The Atlanta Business School Alliance, Inc.

Bylaws

September 24, 2025

I. Name and Purpose

The Atlanta Business School Alliance, Inc. (ABSA), is a domestic non-profit Georgia Corporation, and a 501 (c)(3) organization, with a business address of 4062 Peachtree Road NE, Ste A613, Brookhaven, GA 30319

Since 2000, ABSA has been an alliance of approximately 20 full-time MBA business school alumni clubs with a presence in Atlanta. We leverage the strength of our numbers (approximately 15,000 MBA alumni) to support ABSA alumni, and ABSA clubs through hands-on initiatives, and the local community.

Our community assistance focuses on student mentoring, pro bono consulting to nonprofits, and support for disadvantaged citizens.

ABSA will periodically invite other full-time MBA clubs to join ABSA.

II. ABSA's financial goals

ABSA's objective is to have as many full-time MBA school clubs pay annual dues, thereby reducing the overall cost for each club.

Operating costs will be funded by cumulative annual dues, estimated to be approximately $4,000 in 2026. Unlike 2024 and 2025, all future Board of Directors meetings, happy hours, and dinners will be paid for by attendees. No "free lunches" anymore. These expenses were part of ABSA's startup costs to generate attendance and interest in ABSA.

All ABSA events will be self-funded, and no portion of Membership fees will be used to finance the cost of any meeting or event. All board representatives will vote on how to distribute any excess monies captured from membership. Funding from ABSA sponsors will be used to fund a portion (assuming ticket fees will cover the remainder of all costs) of special events sponsored by ABSA.

ABSA should accumulate retained earnings so it doesn't start each year with no cash. Other sources of funding besides annual dues would be sponsorships, ticket sales from events, and gifts from individuals.

III. Financial Management of ABSA

The ABSA Treasurer reports on all financial matters. The treasures will provide a spreadsheet at the end of each calendar quarter summarizing the income, beginning and ending account balances, and expenses, as well as at year-end. The treasurer will be responsible for all tax filings and fees paid to providers.

All Membership fees pay for operating costs to run ABSA which include:

- Web Maintenance
- ABSA Mailbox and Mailing Fees
- GA Corporate Registration Fee
- CSC Corporate Agent
- Website Hosting and GoDaddy
- Promotional material
- Annual Tax Filing
- Board Insurance
- Banking monthly fees YTD

IV. Membership

ABSA offers two membership levels for full-time MBA school clubs in Atlanta: Paying and Non-Paying Membership.

Paying Membership:

- The annual fee will be determined by a simple majority vote of the Board of Directors each year.

- Annual dues starting in 2026 will be determined by dividing the known or projected operating cost by the projected number of clubs.

Paying Membership benefits include:

- All alumni of that Atlanta MBA club will have access to and can attend all events from other ABSA Clubs, which are posted on the ABSA website, as well as those organized solely by ABSA.

- Paying Member clubs will be represented on either the Board of Directors or the Advisory Council. Board members will have voting rights. See details below regarding Board of Directors and Advisory Council.

- Alumni of Paying Member clubs will receive reduced pricing at ABSA-organized events, not the events hosted by ABSA clubs, which each club controls. The pricing guidelines for ABSA-organized events will be roughly half the price charged for Paying-Member club alumni.

- These alumni will have access to other special ABSA-organized in-person and virtual events to be determined. Two examples are Micro Events and the proposed in-person quarterly “Help” meetings to benefit your business.

Non-Paying Membership

- These clubs do not pay any annual Membership fee.

- Non-Paying clubs will have no representation on either the Board of Directors or the Advisory Council, and will not have voting rights. However, a representative must be assigned as a liaison to communicate with ABSA.

- None of their club’s events can be posted on the ABSA website.

- Non-Paying club alumni cannot post an event on the ABSA Micro Events webpage and cannot attend these events (at this time).

- Their club’s MBA school logo would not be displayed on the ABSA website, but their school’s name could be listed discreetly on the ABSA website without their logo.

