

SPRINGFIELD CATHOLIC SCHOOLS, SPRINGFIELD, MO

CATHOLIC BUSINESS NETWORK OF THE OZARKS

BY-LAWS

ARTICLE I NAME

Section A: This group shall be known as Catholic Business Network of the Ozarks

Section B: The Catholic Business Network of the Ozarks is sponsored by the SCS Development Board

ARTICLE II MISSION

Section A: The Catholic Business Network of the Ozarks is focused on establishing an energetic relationship of businesses in the Ozarks to actively network to support each other in our faith and business endeavors, and to work together to support Catholic education. As part of this effort, we are committed to supporting the Springfield Catholic School System, The Diocese of Springfield/Cape Girardeau and The Catholic Church.

ARTICLE III MEMBERSHIP AND DUES

Section A: Membership in this group will be annual.

1. Annual members are associated with Springfield Catholic Schools determinate from the Membership Committee.

Section B: Dues may be assessed subject to the approval of the Board.

ARTICLE IV POWERS AND POLICIES

Section A: This group shall be a non-profit organization, under the 501c3 status of Springfield Catholic Schools and shall have the power to conduct the business of the Catholic Business Network of the Ozarks subject to these By-Laws.

Section B: This group shall be permitted to make monetary contributions to other non-profit organizations with the approval of the Board of Directors and SCS Development Board.

Section C: All communications and/or publications issued in the name of the Catholic Business Network of the Ozarks, or any use of the names or mailing lists of the Catholic Business Network of the Ozarks, must be approved by the Catholic Business Network of the Ozarks Board of Directors.

Section D: No activities shall be undertaken for the individual profit of the board officers. Board members and general membership shall be included in this restriction.

Section E: Monies may be raised by this group in connection with special events and fundraising activities. Such monies are the property of the Catholic Business Network of the Ozarks. The allocation of these funds shall be determined by its Board of Directors and SCS Development Board

ARTICLE V BOARD OF DIRECTORS

Section A: The Board of Directors of the Catholic Business Network of the Ozarks shall consist of a minimum of 6 regular members representing a range of classes. Affairs of the Catholic Business Network of the Ozarks shall be managed by the Catholic Business Network of the Ozarks Board of Directors and approved by to the SCS Development Board.

Section B: The SCS Director of Development is a voting member of the Catholic Business Network of the Ozarks Board of Directors and is invited to attend all committee meetings as an ex-officio member.

Section C: The SCS Director of Development shall work with each Board member to fulfill the duties of each office.

Section D: Current faculty/staff members shall not comprise more than half of the membership of the Board of Directors.

Section E: The CBNO Board of Directors shall be a self-perpetuating board. Nominees for board membership shall be an annual member in good standing. Their names shall be submitted to the Nominating Committee who shall recommend new candidates to the board for approval. Nominations for board membership may be made by anyone in the Springfield Catholic School family. A board member's term shall be three consecutive years. Membership on the board may be continued for an additional three consecutive years if the member desires to remain on the board, is recommended for continuation by the Nominating Committee and is approved by the board. After a one-year absence, the past member may become eligible for nomination again.

Section F: The Catholic Business Network of the Ozarks Board shall, by majority vote, have the authority to declare vacant the office of any officer or board member who fails to discharge the duties of his/her office. The Board member shall be contacted by the Board President to determine if there are any extenuating circumstances. If it is determined that there are no such circumstances, the board member shall be notified, in writing, by the Board President of his/her removal from the Board.

Section G: Former members of the Catholic Business Network of the Ozarks Board, regular members of the group, and other persons with particular interest and expertise may be elected to serve as members of an advisory group. Members of this

group are elected annually, serve only in an advisory capacity and have no voting rights.

Section H: It shall be the responsibility of the Catholic Business Network of the Ozarks Board to determine policy matters and the general direction of the Catholic Business Network of the Ozarks with the approval of the SCS Development Board.

ARTICLE VI OFFICERS

Section A: The **President, Vice-President, Treasurer, Secretary and Immediate Past President** are officers of the board and shall **constitute the Executive Committee**.

