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HISTORICAL  
SOCIETY OF HELOTES  
**BYLAWS**

*Ratified 4/16/2010 | Revised 5/3/2016 & 9/7/2021*

**AMENDED BYLAWS  
OF  
HISTORICAL SOCIETY OF HELOTES**

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**PREAMBLE**

These Bylaws are subject to, and governed by, the Texas Non-Profit Corporation Act and the Articles of Incorporation of the HISTORICAL SOCIETY OF HELOTES. In the event of a direct conflict between the provisions of these Bylaws and the mandatory provisions of the Texas Non-Profit Corporation Act, the Texas Non-Profit Corporation Act will be controlling. In the event of a direct conflict between the provisions of these Bylaws and the Articles of Incorporation of the HISTORICAL SOCIETY OF HELOTES, these Bylaws will be controlling.

**ARTICLE ONE  
ORGANIZATION**

**Section 1.1 Name.**

- a) The name of this organization is HISTORICAL SOCIETY OF HELOTES, herein referred to as **The Society**, a nonprofit educational organization with no political affiliation or political agenda.

**Section 1.2 Objectives.**

- a) The objectives of The Society shall be to collect, study, and preserve the history of Helotes, Texas, the surrounding area and the people who are a part of this area, as stated in the Society's Certificate of Formation.
- b) The Society's focus shall be on educating present and future generations on the importance of history and heritage.

**Section 1.3 Operation.**

- a) The Society is registered with the State of Texas under BUSINESS ORGANIZATIONS CODE CHAPTER 22. NONPROFIT CORPORATIONS.
- b) The Society shall operate within the meaning of Section 501.C.3 of the Internal Revenue Code.

## **ARTICLE TWO**

### **MEMBERSHIP**

#### **Section 2.1 Eligibility.**

Membership is open to individuals interested in promoting the objectives of The Society and who shall agree to comply with the bylaws of this organization.

##### **(a) Members:**

- Are encouraged to attend the general membership meetings, field trips and events held throughout the year.
- May participate as a volunteer or organizer of events for the Society.
- Are considered in good standing if their membership dues are paid and current.

#### **Section 2.2 Types.**

- (a) There are three types of memberships: FULL, LIFE, and HONORARY LIFE.  
(b) The Board of Directors may change or add membership categories through a resolution as voted upon by a simple majority of the Board.

#### **Section 2.3 FULL Membership.**

##### **(a) This membership type is divided into the following rate categories:**

- INDIVIDUAL – Per person
- FAMILY – Spouses and children under 18
- BUSINESS - Includes two company representatives.

##### **(b) FULL Members:**

- Have full membership privileges in The Society.
- Are eligible to hold office.
- Are required to pay dues.

#### **Section 2.4 LIFE Membership.**

- (a) A Life Membership may be conferred on a member who has given lengthy, outstanding contributions to The Society.  
(b) To be conferred with a Life Membership, an individual must be recommended in writing by a member of the Society to the Board of Directors for consideration.  
(c) LIFE Members:
- Have full membership privileges in The Society.
  - Are not required to pay dues.

#### **Section 2.5 HONORARY LIFE Membership.**

- (a) Honorary Life Memberships may be bestowed, at the discretion of the Board of Directors, to individuals who have made a significant contribution to local or Texas history.  
(b) Individuals awarded Honorary Life Membership must be recommended in writing by a member of the Society to the Board of Directors for consideration.

- (c) HONORARY LIFE Members:
- Are non-voting members.
  - Are not required to pay dues.

## **ARTICLE THREE**

### **DUES**

#### **Section 3.1 Dues**

- (a) Annual dues shall be payable January 1<sup>st</sup> for the ensuing year, delinquent by March 31<sup>st</sup>. Any member in arrears at this time shall be dropped from membership.
- (b) Dues paid in November or December will be applied toward the following year.
- (c) Payment of annual dues entitle the member to one calendar year of membership from January 1<sup>st</sup> through December 31<sup>st</sup>. Dues notices will be issued to members before January 1<sup>st</sup>.

#### **Section 3.2 Dues Changes.**

- (a) Any changes to the dues structure shall be made by a simple majority of the Board of Directors at a Board meeting and will become effective the following year.

## **ARTICLE FOUR**

### **MEETINGS**

#### **Section 4.1 General Meetings.**

- (a) Four General Membership Meetings will be held annually at a time and place designated by the President.

#### **Section 4.2 Special Meetings.**

- (a) Special meetings of the membership may be held at a specified time and place when called by the President.

