

Proposed Search Marketing Association United Kingdom

Information Pack

Contents:

Page 2	A Warm Welcome!
Page 3	The Background.
Page 3	The Foundations.
Page 5	The Constitution.
Page 11	Membership Application Form

Firstly, a quick thank you and a warm welcome....

SMA-UK
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2nd Floor, Gemini House
10-18 Putney Hill
Putney
London
SW15 6AA

Dear Search Marketer,

Many thanks for expressing an interest in the Search Marketing Association UK. Please find below some information on the background of why we are trying to form an association, the initial aims of the organisation along with the Constitution we have drafted for member discussion and adoption, how we intend to put communication and full accountability amongst the primary aims of the association and (the important bit) a membership application form.

When the current Working Group met, less than a month ago, we had no idea of how our industry colleagues would view our ideas. After all, many attempts have been made in the past to form associations and all have stumbled or failed through either lack of support from the industry or through having indistinct aims. Your pledges of support and the large amount of interest, not just from people in the UK – but across the World, have encouraged us immensely.

We hoped to get interest initially from around 50 companies or individuals, but the requests for information now exceed 200!

We hope that you will take an active part in forming your association. Everything we have laid out in our initial Constitution can be changed or amended by you, the executive committee of the association must be chosen by you and the direction of the association will be steered by you.

We look forward to your involvement and all of us on the current Working Group look forward to resigning our positions as soon as possible, to enable you to elect those you feel can act best on your behalf!

Kind regards

Barry Lloyd
Acting President – SMA-UK
On behalf of the entire Working Group

Background to SMA-UK

Numerous attempts have been made to set up professional bodies and associations to represent the search marketing industry. These include Ammon John's early organisation AIM-PRO, probably the first well thought out organisation, WAIM, SEOPros.org and, latterly, SEMPO.

Most of these organisations were looking at a way of promoting and/or regulating, in some way, search marketing internationally. Many of us have joined one or more of these bodies but, for various reasons, none have really been of benefit to search marketers in the United Kingdom – currently, the second largest market outside of the United States.

In September 2004, a number of search marketers met to discuss a way forward. Amongst the choices we talked about were:

- Forming a UK chapter of an existing organisation
- Forming a UK professional body affiliated to an existing organisation
- Forming a UK professional body not affiliated to an existing organisation
- Forming a UK Trade Association affiliated to an existing organisation
- Forming a UK Trade Association not affiliated to an existing organisation
- Forming an independent UK Trade Association with the ability to forge links with and support like-minded organisations elsewhere in the World.

After lengthy discussion and debate, with the merits of all the options being reviewed – along with the pitfalls – the last option was chosen as the one to be pursued.

It was decided to meet a month later, after some research had been done, to discuss the way forward.

The Foundations:

Before seeing if the industry would support an organisation, it was necessary for us to try and lay down some ground rules so that the association would start as it meant to continue, in a transparent and accountable fashion. Attendees of the initial meeting, plus some other people who had expressed interest in assisting in the formation of an association, decided we needed to elect an acting Chairman and Deputy Chairman (President and Vice President) from the active parties. Balloting was done by secret Single Transferable voting system in conjunction with the Electoral Reform Society, results being then communicated by them to the members. No members were asked if they wished (or did not wish) to serve in these positions, as it was felt that those asked would probably refuse! A similar voting system was used to select the proposed name of the association.

At the end of the process, the resultant Working Group acting Executive Committee (in no particular order) was:

Barry Lloyd	(MakeMeTop) - Acting President
Andy Atkins-Kruger	(Web Certain) – Acting Vice President
Paddy Bolger	(Top Pile)

Richard Gregory	(Corporem Global)
Edward Cowell	(Neutralize (**))
Colin Irwin	(Spex Internet)
Simon Collingridge	(BizCom Services)
Jason Cartwright	(GCDM)
Ammon Johns	(Propellernet)
Mike Grehan	(Smart Interactive)

Our first task was to draft a Constitution or the proposed By-laws of the association. It had to lay down the fundamental aims of the association, types of membership, membership fee structure, time of elections and other core functions for discussion by the members. We also had to identify the costs involved in being able to appoint a professional Director General with familiarity in running trade associations.

Types of membership were hotly debated. Eventually, it was agreed that there should be 4 types of membership. Two would be voting members and two would be non-voting members.

These are:

- Individual members – open to search marketing professionals whose full time profession is search marketing. They would be able to attend and participate fully in meetings and vote in all ballots.
- Corporate members – open to search marketing companies whose core business is search marketing. They can have up to 4 people attending meetings to reflect their possible input into different areas of search marketing but must appoint a single individual within their organisation to represent their company in any ballot. Corporate members, like individual members, only have one vote. Corporate members could gain other advantages by being able (for example) to exhibit at SMA meetings.
- Associate members – open to companies who are interested in search marketing and/or who sell to search marketing companies. They may attend and participate in open meetings but must withdraw from any meeting where policy is discussed. They have no voting powers.
- Student members – open to individuals who wish to learn about search marketing and are not in full time search marketing employment.

