

CONSTITUTION

Of the

HOLLY SPRINGS CEMETERY ASSOCIATION

ARTICLE I

1. The name of this Association is the Holly Springs Cemetery Association.
2. The Association is an unincorporated, non-profit association organized and operated for charitable, religious, and benevolent purposes only, whose members must be either owners of cemetery lots within the Holly Springs Cemetery [cemetery], or the descendants or heirs of persons buried within the Holly Springs Cemetery. This cemetery is located near Martins Mill, Texas, and used as a burial ground for the community since 1860, during the earliest settlement of Van Zandt County.

ARTICLE II

1. The purpose of the Association is to operate and see that the cemetery is maintained in a proper manner and to care for the graves, lots, walkways, drives and fences within it; to receive contributions and to manage, invest or expend the same for the benefit of the cemetery, to acquire and hold property for cemetery purposes, whether by purchase, donation, or devise, and to subdivide and sell the same as may be required; to record burials within the cemetery; to adopt and enforce rules and regulations for the use, care, control, management, restrictions, and protection of the cemetery and to do any other act allowed to or required of an unincorporated, non-profit, community cemetery association by the laws of Texas.



ARTICLE III

1. The members of the Association are the owners of lots within the cemetery and the direct lineal descendants or heirs of any person buried within the cemetery. All members aged eighteen (18) years of age or older are entitled to vote in the election of the governing board and the officers of the Association and on all issues which come before any meeting of the membership.

ARTICLE IV

1. The Association is governed by a Board of nine (9) members [the Board], as defined in Article III, who are elected at the annual membership meeting for a term of three (3) years. Each Board Member must be age eighteen (18) or older. The term of office of one-third of the Board shall expire each year.

2. The four officers of the Association are the President, Vice-President, Secretary and Treasurer, who are elected each year at the Annual Board Organizational meeting, held in the month of May following the Memorial Day meeting.

3. The President, or Vice-President, in absence of the President, performs the usual duties of President: presides at meetings of the membership and the Board, signs conveyances and contracts with the approval of a majority of the Board, appoints Committees of the Board or of the Membership, and calls all special meetings of the Board.

4. The Secretary keeps minutes of the meetings of the Board, gives notice of

meetings at the President's request and prepares letters and other correspondence to the membership, such as notice of the date of Memorial Day no later than two weeks before Memorial Day.

5. The Treasurer has custody of the funds of the Association and keeps an accurate record of the expenditures and receipts of such funds. All checks drawn on the accounts of the Association must be signed by any two (2) Board Members which have been designated on signature cards with custodians of the Association funds.

6. The Board designates the depository for the funds of the Association.

7. In the event of the absence or inability of the President to perform his duties, the Vice President acts in his stead and in the event of the President's death, disability or refusal to act, the Vice-President serves as President until a new President is chosen by the Board.

8. In the event of the death, disability or refusal to act of any elected officer, a successor is chosen by the Board to serve until the next Annual Membership meeting and re-organization of the Board.

9. The Board may appoint a Maintenance Superintendent or Sexton who cares for the cemetery grounds and who holds office at the pleasure of the Board at such salary as Board designates.

10. The Nominating Committee is composed of three (3) members of the Association chosen by the President each year with the approval of the majority of the Board. It is the duty of the Nominating Committee to nominate candidates to be voted on at the annual membership meeting to be Board Members of the Association. There is a right of any member to nominate other candidates, but they must be willing to serve.

ARTICLE V

1. The annual meeting of the Membership is on the first Sunday in May at 11:00 A.M. , which as been designated as Holly Springs Cemetery Memorial Day.
2. The Board must meet at least once quarterly. The Annual meeting of the Board is to be held on the Tuesday following the third Sunday in May. Otherwise, it meets at such times and places as may be designated by the President.
3. A majority of the Board (5 Members) constitutes a quorum and a majority of the Board Members or President may call a special meeting of the Board. All Board members must be given notice of the time and place of any special meeting at least twenty-four hours prior to such meeting whether called by the President or a majority of the Board.

ARTICLE VI

1. The Board determines the price or prices to be charged for lots and for opening graves within the cemetery. The Board is allowed to make decisions to serve the purpose of the Association as defined in Article II.
2. All the income of the Association must be used exclusively for charitable, religious, and benevolent purposes as herein set out and the Association is prohibited from attempting to influence legislation.
3. In the event this Association is ever dissolved, no money or funds shall ever be distributed to any of its officers, but such money or funds, if any, shall be held in trust to be expended only for the purposed for which this Association was created.

ARTICLE VII

1. The Constitution of the Association may be amended by a two-thirds (2/3) (six members) vote of the Board at a meeting called for the special purpose of considering such an amendment.

I hereby certify and declare the above and foregoing instrument consisting of five (5) pages is a complete and correct copy of the Constitution of the Holly Springs Cemetery Association and included therein are the Bylaws under which the Association is governed.

Revised and adopted on this the 7 day of July, 2009.

Gary Diehl, President

David Bennett, Vice-President

Marvin Shaw, Treasurer

Elizabeth Everitt, Secretary

James Stephens

Edd Deen

Susie Grice

Cathy Calfy

Shirley Sides