Non-Paying Membership benefits include:

- Just like Paying-Member clubs, all Non-Paying club alumni will have access to and can attend all events from other ABSA Clubs that are posted on the ABSA website. These alumni can also attend ABSA-organized events such as an ABSA happy hour or dinner, but not ABSA Micro Events and other special events to be determined.

- For Non-Paying member alumni, the price of ABSA-organized events will be roughly double the Paying-Member rate. For some events, pricing could be free for Paying clubs but not for Non-Paying clubs.

Summary of Differences: Paying vs. Non-Paying Membership

Benefits	Paying	Non-Paying
Member of Board of Director or Advisory Council	YES	NO
Voting rights on the Board of Directors	YES	NO
Reduced pricing of ABSA-organized events	YES	NO
Posting events on ABSA website	YES	NO
Displaying logo of school on ABSA website	YES	NO
Discreet listing of school on ABSA website	NO	YES
Invitation to ABSA clubs' events which are posted on the website	YES	YES
Invitation to ABSA-organized events which are posted on the website	YES	YES
Invitation to special events (e.g. Micro Events, "Help" meetings)	YES	NO

V. Annual dues for 2025

Clubs that have not yet paid will pay $100 by December 31st, 2025. Those clubs or individuals which have paid $100 or more would not need to pay anymore for 2025. ABSA is grateful for the many clubs and individuals who paid $500 earlier in 2025. Without their money, the club would have ceased operations.

If clubs or an individual(s) don't pay at least $100 by the end of 2025, that club will become a Non-Paying Member until that $100 and the 2026 annual dues are paid.

VI. Annual dues for 2026

- We will release all those clubs that paid $500 in 2025 from any obligation to pay 2026 dues. If any of these clubs choose to pay any amount in 2026, ABSA would be grateful.

- For those clubs that only paid $100 in 2025, they will pay the dues established for 2026. Dues will be $200 or $250, depending on the number of clubs that pay $100 by the end of December and the total number of clubs accounted for.

- Deadline for dues in 2026 and subsequent years will be at the end of February. This date will be before our annual in-person BOD meeting in the spring. If payment is not received by this date, clubs automatically become Non-Paying clubs with limited benefits.

- There will be no distinction between those clubs that paid $500 vs. $300/$350. No higher status for the $500 Paying clubs.

- Dues can be paid by anyone and designated for any ABSA club, which will go towards members' annual balance (Give/Get).

VII. Annual dues (other points)

- $500 will be 1st year's dues for any new club added outside the original 20 established in January 2024. In essence, there is a slight initiation fee that helps cover the cost of adding a club to the ABSA website, email list, bios, and other administrative tasks.

- Any of the original clubs established as of January 2024 that become Non-Paying clubs will pay $300 or $350 to become a Paying club for 2026, regardless of when they pay in 2026. However, starting in 2027, they will pay $500 for the reasons described in the prior bullet.

- Starting in 2027, annual dues will be the same for all existing clubs.

VIII. Sponsorship

- Sponsorship revenue will pay for non-maintenance / non-operating expenses. These non-operational expenses could include philanthropy or special events to be decided by the Board.

- The Board will determine sponsorship fees for both annual and event sponsors.

IX. ABSA Board of Directors, Advisory Council, and Voting Rights

Only Paying Member clubs can have representation on either the Board of Directors or the Advisory Council.

- <u>Board of Directors</u>

  - Board Members will be the governing body of ABSA.

  - There will be 7 or 9 people, including the President, VP, Treasurer, Secretary, and 3 or 5 Committee Chairs. Therefore, not every paying club will have a representative on the Board. The number of Board members can change slightly as needed.

  - Potential committees on the Board include: Sponsorship, Events (only those organized by ABSA), Website & Social Media, Community Engagement, and Liaison to Clubs.

  - Only Board members will have voting rights, which means that some Paying clubs will not vote since they would not be on the Board. But their club can be represented on the Advisory Council since they are Paying clubs. See below regarding Advisory Council.

  - At meetings of the Board of Directors, a majority of the Directors then in office (but not less than one-half of the number of Directors) shall be necessary to constitute a quorum for the purpose of voting.

