

BYLAWS OF
AMERICAN SOKOL ORGANIZATION ENNIS, TEXAS
A Non-Profit Corporation

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Article 1. Name, Location, Languages

1. The name of the Unit shall be left to the discretion of the Unit and must be approved by the District and the American Sokol. The geographical location shall be acceptable as the name of the Sokol Unit. It shall be further required that the duplication of names of existing Units and the use of names of living persons be avoided.
    a) The name of the Unit is Sokol Karel Havlíček Borovský – Ennis (abbreviated “Sokol KHB Ennis”).
    b) The legal name of the Unit, which is a nonprofit corporation organized under the Texas Business Organizations Code and subordinate under the American Sokol group tax exemption, is American Sokol Organization Ennis, Texas.
2. The headquarters of the Unit shall be designated by the Annual Meeting of the Unit.
    a) The principal office of the Unit shall be situated at such specific location within the State of Texas as the Annual Meeting shall determine.
    b) The Unit may also have such other offices as it may determine from time to time.
3. The official language is English.

Article 2. Purpose

1. Provide for training in good citizenship conformable to the spirit of the Constitution of the United States of America.
2. Cooperate with Sokols around the world to provide for the physical and moral training of all members in accordance with the Sokol principles of Miroslav Tyrs, Doctor of Philosophy and Founder of the Sokol movement.
3. Work for the common interest and improvement of the Americans of Czech and Slovak descent in the United States of America and to safeguard their good name.
4. Maintain in succeeding generations an interest in Czech and Slovak cultural life in the United States of America.
5. Support the learning of the Czech language and culture.
6. Promote the preservation of the traditions of democracy.
7. Work and cooperate with the Ceska Obec Sokolska (COS) and other Sokol organizations worldwide in all their social and athletic activities.
8. Work and cooperate with the World Sokol Federation.
9. The Unit is organized and operated for the following general purposes:
    a) Exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 (as amended) or the corresponding provision of any future United States internal revenue law, including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such section 501(c)(3).
    b) To exercise such of the rights, powers, duties and authority of a nonprofit corporation organized under the Texas Business Organizations Code which are consistent with the preceding paragraph.

Article 3. Ways and Means of Attaining the Purpose

1. Conduct Sokol training programs according to the Tyrs system.
2. Conduct gymnastic and physical training programs, other sports activities, educational and cultural courses for instructors and members.
3. Conduct exhibitions and competitions, etc.
4. Conduct cultural and social programs and activities for members and the general public; arrange discussions concerning the Sokol systems and Sokol principles.
5. Organize juniors and children into groups and arrange special educational meetings and junior gatherings for the purpose of fostering a deeper knowledge of Sokol ideas.
6. Issue an official Unit publication.
7. Encourage public relations activities.
8. Maintain contacts and direct cooperation with other democratic, national and international gymnastic and other sports, fraternal and cultural organizations.
9. Employ all legal means and maintain facilities which shall contribute to the aims of the Unit and the American Sokol.
10. Participate in community activities and provide service to the community in a charitable and/or educational manner.

Article 4. Unit Administration

The activities of the Unit shall be administered by:

1. The Annual Meeting of the Unit;
2. The Membership Meeting of the Unit;
3. The Executive Board of the Unit.

The management of the affairs of the Unit shall be vested in its membership. Only voting members of the Unit may lead Unit meetings and other Unit activities.

I. The Unit Annual Meeting

1. Each Unit shall have an Annual Meeting, notification to be mailed first class to each member in good standing, postmarked or by electronic means for those members who have indicated a preference to receive messages in this manner, not less than fifteen (15) days prior to the meeting.
2. The Annual Meeting shall be the highest administrative body of the Unit and shall pass upon all matters concerning the Unit. All elected officers must attend the Annual Meeting of the Unit and submit reports of their activities.
3. The Unit Annual Meeting shall:
    a) Determine the aims of all activities of the Unit for the ensuing administrative period, and shall carry out all directives of the American Sokol and the District Executive Board;
    b) Approve the Budget of the Unit for the following administrative period;
    c) Establish remuneration for services provided;
    d) Elect the following officers of the Unit: President, Vice-Presidents, Secretary, Financial

