

CHISHOLM TRAIL CONVENTION



BYLAWS

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Chisholm Trail Convention Bylaws

February 12, 2013

I. **ARTICLE I - Name**

1. The name of the organization shall be Chisholm Trail Convention

II. **ARTICLE II – Definition and Purpose**

1. The Chisholm Trail Convention (hereinafter referred to as “CTC” or the “Organization”), shall exist as a 501(c)(3) non-profit public charity organization, doing business as “Chisholm Trail Convention”, with the primary purpose being to provide service and fellowship opportunities to the Alcoholics Anonymous (“A. A.”) members of the greater Austin area by means of the annual Chisholm Trail Convention event (the “Event” or collectively the “Events”), making every effort to encourage all members and groups to participate.

- a) The Organization will always protect the autonomy, anonymity and the privilege of dissent of any A. A. group while operating within the framework of the Twelve Traditions and Twelve Concepts for World Service of A. A.

III. **ARTICLE III - Membership**

1. Eligibility

Any A. A. member shall be eligible for membership in the Organization, provided they agree to abide by the bylaws and rules of the Organization.

2. Membership

Members of the Organization may consist of any eligible A. A. members who choose to participate in the planning and execution of the Event.

3. Dues

The Organization has no dues or monetary charges for membership.

IV. ARTICLE IV - Board of Trustees

The management and administration of the affairs of the Organization shall be governed by a Board of Trustees consisting of nine (9) members: Four (4) Officers and five (5) Committee Chairpersons, Alternate Board Members, Members-at-Large, or a combination thereof.

1. **Duties:** The Board of Trustees (the "Board") shall oversee the affairs and business of Organization. In addition, the Board is responsible for making policies and setting guidelines to govern such affairs of the Organization. Business may be conducted via in-person meetings, telephone, or by other electronic means.
2. **Voting:** All members of the Board of Trustees shall have equal voting rights with no more than one (1) vote per Board member. Board resolutions require a simple majority vote of a Quorum as noted in Article XII herein, except for alterations to the bylaws (see Article IX, herein). At the Chairperson's discretion, Board business that requires a vote may be conducted via telephone or electronic means for issues that require immediate action, provided that a reasonable attempt is made to notify all Board members of the vote.

a) Alternate Board Members:

1. Voting by Alternate Board Members is allowed only when the primary Officer, Board Member or respective Chairperson for which their position is Alternate, is absent for the voting process.

3. **Terms:** A Board Member's term in office shall be limited to a maximum of two (2) years. Terms will begin immediately upon election. Vacancies on the Board may be filled, at the Board's discretion, through appointment by the Board followed by a simple majority confirmation vote by the voting members of the Organization to serve out the balance of the term.
4. **Eligibility:** All Organization members in good standing, having no less than two (2) consecutive years of sobriety prior to the official start of elections are eligible to serve on the Board of Trustees, except that of the Treasurer which requires no less than five (5) consecutive years of sobriety prior to the official start of elections.
5. **Selection of Board Members:** See Article IX, Elections.
6. **Board Member Activity:** Board Members are required to attend 75% of the meetings and participate in Board discussions and decision making on a regular basis. Any Board Member who will be unable to participate as outlined above must notify the Chairperson before his or her absence. Board members with three (3) consecutive absences may be dismissed from the Board, at the discretion of the Officers.

V. **ARTICLE V - Officers**

1. The Officers of the Board shall consist of a Chairperson, Co-Chairperson, Secretary, and Treasurer elected by the Board.
2. Elected Officers will each serve a two-year term with no person to hold a single office for more than that one (1) term. These Officers shall be elected using A.A. Third Legacy Procedure from among those Board Members present at the regularly scheduled meeting in April of every even calendar year, or within the

first two (2) meetings after which a vacancy occurs. The term of office shall commence on the date of election, or immediately, in the case of an election to fill a vacancy.

