

BYLAWS OF THE WALKER COUNTY FAIR ASSOCIATION, INC.

Article I. Name

The name of the Association shall be “Walker County Fair Association, Inc.” The terms “Walker County Fair Association” and “Walker County Fair and Rodeo” may also be used in the ordinary conduct of business and in the advertising of the Association.

Article II. Purpose

The purpose of the Association shall be to educate the residents, particularly the young people of Walker County, Texas, and surrounding communities on agricultural matters by conducting annual public fairs and exhibitions. The purpose shall be realized by working with county agents, home demonstration agents, and 4-H, FCCLA and FFA youth; and by conducting demonstrations on farm equipment, cattle, poultry, food products, canned goods, and homemade garments, with explanations of such exhibits provided by trained persons. Contests shall be held and prizes awarded to exhibitors showing the best products in categories aimed at obtaining the interest of young people in agriculture and educating them in the newest and best techniques of farming, livestock raising, and homemaking.

Recreational features shall be incorporated into the annual public fairs and exhibitions, including midway shows, refreshment stands, rodeos, carnivals, and other activities which may be necessary to enable the Association to fulfill its main purpose of educating the residents, particularly the youth, of Walker County and surrounding communities on agricultural matters.

Article III. Memberships

Section 1. Membership shall be open to any reputable person, business or corporation in accord with the purpose of the organization and willing to cooperate in the accomplishment of its purpose.

Section 2. No member shall become in any manner liable for any expense or other indebtedness of this organization with the exception of membership fees.

Section 3. There shall be three classes of membership in the Walker County Fair Association: annual, lifetime, and Silver Spur. Annual and lifetime

memberships may be upgraded by payment of the current difference in fees and surrender of all evidence of membership in the former class.

A. Annual Memberships

(1) Annual membership fees shall be \$50 and shall cover a period of January 1–December 31.

(2) Fees shall be paid annually and shall be due on January 1, of each year. Any renewing member wishing to upgrade shall have until April 15 as a grace period to do so. An annual member shall be entitled to receive a membership card and such other recognitions as may be extended by the Executive Board of the Walker County Fair Association.

B. Lifetime Memberships

(1) A lifetime voting membership shall be given to any individual for a one-time fee of \$200.00

(2) The holder of such a membership shall receive a framed certificate, a laminated membership card, and such other recognitions as may be extended by the Executive Board of the Walker County Fair Association.

C. Silver Spur Memberships

(1) A personal Silver Spur membership shall be issued in the name of an individual upon payment of a one-time fee of \$1,000. This membership shall continue for the life of the member or the member's surviving spouse and shall not be transferable.

(2) A business Silver Spur membership shall be issued in the name of any business operating as a corporation, sole proprietorship, or partnership upon payment of a one-time fee of \$1,500. This membership shall be used by only one representative of the business at a time. It shall continue in effect so long as the name of the business remains the same or the principal ownership remains the same in the event of a change in the name of the business. In any case, the Silver Spur membership shall continue to be in the name of the original purchaser.

(3) All Silver Spur members shall be entitled to the following: (a) a suitable inscribed wooden plaque with silver spur attached, (b) a laminated membership card, which entitles the member and one guest free admission to the annual fair and rodeo. (c) membership in the Silver Spur Club, (d) lifetime voting rights in the Association (one per membership),

(e) one reserved parking space at the annual Walker County Fair, and (f) additional privileges which may be extended by the Executive Board.

Section 4. Members shall be in good standing so long as their membership fees are current and all other financial obligations to the Walker County Fair Association are paid within ninety days after the date of which they were incurred. Failure of members to meet their financial obligations in a timely manner will be cause for suspension of membership and of participation in Walker County Fair Association activities until all financial responsibilities have been met.

Article IV. Membership Meetings

Section 1. Regular meetings of the membership of the Walker County Fair Association shall be held yearly, within ninety days of the close of the annual fair. These regular meetings shall also be known as “annual meetings”.

Section 2. Special meetings of the membership may be held at any time upon call of the President of the Association. The purpose of any special meeting shall be stated in the notice given of its call.

Section 3. Notices of membership meetings shall be mailed by the Secretary to all members in good standing at their last known addresses at least twelve days prior to the dates of the meetings.

Section 4. The membership present at any regular or special meeting shall constitute a quorum to transact business.

Section 5. Each member in good standing shall be entitled to one vote on any business matter presented at a regular or special membership meeting. In addition, members in good standing shall also have the privilege of voting on matters of timely importance, which may be submitted to them by means of ballots mailed by direction of the Executive Board.