Secretary, Treasurer, Bylaws Chair, Editor, Educational Director, Membership Director, Public Relations Director, at least one (1) member of the Auditing Committee, at least one (1) member of the Budget and Finance Committee, three (3) members of the Reconciliation Committee and other officers so designated at the Annual Meeting, and shall approve the election of the Physical Director(s). All officers of the Unit must be citizens of the United States of America, unless prior written approval is received from the American Sokol Executive Board. The tenure of office of all officers and members of all standing and administrative committees shall be for the current administrative year unless otherwise specified in these Bylaws or unless sooner terminated by death, incapacity, resignation or removal. Should a Unit not be able to elect a full slate of officers, each Unit must at minimum elect and submit to the American Sokol the names of the following officers: President, Secretary and Treasurer. Each Unit shall be required to identify to the American Sokol the Individual(s) responsible for the Unit database;

e) Elect an appropriate number of delegates to District Meetings;

f) Elect at the Annual Meeting preceding the Convention an appropriate number of qualified delegates and alternate delegates to the Convention of the American Sokol;

g) Review and approve the reports of the activities of officers, committees and departments;

h) Bestow Unit Honorary Membership upon Sokol members. Voting is done by ballot and the motion must receive at least a two-thirds (2/3) majority of those voting;

i) Pass on changes in the Unit Constitution and Bylaws and regulations of the Unit by means of a two- thirds (2/3) majority vote of those present; be it noted that approved changes shall not contradict the Constitution and Bylaws of the American Sokol. The rules and regulations of the Unit shall not be inconsistent with law, or with the Articles of Incorporation, or the American Sokol Bylaws;

j) Decide in case of doubt what shall be the official interpretation of articles of the Unit Constitution and Bylaws and regulations of the Unit;

k) Establish the requirement of a quorum for the Unit monthly and special meeting.

4. No decision shall be approved by absentee ballot at a Regular or Annual Meeting except as pertains to Articles 61 and 63.

5. Seven (7) members, two (2) of whom must be Executive Board officers, constitute a quorum to make the Annual Meeting legal.

II. The Membership Meetings of the Unit

1. Regular meetings shall be held once a month. All officers and all committee representatives shall be required to attend these meetings and submit regular reports of their activities.

2. The membership meeting shall:

a) Administer all matters of the Unit except those which come under the jurisdiction of the Annual Meeting;

b) Carry out all directives of the American Sokol, the District and the Annual Meeting of the Unit;

c) Establish the duties of officers and applicable committee members and the amount of their surety bonds, if any;

d) Obtain the surety bonds of officers and applicable committee members from a bonding

company;

e) Approve the reports and carry out the recommendation of officers and committees or return them for revision;

f) Administer the funds of the Unit and approve disbursements for purposes authorized by the Constitution and Bylaws and the Annual Meeting (motions for disbursement of funds shall be passed by a two-thirds (2/3) majority of those voting);

g) Elect alternates to fill vacancies in the Unit Executive Board;

h) Identify and report to American Sokol any change in the individual(s) responsible for the Unit database.

i) Remove any elected officer of the Unit subject to such limitations as may appear in the Unit Bylaws;

j) Designate any place for the holding of any Unit meeting;

k) Establish a corporate seal of the Unit and to alter the form of such seal from time to time, provided such seal shall at all times comply with provisions of law;

l) Decide to borrow money and incur indebtedness for the purpose of the Unit and to cause to be executed and delivered therefor, in the Unit's name, promissory notes, bonds, debentures, deeds of trust, mortgages, pledges, hypothecations or other evidences of debt, and securities thereof;

m) Establish such trusts, foundations, and subsidiaries, as the Unit shall deem necessary and to appoint the trustees, directors, or other governing officials of such legal entities.

