

**BYLAWS
OF
THE TEXAS SOCIETY SONS OF THE AMERICAN REVOLUTION, INC.**

ARTICLE I - MEMBERSHIP

SECTION 1. Application for membership shall be made through a Local Chapter upon forms, in duplicate as prescribed by the National Society, and shall in each case set forth the name, occupation, residence of the applicant, line of descent, and the name, residence and service of his ancestor or ancestors in the American Revolution, from whom he claims eligibility. Any application for membership containing references to persons born on or after January 1, 1930, shall not be considered unless accompanied by an affidavit of the applicant to the effect that the line of descent upon which the applicant relies is entirely by blood and included no relationship created by adoption or otherwise. However, if there is no Local Chapter within the radius of one hundred miles of the residence of the applicant, the application may be made directly to the State Secretary.

SECTION 2. Two members in good standing must endorse an applicant for membership and he shall make oath that the statements in his application are true to the best of his knowledge and belief. If the application is approved by the Local Chapter, it shall then be forwarded to the State Registrar together with the proper documentation and appropriate fee. After review, the State Registrar shall prepare the necessary records, affix the required signatures and then transmit the application and documentation to the Registrar General of the National Society. No applicant shall be admitted to membership until the Registrar General of the National Society approves such application.

SECTION 3. Each member shall be entitled to receive a Certificate of Membership from the National Society duly attested by the President General and Secretary General. Such Certificate of Membership shall be countersigned by the President and Secretary of this Society.

SECTION 4. The official designation of members of this Society shall be "Compatriot".

ARTICLE II - DEFINITIONS

SECTION 1. Whenever the term "National Society" is used it shall mean the National Society of the Sons of the American Revolution, Inc.

SECTION 2. Whenever the term "this Society" is used it shall mean the Texas Society of the Sons of the American Revolution, Inc.

ARTICLE III - LOCAL CHAPTERS

SECTION 1. The membership of this Society shall be organized in Local Chapters.

SECTION 2. Each Local Chapter shall regulate all matters pertaining to its membership and affairs, subject to the provisions of the Constitution and Bylaws of the National Society and this Society.

SECTION 3. Whenever any Local Chapter shall become defunct by the surrender, forfeiture or revocation of its Charter, any member thereof may, upon application made within one year after such Local Chapter so becomes defunct, if the applicant was at the time of the surrender, or loss, of said Chapter, a member in good standing of such Local Chapter, be admitted to any other Local Chapter without payment of any initiation fee; subject, however, to the acceptance of such applicant in due form by the Local Chapter to which the application is made.

SECTION 4. Each Local Chapter shall submit to the State Secretary of this Society on a continuing basis by name any additions, transfers, deaths and any other changes in the membership. The Local Chapter shall, using a format and form provided by this society, report its activities that occurred during the preceding year, and make such suggestions as it shall deem proper for the promotion of the objects of this Society.

SECTION 5. Each Local Chapter President shall send an advance copy of the Annual Report of his chapter to the appropriate District Vice President thirty days prior to the next Annual Meeting with the information as required in Section 4 of this Article.

SECTION 6. The State Secretary may, at any time, require a report from Local Chapters, giving list of officers, members in good standing, meetings held, an account of activities for the period covered and such other data and information as may be desired.

SECTION 7. Whenever a member in good standing desires to transfer his membership from one Local Chapter to another, he shall first seek to be accepted by election into the Local Chapter of his choice, which election shall be reported to both the State Secretary and the losing Local Chapter by the gaining Local Chapter. However, his membership shall continue in the former until he shall be elected a member of the latter. In the case of the formation or reorganization of a Local Chapter, the release of the charter members of the new Chapter by the old Chapter shall not be necessary.

SECTION 8. The President of the Local Chapter may serve for no more than three consecutive years at which time the Local Chapter shall hold an election to elect another member to serve as President of said Local Chapter.

ARTICLE IV - DUTIES OF OFFICERS IN GENERAL

The duties of the officers of this Society shall be such as usually appertain to their offices, and they shall have such other duties as are hereinafter imposed and such powers as shall be delegated to them by the Annual Meeting of this Society or by the Board of Managers. They shall render reports at the Annual Meetings of this Society. The officers may receive compensation as may be prescribed from time to time by the Board of Managers. All officers of this society are encouraged to have and use e-mail and some form of word processing in carrying out the duties of their respective offices.

ARTICLE V - PRESIDENT

The President, in addition to his general duties, shall maintain a general supervision over the business and affairs of this Society. He shall appoint all committees unless otherwise provided for, and he is the Ex-Officio Chairman of the Board of Managers, and a member of all committees of this Society.

ARTICLE VI - PRESIDENT ELECT

SECTION 1. The President Elect shall automatically become President at the conclusion of his term as President Elect unless two-thirds of the delegates at the Annual Meeting vote to reject the President Elect. The President Elect shall be an ex-officio member of all standing and special committees and have direct responsibility for the work of the various District Vice Presidents, and shall coordinate the work of committees under the direction and control of the President. The President Elect shall perform such duties as may be assigned to him by the President. However, under no circumstances shall the office and duties of the President Elect intrude into or impinge upon the functions and duties of the office of the President or any other regularly elected officer of this Society, or Chairman or member of a Committee. The President Elect shall have no authority to initiate, pursue, or maintain any course of action unless authorized by the President consistent with this article.

