

# Tri County Small Business Association



## Articles of Association and Bylaws

Revised – January 20, 2025

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## MISSION

The Tri County Small Business Association is founded upon three core principles - trust, commitment, and accountability. Our mission is to facilitate, educate and promote small business and community partnerships. Membership in our organization is based upon on qualifications without regard to race, color, gender, religion, national origin, marital status, sexual orientation, age, or disability.

Members are expected to uphold the following Code of Ethics:

- Establishing TRUST by building relationships of goodwill between members and their direct and indirect referrals
- Demonstrating COMMITMENT by attending meetings, supporting charitable causes, and promoting positive and supportive partnerships within the community.
- Accept ACCOUNTABILITY by:
  - Being truthful with members and customers
  - Accepting responsibility for the referrals given and the referrals received
  - Warranting the quality of the products and services provided
  - Maintaining high ethical standards

\* Professional standards outlined in a formal code of conduct for any profession supersede the above standards.

## ARTICLE I – NAME & LOCATION

The name of this Association shall be the Tri County Small Business Association. The address of the Association is 145 Rockledge Avenue, Suite 100, Rockledge PA 19046.

## ARTICLE II - PURPOSE

The purpose of this Association shall be as a business league of persons having some common business interest, the purpose of which is to promote such common interest and not to engage in a regular business of a kind ordinarily carried on for profit. The Association's activities are devoted to improving business conditions of one or more lines of business as distinguished from performing particular services for individual person. The Association will promote the principles and policies as set forth in the foregoing mission, and will comply with all applicable state, federal and municipality laws under which the Association is formed and is limited to in accordance with one or more exempt purposes within section 501(c)(6).

Said Association is organized exclusively to improving business conditions of one or more lines of business, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(6) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

The Association shall have, possess, and enjoy all rights and benefits, and privileges of the Non-profit Corporation Act, approved May 5, 1933, as amended. The Association does not contemplate pecuniary gain or profit, incidental or otherwise, to its members. All duly elected and appointed officers shall, at all times, maintain this Association as one of honesty, loyalty, and integrity.

The Association is a citizen-civilian Association and membership therein does not affect or increase liability for military or first-responder professional service.

The Association shall be non-political and shall not be used for the dissemination of partisan principles or the promotion of the candidacy of any person seeking public office or preferment. No incumbent politician declared candidate or individual seeking election to a political office may be a member.

## ARTICLE III - MEMBERSHIP

### Eligibility

Eligibility to membership of this Association shall be in accordance with the Pennsylvania Department of State. Businesses eligible for membership include:

- Sole Proprietorships
- General Partnerships, Limited Partnerships, and Limited Liability Partnerships
- Limited Liability Companies and Professional Limited Liability Companies
- Corporations
- Nonprofit Corporations
- Students attending a recognized Trade or Technical School, College, or University

### Membership

Application for membership shall be made in writing under such regulations prescribed by the TCSB Association Executive Board.

All applications for membership must include sponsorship of two (2) current members in good standing and shall be acted upon at the next TCSB Association general meeting following the submission of such application; and at such meeting, be accepted, rejected, or referred for further investigation and review. If five (5) or more members in good standing cast their vote against the acceptance of the application; or should an officer vote against the application, then the application shall be recorded as rejected. A rejected application may not be again considered until after the expiration of six months from the date of the rejection.

Members may be suspended or expelled from membership in the Association upon proper showing of cause by a three-fourths vote of the membership of the TCSB Association present and voting. Any charges must be based upon disloyalty, neglect of duty, dishonesty, or conduct unbecoming a member of the TCSB Association. All charges must be made under oath, in writing, by the accuser(s). No member may be suspended or expelled from membership until provided a fair trial by the TCSB Association. Any member who is suspended or expelled by the TCSB Association have the right to appeal the suspension or expulsion to the Executive Board.

There will be four categories of membership:

|                   |   |
|-------------------|---|
| Founding Member   | Founding Members are individuals or businesses that are the initial founding members.   |
| Charter Member    | Charter Members are individuals or businesses that sponsor an event or donate \$2,000 after March 1, 2025.  |
| Member            | Members are individuals or businesses that submit an application.   |
| Affiliated Member | Associate Members are individuals or businesses that support the TCSB Association that have provided validated documentation that they are / is a student, or a legal 501(C)3 or 501(C)6 IRS designated organization. |

## Membership Code of Conduct

### Purpose

This Code of Conduct outlines the expectations for individual behavior and responsible engagement both in-person and online. It is designed to ensure a safe, respectful, and inclusive environment for all members of our community.

