

Tarrant County Veterans Council

Constitution and Bylaws

Article I: Name and Purpose

Section I: Name

The name of this Corporation shall be the TARRANT COUNTY VETERANS COUNCIL. The Corporation is organized exclusively for patriotic, charitable, civic and educational purposes, and, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Section II: Purpose

The Corporation: (1) supports the military forces of the United States of America; (2) encourages the maintenance of capable defense forces; (3) supports programs which sustain veterans, their spouses, widows and dependents; and, (4) coordinates veteran's programs in the Tarrant County, Texas area

Section III: Rules

Meetings of the Corporation will be conducted under and pursuant to Robert's Rules of Order, Newly Revised.

Article II: Abbreviation

Section I

Hereafter the Corporation shall be known as the "COUNCIL".

Section II

Hereafter the Governing Council shall be known as the "GC".

Article III: Elected Officers

Section I: Officers

The COUNCIL shall be governed by a GC of four or five officers and a minimum of six Directors, all elected by COUNCIL membership. The GC shall concern itself with policy making, budgetary, and administrative matters that relate to the operation of the COUNCIL. Each of the members of the GC shall be a representative of a member organization or the caucus defined under Article VI, Section III. The COUNCIL shall elect only one representative from any member organization, when all member organizations have had the opportunity to nominate a person and there are no other nominations, then a second member of any organization may be allowed to serve on the GC.

Section II: Nominations

GC Officers and Directors will be nominated by a nominating committee consisting of three members appointed by the President and approved by the GC. The nominations shall be published by the Secretary and may be mailed by US MAIL or Electronic mail (Email) to all member organizations and members at large at least ten (10) days prior to any meeting where elections will be held. Nominations will be accepted from the floor during any election.

(a) Officers and Directors are normally elected at the November meeting and will assume the duties of their offices on January 1.

Section III: Vacancies

If an office is vacated between annual meetings, a nominee shall be selected by the GC, and the membership notified in accordance with Article III, Section II. Election will be held by the COUNCIL at the next regular meeting.

Section IV: Removal

Any GC officer who misses three consecutive meetings without prior notification of a justifiable excuse (to be deemed justifiable by the GC) shall be automatically removed from the GC, provided that he or she has been advised in writing, by US MAIL or Electronic mail (Email) following the second consecutive absence. It is the duty of the Secretary to so advise that officer.

Article IV: Duties of Officers

Section I: Term

GC Officers shall be elected by voting members for a term of one (1) year or until their successors are elected. Directors shall be elected for a term of two years with the even numbered director positions expiring during the even numbered years and the odd numbered director positions expiring during the odd numbered years. The following shall be the officers of the GC and their duties:

(a) **PRESIDENT.** The President shall be the Chief Executive Officer of the GC. He shall preside at all meetings of the GC, and shall see that all orders and resolutions of the GC are affected. The President shall execute all bonds, mortgages, contracts, and other documents. Expenditures or transactions exceeding a value of \$300 must be approved by a majority of the GC and countersigned by the Financial Officer.

(b) **FIRST VICE PRESIDENT.** The 1st Vice-President shall serve as the chairman of the Operations Committee and will assist the President. This officer will also serve as the President in the absence of the President.

(c) **SECOND VICE PRESIDENT.** The 2nd Vice-President shall serve as the chairman of the Ways and Means Committee and also be responsible for public affairs and community relations. He/She shall act in behalf of the President or 1st Vice-President in their absence.

(d) Additional Vice-Presidents may be added as necessary. Procedures for electing additional Vice-Presidents will be in accordance with Article III, Section II.

(e) **FINANCIAL OFFICER.** The Financial Officer will be the chairman of the Finance Committee, keep a record of all moneys received and paid out by the GC, and shall make a report of the same at each monthly meeting or upon request of the GC. The Financial Officer shall co-sign, with the President or 1st Vice-President, all financial instruments and documents.

(f) **SECRETARY.** The Secretary shall attend all meetings of the GC, record all minutes and votes of all proceedings in a book to be kept for that purpose, and shall perform duties for standing committees when required. The Secretary shall give, or cause to be given, notice of called meetings to all GC members in advance.

(g) Offices of (e) **FINANCIAL OFFICER** and (f) **SECRETARY** may be held by the same person (having only one vote) but each office must be voted independently in accordance with the provisions in Article III.

Director 1 - Budget and Finance Chairman

Director 2 - Parades Chairman

Director 3 - Legislation Charmin

Director 4 - Awards and Decorations Chairman

Director 5 - Constitution and Bylaws Chairman

Director 6 - Membership Chairman

Article V: Presidential Appointments

The President shall appoint a sergeant at arms, Chaplain, Parliamentarian, and various ad hoc committees as necessary. Appointments shall be approved by the GC

Article VI: Membership

Section I: Organizations

Any organization of or with veterans, and with at least ten veteran members in Tarrant or any neighboring county, may submit an application for membership in the Council. Upon favorable vote by the majority of the GC, and upon payment of dues, that organization will be accepted as a full member.

