

BYLAWS OF THE BAY YACHT CLUB

October 19, 2019

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BYLAWS OF THE BAY YACHT CLUB

ARTICLE I — NAME

The name of this organization shall be the BAY YACHT CLUB, and is incorporated under the laws of the State of Texas as a non-profit organization and is located and shall transact its business in Corpus Christi, Nueces County, Texas. BAY YACHT CLUB is referred to in these Bylaws as "the Club" or "Club."

ARTICLE II — PURPOSE

The Club is organized to promote recreational boating, both motor and sail, water sports, water safety education, and boating instruction for adults and young people interested in marine activities. To this end, the Club is authorized to own, control, operate, or lease real or personal property to accomplish this purpose.

ARTICLE III- MEMBERSHIP

The Club does not discriminate on the basis of age, race, religion, color, creed, sex and/or sexual orientation.

Section 1. Definition:

- a. The Club shall have the following classes of memberships:
 - (i) Active
 - (ii) Cruising (grandfathered only)
 - (iii) Out of State
 - (iv) Student
 - (v) Honorary
 - (vi) Life
 - (vii) Military
- b. Membership accounts shall be in the name of the applicant and issued one membership number in the Club's records and include those individuals listed on the application for membership.
- c. Members as referred to in these Bylaws are those included in each membership number. d. Memberships are non-transferable.
- e. Memberships in good standing are those current on dues and not in arrears.

Section 2. Classes:

- a. Active - Any adult person accepted for membership as provided in these Bylaws.
- b. Cruising - No other members will be placed in this category. If a Cruising member moves to within 40 miles by road from the Corpus Christi Marina or has a boat in the area of Corpus Christi Bay, the member will be reclassified as an Active member.

- c. Out of State — Any adult person, accepted for membership as provided in these Bylaws, that resides outside the State of Texas for a minimum of six months per year.
- d. Student - Individuals accepted for membership who are full time students, at least fourteen years of age, participating in state approved programs or institutions of learning. Initiation fees shall not be required, and dues shall be paid quarterly.
 - (i) This membership terminates upon the member attaining age 26 years, graduation or when no longer enrolled in or attending classes, whichever occurs first. For Veterans, the age limit will be 32 years.
 - (ii) Student members may convert to Active membership authorized in these Bylaws if the member is current on their account with the Club and pays the current initiation fees, discounted 20% for each 12-month period such member has been a Student member.
 - (iii) Student memberships are individual and do not include families.
- e. Honorary - Any nonmember may be extended the privilege of Honorary member by majority vote of the Executive Board for a period of one calendar year coinciding with the term of office of the Executive Board so voting.
- f. Life - Any person who has demonstrated exemplary service to the Club for an extended period of time may be nominated by the Executive Board and affirmed by a majority of voting members at a General Membership meeting.
- g. Military - Any active duty member of the armed forces of the United States accepted for membership as provided in these Bylaws.

Section 3. Privileges:

Memberships in good standing enjoy the following privileges:

- a. Active - The use of Club facilities, attendance at Club functions, special use of Club facilities per House Rules, voting in general and special membership meetings (one vote per membership), holding Executive Board Office, and ownership of an undivided interest in Club Properties. New memberships will not have voting privileges, or any interest (as described in Section IX of these Bylaws) in Club Properties during the first six (6) months of membership.
- b. Cruising - The use of Club facilities, attendance at Club functions, special use of Club facilities per House Rules, voting in General Membership meetings (one vote per membership), and ownership of an undivided interest in Club Properties.
- c. Out of State - The use of Club facilities, attendance at Club functions, and special use of Club facilities per House Rules.
- d. Student - The use of Club facilities and attendance at Club functions.
- e. Honorary — The use of Club facilities, attendance at Club functions, and special use of Club facilities per House Rules.
- f. Life — The use of Club facilities, attendance at Club functions, and special use of Club facilities per House Rules.