III. The Unit Executive Board

The Executive Board shall be comprised of the President, Vice-President(s), Secretary, Treasurer, Financial Secretary, Educational Director, Membership Director, Public Relations Director, Physical Directors and additional officers as defined in the Unit's Bylaws. All actions and decisions of the Executive Board are subject to approval at the next Membership Meeting.

All elected officers are responsible to ensure that all federal, state and local tax returns, registrations and reports are prepared and filed in a timely manner.

They shall identify, develop, implement and monitor a risk management policy.

1. Powers. The Executive Board shall be the board of directors of the Unit and, in intervals between the Membership Meetings of the Unit, have general control of the affairs of the Unit, but nothing herein shall be construed to allow the Executive Board to act to the exclusion of, or contrary to, the expressed direction of the Membership Meeting. The President shall be the Chair of the Executive Board.

2. Additional Officers. Additional officers on the Executive Board shall be the Editor, Bylaws Chair, Auditing Chair, Budget and Finance Chair, Property Chair (or Director), Reconciliation Chair, and Ways and Means Chair (or Director).

3. Number of Officers. The number of officers constituting the entire Executive Board shall be a minimum number of six (6) and a maximum of eighteen (18), as fixed by resolution of the Annual Meeting. Subject to the foregoing, any action by the Annual Meeting to affect such increase above the maximum or decrease below the minimum shall require the vote of at least two-thirds (2/3) majority of the membership.

4. Qualifications for Office. Each officer of the Executive Board shall be at least 18 years of age and must be a voting member in good standing of the Unit. Any two or more offices may be

held by the same person except for the offices of President and Secretary.

5. Term of Office. The term of each officer of the Executive Board, upon being elected to office, shall begin at the beginning of the next calendar/fiscal year. All Executive Board officers shall hold office until the expiration of the term for which each was elected, until a successor has been duly elected and qualified, or until the officer's prior resignation, death or removal as hereinafter provided.

6. Removal, Resignation. Any Executive Board officer may resign from office at any time by giving written notice thereof to the President or Secretary and shall be effective as of the date stated on the resignation. Any Executive Board officer may be removed for cause by a two-thirds (2/3) majority vote at a Membership Meeting of the Unit. Such removal shall terminate all authority of the officer, except that any rights to compensation and other perquisites shall depend on the terms of the officer's employment and the circumstances of removal. Cause for removal exists (without limiting other causes for removal) whenever an officer:

   a) fails to attend three (3) consecutive regular meetings of the Unit, notwithstanding that he or she otherwise qualifies for office;

   b) is convicted of a felony;

   c) has committed a material breach of his or her fiduciary duty;

   d) has committed an act of moral turpitude; or

   e) ceases to be a member in good standing of the Unit while in office.

7. Vacancies. Vacancies in offices shall be filled by recommendation of the Executive Board and by election of the membership at any time to serve unexpired terms. Any vacancy occurring on the Executive Board may be filled by a majority vote at a Membership Meeting of the Unit. An Executive Board officer so chosen shall serve for the balance of the unexpired term of the vacant office. If the membership accepts the resignation of an Executive Board officer, tendered to take effect at a future time, the membership may elect a successor to take office when the resignation becomes effective for the balance of the unexpired term of the resigning officer. However, the membership can fill or leave unfilled, until the next election, all vacancies occurring on the Executive Board. A vacancy in the Executive Board exists in case of the happening of any of the following events:

   a) The death, incapacity, resignation, or removal of any officer.

   b) At any meeting of the membership at which an officer is to be elected, but the membership fails to elect the full authorized number of officers to be voted for at that meeting.

8. Salaries. The salaries of the officers, if any, of the Unit shall be fixed from time to time by the Membership Meetings of the Unit. The Membership Meetings may delegate to any officer the authority to fix the salary or other compensation of subordinate officers. No officer or subordinate officer shall be prevented from receiving such salary by reason of the fact that such officer is also on the Executive Board of the Unit. The Membership Meetings may make provision to continuance, for a reasonable period, of a reasonable portion of the salary of any officer who may become disabled during their term of office.