Section II: Dues and Representation

Member organizations shall pay dues and shall have voting rights as hereby detailed. No organization may vote unless required dues have been paid and are current. The Council's Fiscal year shall be from 1 January to 31 December. Dues may be prorated for any new members. Dues shall be determined each year by the GC. Dues shall be considered delinquent if not paid by March 31. All organization(s) shall have one (1) vote.

Section III: Individuals

Any veteran who served honorably, or any active duty person, may apply for an individual at-large membership. Such individual memberships shall require a majority vote of the GC and shall require payment of annual dues of \$10.00. In the event that such at-large memberships total ten (10) or more individuals, such a body will become a sole collective caucus and be entitled to one vote. A representative of this at-large group may also stand for elected office, or be nominated for office.

Section IV: Corporate

Corporations or businesses may become corporate members. However, they shall have no vote. Corporate memberships must be approved by a majority of the GC. Annual dues for corporate membership shall be determined each year by the GC.

Section V: Voting

Voting at COUNCIL meetings may be in person, or by written proxy. Such proxy shall be furnished to the Secretary at the beginning of any meeting and will constitute voting authority for the duration of

that single meeting. Dues must be current, in all cases, prior to any organization casting its own vote or voting the proxy of another organization. To vote in any election of officers, an organization's dues must be current for 90 days prior to said election. Voting at GC meetings must be in person only.

Section VI: Termination of Membership

The GC, by an affirmative vote of two-thirds of the GC members present, may suspend or expel and GC officer or COUNCIL member for cause after an appropriate hearing. Any member subject to such action shall be notified, in writing, of the reason or reasons for this action at least twenty (20) days in advance of such vote. The notice shall include the cause for such suspension or expulsion. Unless the member appeals to the GC, in writing, within thirty (30) days of the vote for removal, the termination will be final.

Article VII: Meetings

Section I: Annual Meeting

The COUNCIL shall hold its annual meeting each year during the month of November. At this time, officers for the ensuing term shall be elected by written ballot, or acclamation in case of only one candidate. The election will be conducted under and pursuant to Robert's Rules of Order, Newly Revised.

Section II: Regular Meeting

The COUNCIL shall hold regular quarterly meetings at a time and place to be determined by the GC, and shall concern itself with items within the scope and mission of Veterans helping Veterans. Meetings will be held during the months of February, May, August and November.

Section III: Special Meeting

The President or one of the Vice-Presidents with a five (5) day notice may call special meetings. The purpose of this meeting will be specified in the notification. No business other than that specified in the notice shall be transacted.

Section IV: Notice

The Secretary shall give written notice of the annual meeting, and all regular meetings at which GC Officers or Directors will be elected. This notice must be in writing and delivered either by US MAIL or Electronic Mail (Email) to all members at least ten (10) days in advance of such meeting and include nominations.

Section V: Quorum

At least six (6) organizational members shall constitute a quorum.

Article VIII: Amendments

These Constitution and Bylaws may be amended, altered, or repealed by a two-thirds affirmative vote of the current membership present at any regular meeting of the COUNCIL two (2) months after the date such changes are proposed to the COUNCIL. The Secretary shall notify, in writing, either by US MAIL or Electronic mail (Email) to all COUNCIL members not less than ten (10) days prior to the meeting for voting on such proposed changes.

Article IX: Dissolution

Section I: Procedure

This COUNCIL may be dissolved by a two-thirds affirmative vote of the COUNCIL membership at any regular or special meeting one month after the date such proposal for dissolution is presented to the COUNCIL. The Secretary shall notify all COUNCIL members of such proposal not less than twenty (20) days prior to such a meeting.

Section II: Assets

At such time as this COUNCIL, the Tarrant County Veterans Council, is dissolved, and after all liabilities of the COUNCIL are settled, all remaining assets, if any, will become the sole property of the Tarrant County Veterans Service Office, or any other non-profit organization formed, under Section 501(c)(3) of the Internal Revenue Code, to promote purposes similar to this COUNCIL.

Article X: Revocation

Immediately upon the adoption of this constitution by the Tarrant County Veterans Council, and acceptance by the State of Texas, all prior constitutions and amendments are revoked and shall become null and void.

These Constitution and Bylaws were approved by unanimous vote of the general membership in attendance on March 13, 2021.

Dan Zmroczek, President

Pixie Wetmore, Secretary