- g. Dependents who actually reside with Active, Life, Military, Out of State, Honorary, Student and Cruising members in good standing and who are under age 21 years may use Club facilities and attend Club functions.
- h. Military - The use of Club facilities, attendance at Club functions, and special use of Club facilities per House Rules.

Section 4. Application for Membership:

- a. The Executive Board shall prescribe the form of application for membership, which will be completed by the applicant and submitted to the Treasurer.
 - (i) The appropriate initiation fee and required dues shall accompany the application.
 - (ii) Applications shall include sponsorship by at least one and preferably two Active or Cruising Memberships of the Club, who are in good standing, and who can vouch for the applicant's good character and interest in Club activities.
- b. After the Treasurer has determined the submitted membership application is in proper form and received proper payment, applicant shall be assigned a Membership number and accepted in a provisional status for 12 days. The General Membership will be notified of the applicant's provisional status by email no later than 5 days after receipt of the application of membership.
 - (i) During the 12-day provisional status of the applicant, the General Membership may comment on the submitted application for membership to the Membership Committee through the Rear Commodore. Objection to membership must be presented in writing to the Rear Commodore.
 - (ii) At the end of the 12-day provisional period, in the absence of objections, the application will be accepted by acclamation. In the event of objections, the Membership Committee will meet, review the objections for validity and vote on acceptance. If, after review, the Membership Committee has approved or disapproved the application, it shall report same to the Executive Board at its next regular meeting. An applicant Will be given the opportunity to respond in Writing to objections prior to any decision by the Membership Committee. The Executive Board will affirm or deny this application.
 - (iii) If denied membership, the applicant Will be refunded the initiation fees paid, less the provisional period of membership used.
 - (iv) A membership package, as determined by the Rear Commodore, will be presented to the New Member at a Club function after the provisional period.
- c. If the application is rejected, the Rear Commodore shall notify the applicant in writing in a private and business-like way, returning initiation fees and advance dues tendered with the application.
 - (i) No reason need be stated for the rejection.
 - (ii) A rejected applicant may reapply for membership.

Section 5. For Cause/Suspension/Termination:

- a. Membership may be terminated by unanimous vote of the Executive Board for good cause. Good cause may be defined but not limited to a member not following the Bylaws and Policies of the Club.
- b. Memberships failing to timely pay dues, fees or other charges may be suspended or terminated for such cause and their account considered "in arrears" in which case the member may be:
 - (i) Suspended from use of Club facilities and privileges if not paid within 45 days of the due date.
 - (ii) Terminated from membership if not paid within 90 days of the due date.
- c. The Executive Board may suspend or abate dues payment of a member on showing of good cause, without penalty of "in arrears", if request for same is made in writing to the Executive Board before the 45 days referred to in paragraph b(i) of this section.
 - (i) Such suspension or abatement may continue for such period the Executive Board deems appropriate.
 - (ii) If the account is not brought current during the period of suspension, the membership shall be terminated, "in arrears".
 - (iii) The Executive Board may extend the period of suspension if it deems appropriate.
- d. During any period of suspension, the member, spouse and dependent children shall not enjoy privileges of membership.

Section 6. Resignation:

- a. Members may resign by notifying the Rear Commodore or Treasurer, effective the beginning of the month following the notice.
- b. The resignation shall be considered "in good standing" if the member's account is current or "in arrears" if balances on the account are due.
- c. The Treasurer will maintain documentation as to the membership name, date and reason for resignation, if given, and whether the resignation is considered "in good standing".

Section 7. Reinstatement:

- a. Former members may reapply for membership as if a new member and upon payment of one half (1/2) the initiation fee appropriate to the particular membership, plus dues required. If the application is approved, a new member number shall be assigned.
- b. Members suspended from membership "in arrears" may be reinstated by bringing their account to date before achieving 90 days past due and upon approval of the Executive Board.
- c. Members terminated from membership "in arrears" may reapply by making a new application for membership, by bringing their account to date, and by paying the initiation fee appropriate to the particular membership, plus current dues required, subject to the approval of the Membership Committee and the Executive Board.