9. Annual Transition. To maintain Unit continuity, officers whose terms of office have expired shall assure the orderly transition of authority to their successors before being relieved of their responsibilities. Similarly, officers whose terms of office have expired shall take all appropriate steps to substitute their successors on all the Unit's financial accounts and signature cards.

10. Annual Executive Board Meeting. In the interval between the Unit Annual Meeting and the

next Membership Meeting, the Executive Board shall hold an annual meeting for the following purposes:

a) To nominate alternates to fill vacant elected offices;

b) To nominate the directors and officers of the Social Club for election at the next Member Meeting;

c) To appoint the members of the Constitution and Bylaws Committee, Property Committee, and Ways and Means Committee.

d) To appoint delegates to affiliate organizations;

e) To appoint any subordinate officers of the Unit;

f) To determine the registered agent of the Unit;

g) To transact other business if necessary.

11. Special Meetings. The Executive Board may hold meetings at other times when needed or in the event of an emergency. Meetings of the Executive Board for any purpose(s) may be called at any time by the President, or if the President is absent, or unable or refuses to act, by one-third (1/3) of the Executive Board officers then in office.

12. Action By Unanimous Written Consent. Any action required or permitted to be taken by the Executive Board may be taken without a meeting and with the same force and effect as if taken by a unanimous vote of Executive Board officers, if authorized by writing signed individually or collectively by all officers. Such consent shall be filed with the regular minutes of the Executive Board.

13. Presumption of Assent. An Executive Board officer who is present at any meeting of the Unit, Executive Board, or a committee thereof of which the officer is a member, at which action on a corporate matter is taken, is presumed to have assented to such action unless a dissent is entered in the minutes of the meeting or unless the officer files a written dissent to the action with the person acting as the secretary of the meeting before or promptly after the adjournment thereof. An Executive Board officer who is absent from a meeting of the Unit, Executive Board, or a committee thereof of which the officer is a member, at which any such action is taken is presumed to have concurred in the action unless the officer files a dissent with the Secretary of the Unit within a reasonable time after obtaining knowledge of the action.

14. Standard Operating Procedures. The Executive Board shall have the right to draw up Standard Operating Procedures (SOPs) to be written for the Board, as well as for each officer and committee. Standard Operating Procedures are rules related to the details of the administration of the Unit rather than to parliamentary procedure. The SOPs shall be approved by the Unit Executive Board and can be changed when needed under the same rules as any normal act of business of the Unit. The Standard Operating Procedure forms are to be kept physically and/or digitally in a location accessible to all and publicized to the membership.

IV. Special Meetings of the Unit

A special meeting of the membership shall be called by the Unit President with the approval of the Executive Board at any time to meet an emergency. All members in good standing shall be notified by first class mail, postmarked or by electronic means for those members who have indicated a preference to receive messages in this manner, not less than fifteen (15) days prior to the special meeting and shall consider only such matters for which it was called.

V. Voting

1. The members present in person at any Unit meeting may continue to do business until adjournment, notwithstanding the withdrawal of enough members to leave less than a quorum. Whether or not a quorum is present, the meeting may be adjourned by a vote of all the members present.
2. Every act or decision done or made by a majority of the members present at a Unit meeting duly held, at which a quorum was present, shall be regarded as the act of the Unit, unless a greater number is required by law or by the Articles of Incorporation or by these Bylaws. Each member present shall be entitled to one (1) vote.
3. A member may participate in any meeting of the Unit by means of conference telephone or similar communications equipment by means of which all persons participating in the meeting can hear each other. Participation in a meeting pursuant to this paragraph constitutes presence in person at the meeting.
4. The transactions of any Unit meetings, however called and noticed, or wherever held, shall be as valid as though the Unit had a meeting duly held after regular call and notice, if a quorum be present and if, either before or after the meeting, each of the Executive Board officers not present signs a written waiver of notice or a consent to holding such meeting or an approval of the minutes thereof. All such waivers, consents, or approvals shall be filed with the corporate records or made a part of the minutes of the Unit meeting.

