

By-Laws of
Texas Homebrewers Campout

January 15, 2009

ARTICLE I — NAME AND PURPOSE

Section 1 — Name: The name of the organization shall be **Texas Homebrewers Campout** It shall be a nonprofit organization incorporated under the laws of the State of Texas.

Section 2 — Purpose: **Texas Homebrewers Campout** is organized to promote a family friendly atmosphere in a camping environment while appreciating fine quality Ales and Lagers.

The purpose of this corporation is:

- **to promote a wholesome family camping experience**
- **to bring the homebrew clubs of Texas together, and**
- **to prevent mass produced beer from entering our wilderness.**

ARTICLE II — MEMBERSHIP

Section 1 — Eligibility for membership: Application for voting membership shall be open to **any homebrewer, beer aficionado, commercial craft brewers, or anyone within the State of Texas that supports the purpose statement in Article I, Section 2.**

After the receipt of a request for membership, membership will be granted upon a majority vote of the board.

Section 2 — Annual dues: **There are no annual dues associated with membership**, unless changed by a majority vote of the members at an annual meeting of the full membership.

Section 3 - Community Service: **Members are asked to continually serve their communities.**

Community Service includes (but is not limited to)

- **Spreading the word about craft beer**
- **Teaching others to brew**
- **Assist The Compass (Marketing Director) in bringing in new families of beer friendly campers**

Section 3 — Rights of members: Each member shall be eligible to appoint one voting representative to cast the member's vote in association elections.

Section 4 — Resignation and termination: Any member may resign by submitting a resignation with the Daypack (Assistant Director). A member can have their membership terminated by a majority vote of the board.

ARTICLE IV — BOARD OF DIRECTORS

Section 1 — Board role, size, and compensation: The board is responsible for overall policy and direction of the association, and delegates the responsibility of day-to-day operations to the staff and committees.

The board will always have at least three directors and the total number of directors will always be an odd number (ex. 3, 5, 7). The board receives no compensation other than reasonable expenses.

Section 2 — Terms: All board members shall serve 1-year terms, but are eligible for re-election for as many consecutive terms as they are willing to serve.

Section 3 — Meetings and notice: The board shall meet as it sees fit to organize the events, at an agreed upon time and place. The Backpack (Director) is the only individual board member that has the ability to call an official meeting. An official board meeting requires that each board member be notified at least two weeks in advance.

Section 4 — Board elections: New directors and current directors shall be elected or re-elected by the voting representatives of members at the annual campout.

Section 5 — Election procedures: Any member can nominate a candidate to the slate of nominees. All members will be eligible to send one representative to vote for each candidate, for up all positions each year.

Section 6 — Quorum: A quorum must be attended by at least forty percent of board members for business transactions to take place and motions to pass.

Section 7 — Officers and Duties: There shall be three officers of the board, consisting of *The Backpack*(Director), *The Compass*(Marketing Director), and *The Altimeter*(Treasurer). An essential appointed position is *The Trail Marker* (Secretary). Their duties are as follows:

The Backpack shall convene regularly scheduled board meetings. He/she shall preside or arrange for *The Daypack* to preside at the meeting in his absence. If *The Daypack* (being an appointed position) is presiding the meeting, all motions should be greater than 50%. *The Backpack* is responsible for the “Big Picture” of the whole event.

The Compass shall be responsible for directing the advertising and marketing of the whole event. This will involve deployment of *Guy Wires* to spread the word as he/she sees fit.

The Altimeter shall make a report at each board meeting as required by the other board members. A report shall be published to the board members no less than once a year at the conclusion of *The Altimeter*'s term even if re-elected. The treasurer shall chair the finance committee, assist in the preparation of the budget, help develop fundraising plans, and make financial information available to board members and the public.

The Trail Marker shall keep records of board actions, including overseeing the taking of minutes at all board meetings, sending out meeting announcements, distributing copies of minutes and the agenda to each board member, and assuring that corporate records are maintained.

Section 8 — Vacancies: When a vacancy on the board exists mid-term, *The Trail Marker* must receive nominations for new members from present board members two weeks in advance of a board meeting. These nominations shall be sent out to board members with the regular board meeting announcement, to be voted upon at the next board meeting. These vacancies will be filled only to the end of the particular board member's term.

Section 9 — Resignation, termination, and absences: Resignation from the board must be in writing and received by *The Trail Marker*. Board members may be terminated from the board due to excess absences at the discretion of the attending board members. A board member may be removed for other reasons by a three-fourths vote of the remaining directors.

Section 11 — Special meetings: Special meetings of the board shall be called upon the request of the chair, or one-third of the board. Notices of special meetings shall be sent out by *The Trail Marker* to each board member at least two weeks in advance.

ARTICLE V — COMMITTEES

Section 1 — Committee formation: The board may create committees as needed, such as fundraising, housing, public relations, data collection, etc.

The Backpack appoints all committee chairs.

Section 2 — Executive Committee: The three officers serve as the members of the Executive Committee. Except for the power to amend the Articles of Incorporation and bylaws, the Executive Committee shall have all the powers and authority of the board of directors in the intervals between meetings of the board of directors, and is subject to the direction and control of the full board.

Section 3 — Finance Committee: *The Altimeter* is the chair of the Finance Committee, which includes two other board members. The Finance Committee is responsible for developing and reviewing fiscal procedures, fundraising plans, and the annual budget with staff and other board members. The board must approve the budget and all expenditures must be within budget. Any major change in the budget must be approved by the board or the Executive Committee. The fiscal year shall be the calendar year. Annual reports are required to be submitted to the board showing income, expenditures, and pending income. The financial records of the organization are public information and shall be made available to the membership, board members, and the public.

ARTICLE VI — AMENDMENTS

Section 1 — Amendments: These bylaws may be amended when necessary by two-thirds majority of the board of directors. Proposed amendments must be submitted to *The Trail Marker* to be sent out with regular board announcements.

CERTIFICATION

These bylaws were approved at a meeting of the board of directors by a two-thirds majority vote on **January 15, 2009.**