- d. Members terminated for cause may be reinstated only after applying as if a new member, posting the initiation fees and appropriate dues, and on affirmative vote of the General Membership at either of its semi- annual meetings, or at a special meeting called for that purpose.

Section 8. Miscellaneous:

- a. In the event of divorce, the Executive Board may accept for new membership;
 - (i) Without initiation fee, the divorced former spouse.
 - (ii) A new membership number will be assigned to each party.
- b. Should a member die, the membership shall succeed to the surviving spouse.
- c. Members changing addresses or status in the original application for membership shall notify, in writing, the Treasurer within thirty (30) days of such change.

ARTICLE IV — EXECUTIVE BOARD

Section 1. Affairs of the Club:

- a. The Executive Board, elected by the Active and Cruising memberships, will govern the affairs of the Club. Any decision or action of the Executive Board may be overturned or rescinded by the General Membership at a semi-annual or a specially called meeting for that purpose.
- b. Each member of the Executive Board will have one vote during Executive Board meetings.
- c. Only the Executive Board or their designated representative will have the ability to encumber the Club in legal matters.

Section 2. Meetings:

- a. The Executive Board shall meet on a monthly basis according to a published schedule determined by the Commodore at a time and place conducive for the Executive Board members and may be conducted by an accepted telephone or Web based means. No more than two members may participate remotely with voice communication.
- b. Members in good standing may attend and address the Executive Board concerning any item properly brought before the Executive Board, but may not vote.
- c. Robert's Rules of Order Newly Revised shall govern the procedure of the conduct of the meetings of the Executive Board, unless these Bylaws provide otherwise.

Section 3. Membership Drives:

The Executive Board may authorize a new membership drive consisting of a reduction in dues, a reduction in the initiation fee, or some other incentive for new memberships to be in effect for a limited period of time.

Section 4. Composition and Terms:

- a. The Executive Board shall consist of ten (10) members: Executive Officers - Commodore, Vice Commodore, Rear Commodore, Treasurer, Secretary; and four (4) Directors, who shall be elected at the Fall meeting of the General Membership; and the immediate past Commodore.
- b. The Executive Officers shall serve for one (1) year, beginning the first day of the calendar year following election.
- c. The Directors shall serve for two (2) years, beginning the first day of the calendar year following election. Two of the Directors shall serve staggered terms, so that two are elected each year.
- d. Executive Board members shall hold only one elected office at a time, but may also serve as chairs or members of committees.
- e. Executive Board members serve without compensation.

Section 5. Responsibilities of the Executive Board:

- a. **Commodore:** The Commodore shall be the principal executive officer of the Club, and shall preside over all meetings of the General Membership and the Executive Board.
- b. **Vice Commodore:** The Vice Commodore shall be responsible for the Club's facilities:
 - (i) Assist the Commodore in the discharge of his/her duties and act as Commodore should that officer be absent or unable to perform his/her duties.
 - (ii) Chair the Club's Facilities Committee.
 - (iii) Advise the Executive Board on the status of Club properties and on needed repairs, effecting same when authorized by the Executive Board.
- c. **Rear Commodore:** The Rear Commodore shall be responsible for all matters pertaining to membership, and more specifically;
 - (i) Prepare, recruit, collect, and review membership applications for acceptance. Chair the Club's Membership Committee.
- d. **Secretary:** The Secretary shall keep records and minutes of the meetings of the General Membership and of the Executive Board and;
 - (i) Serve as the record custodian of the Club, unless these Bylaws provide that particular records are kept by some other office.
 - (ii) Reduce the minutes of meetings to writing and post via email within 7 days of the particular meeting recorded.
 - (iii) Keep a permanent record of the approved Executive Board minutes available at reasonable times for review by members of the Club.
- e. **Treasurer:** The Treasurer Will be responsible for the Club's finances, receipts, deposits, disbursements, accounts receivable and payable and;
 - (i) Advise the Executive Board when obligations change, such as rent, utilities, insurance and taxes.
 - (ii) Report the financial status of the Club at least monthly to the Executive Board.