ARTICLE VII - DISTRICT VICE PRESIDENTS

SECTION 1. At each Annual Meeting of the State Society there shall be elected Vice Presidents, each to be designated as a "District Vice President".

SECTION 2. In the election of Vice Presidents, one shall be elected from each of the districts provided for by the Constitution of this Society. If, however, at the time of the Annual Meeting of this Society there is no active chapter in any District, then the election of a Vice President for any such District may be omitted, or an additional Vice President for such District may be elected from any of the other Districts, but in no event more than two Vice Presidents from any one District.

SECTION 3. The districts provided by the Constitution of this Society have been defined therein by naming the counties comprising each District respectively. A map consistent therewith but subordinate thereto, outlining and identifying each District, has been prepared and shall be authenticated by the signature of the President and the State Secretary and maintained in the latter's office for reference, copies of which may be obtained by any member.

SECTION 4. The Vice Presidents shall, in each of their respective Districts, seek in every manner to promote the interest and activities of this Society. They shall be responsible for the recruitment of new members, supplemental memberships, acquisition and chartering of new chapters, retention of existing members, and reinstatement of members previously inactivated for non-payment of dues or because of resignation. They will visit local chapters in their districts. They

shall represent the Society in the absence of the President on any proper occasion, but acting at all times under his direction and control.

SECTION 5. The District Vice Presidents shall oversee the preparation and timely submittal of Annual Reports of the Local Chapter to the Chairman of the Americanism Contest Medals and Awards Committee.

ARTICLE VIII - STATE SECRETARY

The STATE Secretary shall maintain the member records of this society. He shall render the Annual Report to NSSAR on membership. He serves as the primary point of contact between this society and the National Society. He transmits information from the National Society to the State Society and its membership. He receives and processes all correspondence to and from the National Society other than new and supplemental membership applications. He shall maintain all records related to the operation of this society that are required on an annual basis by the National Society. He shall perform other necessary correspondence regarding National SAR, Members of the Board, local Chapters and members of the society. He shall perform other duties the President may assign to him. This position requires high-level computer skills to include a basic understanding of databases, spreadsheets and various word processors. The current system operates using Microsoft Office XP.

ARTICLE IX - STAFF SECRETARY

The Staff Secretary shall notify all officers and Board of Managers Members of Board of Managers Meetings. He shall have primary responsibility for planning the schedule of business for Board of Managers and State Conventions as directed by the State President. He shall notify all Chapter Presidents and Secretaries of the Annual Meeting and proposed amendments to the Constitution and Bylaws to be voted upon at the Meeting at least 30 days in advance of said meeting. Notification may be made by use of the TXSSAR Newsletter. He shall take and publish the minutes of official meetings. He shall be a permanent member of the State Meeting Committee. He shall perform other duties the President may assign to him. This position requires high-level computer skills to include a basic understanding various word processors. The current system operates using Microsoft Office XP.

ARTICLE IX - TREASURER

SECTION 1. The Treasurer, in addition to his general duties, shall have the general supervision of collecting, safekeeping, depositing and disbursing all funds and securities of this Society, and shall conform to the following:

- A. All funds shall be deposited in the name of the Texas Society Sons of the American Revolution in such accounts and depositories as shall be designated by the Board of Managers.

B. Disbursements shall be made by check signed as designated from time to time by the Board of Managers.

C. He shall be placed under bond for the faithful performance of his duties in such amounts as shall be determined by the Board of Managers.

D. The accounts of this Society shall be audited by a Certified Public Accountant selected by the Board of Managers at the pleasure of the Board of Managers and whenever there is a change in the position of the Treasurer.

SECTION 2. The Treasurer shall assist the State Secretary in the completion of the Annual Report to the NSSAR.

SECTION 3 This position requires high-level computer skills to include a basic understanding of databases, spreadsheets and various word processors. The current system operates using Microsoft Office XP.

ARTICLE X - VICE PRESIDENT FOR AMERICANISM CONTESTS AND AWARDS

The Vice President for Americanism Contests and Awards shall have responsibility for chairing the Americanism Contests and Awards Committee. He will coordinate the activities of individual contest chairmen, provide input into the reporting system to be used to report chapter activities. He shall report to the annual state convention the results of the chapter activities. He shall be responsible for the Youth contests held at the state convention. He shall report to the President and receive guidance through the President from the State Board of Managers.

ARTICLE XI - REGISTRAR(S)

SECTION 1. The Registrar(s) shall keep complete and accurate records of all new and supplemental applications for membership and shall cooperate closely with the State Secretary in producing the Annual Report to the National Office. He shall provide the State Secretary with data on new members as the State Secretary may require.

SECTION 2. The Registrar shall serve as point of contact for the National Society Sons of the American Revolution Staff in matters related to New and Supplemental Memberships.

