



**By-Laws**  
**The Chicago Chapter of**  
**The National Black MBA Association, Inc.**

**INTRODUCTION**

The National Black MBA Association, Inc. is a not-for-profit organization and existing under the Laws of the state of New York.

The Chicago Chapter is chartered by the National Black MBA Association as one of several chapters of the National Black MBA Association.

The Chicago Chapter is a not-for-profit corporation organized and existing under the Laws of the State of Illinois.

These by-laws, of the Chicago Chapter, have been revised so as to be congruent with the applicable provisions of the by-laws of the National Black MBA Association.

**ARTICLE I - NAME**

The name of this organization shall be the Chicago Chapter, National Black MBA Association, Inc., herein stated, Chicago Chapter.

**ARTICLE II - PURPOSE**

The Chicago Chapter of the National Black MBA Association shall be a professional organization which will serve as a resource for the communication of information and ideas among Black executives, entrepreneurs, educators and students in the Chicago area who are interested in improving the effectiveness of Black business and Black business professionals. The goals and objective of the Chicago Chapter are:

1. To establish and maintain an effective information and communications network which will serve the membership and the business community
2. To provide continuing business education as a means of improving and maintaining the skills and effectiveness of the members and support the efforts of those planning to pursue advanced business degrees
3. To provide scholarship for those intending to pursue business related degrees

4. To encourage scholarly research in those areas of business which affect the Black community
5. To provide, as a service to the community, managerial and technical assistance to Black entrepreneurs and businesses.

### **ARTICLE III - MEMBERSHIP**

Membership in the Chicago Chapter is concurrent with and contingent upon membership in the National Black MBA Association.

#### **Section 1: Eligibility**

Membership in the National Black MBA Association and Chicago Chapter shall be open to those persons who:

- a. Have Post Baccalaureate degrees in the Management area. FULL MEMBERSHIP
- b. Have distinguished themselves in the business world through their management experience or entrepreneurial endeavors. ASSOCIATE MEMBERSHIP
- c. Are actively pursuing an Advanced Management Degree. STUDENT MEMBERSHIP
- d. Have met the requirement for either Full Membership or Associate Membership and have the desire for a permanent commitment to the Association. LIFE MEMBERSHIP

#### **Section 2: Suspension or Termination**

Written notice of proposed suspension or termination of a member shall be mailed to the Executive Committee and the member concerned at least twenty (20) days prior to the meeting at which action is to be considered and shall include reasons for proposed action. The member will be granted an opportunity to be heard prior to a decision on termination or suspension. The Executive Committee may, at any meeting, by a two-third vote of those present suspend or terminate the membership of any member who in its judgment has violated the By laws or whose conduct is deemed detrimental to the best interest of the National Association and/or the Chicago Chapter.

#### **Section 3: Dues**

- a) The amount of dues, which shall include both the National organization and the Chicago Chapter, and the date for payment, shall be set by the National Black MBA Association.
- b) Only members whose dues are current shall be entitled to vote at any regular or special meeting of the membership of the organization.
- c) An individual shall be automatically dropped from membership for nonpayment of dues; but shall be reinstated as a member in good standing upon the payment of dues.

## **Section 4: Rights of Membership**

Any financial member has the right to inspect the books and records of the organization (i.e. minutes, financial statements, correspondence) at an agreed upon time between the individual responsible for maintaining the record(s) and the inquiring member.

## **ARTICLE IV - OFFICERS**

### **Section 1: Number of Officers**

The officers of this organization that shall be elected by the membership are:

- \* President
- \* Vice President - Programming
- \* Vice President - Operations
- \* Treasurer
- \* Corresponding Secretary
- \* Recording Secretary
- \* Financial Secretary

Administration has the flexibility to change the names and roles of the above officers to meet the chapter's operational needs.

### **Section 2: Qualification for office**

- a) No person may be an officer of this organization if he/she is not current with respect to due and financial obligations to the National Black MBA Association and the Chicago Chapter
- b) Candidates for the office of President shall have served on the Executive Committee of the organization for at least two (2) years prior to taking office.

### **Section 3: Term of Office**

Beginning January 1 of the year following his/her election, the officer shall serve a two (2) year term.

### **Section 4: Filling vacant office**

Any office, which becomes vacant during the course of a year, with the exception of the presidency, shall be filled by election of a member of the Executive Committee at its next regular meeting.