Section B: The President, Vice-President, Treasurer and Secretary are elected by a majority vote for a two year term. The Nominating Committee shall prepare a slate of candidates for President, Vice-President, Treasurer and Secretary to be presented at the Spring meeting of each election year. Elections of the candidates for office of Board shall take place at the following Spring meeting. The newly elected officers shall take office in July of that same year to coincide with the fiscal year of the Catholic Business Network of the Ozarks.

Section C: The President, Vice-President, Treasurer, Secretary and Immediate Past President may serve two consecutive terms, subject to a majority vote, followed by a two year absence, before they can be eligible to serve again in those offices.

Section D: Vacancies that occur before the end of the terms of office, in the offices of Vice President, Treasurer and Secretary shall be filled by the Board, which elects replacements to complete the terms. A vacancy in the office of President shall be filled by the Vice President.

ARTICLE VII DUTIES OF OFFICERS

Section A: The **President** shall preside over the general meetings of the Catholic Business Network of the Ozarks Board; petition nominations from the Board, appoint committee chairpersons; suggest possible members for both standing and ad hoc committees. The President will also serve as a liaison and voting member to the SCS Development Board. The **President shall serve as the Chairperson of the Membership/Nominating Committee**.

Section B: The **Immediate Past President shall serve as the Co-Chairperson of the Membership/Nominating Committee**.

Section C: The Vice President shall preside over the Group's meetings as requested by the President; perform those duties as delegated by the President; and represent the President when necessary. The Vice President shall serve as an ex-officio

member of standing committees. The **Vice President shall serve as the Chairperson of the Finance/Scholarships Committee.**

Section D: The Treasurer shall keep abreast of and be knowledgeable of the Group's finances; and share current financial information at Board meetings. The **Treasurer shall serve as the Chairperson of the Marketing/Public Relations Committee.**

Section E: The **Secretary** has responsibility for the notes of all Board meetings; responds to certain specified communications to the Group or delegates responses to the appropriate person. The **Secretary shall serve as the Chairperson of the Special Events/Hospitality Committee.**

ARTICLE VIII COMMITTEES

Section A: The Board shall establish standing committees to support the purposes of this Group.

Section B: Standing committees shall be: The Membership/Nominating Committee, Marketing/Public Relations Committee, Finance/Scholarships Committee and the Special Events/Hospitality Committee. Board members and Advisory Board members are asked to serve on at least one committee during their terms of office.

Section C: Ad hoc committees shall be formed, as necessary, at the direction of the Board.

ARTICLE IX MEETINGS

Section A: The Catholic Business Network of the Ozarks Board meets routinely throughout the year depending on the current agenda and goals determined by the Catholic Business Network of the Ozarks Board. Board members will meet in person or via conferencing at least quarterly to include scheduling of an annual meeting and invite general members to attend. The Executive Committee may choose to meet prior to the Board meetings to set the agenda.

1. Standing and ad hoc committee meetings shall take place, as necessary, prior to the regularly scheduled Board meetings.
2. Other meetings may be scheduled as necessary.
3. Notes of each board meeting shall be recorded by the Secretary or a designated person. If the notes are recorded by a designee, they shall be approved by the Secretary before being circulated to the Board for approval.

ARTICLE X DISSOLUTION

If for any reason, the Catholic Business Network of the Ozarks dissolves and has funds in their account, all funds shall be transferred to the SCS Development Board to be used for the benefit of Springfield Catholic Schools System.

ARTICLE XI QUORUM

Section A: A simple majority of the members of the Board shall constitute a quorum for the transaction of business by the Board.

ARTICLE XII AMENDMENTS

Section A: These By-Laws may be amended by a two-thirds vote of the Catholic Business Network of the Ozarks Board.

Section B: This version of the By-Laws was approved on _____, to take effect at the _____ meeting of the Board. It replaces, in entirety, any and all previous versions of the Catholic Business Network of the Ozarks Board By-Laws.

Catholic Business Network of the Ozarks Board President/ Signature and Date

Catholic Business Network of the Ozarks Secretary / Signature and Date

SCS Development Board President / Signature and Date