It was also decided that in order for the association to be viable, it would be necessary for us to achieve a membership level of at least 75 individual members. It was felt very important for us to form the association from the fees of members, not seek associate membership fees from suppliers and use those funds to found the association!

Obviously, existing Working Group members also have to apply for membership and pay the same as everyone else!

Methods of communication also needed to be set up plus a private forum for the working group to discuss matters online. A website and e-mail response system was

organised – plus an independent SMA-UK member's forum to allow members to discuss their association as soon as they join.

After lengthy discussions, a constitution was drafted and the proposed association was announced on 21st October, 2004.

The Search Marketing Association – United Kingdom Draft Constitution

Introduction

1. The name of the Association shall be the "Search Marketing Association – United Kingdom" (referred to in this constitution as "the SMA-UK").
2. The SMA-UK was established on 21st October, 2004.
3. The SMA-UK has the following mission statement -

"The Search Marketing Association – United Kingdom provides a service to search engine marketing individual professionals and companies by helping to establish a favourable operating environment, by providing a forum for discussion on non-competitive issues and by providing information to assist them in their business."

Objectives

4. The SMA-UK shall have the following objectives -
 - a. To be a central representative body to put the views of search engine marketing companies and professional consultants to Government departments and agencies, Parliament, the European Commission and Parliament and other relevant organisations.
 - b. To be a research and statistical centre, to aggregate and publish statistics, and to provide analysis on search engine marketing and other relevant market information.
 - c. To be a technical centre, providing commentary, guidance and advice on all legal and other regulatory developments of relevance to search engine marketing.
 - d. To provide a forum for the exchange of non-competitive information.
 - e. To promote the search engine marketing industry.
 - f. To assist in representing search engine marketing professionals and companies with suppliers to the industry.
 - g. To promote best business practice guidelines for dealing with clients.

- h. To promote the development of education and training for search marketing professionals.
- i. To promote and support affiliations with other international search marketing trade organisations having similar objectives to the SMA-UK.

Full Membership

- 5. Full membership of the SMA-UK is available to:
 - a) UK companies whose core business is the provision of search marketing services in the UK and/or international companies whose core business is the provision of search marketing services and supply or seek to supply these services to the UK. Admission to Corporate membership is at the discretion of the Executive Committee. Corporate members must appoint a nominated individual to be the representative of the Company at any meetings and shall be entitled to 1 full vote.
 - b) Individuals whose core job is the provision of search marketing services in the UK either for search marketing companies, as individual consultants or as individuals doing the search marketing for companies not in the search marketing field. Admission to individual membership is at the discretion of the Executive Committee. Individual members shall be entitled to 1 full vote.

Associate and Student Membership

- 6. The Executive Committee shall, at its discretion, admit as an associate of the SMA-UK any organisation that does not directly provide search engine marketing services as a core service but which is otherwise interested in the business. Associates shall be entitled to receive most publications and other literature prepared under the auspices of the SMA-UK, and otherwise be entitled to participate in the affairs of the SMA-UK as decided by the Executive Committee. Associate members shall not be entitled to vote.
- 7. The Executive Committee shall, at its discretion, admit as a student member of the SMA-UK any individual who is studying search marketing but is not yet a professional search marketer. Student members shall not be entitled to vote.

Finance of the SMA-UK

- 8. The financial year of the SMA-UK shall be the calendar year but this may be changed by resolution of the Executive Committee.
- 9. The subscription rates for full membership shall be set by the Executive Committee and members shall pay an annual subscription.

10. Associate members shall pay an annual subscription determined by the Executive Committee.
11. Student members shall pay an annual subscription determined by the Executive Committee.

Meetings of the SMA-UK

12. The SMA-UK shall hold an annual general meeting no later than six months after the end of each financial year. At least 10 members of the SMA-UK, or the Executive Committee, may at any time require the Secretary to convene a general meeting of the SMA-UK. In convening such a meeting the Secretary shall give not less than 21 days notice to members.

Executive Committee

13. The affairs of the SMA-UK shall be directed by an Executive Committee comprising -
 1. Eight members elected on an annual basis via the annual election, two of which are to the posts of President and Vice-President, each member serving for a one year term. The Executive Committee may make bye-laws governing the conduct of elections.
 2. Five Executive Committee members or more shall be deemed to be a quorum for the purpose of Executive Committee meetings.
 3. No more than four members co-opted by the Executive Committee, if required, such co-opted committee members will have no voting rights on the Executive Committee and will act in solely an advisory capacity. They may be dismissed from the Executive Committee at any time unless otherwise elected to the Executive Committee by a vote of the full members. Any co-opted appointment must be endorsed by a majority vote of the Executive Committee.
14. Each member of the Executive Committee shall have one vote. The President shall have a second, or casting vote in the event of equality.