### Personal Conduct

All members are expected to:

- Act with integrity, honesty, and accountability in all interactions.
- Treat others with respect, dignity, and fairness, regardless of differences in race, gender, age, religion, nationality, sexual orientation, disability, or background.
- Foster an environment that is free from harassment, bullying, and discrimination.
- Take responsibility for their own behavior and decisions and be open to feedback and continuous improvement.
- Maintain professionalism, even during informal or social interactions tied to the organization or its reputation.

### Social Media Conduct

Social media usage should reflect the values of our community. Members are expected to:

- Use respectful language and avoid offensive, inflammatory, or derogatory remarks.
- Protect confidentiality —do not share private, sensitive, or proprietary information about the organization or its members.
- Avoid posting or sharing content that could be interpreted as harassment, intimidation, or hate speech.
- Make it clear when opinions are shared that they are designated as personal views and not official statements of the organization.

- Never use social media to defame, embarrass, or damage the reputation of others or the organization.
- Report any observed violations of this Code on social media platforms to leadership or appropriate authorities.

### Online Behavior and Digital Communications

In all digital spaces — emails, forums, chats, video calls, and collaborative platforms—members must:

- Communicate clearly, respectfully, and with consideration for tone.
- Avoid spamming, trolling, or derailing discussions.
- Participate in a way that contributes to a safe and inclusive environment.
- Use appropriate channels for resolving disagreements or concerns.
- Refrain from using digital platforms for personal attacks, exclusionary behavior, or spreading misinformation.
- Abide by the rules and terms of use of any digital tools or platforms used by the community.

### Accountability and Enforcement

Violations of this Code of Conduct may result in:

- A verbal or written warning
- Temporary or permanent suspension from online platforms or community spaces
- Formal disciplinary action, including removal from the organization, if applicable

Reports of violations will be taken seriously and handled with discretion and fairness. Retaliation against individuals who report misconduct is strictly prohibited.

### Commitment

By participating in this community, each member agrees to uphold this Code of Conduct and promote a culture of respect, safety, and responsibility—both offline and online.



## ARTICLE IV – OFFICERS

### Administration

The administrative affairs of the TCSB Association shall, except as may be otherwise provided by the Bylaws, be under the supervision of an Executive Board which shall consist of the Officers of the TCSB Alliance.

### Officers

The Officers shall be the Executive Director, Center of Excellence Directors, and Business Corridor Directors; and such other officers as may be deemed necessary by this Association.

### Appointment of Officers

All Officers and Directors will be appointed by the Executive Board of the Tri County Small Business Alliance to serve a two year term. All vacancies shall be filled in a manner determined by the TCSB Association by laws and those members shall hold the office for the unexpired term.

### Eligibility

All members in good standing shall be eligible to hold office in the TCSB Association. The duties of officers shall be in accordance with defined duties and guidelines.

### Termination of Office

An Officer of TCSB Association may be removed from office for just cause by three-fourths vote of the membership of the TCSB Association present and voting. Provided, written charges against such officer are first made under oath in writing by five (5) members in good standing and filed with the Secretary or President; and thirty (30) days' notice in writing is first given to the charged officer before such vote for removal from office shall be taken and fifteen (15) days' notice is given of the hearing to all members in good standing. The accused shall be given the right to appear at the hearing in person, and by counsel, to present his or her defense to the stated accusation(s).

## ARTICLE V – DUTIES OF OFFICERS AND CENTER OF EXCELLENCE DIRECTORS

### Duties of the Executive Director.

It shall be the duty of the Executive Director to serve as the Executive Officer and to preside at all meetings of the TCSB Association and to have general supervision over the business and affairs of the Association. He or she shall approve all orders directing the disbursement of funds and shall make an annual report covering the business of the TCSB Association for the year, and recommendations for the ensuing year, which shall be read at the annual meeting.