3. The duties of the Officers are as follows:

a) The Chairperson shall:

1. Preside over all Board Meetings.
2. Sign contracts and agreements on behalf of the Organization.
3. Coordinate with Treasurer to add Chairperson to the CTC Bank account as a joint account holder for redundancy at the beginning of each Term.
4. Perform other duties associated with the office, unless otherwise specifically limited herein.
5. Have the Items needed for the Event podium:
 - i. Chisholm Trail Event Meeting Format (preamble, etc.)
 - ii. Convention Statement of Purpose
 - iii. A.A. Anonymity Statement for Press, Radio, & Film attendees
 - iv. How it works (Original Manuscript- 1938)
 - v. Line-up Volunteers to chair each meeting at the Event:
 1. Committee Chairperson (reads the preamble and anonymity statement, etc)
 2. Readers (How it works – Original Manuscript, Etc.)

6. Coordinate Sobriety Countdown or “Ask it” basket; as required.

b) The Co-Chairperson shall:

1. Perform the duties of the Chairperson in the absence of the Chairperson.
2. Assist the Chairperson, the Board, and associated Committees in duties as requested by the Chairperson.

c) The Treasurer shall:

1. Be responsible for all Profit and Loss (P&L) records, Organization income and expenses.
2. Keep accurate financial records.
3. Make timely deposits of all monies received.
4. Coordinate with Chairperson to add Chairperson to the CTC Bank account as a joint account holder for redundancy at the beginning of each Term.
5. Bill all those who owe money to the Organization or Convention.
6. Pay duly authorized expenses in a timely manner.
7. Make available financial records to the Organization for inspection and audit, as determined by the Chairperson.
8. Make monthly and annual reports to the Board.
9. Maintain a ledger describing Organization assets.

10. Maintain records of all the monies received; maintain bank accounts for depositing all receipts and making documented disbursements.
11. Not obtain, hold, use, or make available any bank-provided checking or debit card with direct access to the entirety of the Organization's bank account or income.
12. Only execute financial transactions by means limited to Check.
13. Require proof of purchase via original itemized receipt of purchase on reimbursements for all monies.
 - i. Treasurer reserves the right to audit all receipts associated with reimbursements, providing approval for reimbursements for Organization or Event expenses only.
14. File form 990-N (e-Postcard) with IRS no later than September 15 of each year.

d) The Alternate Treasurer shall:

1. Perform the duties of the Treasurer in the absence of the Treasurer.
2. Assist the Board and associated Committees in duties as requested by the Chairperson.
3. Coordinate with Treasurer to add Alternate Treasurer to the CTC Bank account as a joint account holder for redundancy.

e) The Secretary shall:

1. Accurately record and be responsible for minutes of all Meetings.

2. Maintain a record, via minute book, of all approved Meeting minutes.
3. Distribute minutes of each meeting to all Board members via email within 7 days of the last meeting.
4. Maintain a file of all records, legal documents and licenses of the Organization, including but not limited to, past minutes, newsletter archives and other official documents.
5. Oversee notification of Organization and Event meetings to the appropriate members. Notice of the date, time and location of meetings shall be given to members at least one (1) week prior to the meeting.
6. Provide at least one (1) hard-copy of the minutes for review at each meeting.
7. Maintain a list of active Members to include names, addresses, emails and phone numbers of Board members.
8. Initiate and respond to correspondence as required.

VI. **ARTICLE VI - Officers**

1. **TERM:** In the spirit of rotation, Committee members may not be re-elected to the same Committee chair position more than once, with their term being limited to a maximum of two (2) consecutive years.
2. The Board may appoint standing and ad hoc committees for the Convention, as needed.

- a) Committee members and associated positions shall hereinafter be referred to as (“Committee Chairpersons” and/or “Committee Chair Positions”).
- b) At a minimum, the primary Committees and associated Chairpersons for the Convention will consist of the following:
 - 1. Facilities
 - 2. Registration
 - 3. Hospitality
 - 4. Speaker
 - 5. Publicity
 - 6. Entertainment
 - 7. Raffle
 - 8. Archives
 - 9. Al-Anon Family Group (AFG) Liaison (to include Alateen)
 - 10. Website Administrator
 - 11. Volunteer Coordinator

VII. **ARTICLE VII - Committees**

1. COMMITTEE BUDGETS

- a) The Board can set Committee budgets via simple majority vote, on an annual basis, as needed.