- (iii) Provide a comprehensive financial report consisting of a balance sheet and income and expense statement, in writing, to the Spring and Fall meetings of the General Membership.
- (iv) Serve on the Membership Committee and the Finance Committee.
- (iv) Maintain Membership records, e.g. Membership number, date joined, date resigned or terminated, Good Standing, key fob(s) issued, etc.
- f. **Directors:** The Directors shall serve as advisory members of the Executive Board and;
 - (i) Attend all meetings.
 - (ii) Vote on Executive Board actions.
- g. **Immediate Past Commodore:** The Immediate Past Commodore shall serve as the parliamentarian for Executive Board and General Membership meetings and;
 - (i) Serve as an advisory member of the Executive Board.
 - (ii) Vote in matters before the Executive Board.

Section 6. Vacancies and Resignations:

- a. Vacancies on the Executive Board may be filled by any Active member in good standing, elected by the Executive Board subject to confirmation by the voting members at its next general meeting unless the term of office expired before the next general meeting.
- b. The term of office shall correspond to that of the Executive Board electing the member to fill the vacancy except in the case of a Director resigning in his/her first year of office. If the Executive Board appointed Director is confirmed by the voting members at the next general meeting, his/her term of office will expire at the end of its second year.
- c. Should the Immediate Past Commodore decline or be unable to serve, or changes membership to other than Active, this position shall not be filled, and some other member of the Executive Board may be appointed Parliamentarian.
- d. Resignation from the Executive Board should be made in writing and addressed to the Commodore and Secretary.

Section 7. Termination of Office:

- a. Executive Board members may be removed from office by a vote of the majority of the voting members at any general meeting or special called meeting for that purpose of the membership.
- b. Failure to attend three meetings shall constitute constructive resignation from the Executive Board by the absent Executive Board member, unless the Executive Board expressly excuses the absences.

Section 8. Quorum:

- a. A quorum for any meeting of the Executive Board shall be six (6) members.
- b. Business of the Executive Board requiring a vote must pass by a majority vote of those present.

Section 9. Meetings Without Notice:

- a. Club matters requiring Executive Board decision when the Commodore determines it impractical to call a meeting may be accomplished by polling the Executive Board members individually by phone or otherwise and the business conducted by a vote of four (4) members concurring.
- b. Documentation of the business, the members of the Executive Board contacted and their respective votes shall be maintained and presented to the Executive Board for confirmation (or not) at its next regular meeting.

ARTICLE V — ANNUAL OPERATING BUDGET AND DONATIONS

Section 1. Annual Operating Budget:

- a. The Finance Committee, with Executive Board approval, will prepare and present an annual operating budget for the months of January I through December 31 to the General Membership for approval or disapproval no later than the Spring General Membership meeting of each year.
- b. The proposed operating budget shall be emailed to BYC members by December 15th of the year before it is to become effective. The proposed budget shall be used as a budget guideline until approved at the Spring General Meeting.
- c. Expenditure of Club funds shall be made only in accordance with the approved budget, unless
 - (i) Non-budgeted expenditures are deemed immediate and are of an emergency nature for the preservation of the Club's facilities as determined by the Vice Commodore.
 - (ii) Non-budgeted expenditures are approved by majority vote of the voting membership in advance to said expenditure at any general meeting, or specially called meeting for that purpose.
 - (iii) Non-budgeted expenditures are made from a fund for contingencies as deemed appropriate by the Executive Board. This fund will consist of unexpended donations from the prior year and may be supplemented by the Finance Committee at the beginning of the budgetary year from available funds.
- d. Non-budgeted expenditures are those expenditures not forecast within the limits of the current budget, be it capital or expense.
- e. Actual to budget performance reports will be posted monthly via email for General Membership comment.
- f. Ordinary variances of the operating budget for any given category will be deemed acceptable after the required posting, if no special meeting is called for budget review.