In the event no Executive Committee member is willing to fill the vacancy then an appointment from the General membership may be made by the President with the approval of a majority of the members of the Executive Committee. The elected or appointed person shall fill the position for the remainder of the term.

## **Section 5: Removal from office**

- a) The absence of an officer from three consecutive Executive Committee meetings or General Membership meetings without reasonable cause shall result in said officer being dismissed from office.
- b) The Executive Committee shall have the authority to recommend the removal of any member of the Executive Committee to the General Membership by a two-third vote of the full Executive Committee. The recommendation shall be presented to the membership at the next regular meeting of the members or at a special meeting of the members, provided that a written notice of such proposed action shall be mailed to the membership at least twenty (20) days before the meeting at which said recommendation is to be voted upon. At the subsequent General Membership meeting, the issue shall be voted on only by the membership that is present. The individual concerned shall be mailed written notification stating the cause of the proposed action at least twenty days (20) prior to the date the meeting of the members where the proposed dismissal is to be voted upon. The individual shall have the right to be heard and represented by counsel at said meeting.

## **ARTICLE V - EXECUTIVE COMMITTEE**

The elected officers, the immediate past president and the co-chairs of each standing committee all of whom must be current with respect to dues and financial obligation, shall serve as the Executive Committee of this organization. The Executive Committee shall have the responsibility for the overall administration and operation of this organization.

## **ARTICLE VI - DUTIES OF OFFICIERS**

### **Section 1:**

#### **President**

- The PRESIDENT shall preside over all meetings of the membership and at all meetings of the Executive Committee, perform all other customary duties of a presiding officer and an ex-officio member of all committees, except the Nominating Committee.
- The President shall represent the Chicago Chapter before public and other forums.
- The President shall give an annual report at the first meeting each calendar year on the state of the organization.
- The President shall have the power to create task forces and appoint members to carry out the business of the organization.

### **Section 2:**

#### **VP- Programming**

- The VICE PRESIDENT - PROGRAMMING shall serve in the absence or inability or refusal of the President to act, and shall assist the President in the administration of the organization. He/she is specifically charged with ensuring that all standing committees that are under his/her responsibility are properly functioning and that said committees for

which he/she is responsible. The Vice President Programming shall also be responsible taking on special projects as delegated by the President of the Executive Committee.

**Section 3:**

VP- Operations

- The VICE PRESIDENT- OPERATIONS is specifically charged with ensuring that all standing committees that are under his/her responsibility are functioning properly and that said committee is adequately staffed to perform their duties. He/she shall have authority with the approval of the President to appoint co-chairpersons to the standing committees for which he/she is responsible. The Vice President/Operations shall also be responsible for taking on special projects as delegated by the President, or Executive Committee.

**Section 4:**

Recording Secretary

- The RECORDING SECRETARY shall keep a permanent, bound record of the proceedings of the meeting of the membership and of the meetings of the Executive Committee, and shall make minutes of previous General Membership and Executive meetings available to membership

**Section 5:**

Corresponding Secretary

- The CORRESPONDING SECRETARY shall conduct the official correspondence of the organization, keep and preserve an accurate list of the names and addresses of the members and notify the members by mail of the date and place of the meetings. He/she shall be responsible for the receipt and distribution of mail to the appropriate parties. With oversight by the President and Treasurer, he/she shall be responsible for the chapters, timely communication with the members

**Section 6:**

Treasurer

- The TREASURER shall be responsible for the funds of the organization and the disbursement only upon authorization of the membership or the Executive Committee. He/she shall be the custodian of all financial records and bank accounts.

**Section 7:**

Financial Secretary

-The FINANCIAL SECRETARY shall report to the Treasurer and shall be responsible for keeping an accurate, detailed record of all receipts (including membership dues) and any and all disbursements; and making certain that no money is authorized for disbursement unless there is a corresponding statement or voucher for each check drawn.

**ARTICLE VII - MEETINGS**

**Section 1: Membership Meetings**

- A. State of the Chapter Meeting to be conducted twice annually, January and October, to address the overall state of the chapter.
- B. During an election year meeting shall follow as outlined in Article 9.
- C. Any meetings requiring a vote of the membership, a quorum of the membership is required. A quorum shall be as defined by the governance committee.

## **Section 2: Special Membership Meetings**

Special meetings of the organization may be called by the President on his/her own motion; or upon the written request of 20% of the currently financial membership, or a majority of the members of the Executive Committee. A quorum at a special meeting of the membership shall be as defined by the governance committee.