SECTION 3. Other duties:

A. Receives all new and supplemental member applications. Reviews the proofs of bloodline, communicating with local chapter officers when additional proofs or clarifications are needed.

B. Maintains a bank account in cooperation with the State Treasurer that is used to receive and disburse new and supplemental member dues and fees to National and the State Treasurers.

C. Prepares a transmittal to National and the Texas Society Treasurers showing the basic information of name, sponsoring chapter, sponsor number, check number and a breakout of monies for each member and totals.

D. Sends a copy to the State Secretary and Treasurer, attaching the State and Chapter portion of the dues and fees to the Treasurer's copy. This reporting should be accomplished using a computer program consistent with those used by the Secretary and Treasurer.

E. This position requires high-level computer skills to include a basic understanding of databases, spreadsheets and various word processors. The current system operates using Microsoft Office XP.

ARTICLE XII - HISTORIAN

The Historian shall, from time to time, make recommendations to the Board of Managers and to the officers for the collection and preservation of historical and genealogical materials, shall cooperate with the historians of the Local Chapters in collecting information in reference to historical sites and other related matters, and shall make a report at the Annual Meeting.

ARTICLE XIII - CHANCELLOR

The Chancellor shall be an attorney at law and it shall be his duty to give opinions on legal matters affecting the Texas Society when such questions are referred to him by the proper officers. He shall also act as the Parliamentarian at all meetings of this Society and the Board of Managers.

ARTICLE XIV- CHAPLAIN

The Chaplain shall be a regularly ordained and licensed Minister, and shall open and close meetings of this Society with the services usual and proper on such occasions. He shall represent this society to the families of deceased members of the society and shall maintain a record of deceased members that shall be forwarded to the Secretary and the Texas Compatriot Editor quarterly.

ARTICLE XV - BOARD OF MANAGERS

SECTION 1. The Board of Managers shall be the custodian of the State Headquarters building, if and when one is constructed, and all other real and personal property belonging to the State Society. If any Local Chapter becomes defunct or its Charter is forfeited, the Board of Managers shall take over as Trustee all real and personal property belonging to such Local Chapter and same shall be disposed of as prescribed by any Annual or Special Meeting of this Society. The President shall appoint a member of the Board of Managers to serve as Secretary to the Board of Managers and if requested, the Patriot's fund Trustees.

SECTION 2. The Board of Managers shall have charge of and manage the business affairs of this Society and perform such other duties that shall be committed to it by any annual or special meeting of this Society. However, the Board of Managers shall not have power to sell, encumber or in any manner dispose of any real estate belonging to the State Society or incur any liability other than for ordinary current expenses, unless authorized by an Annual or Special Meeting of this Society or by an affirmative vote of not less than three-fourths of the members of the Board of Managers.

SECTION 3. The Board of Managers may in its discretion allocate reasonable sums of money for the purpose of carrying out the program of any committee or committees of this Society. The allocation of any such money shall be considered as “ordinary current expenses”.

SECTION 4. The Board of Managers shall have the power to admit or reorganize as a Local Chapter any association of six or more persons duly qualified for membership in this Society. Such Local Chapters shall be admitted, or reorganized, and shall always exist under such Charters from this Society, which may be granted and which may be revoked, altered or amended by the Board, subject to the appeal to the next Annual Meeting of this Society.

SECTION 5. The President may call a meeting of the Board of Managers at any time he may deem necessary, and shall call such meetings upon the written request of any seven members thereof. However, for any meeting, other than such as may be called during the session or immediately upon adjournment of an annual meeting of this Society, and other than a meeting conducted by mail, e-mail, telephone, or telephone conference ballot as provided in art. VI, § 3 of the Constitution, not less than ten days notice of the time and place of such a meeting shall be given.

SECTION 6. The Board of Managers shall designate the places where the Annual Meetings of this Society and Special Meeting of this Society are to be held, unless an Annual Meeting of this Society designates the place of the next Annual Meeting; but the time for holding of same shall in any event be designated by the Board of Managers. If no invitation is extended at an Annual Meeting to convene at given town, then the following Annual Meeting shall be held in or near the town in which the President resides.

SECTION 7. The Board shall have the authority to discipline or to expel any member who by conduct disloyal to the ideals or prejudicial to the interest of the Sons of the American Revolution shall render himself unworthy of membership therein; provided the accused shall have due notice and such opportunity to be heard. Any member who feels himself aggrieved by the action of the Board acting under the power shall have the right to appeal to the next succeeding Annual Meeting.

SECTION 8. In the event of the resignation, death or disability of any of the officers of this Society, the Board shall have the power to elect a successor to fill the un-expired term of office.

SECTION 9. The Board shall perform such other and further duties as may be conferred upon it by any annual or Special Meeting of this Society. However, the duties so conferred shall be ineffective if in conflict with the duties conferred by the Constitution or these Bylaws.

ARTICLE XVI - OTHER COMMITTEES

SECTION 1. The President shall appoint the following committees: Auditing, Credentials, Resolutions, Nominations, and such other committees as he may deem necessary or that may be authorized by any Annual or Special Meeting of this Society, or by the Board of Managers.