#### **Section 4.3 Board of Directors Meetings**

- (a) Board of Directors meetings shall be held before the scheduled general meetings with the day, time, and place designated by the President.

#### **Section 4.4 Emergency and Electronic Meetings**

- (a) In the event of an extraordinary situation, such as a disease outbreak, considered by local, state or Federal Government to be dangerous to the general population, and any natural disaster, such as flooding, snow, ice, storms or other emergencies, any meeting of The Society may be held as deemed necessary by the President and Board of Directors, using virtual or other available technology.
- (b) Notice of such a meeting shall have instructions as to how members are to participate.
- (c) The Recording Secretary shall determine if a quorum is present.
- (d) In the event of a required vote, the Secretary will record all results.

**Section 4.5 Meeting quorum.**

- (a) A minimum of four (4) voting members shall constitute a quorum for any meetings of this Society.

**ARTICLE FIVE**

**NOMINATIONS AND ELECTIONS**

**Section 5.1 Nominating Committee.**

- (a) A nominating committee of three members in good standing shall be appointed by the President in February of each odd numbered year.
- (b) The Nominating Committee shall nominate members in good standing as candidates for the offices of President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Historian, and Parliamentarian.

**Section 5.2 Nominations.**

- (a) The Nomination Committee shall report the names of the nominees to the President at least forty-five days prior to the May general meeting.
- (b) Nominations may be made from the floor at the May general meeting provided consent to serve has previously been given by such nominees.

**Section 5.3 Elections.**

- (a) All nominees in good standing shall be voted upon at the May general meeting of each odd numbered year.
- (b) Installation of officers will be conducted at that May general meeting.
- (c) The newly elected officers shall assume their offices as of June 1<sup>st</sup>.

**ARTICLE SIX**

**OFFICERS**

**Section 6.1 Officers**

- (a) The Officers of The Society shall be President, Vice President, Recording Secretary, Corresponding Secretary, Treasurer, Historian, and Parliamentarian.
- (b) The President may appoint an Assistant Treasurer and a Chaplain for the Society; however, these officer positions are not voting members of the Board of Directors.
- (c) Term of office for all elected Officers shall be two years.
- (d) Any Officer may resign in writing at any time. Vacant office positions may be filled by Presidential appointment for the remainder of the unexpired term, with concurrence of a simple majority of the Board, with a ratification vote by voting members at the next general meeting.

**Section 6.2 Duties of Officers**

- (a) PRESIDENT – The President shall preside at all meetings of The Society, sign all contracts for and on behalf of The Society and shall be ex-officio member of all

committees except the Nominating Committee. The President, as Chief Executive Officer of The Society, shall receive all correspondence and shall channel information to the proper officers. The President shall establish various committees, as necessary.

- (b) **VICE PRESIDENT** - In the absence or inability of the President to act, the duties of the office of President shall be performed by the Vice President. The Vice President shall be chairman of fundraising activities and marketing.
- (c) **RECORDING SECRETARY** - The Recording Secretary shall keep the minutes of all meetings, and maintain the books and records of the current year, except the financial books and records. *All documents maintained by the Recording Secretary are property of The Society. Books and records of the previous year/years are considered to be archives and shall be turned over to the Historian of The Society for preservation.*
- (d) **CORRESPONDING SECRETARY** - The Corresponding Secretary shall be responsible for maintaining the membership list and for sending out annual and periodic dues renewal reminders, and shall also be charged with the social correspondence for The Society. *The social correspondence includes but is not limited to sending "thank you," "congratulations," "get well" and "condolence" cards.*  
The Corresponding Secretary shall also collaborate with the President in sending meeting notices and news releases to various media sources in a timely manner.
- (e) **TREASURER** - The Treasurer shall collect and disburse all monies of The Society in accordance with generally accepted accounting principles. *Single expenditures over Three Hundred Dollars shall require the approval of a majority of Board members at a Board of Directors Meeting. All checks drawn on the bank account of The Society shall require two authorized signatures. Authorized check signatures shall be those on file with the bank that holds the funds of The Society; authorized signatures must be members of the Board of Directors.*  
The Treasurer shall make a quarterly written report to The Society. *The fiscal year for The Society is January 1<sup>st</sup> through December 31<sup>st</sup> of each calendar year. Until the Society reaches a significant threshold of revenue as determined by the Board of Directors, an annual independent audit by a certified professional accountant shall not be required. Instead, an annual review of financial records shall be conducted by two members of the Board, not to include the Treasurer. In lieu of two Board members, the President may appoint an independent bookkeeper or accountant approved by the Board.*
- (f) **HISTORIAN** - The Historian shall be responsible for accepting, cataloguing and maintaining photos, documents, etc., generated by The Society, and items either donated to or purchased by The Society. *Photos should be provided with dates and identification of individuals; I.D. exceptions may be made at the discretion of the Historian. Appropriate items are to become a permanent part of The Society archives.*  
In addition to keeping a press-book, the Historian shall maintain/catalogue records of The Society's archives in a computer database for The Society. *The press-book and archive records are the property of The Society.*

- (g) PARLIAMENTARIAN - The Parliamentarian shall act as advisor to the President in all matters pertaining to Parliamentary Procedure and shall be Chairman of the Bylaws Committee.

