

BYLAWS

TEXAS SOCIETY ORDER OF CONFEDERATE ROSE TM, INCORPORATED

ARTICLE I: NAME

The name of this organization shall be Texas Society Order of Confederate Rose TM, Incorporated, hereinafter to be known as "TSOCR".

ARTICLE II: OBJECT

The Object of the organization shall be to assist local camps of the Texas Sons of Confederate Veterans. Said organization is organized exclusively for charitable, educational, historical and social purposes and especially the preservation of Confederate historical symbols, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)3 of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE III: MEMBERS

Section 1. Eligibility.

A. Any person twelve (12) years of age or older who is recommended by a current member in good standing of the TSOCR is eligible to submit the completed TSOCR application to the Director for approval by the Board of Directors. Upon acceptance as a member, applicant will pay required dues.

B. Any person who is currently a voting member of another State Society of the OCR is not eligible to become a voting member of the TSOCR. If they have moved and are wishing to join the TSOCR, they must have written verification that they have resigned their membership in any other OCR State Society. *

Section 2. Types of Membership.

Each member in good standing, regardless of membership class, shall be entitled to one (1) vote at the chapter level and General Business Meetings and shall receive a subscription to the TSOCR quarterly newsletter. Voting at Annual Meeting will be one (1) vote for each member present, who is in good standing.

A. Regular Member. All members who do not fall into another class of membership and who are current in their dues shall be regular members.

B. Life Members. Life Membership in the TSOCR may be secured by the one-time payment of the Life Membership fee. As there is no national organization, life membership in the TSOCR applies only to the TSOCR and may or may not be honored by another OCR state society upon transferring out of the TSOCR. Each chapter shall decide whether or not to collect local dues from a life member over and above the one-time payment. All life membership plaques and pins will be presented at a chapter, Executive Committee or TSOCR Annual Meeting.

C. Associate Member. Associate Members are TSOCR members who wish to be part of multiple OCR chapters. The TSOCR dues are always paid to only one chapter, and the member counted toward membership count in the same chapter. The Associated Chapter shall determine any chapter dues.

D. Golden Roses. Any member who reaches eighty (80) years young may be granted Life Membership in TSOOCR. If the member wishes to be a Golden Rose, a Change in Membership Status form must be submitted for approval by the Board of Directors.

E. Confederate Legacy. Membership in the Confederate Legacy program shall be open to any child from birth through age twelve (12) in whom a member of TSOOCR wishes to cultivate an interest and appreciation of Southern culture. Upon enrollment and payment of the one-time fee of ten dollars (\$10.00), Legacy members (referred to as "Little Rebels" for boys and "Rose Petals" for girls) shall receive a pin/pendant, membership certificate and a *TSOOCR Confederate Heritage Trail Booklet* from the sponsoring TSOOCR chapter. All membership fees shall be invested in an interest bearing account. The interest earned therein shall be designated to be included in the Marilyn C. Sweeney Scholarship.

F. Gentlemen Greys. Membership in Gentlemen Greys is open to any male member of TSOOCR. The Gentlemen Grey shall assist and accompany the Black Rose during the Black Rose Ceremony. They shall be dressed in Confederate uniform or civilian Confederate clothing. Memberships are free but does require completing an application.

G. Black Rose. A Black Rose is a member in good standing of TSOOCR who has a desire to assist in the Black Rose Ceremony and participate in memorial services. The chapter president shall certify that each new Black Rose member in her chapter has read the *Black Rose Handbook*, completed the application and met the requirements as stated in the *Handbook*.

Section 3. Dues and Applicable Fees.

A. TSOOCR Dues. Dues and applicable fees are provided in the Fee Schedule in the Procedural Manual/Standing Rules, Article III. Annual dues shall be collected by the chapters and remitted to the TSOOCR Treasurer no later than April 1 and will be considered delinquent after May 1. A member whose dues are not paid by May 1 will be automatically dropped from the rolls and will not be allowed to vote at the Annual Meeting. Late and reinstatement fees will be assessed as published in the Fee Schedule.

B. Proration of New Member Dues. Any prospective member who joins TSOOCR during the last quarter of the fiscal year (February-May), their TSOOCR dues will roll over to the next membership year. They will be considered to be a member in good standing for the following year.

