

**CONSTITUTION AND BY-LAWS
OF THE
STATE ASSOCIATION OF TEXAS PIONEERS
SAN ANTONIO, TEXAS
Last Revised August 3, 2017**

ARTICLE I

NAME:

The name of this organization, as chartered under the laws of the State of Texas, shall be **THE STATE ASSOCIATION OF TEXAS PIONEERS**.

ARTICLE II

PURPOSE:

The purpose of this association shall be to keep alive Texas history, perpetuate Texas traditions and cultivate friendly relations between the Pioneers of Texas and their descendants; and also to establish and maintain landmarks, historical museums and institutions, calculated to carry out the educational, social and charitable purposes of the Association. There shall be no capital stock and no profit sharing features.

ARTICLE III

HOME:

The home of the Association shall be San Antonio, Texas.

ARTICLE IV

MEMBERSHIP:

Section 1: Effective immediately, membership shall be by application to those citizens whose ancestors were residents of Texas prior to January 1, 1900, and these members will be termed "Pioneer Members." The membership of any Pioneer Member who qualified as such under a different standard will continue to be recognized as a Pioneer Member. Other Member categories are referred to as "Associate Members." All categories of membership will be Members in Good Standing if dues are current.

Section 2: Categories of Business Membership shall be established by the Board of Directors. Qualifications for Pioneer Business Membership shall be to have been established in the State of Texas 100 years prior to the date upon which the Business Application was approved. Qualifications for Business Associate of the Pioneers is available for any Business currently in business in the State of Texas. They shall be known as Pioneer Business Members or Business Associate Members and various categories shall be established by the Board of Directors.

Section 3: Applicants for all categories of membership must present completed and signed applications on the approved "MEMBERSHIP APPLICATION BLANK" along with proof of the applicant's "Texas" connection, to the chairman of the Membership Committee. Upon fulfillment of the membership requirements, each new member will be presented with a Certificate of Membership, endorsed by the president and secretary of the Association.

Section 4: Categories of Junior Members – Anyone under the age of 18 will be considered a Junior Member.

Section 5: Honorary Membership may be conferred by the Board on anyone who has contributed to the Purpose of the Pioneers by their deeds. Honorary members will not be required to pay an application fee or first-year's dues.

Section 6: Affiliate Organization Members – Non-Profit, Church or Governmental Agencies with a purpose similar to that of the State Association of Texas Pioneers may become an Affiliate Organization Member. Dues for the Affiliate Organization Member will be equal to any amount the Pioneers must pay to become affiliated with that organization.

ARTICLE V

DUES AND ASSESSMENTS:

Section 1: Dues and Application fees of all member categories shall be set by the Board of Directors no later than three months prior to December 31 of each calendar year. If not acted on by the Board, the dues will remain the same as the prior year. Dues are payable by January 1 of each calendar year, as the dues year is considered from the first of one year to the next year. The dues of all categories shall be published after the board meeting when the action is taken to all members.

Section 2: Members who have not paid the dues by March 15 will be dropped as Members in Good Standing. A member may be reinstated by the payment of the full year of dues in order to receive notifications. A roster of current members will be published 30 days before the annual meeting in May of each year and updated at the Annual meeting.

Section 3: Members who have reached the age of 80 years and who have been in good standing for the 10 years previous shall be considered to be Pioneer Member Emeritus and not be required to pay dues and retain all rights and privileges of full membership.

Section 4: Assessments will be made and collected for participation in activities given by the Association to each member and guest attending. The amount sufficient to cover the pro-rata expenses shall be set by the Executive Committee. An application fee plus first year's dues must accompany each new application for Membership in Good Standing. Dues are not pro-rated and a full year's dues will be due with the application at any time during the year. Dues and application fees may be changed by majority vote of the Board of Directors.

ARTICLE VI

MEETINGS:

Section 1: There shall be one annual business meeting held by the Association during the month of May in San Antonio, Texas, the date and place for which shall be set by the Executive Committee. At this meeting the membership shall elect the officers for the following year, the minutes of the past years activities are to be reported, the financial report presented by the Treasurer, the newly elected officers are to be installed and a general projection of the activities of the coming year are to be presented by the newly elected President.

Section 2: The President shall have the power to set called meetings of the Association, fixing the place and time for such meetings. However, should the occasion arise for some necessary called meeting and the President should refuse to call same, then a majority of the Executive Committee will have the power to do so. In addition, a meeting may be called by the Secretary upon receipt of a petition signed by 25 or more Members in Good Standing.

