

Texans for Accountable Government – Bylaws
Proposed Replacement -12/15/2019

Article I. PURPOSE

Section 1.01 Purpose

- (a) The purpose of TAG is to encourage, promote, and secure the freedom of the individuals living within the State of Texas, by:
 - (i) *Engaging in political action;*
 - (ii) *Promoting community involvement and activity;*
 - (iii) *Lobbying government entities;*
 - (iv) *Organizing educational forums; and*
 - (v) *Coordinate with other like-minded groups.*

Article II. MEMBERSHIP

Section 2.01 Categories

- (a) A Member is any individual who has donated \$20 or more at any time, requested membership, and provided all required data to comply with reporting requirements.
- (b) A New Member is a Member whose first donation is within the last 90 days.
- (c) An Active Member is an individual who has donated \$20 or more in the prior 365 days and is not a New Member.

Section 2.02 Rights

- (a) Active Members may vote on all motions at any Meeting.
- (b) Active Members may submit Meeting agenda items.

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Article III. STEERING COMMITTEE (SC)

Section 3.01 Roles

- (a) The SC is the Board of Directors of TAG, with authority to manage all activities.
- (b) The SC will act in the best interests of TAG.
- (c) The SC will prepare and monitor an annual budget.
- (d) The SC will consider and approve all projects.
- (e) The SC will maintain and publish an internal policy and standards document.

Section 3.02 Membership

- (a) The SC will consist of:
 - (i) *The Secretary*
 - (ii) *The Treasurer*
 - (iii) *Five (5) Directors*
 - (iv) *The Executive Director (ED) (non-voting).*
- (b) The SC is elected at Annual Meetings and serve from the adjournment of the Annual Meeting until the adjournment of the next Annual Meeting.
- (c) There are no term limits.

Section 3.03 Meetings and Voting

- (a) SC Meetings may be called by the ED or two or more SC members.
- (b) SC Meetings may be conducted in person, via conference call, or by email.
- (c) Quorum for in person or conference-call meetings is five.
- (d) Motions require four affirmative votes to pass, except as specified otherwise in these Bylaws.
- (e) Voting by email starts when the Secretary posts the motion and ends once the outcome is determined.

Section 3.04 Delegation

- (a) The Secretary, Treasurer, and ED may delegate their duties, but not their responsibilities.

Section 3.05 Replacement

- (a) The SC Committee will elect a temporary replacement for any vacancy on the SC.
- (b) Replacements are temporary until approved by a vote of the Active Members at the next Monthly Meeting.

Section 3.06 Removal

- (a) An SC member may be removed by five SC members, or 2/3 of the Active Members at any Monthly Meeting.

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Article IV. MEMBERSHIP MEETINGS

Section 4.01 Date, Time and Location

- (a) The SC will decide the site, date, and time for Membership Meetings.

Section 4.02 Notice Method

- (a) Notice of Membership Meetings will be given by way of email, the TAG website, and social media.

Section 4.03 Annual Meetings

- (a) Annual Meetings will be held every year in the month of August.
- (b) An Anniversary Party will be held concurrently with each Annual Meeting.
- (c) Notice will be given 30 days or more in advance of the Meeting.
- (d) Quorum for an Annual Meeting is 20% of the Active Members.

Section 4.04 Monthly Meetings

- (a) Monthly Meetings will be held every month other than August.
- (b) Notice will be given 14 days or more in advance of the Meeting.
- (c) Quorum for a Monthly Meeting is 10% of the Active Members.

Article V. SECRETARY

Section 5.01 Responsibilities

- (a) Provide notification of upcoming meetings.
- (b) Conduct and record all SC email ballots.
- (c) Determine the voting roll and quorum at all Meetings.
- (d) Record the minutes of all Meetings
- (e) Submit all minutes to the SC for review and approval.
- (f) Maintain a permanent record of all Minutes.
- (g) Maintain a permanent record of all other non-financial records.

Article VI. TREASURER

Section 6.01 Responsibilities

- (a) Maintain the financial records of TAG, consistent with all legal requirements, and GAAP (generally accepted accounting practices).
- (b) Provide financial reports to the SC on a regular basis.
- (c) Prepare and file all legally required reports in a timely manner.
- (d) Maintain the membership roll.
- (e) Ensure that all revenues and expenses are consistent with legal requirements and the direction of the SC.

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Article VII. EXECUTIVE DIRECTOR

Section 7.01 Responsibilities

- (a) The ED is responsible for executing the directives of the SC.
- (b) The ED is the primary spokesperson for TAG.
- (c) The ED will serve as Chair at all meetings

Article VIII. AMENDING THE BYLAWS

Section 8.01 Amendments

- (a) These Bylaws may be amended at any meeting by a 2/3 majority of the Quorum.
- (b) Proposed Bylaws Amendments must be submitted in writing to the Secretary at least 21 days before any meeting.
- (c) The SC has the authority to reject proposed amendments that would be illegal, unclear, ambiguous, or dilatory.
- (d) Accepted Proposals must be distributed to the membership 14 days or more prior to the meeting where they will be considered.

Section 8.02 Publication

- (a) A copy of the TAG Bylaws will be posted on the TAG Website.

Article IX. DISSOLUTION

Section 9.01 Dissolution

- (a) TAG may be dissolved by a 4/5 vote of the Active Membership.
- (b) A Dissolution Motion must be made to the Secretary via email by 5% or more of the Active Members.
- (c) The Dissolution Motion will be placed on the agenda for the next meeting that is 21 days or more in the future.
- (d) The Dissolution Motion must specify the organization(s) that will receive any remaining funds beyond the costs of dissolution.
- (e) The Secretary must distribute the Dissolution Motion to the Membership 14 days or more before the meeting at which the Motion will be considered.
- (f) Dissolution requires a 4/5 vote of all Active Members.