SECTION 2. The nominating Committee shall consist of a member of each chapter present at the Annual Meeting, to be selected, designated and certified as the Local Chapter shall select and the Chairman appointed by the President. This Committee shall meet Friday before the election, on call of the Chairman, for a workshop and discussion, and at least an hour before the Annual Meeting on the day of the election, to select nominees for all offices. Nothing herein contained shall limit or prohibit nominations from the floor prior to the election. District Vice Presidents shall be nominated by their own District Representatives.

SECTION 3. The duties of all such committees shall be as usually pertain to committees of like character.

SECTION 4. Resolutions shall, so far as possible, first be submitted to and passed by the Local Chapter, and in turn, sent to the State Secretary, who shall cause the same to be reproduced in sufficient copies and made available to the Annual Meeting for study by members of the Resolutions Committee.

SECTION 5. The acceptance of a Committee report, whether by the Board of Managers or by the delegates at an Annual Meeting of this Society shall constitute nothing more than an acceptance of the work done by the officer or committee and permission to file same with the Secretary of this Society. In order for such report or any portion thereof to constitute an act by the Board of Managers of this Society, the particular action desired to be taken shall be presented in the form of a resolution or other proper motion and shall be dealt with in accordance with accepted parliamentary procedures; otherwise the same shall constitute neither a resolution nor an expression of policy. Provided that resolutions adopted at any meeting of this Society shall constitute and be part of the policy of the Society and shall remain so unless or until expressly repealed.

SECTION 6. All committees shall have power to act by the use of mail, e-mail, telephone, or telephone conference ballot in lieu of a face-to-face meeting. The committee chairman shall cause a mail, e-mail, or telephone vote to be taken, or conduct a telephone conference, on any business that may be transacted by the committee at any meeting, unless specifically herein otherwise provided. The committee chairman may personally call and conduct such ballot if he so desires. If the committee chairman shall be unavailable, disabled, or refuse to call such a ballot, any member of the committee may call such a ballot upon the verbal or written consent of a majority of the committee members. Not less than a majority of the then existing membership of the committee shall be required to vote upon any question presented by use of mail, telephone, e-mail, or telephone conference ballot, and shall constitute a quorum. An affirmative vote of the majority of those voting shall be necessary for adoption. No prior notice of such a ballot shall be required. The result of such balloting shall be given to all members of the committee and shall become part of the minutes of the next succeeding committee meeting.

ARTICLE XVII - FEES AND DUES

SECTION 1. The annual dues to this Society are \$47.00, payable to the State Treasurer. Such dues shall be distributed as follows:

- A. \$12.50 - Retained by this Society.
- B. \$ 9.50 - Remitted to the Local Chapter in which the member holds membership.
- C. \$25.00 - Transmitted to the National Society.

SECTION 2. This Society will charge an application fee, which must cover costs related to the processing of new member and supplemental applications. A Fee Committee composed of the State Secretary, Treasurer, Registrar and President of the Council of Chapter Presidents will recommend to the Board of Managers application fees for new member and supplemental applications. The Board of managers will set the application fee yearly or as needed to cover costs. The Board of Managers will determine what costs are to be considered by the Fee Committee.

SECTION 3. The annual dues shall be payable on or before the last day of December of each year. The State Treasurer shall give notice of such dues to each member on or before November 1st of each year. Any Active Member who fails to pay such dues on or before the last day of December of each year shall be deemed to be delinquent and unless such dues are paid on or before the first day of February of the next succeeding year, may again become an Active Member of this Society only by reinstatement as elsewhere prescribed by the Bylaws.

SECTION 4.

A. On or before May 15th of each year, the State Treasurer shall remit to each Local Chapter the local portion of the dues collected from the Active Member of such chapter. However, the State Treasurer shall be authorized by the Board of Managers to withhold the Local Chapter's portion of the Active Member's dues until such time as the Chapter's Annual Reports have been filed and received by the Secretary.

B. The State Treasurer shall remit to the National Society the national portion of the dues collected from the members of this Society as indicated by the Annual Report of the Texas Society.

SECTION 5. Local Chapters of this Society may require the payment of additional dues for membership in the Local Chapters. At the request of the Local Chapter, such dues shall be collected by the State Treasurer and remitted to the Local Chapter. At its option, the Local Chapter may collect such additional dues directly.

SECTION 6. A male member of the Children of the American Revolution, the Children of the Revolution, and the Washington Guard in good standing who shall apply for membership in the

Society before his twenty-second birthday may, if eligible and elected to membership in any Local Chapter, present a transfer card and an NSSAR application to the state Registrar. The Fee Committee will recommend to the Board of Manager any charges to be applied to the application of a CAR member.

SECTION 7. The son of a member of this Society, the son of a member of the Daughters of the American Revolution, or the son of a member of the Sons of the Revolution (his parent being a member in good standing of his or her said organization at the time of such son's application, if living, or if deceased at the time of his or her death), if eligible and elected to membership in any Local Chapter, before attaining the age of twenty-five may be admitted to membership without payment of any initiation fee. However, such application shall be accompanied by the annual dues of this Society for the current year and the additional sum of \$5.00 for the Certificate of Membership. Exemption from the payment of an initiation fee shall not be construed to mean exemption from the payment of one full year's dues with each application for membership, plus the then current charge of the National Society for the issuance of a Certificate of Membership, but said dues and charges shall be required, and such exemption as so construed, shall also extend to and include a grandson or a nephew of a member in good standing of one of the said organizations mentioned in this Section.