ARTICLE VII

GOVERNING BOARD (OFFICERS AND DIRECTORS):

Section 1: The Governing Board, called throughout this Constitution and By-Laws "THE BOARD," shall consist of 14 members who have been Members in Good Standing for the year preceding their election, as follows: (1) President; (2) 1st Vice President-Membership; (3) 2nd Vice-President-Education; (4) 3rd Vice-President-Social; (5) 4th Vice-President-Marketing and Public Relations; (6) Secretary; (7) Treasurer; and (8) Historian. Five (5) additional Directors shall be elected to comply with the terms of the Association's State of Texas Corporate Charter, which reads ..."there shall be 13 Directors elected annually." The 14th member of the Board shall be the immediate living Past President. The Executive Committee shall consist of the President, 1st Vice-President, 2nd Vice-President, 3rd Vice-President, 4th Vice-President, Secretary, Treasurer and Historian. This committee can be called together between board meetings to act upon all business of the Association unless reserved for the Board or Membership. Minutes of these meetings shall be brought to the board meetings for their information and reported to the annual meeting.

Section 2: The Officers and Directors shall be elected at the annual business meeting, and take office the first of June following, which date is the beginning of the Association's fiscal year. All are elected for a two-year term.

Section 3: Any vacancy on the Board, between annual elections, shall be filled by a majority vote of the Executive Committee present at a regular Board meeting.

Section 4: Nominations for Officers-Directors shall be made by a nominating committee composed of five (5) members elected by the Executive Committee. This shall be done at the February meeting. Nominations can be made from the floor and elected by voice vote if only one (1) candidate has been nominated. If otherwise, it must be by ballot. Candidates receiving the highest number of votes shall be declared elected.

Section 5: Nominations for five (5) additional Directors shall be made by the nominating committee mentioned above. Likewise, nomination can be made from the floor. Election may be by voice vote if only five (5) are nominated or by ballot if more than five (5) are nominated. The five (5) receiving the highest number of votes will be declared elected.

Section 6: The Board shall conduct the business of the Association, except matters specifically set forth in this Constitution and By-Laws and matters voted on by the membership at annual or called meetings.

Section 7: The date, time and place for meetings of the Executive Committee shall be set by it. Five (5) members present shall constitute a quorum for transacting business.

Section 8: The Executive Committee, by a majority vote of those present at its first meeting after election, shall confirm appointment, made by the President, of a Chaplain, a Parliamentarian and a Fiesta Commission Representative, who shall serve a two-year term.

Section 9: If any Director fails to attend three (3) meetings of the Board, in succession, without a reasonable excuse to the President, his position may be declared vacant by the Board, and it will elect, by a majority vote, a Member in Good Standing to fill the unexpired term of such Director.

ARTICLE VIII

DUTIES OF BOARD MEMBERS:

Section 1: The President shall be the presiding officer at all Association and Board meetings. He shall appoint all committees and be an ex-officio member of same. It shall be his duty to preserve order and decorum, to decide all points of order, and oversee the enforcement of this Constitution and By-Laws. He shall perform such other duties as customary and parliamentary usage may require.

Section 2: The 1st, 2nd, 3rd and 4th Vice-Presidents, shall in turn, according to their rank, officiate in the absence of the President, and assist him in the performance of his duties.

Section 3: The 1st Vice-President-Membership will receive applications, maintain a roster of all members with current contact information, noting Members in Good Standing, create and distribute member certificates, cards and pins and work with the Treasurer to notify Members whose dues are not paid.

Section 4: The 2nd Vice-President-Education will coordinate the selection of scholarship recipients, the selection to honor a Texas History Educator, and any other such programs designated by the Board to further the purpose of the Association.

Section 5: The 3rd Vice-President-Social shall coordinate location, decorations, and refreshments for all social functions of the Association, including the annual Honorary Lady Chairman Party (not including the Patriotic and Historical Ball).

Section 6: The 4th Vice-President-Marketing and Public Relations shall promote the Association and its activities using any appropriate print or electronic media.

Section 7: The Secretary shall record the minutes of both Association and Board Meetings; handle correspondence; be the Custodian of records; keep a register of members attending Annual Meetings; notify members of meetings and activities and render an annual report at Annual Meetings. The Secretary may also hold the position of Treasurer.