2. EXPENSES AND CASH-IN-ADVANCE

- a) Receipts are required for all Expenditures, whether in the form of Cash in Advance or reimbursement of approved Expenses.
- 3. Committee Chairpersons may appoint unofficial Co-Chairpersons or sub-committees for the annual Event, as needed.
- 4. The duties of the Committee Chairpersons are as follows:

a) The Facilities Committee Chairperson shall:

- 1. Keep all associated receipts and give to Treasurer
- 2. Obtain check from Treasurer and Pay (in full) the balance due for Event Facility as required by the Agreement with the Event Facility.
- 3. Obtain and make available to the Board, the facility floor plan by no later than February 1st.
- 4. Make arrangements with City of Georgetown and any other local businesses regarding Permits for placement of, event signs to be placed in the Right of Way (R.O.W.) and street corners as required by City Ordinance.
- 5. Pick up keys for event facility at least (1) day prior to the event (Friday Morning).
 - i. Open Facility for vendors and groups on Friday at 9:00 am CST, the first day of the Event.
- 6. Coordinate with City of Georgetown Parks and Recreation to roll deposit forward for following year and to book the first weekend in March for next year's convention (Community Center).

- i. If Event will occur at a different facility; the Facility Chairperson is required to work with the Board as needed to secure the Facility; i.e. contracts, deposits, rental fees, etc.
- 7. Coordinate with Facility Owner(s) to obtain podium and microphone hardware for event.
- 8. Arrange for volunteers or sub-committees as needed to facilitate the following duties:
 - i. Hanging present and past convention banners the Friday before the Event.
 - ii. Setup and periodic move of all tables and chairs for event.
 - iii. Setup event stage and back-drop with podium.
 - iv. Cleaning and lockup of facility each night of the Event and open of the facility each morning of the Event.
 - 1. Includes all doors to the facility.
 - v. Monitor General tidiness of the facility during the Event
 - vi. Setup and empty trash cans, cigarette butt-cans, and clean spills, etc.
 - vii. Clean facility at end of event; trash, sweeping, stacking tables and chairs, etc.
- 9. Return keys and microphones to Facility Owner(s) office no later than two (2) days after the Event or as specified in the Facility Agreement between the Parties.

b) The Registration Committee Chairperson shall:

1. Keep all associated expense receipts and give to Treasurer for reimbursement.
2. Coordinate with Treasurer and local A.A. groups for Scholarships to the Event.
3. Arrange for volunteers or sub-committees as needed for Event Registration duties.
4. Buy and make available the name badge materials/hand stamp, etc., for pre-registered guests, at least two (2) weeks prior to the Event.
5. Supply sign-in book or sheets formatted for registration tables
6. Utilize the provided money box or bag for loose change / Cash in Advance
7. Provide ribbons or special name tags for the following attendees, as applicable:
 - i. Chairman / Committee Members
 - ii. Event Speakers
 - iii. Workshop Facilitators
 - iv. Greeters
8. Bring Sharpie / Markers, pens, calculator, etc. for Registration needs.
9. Coordinate daily money pickup times with Treasurer during the Event.

10. Keep running total of registrants with the following distinctions:

- i. Pre-Registration
- ii. Door Registration
- iii. Scholarships

11. Report on (announce) number of registrants at each Committee Meeting, as available.

12. Supply signs for Donation Cans (4); Door Prizes Cans (if any).

13. Organize volunteers or sub-committees to run or “staff” the registration table.

14. Coordinate with Publicity Chairperson/Sub-Committee, as needed, regarding the number of pre-registrants; have those name badges made in advance of the Event.