President and Vice President

15. The full members shall elect a President to hold office for one year via the annual election. The members shall also elect a Vice President to hold office for one year via the same election. No person may hold the office of President, or of Vice President, for more than two consecutive years. In the event of the President or the Vice President resigning or ceasing to be a member of the SMA-UK, the Committee shall have power to elect a replacement from the Executive Committee to serve for the remainder of the term, this period of office not counting for the purpose of the requirement in the previous sentence.

Annual Election

16. The Association shall organise an annual election for the selection of the President, Vice-President and Executive Committee. Elections shall be organised by the Executive Committee to be completed not later than the end of May each year.

Publicity

17. The Association shall publish an annual report on its activities and a list of subscribing members. Both these documents will be published on the Association's website with the membership list being always up to date.

Committees and Panels

18. The Executive Committee may establish and maintain sub-committees and project groups, and may delegate matters to them.
19. The Executive Committee may appoint technical panels to advise and assist it.

Director General

20. The Executive Committee shall appoint a Director General who shall be responsible to it for the management of the Association and who shall also be the principal representative of the Association and the principal policy adviser to the Executive Committee.

Delegation

21. The Executive Committee and the Director General may delegate any of their powers

Revision of the Constitution

22. This constitution shall be amended by the SMA-UK membership, provided that at least 75% of the members of the SMA-UK present at the meeting vote in favour of amendments of which prior notice has been given. No amendment can be made to this constitution without 50% of the total current full membership having cast a vote in a ballot on the proposed amendment.

Transitional arrangements:

23. The following transitional arrangements shall apply:

- a. The initial Executive Committee shall consist of 10 members made up from members of the SMA-UK Working Group and will serve until the first General Meeting of Members to be held once a minimum of 50 members has been achieved or no later than 6 months from inception of the Association, which ever is the earlier occurrence.
- b. The initial posts of President, Vice President, Treasurer and Secretary shall be elected by members of the SMA-UK Working Group. These initial posts shall be vacated at the first General Meeting of Members, when new elections for these positions (and any others that may become available) will be held.
- c. A prospectus covering the aims of the SMA-UK, agreed by the Working Group, shall be made available to potential members as soon as possible.
- d. The initial subscriptions shall be:
 - i. £250.00 per annum for individual members.
 - ii. £1000.00 per annum for corporate membership with companies nominating a search marketing professional employed by them as their designated representative for purposes of attending meetings and casting a vote. Corporate members will also be allowed sponsorship opportunities (such as exhibition space) for their services at discounted rates at meetings or events held by the Association. These rates will be determined by the Executive Committee.
 - iii. Associate membership should be sought from suppliers to the search marketing industry and membership will allow sponsorship opportunities (such as exhibition space) at any of the meetings held by the Association. Only Associate Members and Corporate Members will be permitted to offer their products to Members at such events. Associate Membership rates shall be determined on a case by case basis by the Executive Committee with the rate to be related to the size of the company seeking Associate membership. Associate members will have no voting rights but will be entitled to attend all meetings unless specifically requested otherwise by the Executive Committee.
 - iv. £125.00 for Student members.
 - v. UK members of SEMPO and other SEMPO members seeking full membership shall be offered a 10% discount on the above rates.
- e. No subscriptions either by cheque or credit card payment should be banked until the Association has a minimum of 50 Full Members and 4 Associate Members. Provided that this occurs within 6 months from the inception of the Association, the Executive Committee will then open a bank account in the name of the Association and bank the received subscriptions. If this fails to happen, the current paid members will be

asked if they wish to proceed with formation of the SMA-UK, if the majority do not wish the Association to continue then all subscriptions should be returned to the applicants and no further action will be taken on development of the SMA-UK.

- f. Provided that the conditions laid out in section (e) are met, a General Meeting of the members will be held as soon as is practical for the membership where the Draft Constitution, election of officers and determination of the corporate structure will take place.
- g. Membership of the DTI and CBI backed Trade Association Forum will be sought.
- h. Until the first General Meeting, the President (or his appointee) will act as Director General of the Association. Thereafter a professional Director General will be sought from people and/or consultants who offer these professional services to Trade Associations. The Director General will have familiarity with the running of an Association and will probably not have any previous affiliation with the search marketing industry.

SMA-UK Membership Application Form

Please fill in the information requested below where applicable, being sure to tick the membership category for which you are applying. Send no money with application, if your membership is approved, you will be sent an invoice for the appropriate sum.

Contact Name:

Company Name:

Address:

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Town/City:

County:

Post Code:

Phone:

Fax:

e-mail:

Website:

Membership sought: Individual @ £250 Corporate @ £1000

Associate (on application) Student @ £125

existing SEMPO member?

On behalf of the above individual/company, I apply for membership of SMA-UK.

Signed: Dated:

Fax to: 02885 549943 or post to:

SMA-UK
C/O Net Village
2nd Floor, Gemini House
10-18 Putney Hill
Putney
London
SW15 6AA

Many thanks for seeking to join SMA-UK. We will respond to your application within a few days. We look forward to welcoming you to the Association.