## **ARTICLE SEVEN**

### **BOARD OF DIRECTORS**

#### **Section 7.1 Board of Directors**

- a) The Board of Directors shall govern the affairs of The Society, transact necessary business, create standing Committees and approve the plan of work of all Committees. All Committee Chairpersons shall report at each general meeting.
- b) A majority of the Board of Directors may vote to remove a board member who misses more than three consecutive board meetings.

## **ARTICLE EIGHT**

### **CONFLICT OF INTEREST POLICY**

#### **Section 8.1 Conflict of Interest**

- a) Each director, principal officer, and member of a committee with governing board-delegated powers shall, upon election or appointment to office, sign The Society's Conflict of Interest Policy "Statement of Affirmation."

## **ARTICLE NINE**

### **ADVISORY BOARD OF DIRECTORS**

#### **Section 9.1 Advisory Board of Directors**

- a) The President and/or Board of Directors may invite distinguished citizens of the State of Texas to serve as an Advisory Board.

## **ARTICLE TEN**

### **PARLIAMENTARY AUTHORITY**

#### **Section 10.1 Authority**

- a) The Rules contained in the current edition of Robert's Rules of Order, newly revised, shall govern The Society in all cases in which they are applicable and in which they are not inconsistent with these Bylaws and/or any special rules of order The Society may adopt.

**ARTICLE ELEVEN**  
**AMENDMENT OF BYLAWS**

**Section 11.1 Amendments**

- a) These Bylaws may be amended by a two-thirds affirmative vote by the voting members present at any General Membership Meeting provided notice has been given for such amendment at a previous General Membership Meeting and to the Board of the Directors.
- b) A full text of such amendments will be distributed to the membership at least 10 days prior to the date of the vote.

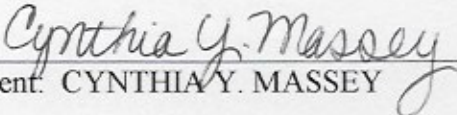
**ARTICLE TWELVE**  
**DISSOLUTION**

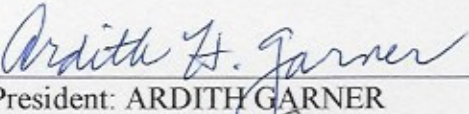
**Section 12.1 Dissolution**

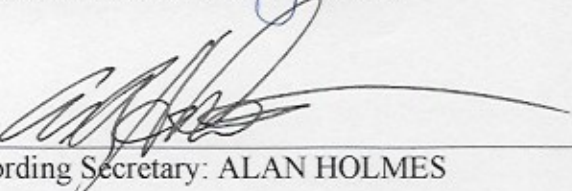
- a) In order to dissolve the HISTORICAL SOCIETY of HELOTES, all of The Society's assets remaining after all debts or obligations are satisfied shall be transferred to a non-profit organization or to the Local, State or Federal Government for public purposes.
- b) In the event of dissolution of The Society, the asset-receiving organization or Government entity is to be recommended by the Board of Directors.
- c) The recommended receiving organization or Government entity shall be presented to the membership for approved by a simple majority of the voting members present at a General Meeting.

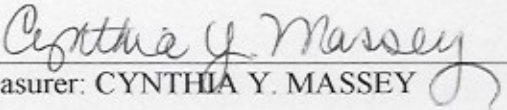


The Board of Directors of the Historical Society of Helotes ratified these revised Bylaws on the 7<sup>th</sup> day of September, 2021.

  
\_\_\_\_\_  
President: CYNTHIA Y. MASSEY


  
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Vice-President: ARDITH GARNER

  
\_\_\_\_\_  
Recording Secretary: ALAN HOLMES

  
\_\_\_\_\_  
Treasurer: CYNTHIA Y. MASSEY

  
\_\_\_\_\_  
Historian: PATRICIA WILSON

  
\_\_\_\_\_  
Parliamentarian: MYRA HANSON

  
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Corresponding Secretary: SUSAN BEAVIN