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SYTELINE USER NETWORK BY-LAWS

Approved: 16-April 2024

ARTICLE I – NAME

The name of the organization shall be Syteline User Network, Inc.

ARTICLE II – STATEMENT OF PURPOSE

To provide an environment for Syteline User Network members to maximize their investment in Infor™ software through the cooperative exchange of ideas among members and Infor™.

ARTICLE III – MEMBERSHIP

Section 1. There shall be three types of membership in this organization:
(1) Full Membership, (2) Affiliate Membership, and Employment Services/Staffing Agency Membership

A. Full Membership – A Full Member is a party that is a licensed Infor™ Software Package end user not involved in reselling, supporting, or servicing Infor™ software and has paid the appropriate membership dues as listed in the Dues Article of these Bylaws.

B. Affiliate Membership – An Affiliate Member is a party that sells computer hardware or software, support or supporting services to support the use of the Infor™ software package and has paid the appropriate membership dues as listed in the Dues Article of these Bylaws.

C. Employment Services/Staffing Agency Membership – An Employment Services/Staffing Agency Member is a party that is contracted by an Infor™ software licensee to assist in the hiring of employees who are knowledgeable in the licensed software and has paid the appropriate membership dues as listed in the Dues Article of these Bylaws.

Section 2. Privileges and Limitations

- A. Only Full Members or employees of Full Member companies shall be eligible to hold office in this organization.
- B. Each Full Member shall be entitled to one vote, whether it is for the officers or proposed amendments. Votes by proxy will be allowed if the proxy is received three (3) weeks prior to any regular or special business meeting.
- C. Affiliate Members or employees of Affiliate Member companies may attend any conference or meeting as Full Members but will have no voting privileges.
- D. Employment Services/Staffing Agency Members or employees of Services/Staffing Agency Member companies may attend any conference or meeting as Full Members but will have no voting privileges.

Section 3. Should a company desiring membership not fall within the guidelines of Section 1 of this article, it shall be at the discretion of the Board of Directors to determine the appropriate membership category to apply.

Section 4. A member shall terminate membership in this organization when its Infor™ License terminates, or upon written request filed with the Treasurer/Secretary, or in the event of nonpayment of dues, or when determined by the Board to be in violation of the Membership Terms & Conditions required by the Board of Directors, or when determined by the Board of Directors to be in violation of any membership rules and regulations required from time to time by the Board of Directors. Any membership terminated for any reason is not eligible for a refund.

ARTICLE IV – BOARD OF DIRECTORS

Section 1. There shall be a Board of Directors to direct the affairs of the organization. This Board of Directors will consist of the following elected positions:

- President
- Vice President
- Treasurer/Secretary
- Member Relations /Social Media

“Ad Hoc” positions may include the Event’s Coordinator, User Liaison, and Vendor Liaison or other positions as needed. An “Ad Hoc” position is not considered part of the Board of Directors.

Section 2. The Officers shall perform the duties prescribed in these Bylaws and by the Parliamentary Authority of this organization.

Section 3. Elected Officers of this organization will be elected by the delegates and proxies at the Annual Business Meeting in the following manner;

- The President and Treasurer/Secretary shall be elected in one year.
- The Vice President and Member Relations/Social Media shall be elected in the following year.

Section 4. Each elected Officer shall serve for a term of two years or until his or her successor is elected. An elected Officer may serve up to two consecutive terms totaling 4 years in the same office or until his or her successor is elected.

Section 5. The term of the office shall commence upon election at the Annual Business Meeting at which the office was elected.

Section 6. Any Officer may be removed by a majority vote of the delegates at an annual meeting. Any Officer may, at any time, resign by giving written notice to the Treasurer/Secretary.

Section 7. In case of a vacancy, the remaining officers may appoint a person to serve the remainder of the term.

Section 8. The Board of Directors may extend an “Ad Hoc” membership without voting privileges to anyone deemed appropriate. One representative of Infor™ may be an “Ad Hoc” member of the Board of Directors.

Section 9. All contracts must be negotiated and signed by two active members of the Board of Directors or by one Board Member and two current, paid members of the Syteline User Network.

ARTICLE V – DUTIES OF BOARD OF DIRECTORS

Section 1. The President shall preside at all business meetings of the membership and at all meetings of the Board of Directors.

Section 2. The Vice President shall perform the responsibilities of the President during any period when the president is absent and shall perform other activities as directed by the President. Vice President shall have access to all financial records for the organization.

Section 3. The Treasurer/Secretary shall maintain the membership records and all financial records for the organization. The Treasurer/Secretary shall maintain minutes of all meetings, copies of all correspondence.

Section 4. The Member Relations/Social Media shall use the latest communications methods to reach out and inform members and non-members of the SyteLine User Network. Responsible for all Social Media tools used to extend

the reach and message of the group. Member Relations/Social Media shall have access to all financial records for the organization.

Section 5. The Board of Directors shall have the authority to require and approve any terms and conditions of Membership deemed necessary from time to time, as well as the authority to develop and require rules and regulations to govern membership as deemed necessary from time to time.

ARTICLE VI – MEETINGS

Section 1. The Annual Business Meeting shall be held at a time and location determined by the Board of Directors. Notice via Electronic Documentation will be given to all members of the organization. The business of this meeting will include the election of Officers, Officer Reports, and any other business that may arise. The representation of 15% of the membership shall constitute a quorum.

ARTICLE VII – DUES

Section 1. Full Membership shall require annual dues to be determined by the voting membership at the Annual Business Meeting.

Section 2. Affiliate Membership shall require annual dues to be determined by the voting membership at the Annual Business Meeting.

Section 3. Employment Services/Staffing Agency Membership shall require annual dues to be determined by the voting membership at the Annual Business Meeting.

Section 4. Annual dues will be payable at the beginning of the fiscal year.

ARTICLE VIII – COMMITTEES

Committees shall be appointed by the President as needed. The President shall be an ex-officio member of all committees.

ARTICLE IX – PARLIAMENTARY AUTHORITY

The rules contained in the current edition of the “Robert’s Rules of Order Newly Revised” www.robertsrules.com shall govern the organization in all cases to which they are applicable and in which they are not inconsistent with these Bylaws.

ARTICLE X – FISCAL YEAR

The fiscal year shall begin on January 1 and end on December 31.

ARTICLE XI – DISSOLUTION

Upon dissolution or liquidation of this Corporation all liabilities and obligations of the Corporation shall be paid, satisfied and discharged or adequate provisions shall be made therefore. Remaining assets shall be distributed to TheUserGroup.org (TUG) to reconstitute a user community for SyteLine (or its successor software) users. If TUG is unable or unwilling to reconstitute the SyteLine User Network, remaining assets shall be distributed as determined by the SUN Board of Directors to one or more not-for-profit Organizations.

ARTICLE XII – AMMENDMENT OF BYLAWS

These Bylaws can be amended at any regular or special business meeting with notice of the proposed alteration or amendment having been distributed to all membership at least one month prior to the meeting.