ARTICLE IV: CHAPTERS

Section 1. Organization.

The TSOOCR shall be organized into local Chapters. Each Chapter must be no less than five (5) members. *

Section 2. Organizing a Chapter.

A. Only one (1) chapter is recommended per town.

B. Persons wanting to begin a new TSOOCR chapter must contact the TSOOCR Director and have approval of the Board of Directors to begin the process. Approval to begin the process does not guarantee approval of the proposed new Chapter.

C. Upon recruiting five (5) or more members, organizing chapters shall submit to the TSO CR Director/Board of Directors, a complete list of the organizing members with addresses, phone numbers and email address, along with the members completed applications and the proposed name of the new chapter.

D. Upon approval by the Board, the organizing chapter shall submit the list of chapter members and Chapter Bylaws to the TSO CR Secretary and a copy of the Chapter Bylaws to the TSO CR Parliamentarian. When all required paperwork is approved and the accessed dues have been submitted to the TSO CR Treasurer, the Chapter President/Representative will be asked to contact the TSO CR Director, for a chartering ceremony.

E. Upon being chartered by the TSO CR Director or Assistant Director, an organizing chapter shall then be recognized as a chapter in good standing of the TSO CR.

Section 3. Chapter Officers.

Each chapter shall elect a President/Representative, or its equivalent, who shall be responsible for managing the chapter. The Chapter President/Representative shall oversee the collection and remitting of state dues to the TSO CR Treasurer. Chapters shall elect a slate of officers and adopt their own bylaws. Said chapter bylaws shall not conflict with the TSO CR bylaws.

Section 4. Transfers.

If a member transfers to another chapter within the TSO CR, the losing and/or receiving chapter may charge a one-time transfer fee. Both the losing and receiving chapters shall notify the TSO CR Secretary and Treasurer of the transfer. The TSO CR Secretary shall provide proof of life membership in a transfer in writing to the receiving chapter, upon request.

Section 5. Disbandment.

If a chapter fails to maintain a membership of at least five (5) members, the chapter shall have six (6) months from the date noted on a written warning letter, to be sent by the TSO CR Secretary, to increase their membership to the minimum number. If after the six (6) months warning period, the chapter fails to obtain the required number of members to meet the minimum of five (5), the TSO CR Director shall declare the chapter disbanded. By written request to the TSO CR Director, the chapter shall be granted one (1) six-month extension period, if desired. Upon being disbanded, the chapter charter shall be surrendered to the TSO CR Director. All remaining members of the disbanded chapter may join another TSO CR chapter.

Section 6. Reactivating a Chapter.

A disbanded chapter may be reactivated upon application of at least five (5) members, plus a one-time reactivation fee of twenty dollars (\$20.00). Five (5) new members or a combination of five (5) new, inactive (members whose memberships have been reinstated), or active (members in good standing transferring from another chapter), may reactivate a TSO CR chapter using the original name and number. The names of members who sign the charter application will be listed on the reactivated charter. Upon request from the reactivating President/Representative, the TSO CR Director shall assign a date for the chapter application and the charter presentation. "REACTIVATED" must be written across the top of the new charter.

Section 7. Chapter Resigns from TSO CR.

A chapter that resigns from the TSO CR will not be reactivated.

ARTICLE V: MEMBERSHIP DISCIPLINE

A. Any regular or Life member of the TSOOCR who has sent a letter or social media posting that harms the reputation of the TSOOCR, decreases the respect, regard or confidence in which the organization is held by others, including Heritage groups outside of Texas will be expelled. The letters and posted rants will serve as proof and is all that will be necessary for the Board to order expulsion of said individuals. Any TSOOCR member or non-member in possession of such items should contact the TSOOCR Director or any Board member. The Disciplinary process/hearing otherwise described in the By Laws **does not** apply here. There is **no time or date limit** for when the BOD must order an expulsion. Once membership is terminated, those individuals will be permanently prohibited from rejoining the TSOOCR. (November 25, 2019)

B. Reprimand, warning, suspension and/or expulsion of TSOOCR members shall be handled by the chapter to which a member belongs or by the TSOOCR Board of Directors. Charges may be brought by the TSOOCR Board of Directors in the event of a complaint by a chapter other than that of the member.

