

1.0 NAME and PRINCIPAL OFFICE

- 1.1 The **North River Business Network's** 'Network' also known as NRBN with the principal office for the transaction of its business located at 61 Bridge Street, with a mailing address of 9 Rapp Rd, Milford, County of Hunterdon, in the State of New Jersey. The Network may have such other offices as may from time to time be designated by its members or its executive committee.
- 1.2 **Management of Network Assets** – Assets of the Network may be used by the Executive Committee with a majority vote. Material purchases defined as exceeding \$500 will be put to the vote by the current members of the Network at the next weekly meeting attended by a quorum of members in good standing. The Network will not incur debt or liability, or any combination of debts or liabilities, exceeding the Network's net assets.
- 1.3 **Insignia, Logos Badges, and Flags** – All members of the Network are encouraged to use the name of the North River Business Network in marketing collateral. If a member leaves the Network, all of the references to the Network need to be removed from all Marketing Collateral as soon as is commercially feasible.
- 1.4 **Parties Authorized to Bind Network** – The Executive Committee shall be the parties authorized to execute contracts and instruments in the name of the Network. A quorum of members at the meeting is required to vote authorizing costs more than \$500.
- 1.5 **Records of Proceedings** – The minutes of the governing body and all committees with Executive Committee delegated powers shall contain the names of the persons attended, subjects covered.

2.0 PURPOSE

- 2.1 This Network is organized exclusively for business and charitable, purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) of the Internal Revenue Code, or the corresponding part of any future federal tax code.
- 2.2 The North River Business Network is a charitable business referral network used to help the local community improve the economic environment of the Milford, New Jersey area.

3.0 NETWORK MEETINGS

- 3.1 **Regular Meetings** – Regular meetings of the members shall be held weekly at 7:30 AM for one (1) hour on Tuesday Morning at the Ship Inn located at 61 Bridge Street, Milford, New Jersey 08848 or at other times and places designated by the Executive Committee.

- 3.2 **Parliamentary Procedure** – Any question concerning parliamentary procedure at meetings shall be determined by the President by reference to Robert’s Rules of Order.
- 3.3 **Agenda**
 - 3.3.1 Call to Order
 - 3.3.2 Roll call/Introductions for Guests
 - 3.3.3 Motion to approve Minutes of preceding meeting and action thereon.
 - 3.3.4 Treasurer’s Report
 - 3.3.5 Reports of Governing Body and Committees
 - 3.3.6 Elections (as appropriate)
 - 3.3.7 Unfinished Business - Review of New Referrals and Follow-ups for the week
 - 3.3.8 New Business
 - 3.3.9 New Occupations Search
 - 3.3.10 A Good Lead for Me
 - 3.3.11 Pitch – Select one member for extended presentation (10) minute per person
 - 3.3.12 Network Announcements/Member Announcements
 - 3.3.13 Adjournment
- 4.0 **Executive Committee**
 - 4.1 **Executive Committee** – Four (4) members will govern the Network.
 - 4.2 **Compensation** – Members of the Executive Committee shall not receive any payment for their services as Executive Committee members.
 - 4.3 **Expenses** – The Executive Committee may authorize reimbursement of reasonable costs incurred by the Executive Committee in connection with Network business. Members can be reimbursed at the discretion of the Executive Committee with a majority vote.
 - 4.4 **Composition of the Governing Body** – Executive Committee elected consist of:
 - 4.4.1 President
 - 4.4.2 Vice President Membership
 - 4.4.3 Vice President Operations
 - 4.4.4 Treasurer
 - 4.5 **Terms of Service** – Each executive committee member will be selected in the first week of April to the Executive Committee by the members to serve for two (2) years.
 - 4.6 **Election to Executive Committee** – Election to the Executive Committee will be by ballot (paper or verbal) of the current members of the Network. A quorum of five (5) members is

- required to elect the Executive Committee. Vacancies occurring in the Executive Committee will be filled at the next meeting represented with a quorum of members in good standing.
- 4.7 **Nomination of Executive Committee** – Any member in good standing can be nominated to the Executive Committee. Regulations require entry of the votes into the minutes of the meeting for the 501(c) status as a not-for-profit.
- 4.8 **Duties of the President**
- 4.8.1 **Presiding Officer** – Any member of the Executive Committee can preside over meetings of the Network. In the absence of representation from the Executive Committee, a temporary presiding officer will be elected from among the members present.
- 4.8.2 **Appointing Committees** – The President will appoint all committees of the Network and the Executive Committee.
- 4.8.3 **General Supervision** – The President will exercise general supervision over all of the affairs of the Network.
- 4.8.4 **Ex-Officio Member of Committees** – The Executive Committee will be members, ex-officio, of all committees.
- 4.8.5 **Tie Breaker** – In the event of a tie vote by the executive committee, the President will decide the outcome.
- 4.9 **Duties of the Vice President Membership** – In the President’s stead, the Vice President will perform all functions of the President, and in so acting will have all powers of, and be subject to all restrictions on, the President. The Vice President will have responsibility for new member and member registration activities.
- 4.10 **Duties of the Vice President Operations** – The Vice President, will keep a complete record of all proceeding, attendance, and correspondence of the Network and Executive Committee. The Vice President will send notices of meetings to members of the Network and Executive Committee as required. The Vice President will keep a record containing the names and contact information of each member of the Network and the date and manner of termination of any such membership and will perform all other duties usually associated with the office of Secretary.
- 4.11 **Duties of the Treasurer** will keep the books and accounts of the Network and will perform any other tasks usually assigned to a Treasurer. The Treasurer will make payments only for bills approved by the Executive Committee. All officers shall have authorized signatories on the Network’s financial accounts. All checks issued shall require the signatures of two (2) officers.