Section 2. Donations by Solicitation:

- a. A donation is any monetary gift or gift of real or personal property for the benefit of the Club, and its members by any person, group or organization.
- b. Donations less than or equal two hundred dollars (\$200.00) in value shall be presented to the Vice Commodore for approval.

- c. Donations greater than two hundred dollars (\$200.00) in value must be approved by the Executive Board.
- d. Any solicitation for donations must first be submitted to the Executive Board regardless of the amount of the solicitation.
- e. Donations when accepted, approved and placed by the Vice Commodore or the Executive Board are nonrefundable and become property of the Club.
- f. Donations shall not be considered as budgeted items and may be used as deemed by the Executive Board.

ARTICLE VI — GENERAL MEMBERSHIP MEETINGS

Section 1. General Meetings:

There shall be at least two general meetings of the membership each year, one in the Spring of the year and the other in the Fall of the year. The Spring meeting shall be defined as either March or April and the Fall meeting is defined as either September or October. All members in good standing may attend and be heard on matters properly before the membership. The purposes of these general meetings are:

- a. Elect Club officials.
- b. Examine the business affairs, rules and regulations of the Club.
- c. Conduct any business necessary.
- d. The business of the Club shall be conducted by a majority vote of the eligible voting members present.
- e. Only Active and Cruising members in good standing may vote on matters before the membership. One vote per membership is allowed.

Section 2. Special Meetings:

Special meetings may be called by the Commodore, a majority of the members of the Executive Board or at least ten (10) members of the General Membership in a written statement to the Executive Board listing the purpose of such meeting.

- a. Notice of special meetings may be sent by email at least ninety-six (96) hours prior to the meeting of the General Membership.
- b. All members in good standing may attend and be heard on matters properly before the membership.
- c. Only Active and Cruising members in good standing may vote on matters before the membership. One vote per membership is allowed.

Section 3. Notice of General Meetings:

- a. The General Membership will be notified via email at least 30 calendar days prior to the meeting.
 - (i) The notification shall include the proposed agenda.

- (ii) Members wanting additions to the agenda must notify the Commodore via email, telephone, or in person.

Section 4. Quorum:

A quorum shall be constituted at any general or special meeting by attendance of at least fifteen per cent (15%) of the voting members being present.

Section 5. Proxies;

Proxies shall not be permitted.

Section 6. Rules of Order:

Robert's Rules of Order Newly Revised shall govern the procedure of the conduct of the meetings of the membership unless these Bylaws provide otherwise.

ARTICLE VII — ELECTION OF OFFICERS

Section 1. Eligible Voting Members:

Active and Cruising memberships of the Club who are in good standing shall elect the officers provided by these Bylaws at the Fall meeting of the General Membership.

Section 2. Candidate Qualifications:

- a. Hold an Active membership in good standing for a minimum of one (1) year.
- b. Prior Executive Board experience is highly recommended for the Commodore's position.
- c. Been active in Club affairs during the prior year.
- d. Must not be nominated for more than one office.
- e. Willing to serve and provide a statement of qualifications.

Section 3. Nominating of Candidates:

Candidates for office shall be nominated by the Nominating Committee.

Section 4. Nominating Committee:

- a. Nominating Committee, consisting of five (5) members, will be elected by the Executive Board and the General Membership to propose an election ballot of officers and directors. Nominating Committee members will elect the Chair of the committee.
 - (i) Active and Cruising memberships will elect three (3) members in good standing from the Active memberships during the Spring General Membership meeting.
 - 1. Nominations will be taken from the floor.
 - 2. Members may vote for up to three (3) nominees.