VI. Nomination of Unit Officers

At least sixty (60) days prior to the Annual Meeting, the Membership Meeting shall elect a nominating committee responsible for submitting and recommending to the membership the names of persons with appropriate skills and good reputation to serve as elected officers of the Unit. In case the Membership Meeting fails, for any reason, to elect such a committee within the time specified, then it shall be the duty of the Executive Board to appoint such a committee. Nominations made by the committee must be delivered to the Secretary at least thirty (30) days before the Annual Meeting. The Secretary shall attach a list of nominees to the notification of the Annual Meeting. Nominations may also be received from the floor during the Annual Meeting or at any Unit Meeting at which officers are to be elected.

VII. Prohibited Activities

1. The Unit shall not carry on any activities not permitted to be carried on by an organization exempt from federal income taxes under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States internal revenue law.
2. The Unit shall not lobby (including the publishing or distribution of statements) or otherwise attempt to influence legislation.
3. The Unit shall not participate or intervene in (including the publishing or distribution of statements) any political or judicial campaign on behalf of any candidate for public office whatsoever.
4. In the conduct of all aspects of its activities, the Unit shall not discriminate on the grounds of race, color, national origin or gender.
5. The Unit shall not take any action or carry on any activity not permitted to be taken or carried on by American Sokol under its constitution and bylaws.

Article 5. Duties of Unit Officers

1. The President shall preside at the monthly and Annual meetings of the Unit; sign all official papers; sign orders for payment together with the Secretary, Financial Secretary, Treasurer, as required by the Unit; make extraordinary decisions and arrangements in an emergency in accordance with the Constitution and Bylaws of the Unit and the American Sokol; represent the Unit in public; preside at all meetings of the Executive Board; appoint all committees and designate all committee chairmen, unless the composition of any committee is specifically provided for the Articles in these Bylaws; do and perform such other duties as are usually incident to the office.

2. The Vice-President shall assist the President, when requested by the President, and shall perform the duties of the President in his absence.

3. The Second Vice-President shall assist the Vice-President, when requested by the Vice-President, and shall perform the duties of the Vice-President in his absence.

4. The Secretary shall have charge of all official correspondence of the Unit; record and prepare the minutes of meetings; cause to be kept at the principal office of the Unit, the Secretary's principal place of business, or such other place as the Unit may determine, the official seal of the Unit (if any), and a book of minutes of all meetings of the membership and Executive Board; give notices of the special meetings of the membership as provided in these Bylaws; maintain and protect a file of all official and legal documents of the Unit.

5. The Financial Secretary shall maintain adult membership records of the Unit; prepare and distribute dues notices and membership cards; accept from the membership all payments and all other regular and special assessments; present a monthly membership report at each meeting of the Unit; prepare and send the annual membership report to the District and to the American Sokol along with the required dues payments; keep the adult membership records at the principal office of the Unit, the Financial Secretary's principal place of business, or such other place as the Unit may determine. The membership file shall contain names and addresses of each member, and the date upon which the membership ceased.

6. The Treasurer shall accept all moneys for the Unit; make payment on all properly authorized vouchers; have charge of all cash-on-hand, financial assets, and promissory notes of the Unit; arrange all payments made by check; prepare for the Unit Executive Board a monthly Income Statement and, upon request, Balance Sheet and Year-To-Date Income Statement; submit to the Auditing Committee all promissory notes, reports of cash- on-hand and bank statements at the time of its examination of the books; be prepared to submit without delay all cash-on-hand, promissory notes and bank statements if at any time the President or majority of the Unit Executive Board shall so require; deposit cash or promissory notes in a recognized financial institution whose assets are federally guaranteed or may invest financial assets up to the limit authorized by the monthly membership meeting in other accounts (i.e. Mutual Funds, Money Markets, Brokerage Accounts) which meet minimum quality ratings of high, superior, or excellent and which has been approved by the Unit Executive Board (these deposits are controlled by the signatures of three officers); present to the Unit Annual Meeting an annual financial statement which includes a detailed Balance Sheet showing all asset, liability, and inventory accounts, along with a Cash Flow Statement which includes an income and expense comparison to the Budget and statements of the Auditing Committee; prepare and file all federal, state and local tax returns, registrations and reports in a timely manner.