- i. Coordinate with Treasurer and/or Website Administrator for pre-registrations within one (1) week after the pre-registration deadline.

c) The Hospitality Committee Chairperson shall:

1. Keep all associated expense receipts and give to Treasurer for reimbursement.

2. Arrange for volunteers or sub-committees as needed for Event to:

- i. Clean-up kitchen and serving area
- ii. Food-service (Service and food prep)
- iii. Coffee / Snack Bar

- iv. Liaise / Coordinate with AFG Liaison (Saturday Luncheon)
 - v. Saturday Dinner (450 people Max)
 - vi. Sunday Breakfast (400 people)
3. Coordinate money pickup times for coffee bar with Treasurer and/or Event Chairperson.
 4. Obtain donation cans for coffee bar and display them with signs (note donations ONLY – items are free)
 5. Setup coffee table Friday afternoon (before event).
 6. Provide all Event associated receipts to Treasurer
 - i. Reimbursement will be made for convention items only with itemized receipts submitted to Treasurer. Tax paid on any items will not be reimbursed.
 7. Food Shopping:
 - i. Arrange for volunteers or sub-committees as needed for:
 - a. Grocery shopping Friday morning or before
 - b. Delivery of all food items to Event center
 - c. Setup kitchen
 - d. Cooking meals during or before event, etc.
 - e. Secure needed kitchen utensils, i.e. bowls, serving plates, spatula, etc.
 8. Coordinate preparation and execution of Saturday luncheon with AFG Liaison.

d) The Speaker Committee Chairperson shall:

1. Keep all associated expense receipts and give to Treasurer for reimbursement.
2. Review speaker talks with Committee members by sharing the tape(s), CD(s), or online MP3.
 - i. Speakers for the Event will be determined by simple majority vote of the Board.
3. Call speakers ASAP to make sure they are willing and available.
4. Follow-up with letters to speakers confirming:
 - i. Date
 - ii. Location
 - iii. Expenses / Per Diem
 - iv. Map / Shuttle arrangements, etc.
 - v. Include event flyer or schedule
5. Book hotel rooms as a block for speakers as far in advance as possible; coordinate with Treasurer to pre-pay if needed.
6. Arrange for volunteers or sub-committees as needed for Event to:
 - i. Facilitate transportation and other needs for Event Speakers, etc.
 - ii. Introduction for Speakers at Podium
7. Be at the convention to greet each and every speaker as they arrive – if you're not the one shuttling them from the airport.

8. Obtain a new 4th Addition Big Book and have all speakers sign for sobriety countdown – Youngest person in the room gets the book.
9. Coordinate with AFG Liaison for AFG speaker and chair person; obtain speaker name by no later than December timeframe.
10. Workshops (Optional):

- i. If approved as part of the Event schedule, work with Committee and come up with at least two (2) workshops for Saturday afternoon.
 - a. Arrange/coordinate for Workshop leaders (Speakers or Locals)
- ii. Have topics for workshops resolved ASAP so they can be included on flyers, etc.
- iii. Coordinate with Public Information Chair on Flyer creation and Speaker/Workshop information.

11. Determine, Facilitate, and Purchase Speaker gifts

- i. Work with Treasurer for funding, receipts and reimbursement
- ii. Work with Public Information Chair to get needed logo, etc. for gift engraving, etc.
- iii. Contact previous year's Speaker Chair for pointers.
- iv. Provide meeting Chairpersons with speaker gifts during the Event.

e) The Publicity Chairperson shall:

1. Keep all associated expense receipts and give to Treasurer for reimbursement.
2. Arrange for volunteers or sub-committees as needed for Event as required.
3. Obtain new banner with convention theme by January 1.
4. Coordinate with Website Administrator for poster, flyer and associated documentation required for Website Promotions with intergroup or A.A. Central Office, etc.
5. Create and distribute Event Flyers, Posters, bookmarks, etc.:
 - i. Produce generic black/white flyers, ASAP to give to Speaker Chairperson
 - ii. Produce draft version of flyers for final review to ensure error avoidance (grammar, dates, names, etc).
 1. Update or change as needed
 - iii. Produce finalized Fliers (700+) for distribution by December 1
 - iv. Produce any Posters or Bookmarks, etc. by December 1
6. Create and display 20" x 30" event schedules on foam board for Event (3 minimum).
7. Create and display 20" x 30" event menu on foam board for Event (1 minimum).