SECTION 8. An Active Member who is delinquent in the payment of his dues shall not be entitled to any of the privileges of a member of this Society or any Local Chapter. If any Active Member is holding an office or is a member of a committee at the time he becomes delinquent in the payment of his dues, he shall automatically be dropped from such office or committee.

SECTION 9. A member who is delinquent in the payment of dues may again become an Active Member of this Society by payment to the State Treasurer of such annual dues of the current year and payment of \$8.00 as a reinstatement fee.

SECTION 10. In the event of any change in the dues or the charges by the National Society they shall be automatically adopted as part of these Bylaws without the necessity of any amendments thereto.

SECTION 11. Dues of Members whose membership applications are approved by the National Society within the last three months of the fiscal year shall be considered paid for the next fiscal year.

SECTION 12. An Active or Perpetual Member may hold membership in more than one Local Chapter. Such a member shall make arrangements directly with the chapter he wishes to be dual member of. All rights and privileges of membership held in the original chapter shall apply to the other chapter, except that the member shall represent only one chapter with respect to state matters. The State will no longer maintain a list of dual chapter members.

SECTION 13. Members transferring to this Society from out of State shall pay a transfer fee of \$5.00 to this Society, plus the Annual State Society's and Local Chapter dues.

ARTICLE XVIII - FISCAL YEAR

The Board of Managers from time to time shall establish and determine the Fiscal Year for this Society, as it shall deem to be convenient.

ARTICLE XIX - DELEGATES AND MEMBERS MEETINGS

SECTION 1. The following shall be members of the Annual Meeting or any meeting and entitled to vote therein:

A. All resident National Officers and State officers, all duly-elected and serving or past National Trustees and Alternate National Trustees and all Past State Presidents and resident Past National Officers.

B. One delegate at large from each Local Chapter.

C. One delegate for every seven members or major fraction thereof of each Local Chapter, provided, however, that any Local Chapter having less than seven members shall be entitled to one delegate. The delegate shall be selected in accordance with the rules prescribed by each Local Chapter, provided, however, that all delegates must be members of this Society in good standing.

D. Local Chapters shall not be entitled to vote their entire authorized delegate strength unless the number of authorized delegates is personally present at the meeting. Only those delegates personally present shall be entitled to vote, and each such delegate shall be entitled to only one vote.

E. Any member entitled to vote under more than one of the foregoing paragraphs shall elect under which category he shall cast his vote and shall not be entitled to vote under more than one category.

F. An Active Member delinquent in paying dues shall not be eligible to participate in any Annual or Special Meeting of this Society, unless his delinquency is cured at least (60) days before the date of such society Meeting as shown by the records of the State Secretary.

SECTION 2. Local Chapters shall be represented at Annual and specially called meetings of this Society by members chosen in either of the following manners:

A. By members of the Local Chapter in accordance with the usual procedure, not inconsistent with the Bylaws of this Society, before the time set for the meetings; or

B. In the event that such delegates are not physically present at the meeting, the members of such Local Chapter who are present may designate which of their members present shall be their voting representatives.

C. In the event that a Local Chapter does not have a delegate attending a meeting of this Society, such Local Chapter is authorized, in such a manner as the Local Chapter

shall determine, to select a member of another Local Chapter in the same District to be its duly accredited representative and proxy with all the rights, powers and privileges of a member of said Local Chapter chosen in the manner provided in the preceding subsection. However, no Local Chapter shall have the right to choose in excess of one proxy hereunder and no person chosen as such a proxy shall have the right to cast more than one vote in behalf of the Local Chapter designating him as its proxy in any matter coming before the meeting of this Society. Further, such proxy shall not be entitled to vote as a delegate, or otherwise of the Local Chapter of which he is a member. .

ARTICLE XX - PERMANENT FUNDS

There may be created and maintained by the Board of Managers one or more permanent funds of this Society. In the event of the creation of such funds, they shall be maintained and their use governed by the Board of Managers, provided, however, that any and all actions by the Board of Managers with respect to the creation of, or any other matters concerning, such funds shall be authorized by at least two-thirds vote of the members of the Board present at the meeting, provided further that the creation and maintenance of such funds and all regulations and rules with respect thereto, may be adopted by a regular or special meeting of this Society.

ARTICLE XXI - SEAL

SECTION 1. If at the time of adoption of these Bylaws a seal for this Society has been adopted it shall remain the seal of this Society. If, however, such a seal has not been adopted, then the Board of Managers shall adopt such a seal in conformity with the Constitution and Bylaws of the National Society.

SECTION 2. The seal of this Society shall be used on all documents and larger certificates.

ARTICLE XXII - INSIGNIA

SECTION 1. The insignia of this Society shall be the insignia adopted and in use by the National Society. All such insignia shall be used in conformity with and as provided by the Constitution and Bylaws of the National Society.