- There will be no higher-level voting rights for those who paid $500 vs. $300/$350. Further, all Board members, including the president, will have equal voting status.

- Someone cannot pay their way onto the Board via sponsorship or added annual dues.

- The Board will meet either virtually or in person roughly 9 times per year. Excluded times could be one summer month, December, and possibly another month if fewer than half the members could not attend. The Board president will have discretion on the number of meetings based on the situation at that time and input from the Board.

- Board members will need to be present in either virtually or in-person meetings roughly 80% of the time. Missing consecutive meetings will be more disruptive. If a Board member fails to attend approximately 80% of meetings over a 12-month period and fails to follow up after meetings, the Board may vote to dismiss them. However, they could be included in the Advisory Council or excluded. They could return to the Board if voted on by the Board.

- Terms of most Board members will be one year, except for the President, VP, and Treasurer, who will be 2 years for continuity.

- New board members will be appointed early spring, mid-April each year at the in-person board meeting, aligned with term limits as specified above. Each Club will nominate its preferred Board representative in advance of that meeting.

- Paying Member Clubs will have a term limit of 4 years with regard to board representation, and any Paying Member Club will not have more than one representative on the Board at one time. Every year, the representatives from two Clubs (TBD) will exit the Board per the following rotation of Member Clubs:
    - Year 1, April 2027
    - Year 2, April 2028
    - Year 3, April 2029
    - Year 4, April 2030

- Board members are subject to the 4-year Club term limit. However, if no skilled volunteers from another club step in for the club that is vacating per the rotation defined above, the vacating club has the option of continuing for another year.

- Board membership will be limited to MBA graduates of ABSA schools.

- Advisory Council

  - All remaining ABSA club representatives from Paying clubs who are not elected to the Board can choose to be on the Advisory Council or not.

  - The purpose of this group is to give suggestions to the Board. Soon after each Board meeting, they will receive a summary of the meeting from the Secretary.

  - Advisory Council members will have no voting rights but can influence the Board through their suggestions. Suggestions can be sent to any Board member by any Advisory Council member at any time.

  - The Advisory Council will meet virtually or in person two times a year.

  - Members will be expected to attend at least one of the two meetings. If a member does not attend any meeting for 12 months, they will be removed from the Advisory Council. They could later rejoin the Advisory Council based on a vote by Council members. One of the Advisory Council meetings could be combined with a Board meeting. Advisory council members are welcome to attend any Board meeting.

  - A Chairperson of the Advisory Council will lead this group.

  - Sponsors who are also graduates from ABSA schools could be on the Advisory Council.

  - Advisory Council members could vote to include a non-graduate of ABSA schools if they are a helpful and engaged sponsor.

X. Club representatives' communications to their own clubs

- While an ABSA Board member or Advisory Council member can influence communication of their club about ABSA, few would have the authority to decide unilaterally about communications regarding ABSA. Additionally, a club might sometimes want to promote an ABSA event but decline due to a scheduling conflict with one of their own events.

- ABSA highly encourages Board members and Advisory Council members to communicate regularly with their respective MBA clubs to inform them about events posted on the ABSA website. If appropriate, they can communicate the monthly minutes from ABSA Board meetings.

XI. Solicitation of business

- One of the core missions of ABSA is helping its alumni. This assistance would primarily support alumni in advancing their careers. While it's impossible to oversee how ABSA alumni interact with each other at events, both ABSA Board and Advisory Council members shall not solicit business from each other during ABSA Board and Advisory Council meetings. Instead, these members should actively seek to understand each other's company & roles. However, what happens outside these two official meetings is not under the control of ABSA.

- The primary purpose of a proposed quarterly "Help" meeting is not to provide business leads or business engagements to attendees. Instead, it's about understanding each other's business and providing any possible assistance. The rules of this type of meeting can be easily communicated and enforced to attendees. Non-paying club alumni are excluded from these Help meetings.

XII. Amendments

A simple majority of the voting members of the original Board of Directors will approve all amendments to the Bylaws and require a special meeting to vote on the proposed amendment(s).