8. Distribute (700+) copies of finalized fliers to CTC Committee and other areas as needed.
9. Supply generic signs for smokers to use butt-cans on patio, etc.
10. Obtain quotes for Event merchandise (Shirts, Mugs, etc.) with conference theme, by at least November 1.
11. Purchase Event merchandise by February 1
12. Coordinate with Treasurer for Cash in Advance (change) for merchandise table and pickup of monies by the Treasurer at the end of each day of the Event.
13. Confirm event recorder for Event by November 1
 - i. G&L Tapes – McDade, TX

f) The Entertainment Chairperson shall:

1. Arrange for volunteers or sub-committees as needed for Event as required.
2. Keep all associated expense receipts and give to Treasurer for reimbursement.
3. Submit selections for Entertainment options to Committee at least six (6) months prior to Event.
4. Confirm entertainment and total dollar values to secure these items by November 1st.
5. Coordinate with Treasurer to cover associated expenses needed to secure the entertainment for the Event.

6. Arrange for volunteers/sub-committees to help setup entertainment.

i. Coordinate with Facilities Chair to:

a. Arrange chairs, tables, and other items as needed for entertainment.

b. Cleanup and lock facility after entertainment (Saturday Night).

g) The Raffle Chairperson shall:

1. Keep all associated expense receipts and give to Treasurer for reimbursement.

2. Arrange for volunteers or sub-committees as needed for Event as required.

3. Obtain items to be raffled; store them.

4. (Optional) Contact vendors, etc. for Tax-deductible donations

5. Create volunteers/sub-committees for:

i. Raffle ticket sales

ii. Preparation and transport of Raffle items for the Event

iii. Conduct the raffle during the Event; Master of Ceremonies (MC)

6. Coordinate with Treasurer for:

i. Money pickup times

ii. Purchase of Raffle / Door prize items

iii. Delivery of receipts for all items purchased

h) The Al-anon Family Group (AFG) Liaison shall:

1. Arrange for volunteers or sub-committees as needed for Event as required.
2. Keep all associated expense receipts and give to Treasurer for reimbursement.
3. Coordinate the AFG-sponsored luncheon with AFG community and Hospitality Chairperson.
4. Provide information booth / table for AFG content at the Event
5. Coordinate with Event Speaker Chairperson for AFG speakers, as needed.
6. Liaise with the Board, Officers or Event Committee(s) as needed to coordinate efforts with the AFG community, associated with the Event(s).

i) The Website Administrator shall:

1. Ensures the accurate, timely, and compliant status of the CTC website.
2. Provides ongoing review of site performance, statistics, and functionality associated with the website.
3. Facilitates appropriate creation, approval, and posting of content in conjunction with Board.
4. Compliance with A.A. Guidelines for Internet as detailed in Document MG-18, entitled as such, or other documented

guidelines provided by the General Services Office (G.S.O.) of Alcoholics Anonymous.

5. Manages all projects related to website, social media, collaborative marketing, and ecommerce sites for the Organization.
6. Leads all marketing and lead generation activities related to the website in concert with the Board of Trustees.
7. Serves as organizational subject-matter-expert on website compliance, industry trends, and industry best practices in the segment.
8. Coordinates with Publicity Chair to ensure collaboration with website administrators of other entities and posting or distribution of Event information on the internet.
9. Any other internet or website related tasks which may be required.

j) The Archives Committee Chairperson shall:

1. Engage in the work of setting up and/or maintaining a CTC archives to collect and preserve area history.
 - i. Access CTC Archives from CTC storage and return all items to said storage facility at the end of the Event.
 - ii. Written materials (books, pamphlets, newsletters, written histories), photographs, and audiotapes are the foundations of a collection.