SECTION 2. Insignia for the President. The Board of Managers of this Society is hereby directed, from this Society funds, to purchase the Sons of the American Revolution ceremonial badge prescribed by the National Society for the State President within sufficient time before the Annual meeting of this Society at which the officers are elected, and such ceremonial badge shall be presented to the newly elected President of this Society immediately upon his induction into office.

ARTICLE XXIII- OFFICIAL STANDARD

SECTION 1. The flag of this Society shall consist of three equal vertical bars, blue, white and red, the blue bar at the hoist. Upon the center of the white bar is the insignia of the Texas Society, Sons of the American Revolution

SECTION 2. The flag of this Society shall be displayed in concert with the Sons of the American Revolution Flag at all times and shall not be used as a substitute for the national flag of the Sons of the American Revolution.

ARTICLE XXIV - ORDER OF BUSINESS AT ANNUAL AND SPECIAL MEETINGS

SECTION 1. The following shall be the order of business at all Annual and Special Meetings of this Society:

- A. Calling the meeting to order by the President
- B. Opening prayer by the Chaplain
- C. Address by the President
- D. Appointment of Committees on:
 - Credentials
 - Rules and Order of Business
 - Official Reports and Recommendations
 - Resolutions
- E. Report of Committee on Credentials
- F. Reading of Proposed Changes, Alterations, or Amendments to the Constitution and Bylaws
- G. Reading of the Minutes of the last meeting
- H. Report of the Board of Managers
- I. Report of the Officers
- J. Report of the Standing Committees
- K. Report of the Special Committees
- L. Old and Unfinished Business
- M. New Business, including the election of Officers
- N. Adjournment

SECTION 2. The meeting may suspend this order of business by a two-thirds vote.

ARTICLE XXV - QUORUM FOR ANNUAL AND SPECIAL MEETINGS AND MEETINGS OF THE BOARD OF MANAGERS

SECTION 1. A quorum of any Annual or Special Meeting of this Society shall be at least a total of fifteen delegates from three or more Local Chapters.

SECTION 2. A quorum at the Board of Managers shall consist of seven members.

ARTICLE XXVI - AMENDMENTS

These Bylaws may be changed, altered, amended or substituted in whole or in part by a two-thirds vote at an Annual or Special Meeting of this Society, provided that a copy of such proposed change, alteration, amendment or substitution shall be provided to the President and Secretary of each Chapter of the State Society by the State Secretary not less than thirty days prior to the Annual Meeting at which the same is to be voted upon. The deposit of said copy by the State Secretary in the United States Mail, first class postage prepaid, not less than thirty-three days prior to the said Meeting and separately addressed to each President and Secretary of said chapter at the last known mailing address of each respectively, as shown by the records of the State Secretary, shall constitute a compliance with the requirements of this provision.

ARTICLE XXVII - PATRIOTS FUND

SECTION 1. The Patriots Fund of this Society as presently constituted and currently operating under the Resolution creating and establishing the same, as adopted at Lubbock, Texas at its Annual Meeting assembled March 1978, is hereby incorporated into and made part of the Bylaws of this Society, and in the same and identical language as that of its said adopting Resolution in 1978 which language reads as follows:

SECTION 2. Resolved: That the Texas Society, Sons of the American Revolution does hereby create and establish an AGENCY of the Texas Society Sons of the American Revolution to be known by the name "Patriots Fund". The purpose and function of this agency shall be to handle and manage the assets of the Society as follows:

- A. Gifts received by the Society to further its stated purposes and objects: and
- B. Assets that may be turned over to it by the Society.

SECTION 3. The assets of the "Patriots Fund" shall be maintained separate and apart from all other assets of the Society.

SECTION 4. The "Patriots Fund" shall be administered by a Board of Trustees comprising seven members of the Society who are in good standing during the period of their service. The membership of the Board shall be composed of the President and Chancellor of this Society and five other members who shall be appointed by the President in the manner and for the terms as herein below set forth. Except as below indicated, the said five members shall each serve for a period of five years in staggered terms with the term of one of the said members expiring at the end of each regular Annual Meeting. In computing terms of tenure, each year shall be construed to be the period commencing at the end of one regular Annual Meeting of this Society and terminating at the end of the next succeeding regular Annual Meeting of this Society. Initially the President shall appoint the first five Trustees and designate with respect to each the term for which each is to serve, to-wit

- One for one year;
- One for two years;
- One for three years;

One for four years;
One for five years.

Thereafter, the then President shall annually appoint the successor Trustee for a five-year term at the expiration of the term of office of a Trustee. The Trustee shall continue to hold office after the expiration of his term until his successor has been appointed and qualified. Vacancies occurring on the Board of Trustees by death, resignation, disability, removal or any other cause, shall be filled by the President, with such successor-Trustee to serve for the unexpired term of his predecessor in office. Initially, when the Board of Trustees is activated, the President shall designate one of the Trustees to be the Temporary Chairman of the Board who shall set the time and place for the organizational meeting of the Board of Trustees. At the Organizational meeting and thereafter at its Annual Meeting, as herein below provided, the Trustees shall elect a Chairman and Vice Chairman, who shall serve in said respective capacities until their successors are elected and qualified. The Chairman shall preside at all meetings. The Vice Chairman shall perform the duties of the chairman in the absence, disability, resignation or vacancy in the office.