#### Duties of the Center of Excellence Directors

It shall be the duty of the COE Directors to preside at all meetings of the TCSB Association. The COE Directors shall provide a report on their respective COE membership and activities.

#### Duties of the Business Corridor Directors

It shall be the duty of the BC Directors to preside at all meetings of the TCSB Association. The BC Directors shall provide a report on their respective B liaisons and activities.

## Centers of Excellence

The initial centers of Excellence are defined as:

- Membership and Civic Engagement
- Women and Minority Owned Businesses
- Veterans and First Responders Owned Businesses
- Emerging Entrepreneurs
- Hospitality and Entertainment
- Residential and Commercial Services

## ARTICLE VI – CENTERS OF EXCELLENCE

### Core Center of Excellence Objectives

#### Recruitment of New Members

- Outreach: Identify and reach out to potential new members who align with the Association's values and objectives.
- Engagement: Organize and participate in events that can serve as recruitment platforms, such as open houses, public service projects, and informational sessions.
- Promotion: Develop promotional materials and campaigns that highlight the benefits of membership, including the Association's activities, mission, and community impact.

#### Retention of Existing Members

- Engagement Strategies: Implement initiatives to keep current members engaged and active within the Association. This may include regular meetings, social events, volunteer opportunities, and professional development activities.
- Feedback and Improvement: Regularly solicit feedback from members to identify areas for improvement and implement changes to enhance member satisfaction and engagement.
- Recognition and Rewards: Develop recognition programs that acknowledge members for their contributions, longevity, and achievements within the Association.

#### Communication and Collaboration

- Internal Communication: Ensure effective communication channels within the Association to keep members informed about events, opportunities, and Associational news.
- External Communication: Represent the Association in external forums and events to build networks that could lead to membership growth.

#### Adherence to Standards and Ethics

- Compliance: Ensure that all activities of the membership Center of Excellence adhere to the Association's bylaws, ethical standards, and legal requirements.
- Inclusivity and Diversity: Promote diversity and inclusivity within the membership, ensuring that the Association is welcoming and accessible to a broad spectrum of individuals.

## Membership and Civic Engagement Center of Excellence

The Center of Excellence plays a crucial role in sustaining and enhancing the Association's membership and civic engagement. The Center of Excellence is tasked with a range of responsibilities aimed at managing and growing the Association's membership base and coordinating and partnering with civic associations and other small business associations.

The Center of Excellence will:

- Facilitate comprehensive orientation sessions for new members to educate them about the Association's history, mission, structure, and ways they can contribute.
- Establish mentorship relationships between new members and more experienced members to help integrate newcomers into the Association effectively.
- Provide ongoing educational opportunities that help members deepen their understanding of the Association's mission and the broader context in which it operates.
- Maintain up-to-date records of membership data, including contact information, membership status, renewal dates, and participation in Association activities.
- Analyze membership trends to identify patterns in recruitment, retention, and attrition, which can inform strategic decisions and initiatives.
- Develop and implement strategic plans for membership growth that align with the overall goals of the Association.
- Understand the demographic and psychographic characteristics of potential and existing members to tailor recruitment and retention strategies effectively.

## Women and Minority Owned Businesses Center of Excellence

The Center of Excellence focuses on supporting and advancing the interests of women and minority entrepreneurs within the Association and the broader community. The Center of Excellence fosters and promotes an inclusive environment that nurtures business growth, networking, and professional development.

The Center of Excellence will:

- Advocate for policies and practices within the Association and community that support the growth of women and minority-owned businesses.
- Increase the visibility of women and minority entrepreneurs through showcases, awards, and recognition programs.
- Organize networking events that facilitate connections among women and minority business owners and with other relevant stakeholders.
- Establish partnerships with other business networks, chambers of commerce, and professional groups that can provide support and opportunities for members.
- Provide educational resources and training through workshops, seminars, and webinars that address specific challenges faced by women and minority business owners.
- Develop mentorship programs pairing new or less experienced entrepreneurs with seasoned business professionals.
- Facilitate access to financial resources, including information about loans, grants, and venture capital opportunities tailored for women and minority-owned businesses.
- Offer resources and guidance on navigating the regulatory environment, including compliance with certifications for minority and women-owned business status.
- Assist members in learning about and competing for public and private sector contracts, especially those set aside for minority and women-owned businesses.
- Provide training and support on effective marketing strategies and sales techniques to help businesses expand their market reach.
- Engage with local, state, and federal policy-making processes to advocate for laws and regulations that support women and minority business owners.
- Ensure that the interests of women and minority entrepreneurs are represented in all of the Association's policy positions and advocacy efforts.
- Create and maintain a supportive community that encourages mutual aid, advice, and sharing of best practices among women and minority business owners.
- Promote diversity and inclusivity within the wider business community to ensure that it is welcoming to entrepreneurs of all backgrounds.
- Conduct and disseminate research on trends affecting minority and women-owned businesses to help members stay competitive.
- Measure the impact of the Center of Excellence's initiatives and use this data to refine approaches and report to stakeholders.
- Work with other Centers of Excellences within the Association to ensure that the needs of women and minority-owned businesses are considered in broader organizational strategies and actions.

## Veterans and First responders Owned Businesses Center of Excellence

The Center of Excellence is dedicated to supporting and promoting the entrepreneurial ventures of veterans and first responders within the Association and the broader community. This Center of Excellence works to create opportunities and provide resources tailored to the unique experiences and needs of these groups.

The Center of Excellence will:

- Advocate for policies and initiatives that benefit veteran and first responder-owned businesses both within the Association and in the wider community.
- Develop support systems that address specific challenges faced by veteran and first responder entrepreneurs, such as transitioning from service to civilian business operations.
- Organize events that connect veteran and first responder business owners with potential clients, suppliers, and partners who are interested in supporting or working with their businesses.
- Foster partnerships with other business associations and networks that can provide additional support and opportunities for members.
- Offer workshops and seminars focused on business skills that may not be covered by traditional military or first responder training, such as finance management, digital marketing, and customer service.
- Pair newer entrepreneurs with experienced business owners who can provide guidance, advice, and support.
- Help members navigate the landscape of financial aid available to veterans and first responders, including grants, loans, and other funding opportunities.
- Provide resources and guidance to ensure businesses are compliant with regulations, and help them understand any special certifications or status available to veteran and first responder-owned businesses.
- Assist in developing effective marketing strategies to help veteran and first responder-owned businesses reach a wider audience.
- Guide members on how to secure government and private contracts, particularly those earmarked for veteran and first responder-owned businesses.
- Engage with policy makers to influence legislation and regulations that support veteran and first responder business owners.
- Promote the role of veteran and first responder entrepreneurs in the local economy and community revitalization efforts.
- Establish a strong community of peer support where members can share experiences, challenges, and successes to foster a collaborative environment.
- Create recognition and award programs to highlight the achievements of veteran and first responder business owners within the fraternity and the broader community.
- Conduct and disseminate research on business trends and the economic impact of veteran and first responder-owned businesses.
- Evaluate the effectiveness of programs and initiatives aimed at supporting these entrepreneurs and use this data to improve future efforts.
- Work with other Centers of Excellence to ensure that the needs and perspectives of veteran and first responder-owned businesses are incorporated into broader Associational programs and initiatives.

## Emerging Entrepreneurs Center of Excellence.

The Center of Excellence will focus on nurturing the entrepreneurial spirit and business acumen of younger members and those who recently launched businesses. This Center of Excellence aims to provide the tools, resources, and support necessary for emerging entrepreneurs and new business owners to thrive within their industries.

The Center of Excellence will:

- Offer workshops, seminars, and courses that cover essential business skills such as business planning, financial literacy, marketing, and digital technology use.
- Promote and facilitate sessions that encourage innovative and creative thinking, including design thinking workshops and innovation labs.
- Organize regular networking events that allow young and emerging entrepreneurs to connect with each other and with seasoned business professionals within and outside the Association.
- Establish mentorship relationships that pair emerging entrepreneurs with experienced business owners who can provide guidance, share experiences, and offer advice.
- Provide information and guidance on accessing venture capital, grants, and loans that are specifically beneficial for new start-ups.
- Create opportunities for resource sharing among young entrepreneurs, such as shared workspaces, technology pools, and joint advertising.
- Advocate for policies and initiatives that support emerging entrepreneurs, such as tax incentives for start-ups and reduced red tape for new businesses.
- Highlight successful emerging entrepreneurs through media, Association newsletters, and online platforms to inspire others and draw attention to their businesses.
- Encourage and facilitate participation in community service projects that allow emerging entrepreneurs to give back to the community and build a positive public image.
- Assist in conducting market research to help emerging entrepreneurs identify and exploit new market opportunities.
- Offer strategic guidance on scaling businesses, exploring new markets, and diversifying products or services.