- iii. Past CTC historical material is sought out from old-timers, past committee members, and others with experience to share.
- 2. Guidelines on archives are available from the General Service Office.

k) The Volunteer Coordinator shall:

- 1. Be responsible for the recruitment of a pool of volunteers.
- 2. Promote Service commitments for specific dates, times and durations as requested by Committee Chairpersons for, but not limited to:
 - i. Registration Committee
 - ii. Speaker Committee
 - iii. Hospitality Committee
 - iv. Facilities Committee
 - v. Entertainment Committee
 - vi. Publicity Committee
- 3. Maintain a list of all interested volunteers to include contact information and availability to serve.

VIII. ARTICLE VIII – Meetings

1. Organization

The Officers of the Board (“Officers”) shall meet, at a minimum, once per fiscal quarter, or at any other time that a meeting may be called by a majority of the

duly elected Officers, or upon written requests (including electronic mail "E-Mail") of at least two-thirds (2/3) of the Officers. These meetings shall be presided over by the Chairperson of the Organization: in that person's absence, the Co-Chairperson may preside over the meeting.

2. Convention Planning

Meetings shall be held, at a minimum, once per month, or at any other time that a meeting may be called by a majority of the duly elected Board of Trustees, or upon written requests (including electronic mail "E-Mail") of at least two-thirds (2/3) of the Board. These meetings shall be presided over by the Chairperson: in that person's absence, the Co-Chairperson may preside over the meeting. In the event that neither of these committee members is present at a meeting, those representatives present may elect an alternate committee member to preside at that meeting, if a Quorum is present.

3. Meeting Notice

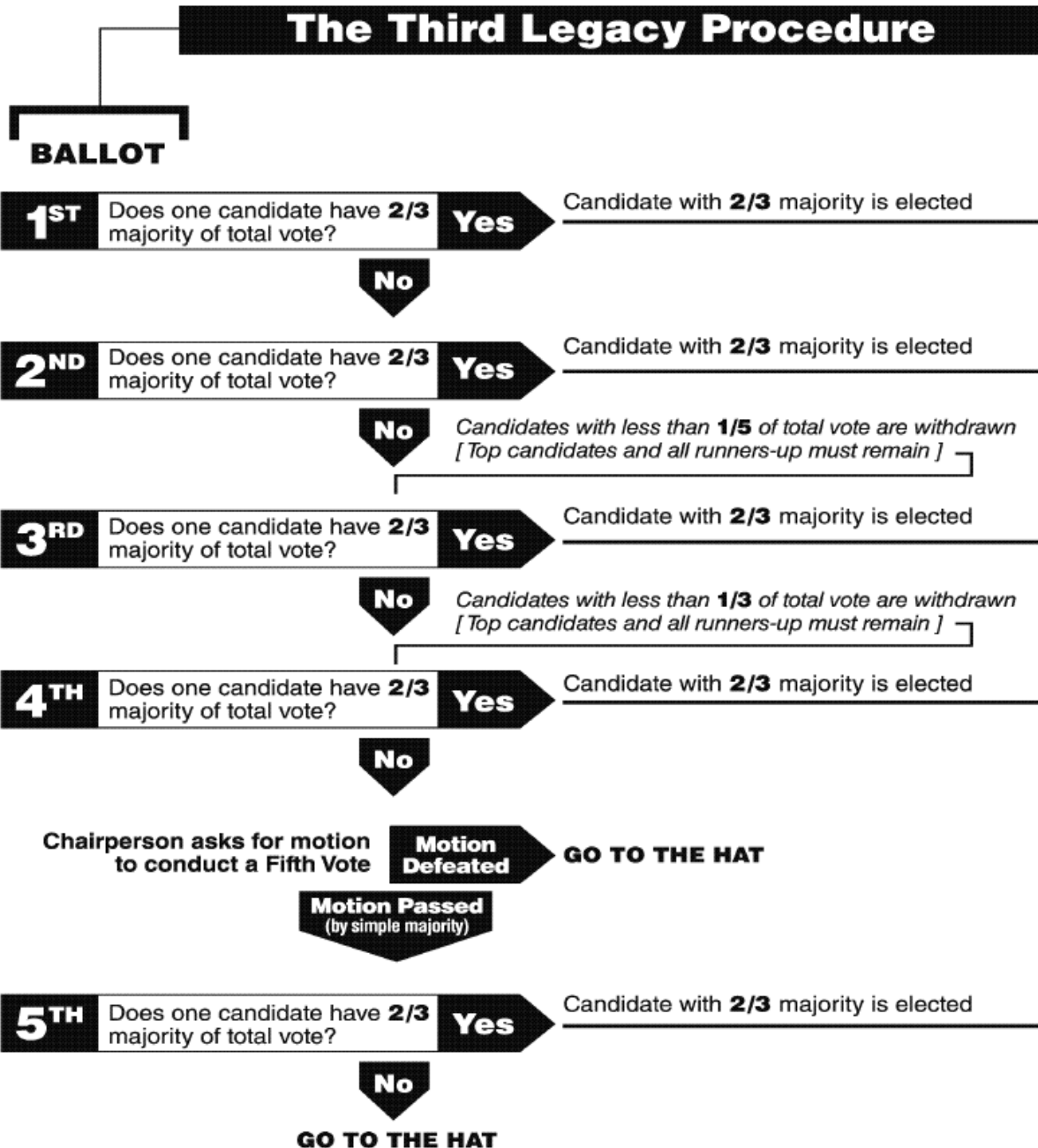
Due notice of all meetings will be given to all Board members by the Secretary in writing one (1) week prior to such meetings. Notices posted via hand-delivery shall constitute proper notification. If an E-Mail address is available for the representative, notification by that means shall be deemed acceptable.