Section 1. Causes for Discipline.

The causes for disciplinary action on any TSOOCR level shall be as follows:

A. Disloyalty (definition: the act of being false to one's obligations or allegiances; unfaithful)

B. Neglect of duty (definition: failure to carry out or perform one's action or task as required)

C. Dishonesty (definition: the act of being prone to lie, cheat or steal; the act of being unworthy of trust or belief)

D. Conduct unbecoming (definition: behavior that detracts from one's personal character or reputation) a member of the TSOOCR

E. Disrupting (definition: causing disorder or turmoil) the harmony (defined as agreement or accord) of, injuring (definition: to cause harm; hurt; impair) the name of and/or hampering (definition: to hold back or hinder, interfere with) the work of TSOOCR

F. An act detrimental (definition: causing damage, disadvantage or harm) to the reputation of the TSOOCR or its objectives and purposes

Specific examples of behavior, which would trigger the disciplinary process, are as follows:

1). Making untruthful remarks about a member of TSOOCR or any other historical organization. (The remarks may be verbal or written and may have appeared on any social media, such as email, Facebook, LinkedIn, etc.)

2). Interfering in the business of the Sons of Confederate Veterans or any other historical organization,

3). Ignoring the Procedural Manual/Standing Rules and/or Bylaws of the TSOOCR and/or a chapter.

However, behavior requiring discipline shall NOT be limited to the examples listed above.

The complainant must have tangible evidence of the behavior, which would trigger a disciplinary process. Evidence may include letters, emails, etc., which reveal the inappropriate behavior with which the accused is being charged. The behavior may also have been witnessed by another person.

Section 2. Disciplinary Action.

Steps for taking disciplinary action against a member (Unless otherwise noted, references to chapter president or chapter board will apply to chapter members.

A. A complaint shall be filed in writing with the chapter president or the TSOCR director. If a complaint is filed by a member of another chapter, the complaint will be handled by the TSOCR Disciplinary Committee discussed in Section 3.a. (Example: A member in chapter A filing a complaint against a member in chapter B will be handled by the TSOCR Discipline Committee.)

B. The chapter board members or the TSOCR executive board members shall investigate the allegations against its respective member, except as noted in Section 2.a. All members involved in the discipline process, including the accused member, shall not discuss the matter with anyone outside the investigation.

C. If the chapter board members (except as noted in Section 2.a.) or the TSOCR executive board members decide the complaint has merit, the member will be informed of the action(s) which created the problem, but the complainant shall remain anonymous.

D. Notification to the member shall be made via a certified, return-receipt-requested letter from the chapter president (except as noted in Section 2.a.) or the TSOCR director. Enclosed with the notification letter will be a copy of the applicable bylaw and/or standing rule. The member will have seven (7) calendar days from the date of receipt to respond by the same method. If the member does not acknowledge receipt of the initial certified, return-receipt-requested letter within fourteen (14) calendar days of the date sent, the disciplinary process will begin immediately. If the member responds within the set time limit and requests a hearing, the chapter president or TSOCR director will schedule a meeting of the respective board. The hearing before the board will be held within fourteen (14) calendar days from receipt of the member's response to the charges. If the board decides, after hearing the member's explanation for his/her action(s) that the member should not be disciplined, the matter will be closed. However, should the board reject the validity of the member's explanation for his/her action(s) and decide to continue with the disciplinary process, the accused member will be so informed. The board members will determine the best way to resolve the issue, whether by a disciplinary period, and the term thereof, or by immediate expulsion.

E. If the chapter member's problem is resolved at the end of the disciplinary period, he/she may remain in the chapter by an affirmative vote of the said chapter board members (except as noted in Section 2.a). If problems with the member have not been resolved at the end of the disciplinary period OR the chapter board members decide against allowing him/her to remain in the chapter, the member will be expelled from the chapter. No recourse will be allowed should the chapter board members decide to expel the member from the chapter.

F. Upon being expelled from the chapter, the former chapter member will be assigned a probationary period of thirty (30) days. The TSOCR executive board will notify the member of this probationary period by means of a certified, return-receipt-requested letter, which will be signed by the TSOCR Director. Also included with the letter will be a copy of the applicable bylaw and/or standing rule.