3. Nominees receiving the highest vote totals will be selected.
 4. The election protocol will be the same as used for the general elections.
- (ii) The Executive Board will elect, by its July board meeting, two members from the Active and Cruising memberships in good standing.
1. In the event a Past Commodore was not elected at the Spring General Membership meeting then one of those elected by the Executive Board must be a Past Commodore
 2. Current Executive Board members shall be excluded.
- b. Names of the members of the Nominating Committee shall be published during the month of August by posting in a public place within the Club and in the Club's August newsletter so that the General Membership may contact members of the committee about potential nominees.
- c. The Nominating Committee shall submit their report to the Executive Board at the Executive Board's September meeting and at the Fall General Membership meeting. This report shall include an election ballot consisting of at least one (1) name for each office.
- d. The election ballot shall be published in the Club's September newsletter and shall include each candidate's statement of qualification.
- e. If not published in the Club's September newsletter, the commission of this committee shall terminate and all nominations will be made from the floor of the meeting of the General Membership.

Section 5. Election Protocol:

The Commodore and Secretary will conduct the election of the Officers and Directors during the Fall General Membership meeting.

- a. Nominations from the floor will be accepted only if:
 - (i) Potential nominees are present at the Fall General Membership meeting.
 - (ii) Are willing to serve.
 - (iii) Provide a statement of qualification and reason for serving.
- b. Written ballots shall be used for a given office when multiple candidates have been nominated for that office. Written ballots will include office position and candidate names.
- c. For positions not having multiple candidates, Robert's Rules of Order Newly Revised election protocol will apply.
- d. Commodore or the Secretary shall appoint two (2) official Tellers from the Active and Cruising memberships present to assist in conducting the election. These officials will:
 - (i) Verify voter eligibility by using the most current list of Active and Cruising memberships in good standing prepared by the Treasurer.
 - (ii) In case of a written ballot being taken, distribute the official ballots and mark the current list of members in good standing, showing they received their ballot.
 - (iii) Mark the current list of members in good standing when eligible members vote.
 - (iv) Count, tabulate and prepare a Teller's Report consisting of:
 1. number of votes cast.

- 2. votes necessary for election.
- 3. votes received for each candidate.
- e. All eligible memberships present during the Fall General Membership meeting may vote.
- f. The candidates for Officers and Directors shall be elected by a majority of voting members present during the Fall General Membership meeting after a quorum has been verified. (Article VI Section 4 Quorum)
 - (i) The top two candidates for each available office will be selected for a runoff if a majority does not exist among candidates.
 - (ii) If a majority for a given office cannot be reached after three voting processes, then
 - 1. Nominations from the floor will be accepted for the given office.
 - 2. New ballots will be provided according to Section 5 Election Protocol subsections a, b and d.
- g. The Teller's report shall be included in the official minutes of the meeting.

Section 6. Commencement of Term:

- a. Elected officials will take office the first day of January of the year following election.
- b. Formal installation and the oath of office may take place at any time during that month.

ARTICLE VIII – COMMITTEES AND APPOINTED OFFICES

Section 1. Appointment and Expiration:

- a. The Commodore shall appoint such committees as necessary to further the Club's business, including but not limited to the Bowsprit, Publicity, Long Range Planning, Beverage, Dinner, Race, Cruising, Social, Hurricane, and Education.
- b. The Club's standing committees shall include Membership, Finance, and Facilities. Chairs for these committees are provided in Section 2.
- c. Active, Military, Cruising or Student members in good standing may serve on and/or chair one or more committees.
- d. Committee memberships and chairs shall expire at the end of each calendar year.
- e. Club property assigned to a committee member or chair (such as storeroom keys, tools, burgees) shall be returned to the Commodore at the end of the term of the committee.

Section 2. Standing Committees:

- a. **Membership:** The Membership Committee shall be chaired by the Rear Commodore and shall include the Treasurer plus three (3) Active members appointed by the Rear Commodore and approved by the Executive Board.
- b. **Finance:** The Finance Committee shall include the Commodore, Vice Commodore, Treasurer, and least three (3) Active members selected by the Executive Board. After the election of

officers at the Fall General Membership meeting, the Commodore elect, Vice Commodore elect, and Treasurer elect shall also be on this committee.