IX. ARTICLE IX - Elections

1. All eligible members may submit themselves for nomination for open positions on the Board of Trustees. Any eligible nominated person will be considered a candidate for the Board. A member is required to nominate himself or herself for the Board, in person or by Proxy.

2. Nominations will be accepted at maximum of one (1) month prior to the start of voting for each election, providing sufficient time to determine the candidates for the election. Nominations will be accepted up until the start of voting.
3. Notification of the election of Board Members shall be given to the General Membership by publishing on the CTC and Hill Country Intergroup web sites at least fourteen (14) days prior to the conclusion of voting. Voting will begin as soon as the General Membership is notified of the election.
4. Voting for the Board of Trustees will conclude at 11:59 pm Central Time on the second Sunday in April of each year.
5. Voting will be conducted in accordance with the A.A. Third Legacy Procedure as specified in the A. A. Service Manual obtained therein and copied below:
 - a) The names of eligible candidates are posted on a board. All voting members of the Board cast written ballots, one choice to a ballot. The tally for each candidate is posted on the board.
 - b) The first candidate to receive two-thirds of the total vote is elected.
 - c) Withdrawals start after the second ballot. If any candidate has less than one-fifth of the total vote, his or her name is automatically withdrawn, except that the top two candidates must remain. (In case of ties for second place, the top candidate and all tied runners-up remain as candidates.)
 - d) After the third ballot, candidates with less than one-third of the total vote will be withdrawn automatically, except the two top candidates remain. (In case there are ties for second place, the top candidate and all tied runners-up remain as candidates.)

- e) After the fourth ballot, if no candidate has two-thirds of the total vote, the candidate with the smallest total is automatically withdrawn, except that the top two candidates remain. In case there are ties for second place, the top candidate and all tied second-place candidates remain. At this point, the Chairperson asks for a motion, second, and a simple majority of hands on conducting a fifth and final ballot. If this motion is defeated, balloting is over and the choice is made by lot-"going to the hat" immediately. If the motion carries, a fifth and final ballot is conducted.
- f) If after the fifth ballot no election occurs, the Chairperson announces that the choice will be made by lot (from the hat). At this point, the top two candidates remain. In case there are ties for first place, all tied first place candidates remain. In case there are no ties for first place, the top candidate and any tied second-place candidates remain.
- g) Lots are then drawn by the teller, and the first one "out of the hat" is the elected Board member.