G. After the specified discipline period has passed, if the former chapter member has created no further problems, he/she will be removed from probation. However, the said member will not be allowed to return to membership in any TSOOCR chapter nor to organize a new TSOOCR chapter.

H. If the former chapter member continues to create problems during the probationary period and/or later repeats the action(s) which created the original disciplinary process, he/she will be permanently removed from the membership roll of TSOOCR with no further warning or appeal. The member will be informed of his/her permanent removal by means of a certified, return-receipt requested letter, which will be signed by the TSOOCR Director. The former member is barred from reapplying for membership in TSOOCR.

Section 3. Discipline of a TSOOCR State Officer.

Discipline will be handled in the same manner as a chapter member, with these exceptions:

A. Any member (in good standing) of TSOOCR may bring charges against a state officer. Said member must file charges with the TSOOCR Executive Board in the form of a certified, return-receipt request letter sent to each member of the board. Since the officer being accused will have received a copy of the letter, his/her hearing will begin not later than fourteen (14) calendar days after receipt of the letter. The hearing will be in the form of a special called meeting of the TSOOCR Disciplinary Committee, which will consist of one representative from each chapter, as well as officers of TSOOCR. A quorum shall consist of ten members. The accused officer may attend the hearing but will recuse himself/herself from participating, except for defense against the charges presented.

B. The same rules as stated in Section 2 will apply to the discipline of a TSOOCR officer. If a TSOOCR officer is to be disciplined, he/she will be suspended from duties for the designated time period. The TSOOCR Executive Board will decide how to handle his/her duties during the suspension. If the officer is to be expelled, the expulsion shall be effective immediately.

Section 4. Probationary Period.

A. Depending upon the seriousness of the offense, the accused member will be assigned a probation period of thirty (30) to ninety (90) days. The probation period will be determined by either the chapter board members, the TSOOCR Executive Board, or the TSOOCR Disciplinary Board, depending upon the status of the member.

B. At any time during the probationary period, the member may resign from his/her chapter.

C. At the end of the probationary period, the member will be informed of his/her status by the chapter president or the TSOOCR Director.

ARTICLE VI: OFFICERS

SECTION 1: Officers.

The elected officers of the said TSOOCR shall be the following:

Director
Assistant Director
Secretary

Treasurer

Chaplain

The Parliamentarian shall be appointed by the TSOCR Director with the approval of the Board of Directors and consent of the nominee.

Section 2. Officer Duties.

A. Director.

1. The Director shall preside at all meetings and be the Chief Executive Officer of TSOCR. With the approval of the Board of Directors, the Director shall fill vacancies and appoint all Committee Chairmen, except the Nominating Committee.

2. The Director shall serve as an ex-officio member to all committees except the Nominating Committee.

3. The Director shall also be co-signer of all financial accounts.

B. Assistant Director.

1. The Assistant Director shall, in the absence of the Director, perform all duties of that office and accept other duties assigned to them by the Director.

2. The Assistant Director shall plan, in coordination with a representative of the host city, the TSOCR program at the Annual Meeting and the Silent Auction at the TSOCR convention.

C. Secretary.

1. The Secretary shall keep in permanent form minutes of all Annual, Special Called, General Business and Board of Directors meetings. A copy of the currently adopted by-laws and standing rules shall be kept in the back of the Minutes Book at all times.

2. A copy of the minutes shall be sent to the Director within two (2) weeks of said meeting.

3. The Secretary shall notify the Director if unable to perform said duties at any meeting.

D. Treasurer. The duties of the Treasurer shall include:

1. Collecting all dues, contributions, and other funds of the Society.

2. Giving a receipt for monies received and depositing them in a nationwide or statewide bank that will be accessible to future treasurers, and as designated by the Board of Directors.

3. Disbursing monies received as provided in TSOCR adopted budget and approved by the Director in accordance with the bylaws and authorization of the Executive Committee.

4. Providing all information pertinent to the closing of the books for a financial review each year by July 1. By August 1 of each year, there shall be an annual financial review of the Treasurer's books.