7. Any elected officer who shall miss three (3) consecutive meetings, without reasonable excuse, shall forfeit the position.

8. All elected officers shall have such other duties and responsibilities as may be required by law or as may be prescribed or required from time to time by the Unit Meetings or these Bylaws.

Article 6. Standing Committees of the Unit

The program of the Unit shall require the following standing committees:

Auditing

Board of Instructors

Budget and Finance

Constitution and Bylaws

Educational

Membership

Property Committee (Board of Trustees)

Public Relations

Reconciliation

Ways and Means

Other committees shall be named as needed. (Example: publication, hospitality, nominating, insurance and forms, etc.) The duties of committees, their number and the manner of appointment where these are not indicated in the Constitution shall be determined by the Unit.

I. Committee Powers

Committees of the Unit shall be standing or special. The President may refer to the proper committee any matter affecting the Unit or any operations needing study, recommendation, or action. The Unit may establish such special committees or standing committees in addition to those specified in this Article as it deems appropriate with such duties and responsibilities as it shall designate, except that no committee has the power to do any of the things a committee is prohibited from doing under the Texas Business Organizations Code. All committees shall act by majority vote, unless otherwise prescribed by the Unit.

II. Committee Membership

The Unit Meetings, acting upon the recommendation of the President, shall appoint the members of such additional committees, including the Chair, unless otherwise specified in these Bylaws. Persons other than Executive Board officers may be appointed to such additional committees, but the Chair of each committee must be an Executive Board officer. The President shall be an ex-officio member of every committee (excluding nominating committee). Every committee shall consist of at least three (3) persons, exclusive of the President. Committee members shall be appointed for one-year terms unless otherwise specified in these Bylaws.

III. Limitations

Except in cases where these Bylaws or the Unit has by written resolution provided otherwise, the function of any committee is as an advisory group to the Unit. No member of any committee, without prior consent of the Unit, has the authority to purchase, collect funds, open bank accounts, implement policy, or bind or obligate the Unit or its Executive Board in any way or by any means. All such powers are expressly reserved to the Executive Board of the Unit.

IV. Special Committees

The Unit may establish such special committees as it deems appropriate from time to time. Special committees shall have the duties and responsibilities as the Unit meetings shall designate from time to time.

Article 7. Auditing Committee

At least three (3) members shall make up the Unit Auditing Committee. They shall be elected to a three (3) year term in such a manner that at least one (1) member will be elected to the Committee at each Annual Meeting. Annually, they shall elect a Chair from among themselves. They shall be required to examine the books of the Financial Secretary, Treasurer, and other applicable committees at least once annually. The Auditing Committee shall present a report of each examination at the next Unit Meeting.

1. In order to stagger the tenure of the initial committee members, upon the effective date of these Bylaws or upon the installation of the initial committee members, whichever occurs later, the committee members shall draw lots to determine which individual shall serve for an initial term of one, two, or three years.
2. Prior to the annual meeting of the Unit Executive Board, the Auditing Committee shall elect its Chair. The Auditing Chair shall be an ex-officio member of the Unit Executive Board and have voting rights.
3. The Auditing Committee in general shall be responsible to oversee the preparation of all audits of the Unit's finances. They shall submit recommendations to the Unit for the selection of external auditors.

Article 8. Unit Board of Instructors

The Unit Board of Instructors directs the physical activities and programs of the Unit following the directives set forth by the District and American Sokol Board of Instructors.

The Unit Board of Instructors is comprised of Unit members as follows:

1. Physical Directors (Maximum of two [2]);
2. Assistant Directors (Maximum of four [4]);
3. Instructors;
4. Secretary;
5. Other necessary staff; and
6. A duly authorized representative of the Unit Educational Committee.