6. If a vacancy comes to exist on the Board it may be filled, at the Board's discretion, through appointment by the Board followed by a simple majority confirmation vote by the voting Board members of CTC.

X. **ARTICLE X - Bylaws**

The Board will be solely responsible for the bylaws of the Organization. The Board may adopt, amend, or repeal the bylaws via the following procedure:

1. A member of the Board must make a motion for a change to the bylaws (providing the specific contents of the existing item(s) to be modified and the proposed, specific action).
2. The Officers of the Board will review the proposed change and determine if there is any risk to the Organization inherent in such modifications or if such modifications are inconsistent with the Twelve Traditions of A.A.
 - a) The Officers of the Board may take one of two (2) courses of action based on a simple majority vote of those duly elected Officers:
 - i. Take no action to further review the motioned change to bylaws, notifying the Board in writing as to why this motion is being rejected.
 - ii. Conduct a vote by the Board to further consider the change to the bylaws and perform any research required to gather additional information prior to making such change. Vote will be via two-thirds majority of the Duly Elected Board members.
 - b) The Board will review and determine if any further action is to be taken on the subject, based on any additional research as noted in item (ii) above via two-thirds majority.

- c) Voting by the Board on any change to the Bylaws requires the member making the Motion provide the required background information noted in Article X, Item 1 above, to the Board, at least 2 weeks prior to the vote.

XI. ARTICLE XI - Disciplinary Action

1. As determined by the Board, any member whose actions are deemed to run counter to the best interests of the Organization and/or the Event(s), shall be subject to termination action. Any permanent action taken shall be with a two-thirds vote of the Board. Disciplinary actions that may be taken include removal from the Board.
2. Should the Board feel that disciplinary action is necessary; the Board will schedule a vote and contact the member to be disciplined at least 14 days prior to said vote to ensure that the member can have an opportunity to speak in his or her defense. There is no appeal process.

XII. ARTICLE XII - Non-Discrimination Clause

The Organization shall not discriminate against people on the basis of race, color, sex, religion, national origin, age, disability, sexual orientation, or any legally protected characteristic.

XIII. ARTICLE XIII - Quorum

For the purposes of conducting meetings for the Organization or Event(s) by the Board of Trustees, a quorum shall consist of at least 2/3 of the majority of the duly elected Board of Trustees.

XIV. **ARTICLE XIV: Termination**

Dissolution of CTC may occur by a two-thirds vote of the Board of Trustees. In the event of dissolution, all remaining assets (except personal information that has been collected regarding CTC and Organization members), if any, shall be transferred to the nearest not-for-profit geocaching-related organization approved by the Board. Any and all personal information regarding members that has been collected will be destroyed. The transfer of assets and destruction of personal information shall be completed at the earliest opportunity.

XV. **ARTICLE XV: Property, Funds, and Assets**

1. All income received by the Organization shall be deposited in an operations fund.
The monies in the operations fund shall be used to the support missions and activities of both the Organization and Events as determined by the Board of Trustees.
2. Organization shall maintain all funds in any bank or savings and loan association whose deposits are insured by an agency of the United States. The Officers shall determine the financial institutions used for this purpose. All checks drawn from checking accounts and withdrawals from savings accounts shall require the signature of a joint account holder; i.e. Treasurer, Alternate Treasurer or Chairperson.

XVI. **ARTICLE XVI - Conflict of Interest**

Any member of the board who has a financial, personal, or official interest in, or conflict (or appearance of a conflict) with any matter pending before the Board, of such nature that it prevents or may prevent that member from acting on the matter in an impartial

manner, will offer to the Board to voluntarily excuse him/herself and will vacate his seat and refrain from discussion and voting on said item.

XVII. **ARTICLE XVI - Fiscal Policies**

The fiscal year of the board shall start on May 1st of the given year and end April 30th of the following calendar year.