Section 8: The Treasurer shall collect dues and assessments; keep record thereof, and credit member's account; shall be the Custodian of all funds which shall be deposited in a bank selected by the Board at its first meeting after election; pay all bills by checks, which shall also be signed by another authorized Board Member; work with the 1st Vice-President to notify Members whose dues are not paid and shall report the financial standing at each Board Meeting; and submit a written Financial Statement at Annual Meeting.

Section 9: The Historian shall assemble all historical data pertinent to the Association and its members, in whatever form available, be it books, writings, pamphlets, newspapers, printed programs, photographs or records of any sort. Items that can be, shall be affixed to an annual scrapbook, provided by the Board for that purpose.

Section 10: The immediate living Past President shall preside at meetings in the absence of the President and all Vice-Presidents.

ARTICLE IX

BOARD OF TRUSTEES:

Section 1: This shall consist of five (5) members who have been Members in Good Standing for the year preceding their election. One each shall be elected annually at the Annual Meeting and shall serve for a term of five (5) years. Their mode of election shall be the same as set forth in Article VII, Section 4, of the Constitution and By-Laws. Its Chairman shall be the Trustee serving the 5th year in office.

Section 2: Three (3) members shall constitute a quorum, which shall annually audit the books of the Treasurer, or oftener if deemed necessary by the Board. They shall make an annual report to members at the first General Meeting following the Annual Meeting, which report shall specify all revenues and expenditures during the year. They shall perform such other duties as directed by the Board.

Section 3: The Trustees shall maintain a Memorial Book, in which shall be recorded donations in memory of a person who passes away, or in honor of a living person. Acknowledgement shall be made to the donor and to the honoree or their family.

ARTICLE X

SEAL:

The Association shall have an official Seal, which shall be affixed to documents, resolutions and the like.

ARTICLE XI

ACTIVITIES:

Section 1: The Association shall conduct social and fund raising activities as recommended by the Board and/or approved by the Board independently or in conjunction with other organizations with similar objectives as preserving the heritage of the Pioneers of Texas. These activities are to support charitable institutions and such other activities approved by the Board of Directors. An emphasis shall be given to any education or activities for the youth and citizens of Texas to preserve the heritage of the Pioneers of Texas in particular to all prior to the year 1900. This shall be accomplished by awards and recognition to the participants in programs conducted by the State Association of Texas Pioneers.

Section 2: Observances of significant days in Texas or other similar activities established by the Board of Directors with the Arrangements provided by assessments or fund raising activities to support the various charitable efforts of the State Association of Texas Pioneers.

Section 3: Annually, a Patriotic and Historical Ball shall take place on the Saturday during the first official week of Fiesta San Antonio. For that event a committee, composed of all former Honorary Lady Chairmen, shall elect a lady Pioneer Member in Good Standing to be honored as Honorary Lady Chairman. Her selection shall be made annually at a special meeting of such committee and announced at the Honorary Lady Chairman Party.

Section 4: The Executive Committee shall have the power to set and arrange for any other activities it may deem advisable in carrying out the purpose of the Association.

ARTICLE XII

COMMITTEES:

Members of all Standing Committees shall be appointed by the President and confirmed by the Executive Committee.

1. By-Laws
2. Membership
3. Fiesta Association Representative
4. Patriotic and Historical Ball
5. Restricted Fund – The Trustees shall serve as this committee. This committee shall establish and oversee a Restricted Fund to include monies raised by events or contributions for special purposes such as scholarships, museum displays, or other projects established by the Board. This committee shall make recommendation to the Board for the use of the Restricted Fund for the purposes stated. The Fund may be used for operating expenses of the Pioneers upon recommendation of the Board.

Other Committees shall be determined by the Executive Committee and confirmed by the Board of Directors which are required to conduct the business of the Association and appointed by the President. All committees shall be appointed by the third month of the elective year and published to the membership through a newsletter mailed to all members.

ARTICLE XIII

AMENDMENTS:

This Constitution and By-Laws may be amended, altered or repealed by a majority vote of members present and voting at a Board Meeting provided that written notice of such amendment, alteration or repeal has been filed with the Secretary not less than sixty (60) days before the date of the meeting and reviewed by the Constitution and By-Laws Committee. Any changes shall take effect immediately after its adoption.

ARTICLE XIV

CORPORATE FILING, STATE OF TEXAS:

In the case that the Not for Profit Corporation "State Association of Texas Pioneers" incorporated in the State of Texas as amended shall follow all federal and state laws established in the Corporation shall govern this Corporation. All filings on record in the Texas Secretary of State office in the State of Texas are hereby incorporated in these By-Laws and if in conflict, the State filing shall govern.