Section 6. Directors, all of whom shall be residents of Walker County, Texas, and members in good standing of the Walker County Fair Association, shall be elected by the members present at the annual meeting held yearly within ninety days following the close of the annual fair. The Nominating Committee shall present a slate of qualified candidates for all vacancies to be filled, and additional nominations may be made from the floor by any member in good standing of the Walker County Fair Association. Candidates receiving the largest number of votes shall be elected. In the case of a tie for the last position to be filled, a run-off election shall be held.

Article V. Past Presidents

Section 1. The Past Presidents of the Association, by virtue of their previous service, shall have the privilege of voting at all meetings of the Executive Board and shall function as additional members of that group so long as they remain members in good standing, maintain residence in Walker County and meet the same attendance requirements as elected members of the Executive Board.

Section 2. The most immediate Past President shall automatically hold the position of Officer of the Association and shall serve in the capacity until replaced by the succeeding outgoing President.

Section 3. Past Presidents may serve as elected officers of the Association, but in no instance shall a Past President be entitled to more than one vote.

Section 4. The immediate Past President shall serve as Chair of the Nominating Committee. The remaining Past Presidents, including those who may be holding elected offices, shall select three of their number to serve as members of the Nominating Committee.

Article VI. Elected Officials

Section 1. Elected officials of the Walker County Fair Association shall include fifty Directors, Executive Committee members, and officers. These officials, together with the Past Presidents of the Association, shall be known collectively as the "Executive Board".

Section 2. Officers of the Association shall be President, six Vice Presidents, a Secretary, and a Treasurer chosen from the Executive Committee members. They shall serve one-year terms and may be reelected to their offices. In addition, the most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

Section 3. Elected officials shall be members in good standing of the Walker County Fair Association and residents of Walker County, shall evidence willingness to serve, and shall meet all qualifications for their positions.

Article VII. Qualifications of Elected Officials

Section 1. To be eligible to hold any office, proposed candidates should be knowledgeable of the special customs and policies of the Walker County Fair Association and of the requisites, which establish its purpose. They shall be members of the Association in good standing, residents of Walker County, and willing to serve if elected, in addition to meeting the specific minimum qualifications of the offices for which they are candidates.

Section 2. A proposed candidate for the office of President shall have previously served a minimum of two years as an Executive Committee member.

Section 3. A proposed candidate of the office of Vice President shall have previously served as an Executive Committee member for at least one year.

Section 4. A proposed candidate for the office of Secretary shall have demonstrated competence and experience in secretarial and other clerical duties and shall have previously served as an Executive Committee member for at least one year.

Section 5. A proposed candidate for the office of Treasurer shall have demonstrated competence and experience in financial and clerical duties and shall have previously served as an Executive Committee member for at least one year.

Section 6. A proposed candidate for Executive Committee member shall have previously served as a Director for at least one year.

Section 7. A proposed candidate for Director shall be a member in good standing of the Walker County Fair Association.

Section 8. Voting of Executive Board may be by written ballot if requested from the floor.

Article VIII. Election Procedures

Section 1. The nominating committee shall be composed of seven members and shall include the immediate Past President who shall serve as Chair, three other Past Presidents, and three Executive Committee members who are not current officers of the Association. The Past Presidents, including those who may be holding elected offices, shall select the three of their number who shall serve. The three Executive Committee members shall be nominated from the floor and elected by the Executive Board at the first regular meeting after the annual meeting. The immediate Past President shall serve as Chair

until replaced by the succeeding outgoing President. The other six members of the Nominating Committee shall serve for one year, but may be reelected.

Section 2. The Nominating Committee shall present at the annual meeting a slate of nominees for all positions to be filled including Directors, Executive Committee members, and officers, all candidates having been verified as members in good standing of the Association, residents of Walker County, willing to serve if elected, and qualified for the offices for which they are being nominated.

Section 3. Thirty days before the annual meeting the President shall advise all Executive Committee members and Directors, in writing, of the expiration date of each member's term of office.

Section 4. At the annual meeting, the Nominating Committee shall present a slate of twenty-six qualified candidates for election as Directors, and additional nominations may be made from the floor by any member in good standing of the Walker County Fair Association. Candidates receiving the largest number of votes shall be elected. In the case of a tie for the last position to be filled, a run-off election shall be held. Directors shall serve terms of one year.