5.0 MEMBERSHIP

- 5.1 **Classes of Membership** – The Network shall have one (1) membership class with a limit of one representative from each occupation determined by the members.
- 5.2 **Full Membership** – Full members shall include all local area businesses and non-profit organizations who have been invited to join because of a gap in the occupations represented in the Network. Where they are admitted to membership and have paid annual membership dues. Membership shall be held by the business and not by individual employees of the company.
- 5.3 **Non-voting Membership** – The Executive Committee shall have the authority to establish and define non-voting categories of membership.
- 5.4 **Membership Rights** – Each member shall have the right to vote on all matters requiring the approval of the members; voting shall be in person.
- 5.5 **Admission of Members** – Candidates for membership shall be admitted to membership upon completion of membership review and approved by the Membership Committee made up of the Executive Committee or others based on the discretion of the Executive Committee.

6.0 ANNUAL DUES

- 6.1 **Annual Dues** – The yearly membership dues are set each year by the Executive Committee currently set at seventy-five dollars \$75 per year, payable in advance each year in January, shall be determined at the Executive Committee. Members will be notified by email in January of the succeeding year. Membership shall be one (1) calendar year.
- 6.2 **Effect of Non-Payment of Dues** – Any member neglecting to pay dues or obligations of any kind for three (3) months after they are due, provided notice, will forfeit his or her voting rights until membership dues are paid in full.

7.0 ATTENDANCE

- 7.1 **Frequency** – If a member is consistently absent from the group, the Executive Committee reserves the right to replace the member without refunding any fees paid to the organization. Consideration for replacement will occur if a member does not attend at least two (2) meetings/events per month.
- 7.2 **Participation** – It is the intent and purpose of the organization to provide referrals and references for each organization member.

8.0 TERMINATION OF MEMBERSHIP

- 8.1 **Termination by Resignation, Business Termination or Expulsion** – The membership of any member of the Network will automatically terminate on the member’s request for termination delivered to the Executive Committee of the Network, or on the member’s expulsion by the Executive Committee for cause.
- 8.2 **Rights on Termination** – On termination of membership, any right, title or interest of a member in or to the property and assets of the Network will cease.

9.0 SUSPENSION AND EXPULSION OF MEMBERS

- 9.1 **Grounds for Suspension or Expulsion** – Any member may be suspended or expelled from the Network for willful infractions of any bylaw, or for acts of conduct that the quorum of members deems disorderly, injurious or hostile to the Network’s interest or objectives or If a member is consistently absent missing more than half of the activities of the group during a one month period, the group reserves the right to replace the occupation without refunding the annual membership fee. The Executive Committee gives notice to such offending member of the proposed expulsion against him or her, and he or she is provided an opportunity to be heard in his or her defense by the members at a weekly meeting or special meeting scheduled by a member of the Executive Committee.
- 9.2 **Initiation of Suspension or Expulsion** – Proceedings under this section will be initiated by resolution of the members at a regular meeting, and filed with the Vice President Operations and Treasurer. On adoption of a motion approved the Vice President will deliver to the interested member, at least ten (10) calendar days prior to the date of the meeting, a copy of the motion, together with a notice of the time and place of meeting, at which the interested member may challenge his or her expulsion. Final determination of expulsion shall be determined by a vote of the Network members in good standing.

- 10.0 **AMENDMENTS** – These bylaws may be amended by the affirmative vote of a quorum of the members voting at any regular or special meeting of the Network. Notice of the amendment or amendments and nature thereof is given to the members of the Network at least one (1) week before the date of the meeting at which the amendment(s) are to be presented for consideration. Any adopted amendments to the bylaw will be binding on all members. Members not present at the meeting may vote by email or letter addressed to the President before the meeting.

- 11.0 **ACCEPTANCE** – By paying membership, the member agrees to the terms of the Bylaws.
- 12.0 **DISSOLUTION** – This Network may be dissolved by the vote of three quarters (3/4) majority of its members in good standing. In the event of dissolution, the Network’s property will be distributed to the Rotary, a non-profit organization(s) by a vote of the members in good standing, less any fees incurred for dissolution.

North River Business Network
61 Bridge Street Milford, New Jersey 08848
BYLAWS as of May 1, 2018



**NORTH RIVER
BUSINESS NETWORK**

We, the undersigned, are all of the initial Executive Committee, and we consent to, and hereby do, adopt the preceding Bylaws, consisting of the five (5) preceding pages, as the Bylaws of this North River Business Network.

Amended, ADOPTED AND APPROVED by the Executive Committee on this 8th day of January 2019.

Meghan T. Casey
President

Audra Frank,
Vice President Membership

William R. Benz,
Vice President Operations

Rob Anselmo,
Treasurer