5. Issuing checks only after request form is signed and completed by Director.

6. Providing a quarterly report for quarterly transactions and a Quarterly and yearly report at Annual meeting.

7. Providing a budget at Annual meeting.

E. Chaplain.

1. The TSOOCR Chaplain shall provide guidance and counsel to all TSOOCR members, as requested.

2. The Chaplain shall offer the Invocation and Benediction at all meetings.

3. Upon being notified of the death of a member, the Chaplain shall send a letter of condolence to the next of kin and notify the TSOOCR Secretary and Treasurer.

F. Parliamentarian.

1. The Parliamentarian will instruct as to any Parliamentary procedure or when called upon by the presiding officer and/or should any misunderstanding occur. The Parliamentarian advises the Chair, but the Chair rules the decision. (The decision of the Chair may be overruled by a majority vote of the Assembly).

2. Upon the resignation of an officer, accept the officer's records, and within 10 days of this office being filled, arrange to have documents transferred to the appointed Officer.

Section 3. Eligibility for TSOOCR Offices

A. Any active and current member of TSOOCR may serve as an officer (except for the office of Director), provided he/she has been a member in good standing for a minimum of two (2) years or one (1) year in TSOOCR plus one (1) year work experience in the office sought. A candidate for Director must have been a member in good standing for a minimum of four (4) years.

B. Each elected officer must come from a different chapter.

C. Any TSOOCR member who is a member of another OCR State Society will be viewed as having a Conflict of Interest and thus is NOT eligible for a TSOOCR elected nor TSOOCR appointed office nor TSOOCR Committee Chairmanship.

D. A Board member who was removed from an office, shall not be able to hold a position on the Board or be appointed to an office or serve as Chairman on any committee.

E. Any/all members who were appointed by the Director and approved by the TSOOCR Board of Directors to fill a vacancy in a TSOOCR elected or appointed office, and who served for the entire remainder of that term of at least three (3) continuous months, be considered as having served for the entire term of office.

F. A Board member who has resigned due to personal or family illness, shall not hold a position on the Board or be appointed to an office or serve as a Chairman on any committee for no less than the remainder of said term plus the consecutive term.

Section 4. Terms of Office.

A. Each officer shall serve for a two (2) year term.

B. No officer may serve for more than four (4) consecutive years. A two (2) year period must pass before eligible to serve as an officer again.

Section 5. Vacancies in Office.

A. Director. The Assistant Director shall fill a vacancy in the office of Director.

B. Offices other than Director. Any Board member position other than Director that is vacated shall be filled within thirty (30) days by the Director. If not filled the BOD will present a replacement within the next 30 days. The Director, Assistant Director, Secretary, Treasurer, Chaplain, Parliamentarian or immediate Past Director may not hold two offices and may interim a vacancy for only(60) sixty days.

All appointments are subject to approval of the Board of Directors and consent of the appointed.

Section 6. Nominating Committee.

The Nominating Committee shall be elected at the winter (December-February) General Business meeting during election years. The Nominating Committee of at least three (3) members in good standing shall seek out candidates to serve as officers. They shall compile a slate of officers, one per office, after first obtaining the member's consent to serve. The slate shall be submitted in writing to the TSOOCR members at the spring (March-May) General Business meeting and via United States Postal Service or electronic mail at least thirty (30) days prior to the Annual Meeting during odd years. It shall be the responsibility of the Chapter President/Representative to distribute the slate of officers, as soon as possible, to their chapter members who do not have a valid e-mail address.

Section 7. Elections.

A. At the TSOOCR Annual Meeting held in odd years and after the Nominating Committee presents their slate of officers, nominations by any TSOOCR member in good standing, shall be heard from the floor. If there is only one candidate for an office, the vote may be by voice vote. In the event of more than one candidate for any office, then the vote for that office must be by written ballot. Candidates will be elected by a majority vote.

B. Tellers. In the event of a written ballot, the TSOOCR Director shall appoint three (3) tellers, one of them to be the chairperson, to distribute the ballots, count and report on the votes. Upon the completion of the counting of all the votes, the chairperson of the Teller's Committee reads the teller's report to the body. The report will include for each person to be voted upon, the number of votes cast, number of votes needed to be elected and any illegal votes. The report is then handed to the presiding officer who will announce those persons elected. All ballots will be kept with the copy of the Teller's report for ninety (90) days in the event there are any challenges to the voting procedure.

ARTICLE VII: MEETINGS

Section 1. Annual Meeting.