Section 5. Following the election of Directors at the annual meeting, the Nominating Committee shall present a slate of six candidates qualified to serve as Executive Committee members chosen from the twenty-six Directors elected by majority vote of the membership. Additional nominations may be made by any Executive Board member, and election shall be by vote of the remaining members of the Executive Board. Candidates receiving the largest number of votes shall be elected. In the case of a tie for the last position to be filled, a run-off election shall be held. Executive Committee members so elected shall serve terms of five years.

Section 6. At the annual meeting, the newly elected Executive Board shall elect from the Executive Committee members a President, six Vice Presidents, a Secretary and a Treasurer, who shall serve for a period of one year or until their successors are elected. The Nominating Committee shall present a slate of qualified candidates, and additional nominations may be made by any member of the Executive Board. Candidates receiving the largest number of votes shall be elected. In the case of a tie for any office to be filled a run-off election shall be held. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

Section 7. Vacancies occurring among the officers during the year shall be filled by plurality vote of the members of the Executive Board at the next regular meeting after the resignation or vacancy is accepted by the executive committee. The Nominating Committee shall present the name of a qualified candidate chosen from the Executive Committee members and additional nominations may be made by any Executive Board member. The newly elected officer shall serve out the unexpired portion of the term created by the vacancy and shall be eligible for reelection. Resigned officers may complete their terms as Executive Committee members or may also resign as Executive Committee members, in which case they shall automatically serve as Directors until the following annual meeting. Past Presidents holding elected offices that resign from their offices shall retain all privileges extended to Past Presidents.

Section 8. Vacancies occurring among Executive Committee members or Directors may be filled by plurality vote of the remaining members of the Executive Board at the next regular Executive Board meeting or at a special meeting called for that purpose, and all such vacancies may be filled before the next annual meeting. The Nominating Committee shall present the name of a qualified candidate for each vacancy to be filled, and additional nominations may be made by any Executive Board member. The newly elected Executive Committee member or Director shall serve out the unexpired portion of the term created by the vacancy.

Article IX. Executive Board

Section 1. The government of the Association, the formulation of its policy, the direction of its organization, and the control of its property shall be vested in an Executive Board composed of thirty Executive Committee members, twenty Directors and the Past Presidents, all of whom shall be residents of Walker County, Texas, and members in good standing of the Walker Fair Association. This board shall have the power to make contracts and to carry out all of the business of the Association. Sixteen elected Executive Committee members and/or Past Presidents present at any regular or called meeting shall constitute a quorum to transact business.

Section 2. At the annual meeting each year, twenty-six directors shall be elected to the Executive Board. The Nominating Committee shall present a slate of qualified candidates, and additional nominations may be made from the floor by any member in good standing of the Walker County Fair Association. Candidates receiving the largest number of votes shall be elected. In the case of a tie for the last position to be filled, a runoff election shall be held.

Section 3. The terms of the thirty Executive Committee members shall be for five years, or until their successors are elected. These terms shall be staggered so that the terms of six members expire each year. The terms of the twenty Directors shall be for one year, or until their successors are elected. Executive Committee members and Directors may be reelected.

Section 4. At the annual meeting each year, six Directors shall be elected as Executive Committee members by the members of the Executive Board. The Nominating Committee shall present a slate of qualified candidates, and additional nominations may be made from the floor by any member of the Executive Board. Candidates receiving the largest number of votes shall be elected. In the case of a tie for the last position to be filled, a run-off election shall be held.

Section 5. Executive Board members are expected to be regular in their attendance at meetings. Executive Board members who miss a total of five meetings within any fiscal year (June 1 – May 31), shall have their voting rights and privilege to bring a motion before the board terminated automatically at the close of the final meeting missed, and shall be notified by the President of the Association. Any Executive Board member losing their voting right for two consecutive fiscal years will be ineligible to serve the balance of their Executive Board term.

Section 6. Vacancies occurring among Executive Committee members or Directors may be filled by plurality vote of the remaining members of the Executive Board at the next regular Executive Board meeting, or at a special meeting called for that purpose, and all such vacancies may be filled before the next annual meeting. The Nominating Committee shall present the name of a qualified candidate for each vacancy to be filled and additional nominations may be made by any Executive Board member. The newly elected Executive Committee member or Director shall serve out the unexpired portion of the term created by the vacancy.

