BY LAWS
MIAMI BUSINESS EXCHANGE

officer and member at large shall be filled by a vote of the remaining officers and members at large.

e. Board of Directors: The board of directors shall consist of all the elected officers and the three (3) members at large. The board of directors shall meet at least once a month. Said meetings to be held at the date, time and location chosen by the President. The Secretary shall report to the membership the matters discussed at the board of directors meeting.

- VII. AMENDMENTS: The Bylaws may be amended by a vote of two-third (2/3) of the members present at any regular meeting of the Club. There must be a quorum (a majority of the members present at said meeting) in order to vote on any amendments to the Bylaws.
- VIII. PROSPECTIVE MEMBERS: Prospective members must attend at least one meeting and present a membership application accompanied by a check in the amount of the initial membership fee made payable to Miami Business Exchange to the President. The President shall request that the member at large in charge of visitation meet with the prospective member at his or her business to verify that the prospective member is a legitimate business person. The prospective new member shall not attend the meeting following the inspection. The inspector shall report to the membership at the next meeting after the inspection and a vote shall be held by the members present at said meeting. A negative vote by two (2) members shall be necessary to exclude a prospective member. If a prospective member is excluded, his or her membership check shall be refunded. If a question arises as to whether or not the prospective member's business or profession conflicts with the business or profession of an existing member, the existing member shall have the sole right to veto the prospective member's application.
- IX. DISCIPLINE AND GRIEVANCES: Any member who violates any provisions of these By-Laws may have his membership revoked, temporarily or permanently, suspended or otherwise be disciplined by a two-thirds vote of the membership at a meeting wherein a majority of the membership are present and 7 days prior notice of such meeting and the purpose of such meeting has been provided. The degree of disciplinary action to be taken should include the following considerations: degree

**BY LAWS
MIAMI BUSINESS EXCHANGE**

or seriousness of the conduct, frequency of such conduct, effect the conduct likely will have on the Miami Business Exchange, and whether or not the by-law called into question is one that is strictly enforced. Any member who becomes aware of a violation of these By-laws and is desirous of having the matter considered for disciplinary or other action should file a written grievance with an official of the Miami Business Exchange or present the grievance in person to the Board.