A. The Annual Meeting of the TSOOCR is open to all members in good standing. The purpose of the annual meeting shall be for the receiving of TSOOCR officer and chapter reports and the transacting of business. All reports shall be forwarded to the Director prior to May 15 of each

year. The Order of Business at the annual meeting shall be as provided in the Procedural Manual/Standing Rules.

B. A quorum at the Annual Meeting shall be Director, Secretary, Parliamentarian, and seven (7) members in good standing.

Section 2. Special Called Meetings.

Special meetings of the TSOOCR may be called at any time by the Director, or by written request of either three (3) members of the Board of Directors, or five (5) members in good standing, with not less than ten (10) days advance, written notice. The TSOOCR Director shall name the time and place of any special meeting, to be called within thirty (30) days. The quorum for the Special Called Meeting shall be Director, Secretary, Parliamentarian and seven (7) members in good standing.

Section 3. General Business Meetings.

General Business meetings shall be held three (3) times between the Annual meetings to conduct the business affairs of the TSOOCR. All members in good standing are encouraged to attend General Business Meetings of the TSOOCR and each is entitled to one (1) vote. A Director, Secretary and Parliamentarian, three (3) Chapter Representatives and three (3) members in good standing shall constitute a quorum. And this quorum is the governing body for the meeting.

ARTICLE VIII: BOARD OF DIRECTORS

Section 1. Definition.

The Board of Directors shall be composed of the TSOOCR Director, Assistant Director, Secretary, Treasurer, Chaplain, Parliamentarian and the immediate outgoing Director who shall serve for the duration of the serving Director's term. The Board of Directors shall meet at least once annually, and the TSOOCR Director shall name the time and place of the meeting. Each member shall have one (1) vote, with the exception of the Director, who shall only cast a tie-breaking vote.

Section 2. Duties.

1. Approve appointments to appointed and vacant offices.
2. Board will approve new forms, changes to forms and New Chapter packets before disbursement to members and Web page. (June-6-2018)
3. Monitor the TSOOCR Articles of Incorporation for inconsistencies with the TSOOCR Bylaws and the laws of the State of Texas.
4. Amend said Articles of Incorporation, as necessary, and notify the Texas Secretary of State, as required by laws.
5. Decide matters of arbitration and discipline as defined in Article V: Membership Discipline.
6. Board will approve all member applications

Section 3. Quorum.

Three (3) members, including the Parliamentarian, shall constitute a quorum.

Section 4. Resignation.

A. Resignation from a Board Member shall be submitted by email or US Postal to the entire board which should include not less than date, office and signature.

B. All TSO CR records of a resigning officer should be sent to the Parliamentarian within 10 days.

ARTICLE IX: COMMITTEES AND APPOINTED POSITIONS

Section 1. The TSO CR Standing Committees and Appointed Positions.

The TSO CR Standing Committees and appointed positions shall be:

Newsletter Editor

Historian

Scholarship

Bylaws

Dispatcher

Website

Nominating

Financial

Membership Coordinator

And others appointed as needed

Section 2. Duties.

Duties of the TSO CR Standing Committees and appointed positions shall be:

A. Newsletter Editor. The TSO CR Newsletter Editor shall provide to the TSO CR membership a quarterly newsletter electronically, or via U.S. Mail, if desired. Said newsletter shall include the news, projects and activities of the TSO CR. Chapters shall provide to the Newsletter Editor appropriate information of its activities. Dixie Bell Donations will help defray the cost of publishing. A donation of any amount will be accepted through the year.

B. Historian. The TSO CR Historian shall maintain a scrapbook containing a collection pictures, newspaper articles, etc. reflecting the history of the TSO CR and its chapters.

C. Scholarship. The TSO CR Director shall appoint a Scholarship Chairperson at the beginning of each two (2) year term. This committee is defined in the Procedural Manual/Standing Rules. Article V: Scholarship Committee.

D. Bylaws. The TSO CR Director shall appoint a Bylaws Committee chairperson immediately after the TSO CR officer elections. The committee shall prepare and present any bylaws and/or standing rule amendments as deemed necessary and in compliance with Article XI Amendments.