Section 7. Regular meetings of the Executive Board shall be held on the second Tuesday evening of each month except for the April meeting which will be the third Tuesday in April. If the annual meeting is scheduled on the second Tuesday of any month, the Executive Board meeting shall be held prior to the annual meeting. Special meetings of the Executive Board may be called by the President as deemed necessary, and shall be called upon the written request of twenty or more Executive Board members addressed to the President. Notices of meetings of the Executive Board containing an agenda shall be mailed by the Secretary to each Executive Board member at least seven days prior to the date of such meetings, except in cases of emergency, when such notices specifying

the business to be considered may be given by telephone at least one day prior to the date of the meeting. Any Walker County Fair Association member may have an item placed on the agenda by submitting a request to the President prior to the deadline for notice of the next Executive Board meeting. The business transacted at any regular or special meeting of the Executive Board shall be limited to that stated in the pre-circulated agenda.

Article X. Officers

Section 1. At the annual meeting held within ninety days of the close of the annual fair, the Executive Board shall elect from the Executive Committee members a President, six Vice Presidents, a Secretary, and a Treasurer, who shall serve for a period of one year or until their successors are elected. The most immediate Past President shall automatically hold the position of officer and shall serve in that capacity until replaced by the succeeding outgoing President.

Section 2. Regular meetings of the officers shall be scheduled by the President at such times and places as may be necessary to facilitate the business of the Association. Notices of meetings shall be mailed by the Secretary to each officer not less than seven days prior to the dates of such meetings, with the exception that, in cases of emergency, notice may be given by telephone at least one day prior to the date of the meeting.

Article XI. Duties of the Executive Board

Section 1. The government of this Association, the formulation of its policy, the direction of its organization, and the control of its property shall be vested in an Executive Board composed of thirty Executive Committee members, twenty Directors, and the Past Presidents, all of whom shall be residents of Walker County, Texas, and members in good standing of the Walker County Fair Association. This board shall have the power to make contracts and to carry out all of the business of the Association. Sixteen elected Executive Committee members present at any regular or called meeting shall constitute a quorum to transact business.

Section 2. All contracts or other financial obligations pertaining to the general business of the Association and involving the expenditure of \$5,000, or more, shall be approved by the Executive Board and signed by the President and Treasurer before such contracts shall be effective or such other financial obligations shall be incurred. Contracts incurring maximum expenditures of \$1,500 and pertaining to authorized activities such as dances, carnivals, special events, rodeos, and other arena activities, may be executed by the committee

Chairs involved, provided they shall have first secured the concurrence of the members of their committees and provided, further, that the total amounts obligated do not exceed the budgets for their committees. Contracts pertaining to these areas of activity and incurring expenditures of more than \$1,500, but less than \$5,000, may be executed by the committee Chairs involved, provided, however, that they shall have first secured the concurrence of the members of their committees and the approval of at least six officers of the Association. Lease or rental agreements involving Walker County Fair Association facilities may be signed by the Rental Committee Chair or a representative designated by that Chair. The President of the Association may, upon a determination of need for the Association, expend up to \$5,000 without prior approval of the Executive Board.

Section 3. The Executive Board shall have the privilege of approving all committee Chairs proposed by the Vice Presidents of the Association, in consultation with the President, before any such appointments are made.

Section 4. All disbursements shall be allocated in the annual budget approved by the Executive Board no later than October 1 of each year, with the exception that, in cases of emergency, disbursements may be made by approval of two-thirds of the members present at any regular or special meeting of the Executive Board.

Section 5. The Executive Board may issue certificates of indebtedness when deemed necessary.

Section 6. The Executive Board may employ an Executive Secretary and such other personnel as may be required to facilitate the business of the Association and shall fix the salaries of all such employees.

Section 7. The Executive Board may authorize necessary travel expenses of its officers or committee members on official business.

Section 8. The dates of the annual fair shall be set by the Executive Board. The annual fair shall begin on the last Friday in March and conclude on the first Saturday in April unless prevailing circumstances necessitate a change of dates for a particular year.

Section 9. The Association shall have a seal of such design as the Executive Board may adopt.

Article XII. Duties of Officers

Section 1. The duties of various officers of this Association shall be those usually performed by corresponding officers of similar organizations.

Section 2. The President shall preside at all meetings of the association. In the event of the absence of the President at any meeting, the most immediate past president present will preside. The President shall consult with the Vice Presidents regarding the appointments of Chairs or co-chairs for any committees deemed necessary to carry out the programs of the Association, all such appointments to be approved by the Executive Board. The President shall inform the Vice Presidents of any persons who are not current in payment of membership fees or other financial obligations to the Association and who are therefore ineligible for consideration as committee Chairs, members, or workers. Duties of the various committees shall be outlined and prescribed by the President of the Association.

