



## **PACKERLAND USERS GROUP**

By-Laws

Last Updated: January 2007

### **ARTICLE 1: NAME**

Section 1: The name of this organization will be the PackerLand Users Group. Correspondence may be completed using its acronym - PLUG.

Section 2: The address of the office will be:

Mrs. Diane Miller  
c/o Thilmany, LLC  
600 Thilmany Road  
Kaukauna, WI 54130

Section 3: The Organization will have members.

Section 4: Provisions regarding the distribution of assets on dissolution are: After all obligations of the PLUG are met, remaining assets are to be equally divided among all currently-paid up members of the PLUG.

### **ARTICLE II: MEMBERSHIP**

Section 1: Membership shall be restricted to designated employees and representatives of business entities which hold one or more valid licenses for Oracle software products. Also eligible are representatives of Oracle certified business partners.

Section 2: Any other organization or individual wishing to join PLUG must submit a membership application including why the firm wishes to join PLUG, how the firm can benefit PLUG's membership, and explain the firm's relevant JDE experience. The Steering Committee will then evaluate each non-business partner's application to decide on membership on a case by case basis. Membership to this organization shall be granted at the discretion of the Steering Committee. Upon change of ownership of a non-business partner member, the steering committee reserves the right to review membership status.

Section 3: Attendance at PLUG activities is limited to members, Oracle personnel, and other persons approved by the Steering Committee and Oracle.

Section 4: A member company may have multiple employees attend PLUG functions, however, each company has only one vote in all voting matters.

Section 5: Oracle will be a non-voting, non-dues paying member of the Organization.

### **ARTICLE III: DUES**

Section 1: Annual dues for members shall be set annually by the Steering Committee and will be based on the cost of meeting mailings and administrative requirements.

Section 2: Event fees will be charged in addition to annual dues as necessary. These fees will be determined by the budgeted costs of the events, associated mailings and administrative tasks.

Section 3: Annual dues are non-refundable and non-prorated. Refunds on event fees are dictated by event rules.

Section 4: The fiscal year of the organization will be January 1 through December 31.

Section 5: If annual membership dues are not paid within ninety (90) days of the original invoice date, the member shall be automatically dropped from membership. No dues or fees shall be refunded to members except at the discretion of the Steering Committee. The Steering Committee may, at their discretion, reinstate membership after all delinquent dues and fees are paid.

### **ARTICLE IV: PURPOSE**

Section 1: **The Charter**

To Improve the PackerLand Users Group's communication among ourselves as Users, between our group and other user groups and with Oracle for the purpose of achieving a natural, open exchange of knowledge and information.

To facilitate the resolution of user issues through networking.

Section 2: **Desired Outcomes**

Develop a plan to promote, create and maintain PackerLand Users' interest regional activities.

Plan PackerLand user meetings, striving toward effective and productive meetings for all participants.

Utilize our PackerLand meetings as opportunities to:

- update participants on Oracle software enhancements and provide a forum to communicate suggested future enhancements;
- exchange, as a group, through round table and workshop sessions, our personal experiences and concerns;
- record issues during these sessions and submit them to Oracle;
- discuss our ideal future, prioritize our current issues which hinder our companies' successful future; and
- explore additional means of exchanging information and more productive use of Oracle systems.

### **ARTICLE V: CODE OF ETHICS**

- Section 1: There shall be no vendor displays or demonstrations at Organization meetings other than those as part of planned programs scheduled by the Steering Committee.
- Section 2: There shall be no vendor initiated sales contacts with attendees at any Organization meeting.
- Section 3: Active recruiting and offers of employment are not be made at any time during Organization meetings.
- Section 4: All publications (such as the Membership Profile Book) are proprietary to PLUG.
- Section 5: The Steering Committee reserves the right to determine if any activity is in violation of either the letter or spirit of the Code of Ethics, and may revoke any membership for violation thereof.
- Section 6: Dress will be business casual.

#### **ARTICLE VI: STEERING COMMITTEE**

- Section 1: There will be no elected officers. A Steering Committee shall assume the duties and responsibilities.
- Section 2: The Steering Committee will assign roles to select members of the Steering Committee, including President and Treasurer. The President is responsible for Oracle contact and breaking ties of any Steering Committee vote. These two roles may only be held by employees of customer companies.
- Section 3: The Steering Committee is responsible for screening all potential members of the Steering Committee and reviewing candidates for the greatest representation of PLUG members. The Steering Committee will limit the number of Oracle business partners and non-Oracle business partners (i.e. "non-users") on the Steering Committee at any one-time to no more than one-third of the total Steering Committee membership.
- Section 4: Employees of member companies may nominate themselves for the Steering Committee.
- Section 5: Officers are not required to post bond and are considered to act as individuals in no way obligating member companies for liabilities of the organization. In the absence of fraud or bad faith, no officer shall be personally responsible for the Organization's debts, obligations, or liabilities.
- Section 6: Regular meetings should be held by the Steering Committee. These may be accomplished through conference calls. Attendance by two thirds of the Steering Committee members will be considered a quorum.

Section 7: If no member company volunteers its employees, the Organization will be dissolved. The decision to dissolve will be made by the last serving Steering Committee members.

Section 8: Any committee member may be removed by a two-thirds (2/3) vote of the remaining Steering Committee members, whenever in their judgment the best interest of the PLUG organization would be served thereby.

#### **ARTICLE VII: FINANCES**

Section 1: Employees of any member company may request to review the Organization's finances. This request must be made in writing on member company letterhead.

#### **ARTICLE VIII: AMENDMENTS**

Any member in good standing may propose an amendment to these by-laws at any regular scheduled meeting of the Organization. Upon second of the motion to amend by-laws, the amendment shall be reviewed, discussed, and a voting date and method will be agreed upon. The amendment shall require a full two-thirds majority vote of the voting member companies to pass.