- (i) The Chair shall be selected from the Active members of the committee.
 - (ii) The duties of this committee include evaluation of the financial condition of the Club, its future needs, methods of meeting those needs.
 - (iii) Shall form a **Budget Committee** consisting of members from the Finance Committee and shall include the Commodore and Commodore elect, Vice Commodore and Vice Commodore elect, Treasurer and Treasurer elect, and the Finance Committee Chair, as Chair, to prepare the following year's budget by December 15 of the current committee's year.
 - (iv) Shall appoint an **Audit Committee** consisting of two (2) members from the General Membership of the Club. Neither person so appointed may be a member of the Executive Board. The Audit Committee shall provide an audit of the accounting records, methods and procedures of the Club; be independent from Executive Board oversight; and provide a report regarding the reliability of the financial reports to the General Membership at the Spring General Membership meeting.
- c. **Facilities Committee:** The Facilities Committee shall be chaired by the Vice Commodore and;
- (i) Shall include at least two (2) Active or Cruising members appointed by the Vice Commodore and approved by the Executive Board.
 - (ii) Shall be responsible for and not limited to protection, maintenance and repair of Club property, janitorial services, policies for renting Club premises, and enforcement of safety procedures concerning the Club.
- d. Any actions by any standing committee may be rescinded by a majority vote of the Executive Board.

Section 3. Liability:

Neither the Vice Commodore, the committee members, the Club or any officer or member of the Club shall be responsible for the personal property of any member, guest, visitor or invitee.

ARTICLE IX- OWNERSHIP OF CLUB PROPERTY

Ownership and title to all Club property, funds, or assets shall be vested in the Bay Yacht Club as a nonprofit corporation. Active and Cruising memberships in good standing shall have an equal, undivided interest in Club properties. Suspension, resignation or termination of membership for any reason shall operate as a forfeiture of such property interest.

ARTICLE X — RECORDS

Club officers, committee chairs, and members shall retain as a permanent record any correspondence published on behalf of the Club, copies of reports made to or on behalf of the Club and records made and maintained on behalf of the Club. The Club shall provide space for retaining such records, under the auspices of the Secretary.

ARTICLE XI - CONSTRUCTION AND AMENDMENTS

- a. The construction, meaning and definition of any provision of these Bylaws shall be determined by a majority vote of the Executive Board, reduced to writing and published periodically in a public place in the Club, and shall be known as "Policy Statement" or "House Rules", subject to change by a majority vote of the membership at a general meeting or at a meeting specially called for that purpose using the same voting protocol as the election of officers.
- b. These Bylaws may be amended at any meeting of the General Membership or a meeting specially called for that purpose on notice as set forth in Article VI, upon a vote of two-thirds (2/3) of the voting members present using the same voting protocol as the election of officers.

ARTICLE XII - DISSOLUTION

Dissolution of this Club shall be in accordance with the Texas Non-Profit Corporation Act, as amended.

HISTORY OF CHANGES:

Adopted April 18, 2009 at General Meeting with no dissenting votes Revised
October 10, 2009 at General Meeting with no dissenting votes.
Revised April 17, 2010 at General Meeting with a few dissenting votes. Revised
October 2, 2010 at General Meeting with no dissenting votes.
Revised April 09, 2011 at General Meeting with a few dissenting votes. Revised
October 08 2011 at General Meeting with a few dissenting votes Revised April
14, 2012 at General Meeting with no dissenting votes.
Revised October 8, 2012 at General Meeting with no dissenting votes.
Revised October 5, 2013 at General Meeting with no dissenting votes.
Revised April 12, 2014 at General Meeting with no dissenting votes.
Revised October 18, 2014 at General Meeting with two dissenting votes.
Revised May 21, 2016 at General Meeting no dissenting votes.
Revised October 22, 2016 at General Meeting no dissenting votes.
Revised October 14, 2017 at General Meeting with no dissenting votes.
Revised October 19, 2019 at General Meeting with no dissenting votes.