## **Section 3: Executive Committee Meetings**

- a) Regular meetings of the Executive Committee of this organization shall be held at least once each month; the time and place to be set by the members of the Executive Committee.
- b) A quorum at a regular meeting of the Executive Committee shall consist of a majority of the voting members of the Executive Committee. Each elected officer shall have one vote. The Past-President and any appointed advisor(s) shall act as a resource and shall have no voting authority. Although each co-chair of a standing committee shall be a member of the Executive Committee, the committee shall have only one vote.
- c) Special meetings of the Executive Committee may be called by the President on his/her own motion or upon the written request of a majority of the members of the Executive Committee. A quorum at a special meeting of the Executive Committee shall consist of 80% of the voting members of the committee.

## **ARTICLE VIII - STANDING COMMITTEES**

The standing committees to include, but not limited to the following:

1. **BUSINESS DEVELOPMENT COMMITTEE:**  
Community economic development activities Pro-Bono Consulting
2. **CAREER NETWORK COMMITTEE:**  
General and specialized professional training  
Career Development/Leadership Development Activities
3. **COMMUNITY OUTREACH COMMITTEE:**  
Community-directed, social awareness activities  
Community-directed, educational activities  
Interaction with outside organization
4. **COMMUNICATION COMMITTEE:** The communications committee may consist of the following subcommittees:  
**NEWSLETTER:**  
Publish Newsletter  
**PUBLIC RELATIONS:**  
Advertise and publicize organization events; Present organizational positions in conjunction with newsletter
5. **EDUCATION COMMITTEE:**  
Promoting business education and career planning for the Black student population at the Chicagoland area schools at the secondary, undergraduate and graduate levels
6. **FUND DEVELOPMENT COMMITTEE:**  
Solicitation of Corporate and/or entrepreneur funds to be used for operations of the chapter and national organization liaison to other chapters for national fund raising efforts.
7. **LOGISTICS/PROGRAMMING COMMITTEE:**

- Establish and manage meeting sites; Provide direction for planning large-scale events
8. MEMBERSHIP COMMITTEE:  
Recruit and retain members, Survey members to determine program needs, Member skill inventory, Membership Drives, Membership statistics
  9. SCHOLARSHIP AND AWARDS BANQUET COMMITTEE:  
Coordinate Annual Scholarship and Awards Banquet

The above list include, but are not limited to the committees of the Chicago Chapter. The Executive Committee may establish and prescribe duties of and terminate such standing committees, as it may deem appropriate.

## **ARTICLE IX - NOMINATIONS AND ELECTIONS**

### **Section 1:**

- a) All officers shall be elected bi-annually for a term of two years and shall take office January 1<sup>st</sup> of the following year. Elections shall be mailed ballot and shall take place during the month of August.
- b) No officer shall be eligible for the same office more than two consecutive terms. Only financial members in good standing may be nominated as officers.

### **Section 2:**

- a) The General membership shall elect a nominating committee no later than May, during an election year. The committee shall consist of six members and include three of the executive Committee.

### **Section 3:**

- a) The nominating committee shall report the name(s) of the candidate(s) interested in each office to the general membership by the end of June during an election year. Additional nominations may be made by written petition signed by ten financial members who should be forwarded to the corresponding secretary on or before the last business day in June.

### **Section 4:**

- a) If there is but one nominee for each office, the slate of officers shall be considered elected and the membership so informed by a mailing and an announcement at the next General membership meeting.
- b) If there is more than one candidate for any office the corresponding secretary shall prepare and mail a ballot to each financial member to be received no later than July 15. Completed ballots may be returned to the chapter mailbox by August 31<sup>st</sup>. An election committee consisting of three members shall be elected at the July membership meeting and consist of two members, and one Executive Committee member, none of who are slated for office. The results of the election shall be reported to the membership by a mailing and an announcement by October 1<sup>st</sup>.

- c) The official voting lists, tally sheets, and ballots shall be sealed and dated by the Election Committee and filed with the recording secretary who shall keep them until the next election and then destroy them.

## **ARTICLE X - AMENDMENTS**

These by-laws may be amended at any regular or special meeting of the organization by the affirmative vote of the majority of the total number of financial members of the organization, provide that written copies of the proposed amendment shall have been given to each member at least 30 days prior to the meeting at which a vote is taken.

## **ARTICLE XI - PARLIAMENTARY PROCEDURES**

Where the By-laws are silent, Robert Rules of Order, revised, shall prevail.

Revised: February 2004