SECTION 5. The Trustees shall meet once a year, during or immediately before or following the regular Annual Meeting of the Society, and the Chairman shall set the date, time and place for such an annual Meeting. The Trustees shall meet at such other times at the call of the Chairman. Four members of the Board of Trustees shall constitute a quorum. The decisions of the Board of Trustees shall require the concurrence of at least four of its members.

SECTION 6. The Treasurer of the Texas Society shall serve as the Treasurer of the Board of Trustees of the Patriots Fund and shall furnish periodic financial reports at the Board Meetings. The Board of Trustees shall appoint one of their members to act as Secretary. His duty shall be to keep full and complete minutes of the proceedings. The Board of Trustees, at its option, may ask the State President to appoint a member of the Board of Managers to serve as Secretary.

SECTION 7. Expenditure of funds from any account(s) maintained by the Patriots Fund shall require authorization by the Chairman or the Vice Chairman. Checks or other documents to implement the utilization of funds may thereafter be signed by the authorized signatories expressly established by the Board of Trustees for that purpose.

SECTION 8. The Trustees shall receive no compensation for their services and shall receive no reimbursement for traveling or other expenses in attending meetings of the Board.

SECTION 9. Operating costs and expenses for administering the Patriots Fund shall be borne by the General Fund of the Texas Society; however, the management fees and expenses of a third-party manager of mutual funds or any other investment vehicle chosen by the Trustees shall not be considered "operating costs and expenses" for the purposes of this section.

SECTION 10. Administrative expenses for the Board of Trustees shall not exceed the sum of \$50.00 for each three-month period. Upon its request, money as needed, and not to exceed such sum, shall be made available to the Board by the Treasurer of the Society. Further administrative expenses for such period shall require the authorization of the Board of Managers or of the Annual Meeting of this Society; however, the management fees and expenses of a third-party manager of mutual funds

or any other investment vehicle chosen by the Trustees shall not be considered “administrative expenses” for the purposes of this section.

SECTION 11. However worthy it may be, the Trustees shall have no authority to initiate or execute any project or any undertaking to further the stated purposes and objects of the Society or to act in the name of the Society in any such activity. The sole function and purpose of the Trustees shall be to manage and handle the assets of the “Patriots Fund” as the agency of the Society within the scope and latitude herein below more fully detailed. Only the Society shall have the authority to initiate and execute projects and undertakings in the furtherance of the stated purposes and objects of the Society. The Society, in projects and undertakings in the furtherance of its stated purpose and objects, shall from time to time as it deems proper, call upon the “Patriots Fund” to make available to it certain specified monies and assets which request shall be complied with by the Trustees in the orderly administration of the assets of the said fund.

SECTION 12. The assets of the “Patriots Fund” shall be administered in accord with the RESOLUTION set forth in Section 2, above, and in conformity with the stated purpose and objects of this Society and the policies promulgated for and by the Society. Consistent therewith, the Trustees shall proceed in investing, reinvesting, exchanging, retaining, selling, supervising, and managing said assets for the benefit of the Society, and shall exercise the judgment and care under the circumstances then prevailing, which men of ordinary prudence, discretion, and intelligence, exercise in the management of their own affairs, not in regards to speculation but in regard to the permanent disposition of their funds, considering the probable income there from as well as the probable safety of their capital. Within the limitation of the foregoing standards, the Trustees are authorized to acquire and retain every kind of property, real, personal, or mixed, and every kind of investment, specifically including but not by way of limitation, bonds, debentures and other corporate obligations, and stocks, preferred or common, and interests in investment trusts and mutual funds, which men of ordinary prudence, discretion, and intelligence acquire or retain for their own account. The Trustees may, but need not, seek the approval of this Society’s Board of Managers for any investment decision made by the Trustees.

SECTION 13. The “Patriots Fund” shall consist of Principal Funds acquired according to Section 2 above, and also include those certain “Available Funds” acquired as a portion of the earnings (interest) on the investment of said Principal Funds. The definition of “Available Funds” is described as those certain funds derived solely from earnings (interest) on the investment of the Principal Funds for the designated period of time as from January 1st through December 31st of the preceding year, e.g., interest earned from January 1, 1982, through December 31, 1982, considered “Available Funds” at the Annual Meeting in March 1983). Such Available Funds may be obligated only at the Annual Meeting and should be disbursed prior to December 31 of the same Meeting year. Any Available Funds not disbursed prior to December 31 of the same current Annual Meeting year shall automatically be declared as Principal Funds and thus absorbed into said Principal Fund on January 1 of the succeeding year. Available Funds shall not accumulate as available funds from year to succeeding year. However, projects duly and properly approved by the Texas Society delegates at the Annual Meeting, pursuant to Section 14 below, shall represent appropriation of Available Funds and remain open for expenditure until the approved project is completed, with the exception that scholarship awards shall be deemed “Available Funds” for a period of five years only.