Section 3. The President shall serve as ex-officio member of all committees except the Nominating Committee.

Section 4. Thirty days before the annual meeting, the President shall advise all Executive Committee members and Directors, in writing, of the expiration date of each member's term of office.

Section 5. The President shall make a report of the year's activities at the annual membership meeting.

Section 6. The Vice Presidents shall propose, in consultation with the President of the Association, Chairs for all committees within their designated areas of responsibility. The Executive Board shall have the privilege of approving all proposed committee Chairs before any such appointments are made.

Section 7. The Vice Presidents shall serve as ex-officio members of all committees within their designated areas of responsibility. They shall verify that committee members and workers proposed by the committee Chairs under their supervision are in good standing with the Association, whether those proposed are members or not.

Section 8. The minutes of the Association shall be kept in a bound minute book and shall be signed by the President and Secretary when they have been approved.

Section 9. All checks of the Association shall be signed by the President and the Treasurer, and all funds shall be deposited in Walker County banks. If

the President or the Treasurer are not available to sign checks the Immediate Past President is authorized to sign checks. All monies collected in the name of the Walker County Fair Association and/or events associated with the Walker County Fair Association, shall be deposited with and disbursed by the Association Treasurer.

Section 10. A book of accounts utilizing a system generally approved and used by fair associations, giving a proper account of receipts and disbursements, shall be maintained by the Treasurer.

Section 11. All contracts or other financial obligations pertaining to the general business of the Association and involving the expenditure of \$5,000, or more, shall be approved by the Executive Board and signed by the President and Treasurer before such contracts shall be effective or such other financial obligations shall be incurred.

Section 12. Contracts pertaining to authorized activities of the Association, such as dances, carnivals, special events, rodeos, and other arena activities, and incurring expenditures of more than \$1,500, but less than \$5,000, may be executed by the committee Chairs involved, provided, however, that they shall have first secured the concurrence of the members of their committees and the approval of at least six officers of the Association.

Article XIII. Committees

Section 1. All committees of the Walker County Fair Association except the Nominating Committee shall be composed of a Chair or co-Chairs and members. Additional workers may be chosen to assist these members in carrying out committee responsibilities.

Section 2. Committee Chairs shall be members in good standing of the Walker County Fair Association, residents of Walker County, and willing to carry out the activities of the committee.

Section 3. The President shall consult with the Vice Presidents regarding the appointments of Chairs for any committees deemed necessary to carry out the programs of the Association, all such appointments to be approved by the Executive Board. The President shall inform the Vice Presidents of any persons who are not current in payment of membership fees or other financial obligation to the Association and who are therefore ineligible for consideration as committee Chairs, members, or workers. Duties of the various committees shall be outlined and prescribed by the President of the Association.

Section 4. Committee Chairs shall have the privilege of selecting the members of their committees, provided, however, that the approval of the Vice Presidents having designated responsibility for the committees shall have first been secured. All committee members shall be members in good standing of the Walker County Fair Association, and willing to carry out the activities of the committee.

Section 5. With the approval of the supervising Vice President, committee workers may be selected by the committee Chairs in sufficient numbers to carry out the duties of their committees. Although it is not mandatory that such workers be residents of Walker County or members of the Association, it is expected that Chairs will give preference to members and encourage all nonmembers chosen as committee workers to join the Association.

Section 6. The President shall serve as an ex-officio member of all committees except the Nominating Committee.

Section 7. The Vice Presidents shall serve as ex-officio members of all committees within their designated areas of responsibility. They shall verify that committee members and workers proposed by the committee Chairs under their supervision are in good standing with the Association, whether those proposed are members or not.

Section 8. Committee Chairs shall submit any proposed changes to the General Rules of the Walker County Fair Association, in writing, to the Executive Board by the second meeting following the annual meeting.

Section 9. All persons or business entities invited to participate in Walker County Fair Association activities must be in good standing with the Association. Committee Chairs shall verify that only persons in good standing with the Association are invited or solicited for contributions, advertising, sponsorship, project sale bids, or payments of other kinds connected with their committees.

Section 10. Contracts incurring maximum expenditures of \$1,500 and pertaining to authorized activities, such as dances, carnivals, special events, rodeos, and other arena activities may be executed by the committee Chairs involved, provided they shall have first secured the concurrence of the members of their committees and provided, further, that the total amounts obligated do not exceed the budgets for their committees. Contracts pertaining to these areas of activity and incurring expenditures of more than \$1,500 but less than \$5,000, may be executed by the committee Chairs involved, provided however,

that they shall have first secured the concurrence of the members of their committees and the approval of at least six officers of the Association. Lease or rental agreements involving Walker County Fair Association facilities may be signed by the Rental Committee Chair or a representative designated by that Chair.