E. Dispatcher. The Dispatcher shall manage and maintain a list of the TSO CR members' electronic mail addresses and utilize said list to distribute messages and information of interest to the membership as requested by the Director. TSO CR e-mail list shall not be used by any other organization without the written consent of the Board of Directors. Anyone abusing the

TSOCR e-mail will have email privileges and access suspended and may be subject to legal action.

F. Webmaster. The Webmaster shall manage the TSOOCR Official Website under the oversight of the TSOOCR Director and the approval of the Board of Directors. Each will have a copy of the website's hosting information and password.

G. Nominating. The Nominating Committee shall be elected according to the provisions in Article VI: Officers, Section 7: Nominating Committee.

H. Financial. The financial committee shall have the duties as described in the Procedural Manual/Standing Rules (Annual Finance Review and Bank Statements).

I. The Membership Coordinator is responsible for taking care of the membership roster. Also, will print new membership certificates, deliver pins and any other duties assigned by the TSOOCR Director.

Section 3. Approval.

The Board of Directors with the consent of the nominee will approve all committees and appointed positions nominees.

ARTICLE X: MARILYN C. SWEENEY SCHOLARSHIP

Section 1. Award.

A. The Marilyn C. Sweeney Scholarship may be awarded at the yearly Annual Meeting to any graduating high school or home schooled student who will be attending a post secondary school. See the TSOOCR Procedural Manual/Standing Rules, Scholarship Committee for the procedures to be followed.

B. The TSOOCR Marilyn Sweeney Scholarship amount will be defined in the Procedural Manual/Standing Rules.

Section 2. Funds.

The TSOOCR Marilyn C. Sweeney Scholarships will be funded by Life Member dues and Legacy application fees and interest from these holdings. Each odd year when the CD for the scholarship matures, if a scholarship has been awarded, \$4,000.00 will be held out and retained. If a scholarship has not been awarded, the CD's funds are reinvested in an interest bearing CD account.

ARTICLE XI: AMENDMENTS

These bylaws may be amended, repealed, revised or altered, in whole or in part, by a two-thirds (2/3) vote of the members in attendance and voting at the Annual Meeting in even years. The proposed change or changes shall be submitted in writing to the membership of TSOOCR via the United States Postal Service or electronic mail at least thirty (30) days prior to the annual meeting during which the vote shall take place.

ARTICLE XII: TSOOCR AND CHAPTER BYLAWS

All provisions of TSOOCR Bylaws are automatically applicable to chapters and supersede any provisions by the chapter. The TSOOCR Bylaws shall have precedence over the Chapter Bylaws.

ARTICLE XIII: PARLIAMENTARY AUTHORITY

Robert's Rules of Order Newly Revised, Current Edition, shall be the parliamentary authority of the TSOOCR in all cases in which the TSOOCR bylaws and/or standing rules are either incomplete or in conflict. The TSOOCR shall comply with the State of Texas Non-Profit Corporation Act.

ARTICLE XIV: DISSOLUTION

Section 1. Dissolution Process.

The Texas Society Order of Confederate Rose TM , Incorporated may be dissolved by a two-thirds (2/3) vote of the members, in good standing, present at any Annual Meeting after the proposed dissolution has been submitted in writing to the entire membership via United States Postal Service and/or electronic mail at least thirty (30) days prior to the Annual Meeting during which the vote shall take place.

Section 2. Distribution of Non-Cash and Cash Equivalent Assets.

In the event of a dissolution, all non-cash equivalent and monetary assets will be transferred to an historical organization decided upon by the TSOOCR Board of Directors: contingent on a written agreement between the Texas Society Order of Confederate Rose TM , Incorporated, and the chosen historical 501(c) 3 organization. Said written agreement shall state that all monetary assets, formerly held by the TSOOCR shall be invested in perpetuity for the purpose of continuing the Marilyn C. Sweeney Scholarship. It shall be stipulated that only the interest generated from said investment shall be utilized to support said scholarship.

Revision Amended and Approved 07 June 2014
Amended and Approved 04 June 2016
Amended 09 June 2018
Amended 25 November 2019 by Board of Directors per Articles of Incorporation
Amended 25 January 2020 by Board of Directors per Articles of Incorporation
Amended 15 August 2020
Amended 12 December 2020
Amended 04 June 2022
Amended 08 June 2024 BSG