SECTION 14. The “Patriots Fund” shall be audited by a Certified Public Accountant with the expense thereof to be borne by this Society each time the accounts of this Society are audited. Such audit, together with a report of the Trustee showing the condition of said fund shall be submitted to the first ensuing meeting of the Board of Managers and to the first Annual Meeting of this Society following the Audit and the preparation of the report. If the Society publishes a bulletin, the audit and this report shall be published therein.

SECTION 15. The President shall appoint a Patriots Fund Project Committee of at least five members and shall designate one member as Chairman. The responsibility of this Committee shall be to generate and to implement projects to be underwritten by the “Available Funds” of the Patriots Fund as annually determined by the Board of Trustees and consistent with the objects of this Society and within the guidelines outlined below:

A. The maximum amount to be spent on incidental and expense reimbursement projects shall be limited to 20% of the “Available Funds”.

B. Funds dedicated to major projects within the State of Texas shall not be less than 70% of the “Available Funds”.

C. The Patriots Fund as part of the Bylaws is confirmed and continued in operation without transitional change or interruption in the office or its present officers or of the membership of the individual Trustees comprising its Board and of the tenure in the office of each respectively, all consistent and in accord with such original establishing Resolution and this Article XXVII.

ARTICLE XXVIII - PERPETUAL MEMBERSHIP PROGRAM

SECTION 1. A Perpetual Membership Program is hereby established whereby a member in good standing may make a contribution which shall forever pay his annual National, and State dues, and Local Chapter dues of \$ 9.50. Such a member shall be designated as a Perpetual Member.

SECTION 2. The Board of Trustees of the Perpetual Membership Fund shall determine the cost of Perpetual Membership and alter or modify the requirements for membership, subject to subsequent approval of the Board of Managers at its next scheduled meeting.

SECTION 3. Contributions to the fund shall be subject to proper accounting procedures. The income thereon and such invasion of the principal as may be required shall pay the annual dues National, State and Local as aforesaid. The Board of Trustees of the Perpetual Membership Fund is authorized to raise funds subject to the approval of this Society’s Board of Managers. The assets of the Perpetual Membership Fund shall be administered by the Trustees in conformity with the stated purpose and objects of this Society and the policies promulgated for and by the Society. Consistent therewith, the Trustees shall proceed in investing, reinvesting, exchanging, retaining, selling, supervising, and managing said assets for the benefit of the Society, and shall exercise the judgment

and care under the circumstances then prevailing, which men of ordinary prudence, discretion, and intelligence exercise in the management of their own affairs, not in regards to speculation but in regard to the permanent disposition of their funds, considering the probable income therefrom as well as the probable safety of their capital. Within the limitation of the foregoing standards, the Trustees are authorized to acquire and retain every kind of property, real, personal, or mixed, and every kind of investment, specifically including but not by way of limitation, bonds, debentures and other corporate obligations, and stocks, preferred or common, and interests in investment trusts and mutual funds, which men of ordinary prudence, discretion, and intelligence acquire or retain for their own account. The Trustees may, but need not, seek the approval of this Society's Board of Managers for an investment decision made by the Trustees.

SECTION 4. The Treasurer of this Society shall receive all contributions and the Treasurer of this Society shall make all disbursements.

SECTION 5. There shall be seven Trustees of this fund, composed of the three most recent past presidents of this Society and three members-at-large, who shall each serve three year terms, plus the current president of this Society, who shall serve for the year of his presidency. They shall be appointed by the TXSSAR President subject to the approval of the Board of Managers. The Trustees shall be eligible for reappointment. The Chairman of the Board of Trustees of the Perpetual Membership Fund shall be appointed by the TXSSAR President and shall be eligible to succeed himself.

SECTION 6. The Perpetual Membership Program shall be audited by a Certified Public Accountant with the expense borne by this Society.

SECTION 7. This article may be amended only at a general meeting of this Society. An affirmative vote of at least two-thirds of those present shall be necessary to amend this article.

SECTION 8. The Perpetual Membership Program shall always operate in conformity with the Bylaws of the National Society Sons of the American Revolution and with the Bylaws of this Society.

SECTION 9. Compatriots may become Perpetual Members by paying four equal installments of the required sum, plus the annual dues for the current year, payments to be made within a twelve-month period.

SECTION 10. The Perpetual Membership Board may incur expenses limited to 10% of annual income of the Perpetual Membership Fund without specific approval of the Board of Managers. However, the management fees and expenses of a third-party manager of mutual funds or any other investment vehicle chosen by the Perpetual Membership Board of Trustees shall not be considered "expenses" for the purposes of this section.

SECTION 11. The Perpetual Membership Board is authorized to adopt a moratorium on future dues increases. The first such moratorium to be effective prior to the last dues increase, subject to subsequent approval of the Board of Managers.

ARTICLE XXIX- EFFECTIVE DATE

These Bylaws shall be in full force and be in effect immediately upon their respective adoption dates and the meeting at which time they are adopted shall be governed thereby.

Signed original on file with the Texas Society Secretary.

Approved at TXSSAR Annual Convention, March, 2007