## Hospitality and Entertainment Center of Excellence

The Center of Excellence plays a crucial role in planning, organizing, and executing events and activities that enhance the social and communal experience of the membership.

The Center of Excellence will:

- Advocate for policies and initiatives that benefit veteran and first responder-owned businesses both within the Association and in the wider community.
- Develop support systems that address specific challenges faced by veteran and first responder entrepreneurs, such as transitioning from service to civilian business operations.
- Organize events that connect veteran and first responder business owners with potential clients, suppliers, and partners who are interested in supporting or working with their businesses.
- Foster partnerships with other business associations and networks that can provide additional support and opportunities for members.
- Offer workshops and seminars focused on business skills that may not be covered by traditional military or first responder training, such as finance management, digital marketing, and customer service.
- Organize events that celebrate the cultural diversity within the Association and the broader community, such as cultural festivals, music nights, and art exhibitions.
- Coordinate with other fraternal Associations or community groups to host joint events, broadening networking opportunities and community ties.
- Plan and execute fundraising events that contribute to the financial health of the Association while providing entertainment and engagement for members.
- Ensure all events are accessible to members with disabilities, ensuring that everyone can participate fully.

## Residential and Commercial Services Center of Excellence

The Center of Excellence will focus on supporting and promoting the entrepreneurial ventures of residential and commercial services oriented small businesses within the Association and the broader community. This Center of Excellence works to create opportunities and provide resources tailored to the unique experiences and needs of these businesses.

The Center of Excellence will:

- Advocate for policies and initiatives that benefit residential and commercial services businesses both within the Association and in the wider community.
- Develop support systems that address specific challenges faced by service entrepreneurs.
- Organize events that connect service business owners with potential clients, suppliers, and partners who are interested in supporting or working with their businesses.
- Foster partnerships with other business associations and networks that can provide additional support and opportunities for members.
- Offer workshops and seminars focused on business skills that may not be covered by traditional services training, such as finance management, digital marketing, and customer service.
- Promote the role of residential and commercial services entrepreneurs in the local economy and community revitalization efforts.
- Work with other Center of Excellences to ensure that the needs and perspectives of services owned businesses are incorporated into broader Associational programs and initiatives.

## ARTICLE VII – MEETINGS

The meetings of Officers, Center of Excellence Directors, and Business Corridor Directors will be in accordance with regularly scheduled published dates and locations.

At all meetings, reports from each Officer, Center of Excellence Director, and Business Corridor Director will be required. A written copy of the meeting minutes is to be transcribed on a rotating basis of the Directors and is to be filed with the TCSB Alliance Secretary one week following the meeting.

Visitors, guest speakers and prospective members are to be introduced accordingly.

All meetings will be conducted in accordance with Roberts Rules of Order, unless specifically adopted into the Association Operating Agreement and Articles of Organization.

## ARTICLE VIII – FINANCE

The revenue of the TCSB Association shall be derived from membership or initiation fees and other sources as may be approved by the TCSB Association Officers.

The amount of such membership or initiation fees and the amount of such annual TCSB Association dues shall be fixed and determined by the TCSB Association.

The TCSB Association shall pay any federal, state, or local assessments, and any membership fees assessed to a member upon which an honorary membership has been bestowed.

## ARTICLE IX – AMENDMENTS

The Articles of Organization may be revised at any regular TCSB Association meeting by vote of two-thirds of the members of the TCSB Association attending such regular meeting, providing that the proposed amendment shall have been submitted in writing and read at the preceding regular meeting of the TCSB Association, and providing, further, that written notice shall have been given to all members at least 30 days in advance of the date when such amendment is to be voted upon, notifying all members that at such meeting a proposal to amend the Articles of Organization is to be voted upon.