Section 11. The Nominating Committee shall be composed of seven members and shall include the immediate Past President who shall serve as Chair, three other Past Presidents, and three Executive Committee members who are not current officers of the Association. The Past Presidents including those who may be holding elected offices shall select the three of their number who shall serve. The three Executive Committee members shall be nominated from the floor and elected by the Executive Board at the first regular meeting after the annual meeting. The immediate Past President shall serve as Chair until replaced by the succeeding outgoing President. The other six members of the Nominating Committee shall serve for one year but may be reelected.

Section 12. The Nominating Committee shall present at the annual meeting a slate of nominees for all positions to be filled, including Directors, Executive Committee members, officers, all candidates having been verified as members in good standing of the Association, residents of Walker County, willing to serve if elected, and qualified for the offices for which they are being nominated.

Article XIV. Lifetime Director

Section 1. The purpose of a Lifetime Director shall be an honorary position to recognize dedicated, longtime board service and contributions to the Walker County Fair Association.

Section 2. A Lifetime Director shall be available only to those board members with a minimum of 15 years of board service plus their age equaling 55 or greater. Age is to be determined as of January 1st of year to be honored.

Section 3. Application deadline for the Lifetime Director designation shall be due to the Nominating Committee by May 1st and shall have been nominated to be a Lifetime Director by the Nominating Committee and confirmed by a majority of the members present and eligible to vote at the annual meeting of the membership.

Section 4. Once granted lifetime status, the honorary board member shall hold the designation for life as long as he/she remains a member in good standing with the Walker County Fair Association, maintains residence in

Walker County and meets the same attendance requirements as elected members of the Executive Board. A Lifetime Director shall carry all the rights and privileges of a lifetime member.

Article XV. Fiscal Year and Audits

Section 1. The fiscal year of the Association shall begin on June 1 and end on May 31 of the following year.

Section 2. The financial records of the Association shall be made available to all members at the annual meeting and shall be audited annually.

Article XVI. Motto, Colors, and Emblem

Section 1. The motto of this Association shall be “An Investment in Youth Through Community Involvement”.

Section 2. The colors of the Association shall be red and white.

Section 3. The emblem of this Association shall be a tent of alternating red and white vertical stripes with open center flap and scalloped top featuring a red pennant flying at each end. The words “Walker County Fair and Rodeo” may be used in conjunction with the emblem.

Section 4. The emblem shall only be used for Walker County Fair Association events and activities unless approved by the Executive Board.

Article XVII. Dissolution

Section 1. This Association may be dissolved upon adoption of a resolution approved by a majority of the members present at a regular or called meeting, provided that specific notice of such proposed dissolution has been mailed to the entire membership in good standing at least twelve days prior to the meeting.

Section 2. Upon such dissolution, the assets of the Association shall be distributed to other nonprofit, charitable agencies or to local governmental agencies for purpose similar to those of this Association, all in accordance with the provisions of the Texas Nonprofit Corporation Act.

Article XVIII. Parliamentary Authority

The rules contained in the current edition of Robert's Rules of Order, Newly Revised shall govern the Association in all cases to which they are applicable and in which they are not inconsistent with these bylaws and any special rules of order the Association may adopt.

Article XIX. Amendment of Bylaws

Section 1. These bylaws may be amended at any regular or special meeting of the Association by a two-thirds vote provided that the proposed amendments have been submitted in writing and included in the notice of the meeting mailed to the entire membership at least twelve days prior to the meeting and provided, further, that such amendments have been proposed by the Executive Board, by a committee authorized by the Executive Board, or by any member of the Association who has obtained the written endorsement of at least nine other members in favor of the proposed amendment.

Section 2. Amendments to these bylaws shall take effect immediately upon adoption, unless the motion to adopt shall state otherwise.

Revised June 30, 1987
Amended June 14, 1988
Amended June 18, 1991
Amended June 16, 1992
Amended June 8, 1993
Amended June 14, 1994
Amended June 27, 1995
Amended June 18, 1996
Amended June 17, 1997
Amended June 16, 1998
Amended June 13, 2000
Amended June 12, 2001
Amended June 11, 2002
Amended June 10, 2003
Amended June 14, 2005
Amended June 12, 2007
Amended June 17, 2008
No Amends June 2009
Amended June 8, 2010
No Amends June 2011