All members of the Unit Board of Instructors must be involved in the physical education program of the Unit. Annually, the Physical Directors shall be nominated by their outgoing Board of Instructors for election at the Unit's next regular meeting, subject to ratification at the Unit's next Annual Meeting. Following the election of the Directors by the Unit, all other members of the Unit's Board of Instructors shall be recommended by either their Director or the Unit's Board of Instructors for approval at the next regular meeting of the Unit.

All decisions of the Board of Instructors are subject to the approval of the next Unit meeting.

Article 9. Unit Budget and Finance Committee

The Unit Budget and Finance Committee is comprised of at least three (3) members including the Chair. Members of the committee shall be elected to a three (3) year term in such a manner that

at least one (1) member will be elected to the committee at each Annual Meeting. Annually, they shall elect a Chair from among themselves.

All decisions of the Budget and Finance Committee are subject to the approval of the next Unit meeting.

1. In order to stagger the tenure of the initial committee members, upon the effective date of these Bylaws or upon the installation of the initial committee members, whichever occurs later, the committee members shall draw lots to determine which individual shall serve for an initial term of one, two, or three years.
2. Prior to the annual meeting of the Unit Executive Board, the Budget and Finance Committee shall elect its Chair. The Budget and Finance Chair shall be an ex-officio member of the Unit Executive Board and have voting rights.
3. The Budget and Finance Committee shall in general be responsible to oversee the preparation of all statements, reports, returns and budgets of the Unit's finances, and to oversee the investment of the various funds of the Unit. They shall submit recommendations to the Unit for the selection of accountants and investment managers.

Article 10. Unit Constitution and Bylaws Committee

1. After examination of all proposed Unit Bylaws changes by the Unit Bylaws Committee (See American Sokol Constitution and Bylaws as it applies to Units), and approval by the Unit at their Annual Meeting, the Unit Bylaws Chair shall submit them to the District Bylaws Chair, who shall forward them, along with his opinion, to the American Sokol Bylaws Chair for approval by the American Sokol Bylaws Committee and the American Sokol Executive Board.
2. A Unit has the right to appeal any decision of the American Sokol Bylaws Committee pursuant to American Sokol Constitution and Bylaws - Appellate Procedure.
3. The Unit Bylaws Chair is elected to office by the Annual Meeting of the Unit. The members of the Constitution and Bylaws Committee shall be appointed annually by the Unit Executive Board and approved at the Unit's next regular meeting.

Article 11. Unit Educational Committee

1. The Unit Educational Committee shall be responsible for the Sokol education of the adult members, juniors and children of the Unit.
2. The Unit Educational Director is elected to office by the Annual Meeting of the Unit. The Unit Educational Committee is comprised of the Educational Director of the Unit, the first and second assistants, a historian and a secretary to be appointed by the Educational Director, a member of the Unit Board of Instructors, and other assistants as may be needed.
3. All assistants and the historian are appointed by the Educational Director for one (1) year and approved by the Unit Executive Board.
4. The Unit Educational Director or his appointed representative represents the Educational Committee on the Unit Board of Instructors.
5. All decisions of the Educational Committee are subject to the approval of the next Unit meeting.

Article 12. Unit Membership Committee

1. The Unit Membership Committee is comprised of the Unit Membership Director, who is elected at the Unit Annual Meeting, the Unit Youth Ambassador, who is appointed by the Unit, and

additional members as deemed necessary. The additional members shall be appointed by the Membership Director and approved by the Unit Executive Board.

2. All decisions of the Membership Committee are subject to the approval of the next Unit meeting.

3. The Membership Committee shall carry on a membership solicitation drive each year. The committee shall also recommend to the Unit the types and amounts of dues for memberships of the Unit.

Article 13. Unit Property Committee (Board of Trustees)

The Unit Property Committee shall keep an exact account of all property of the Unit. At the conclusion of their term of office they shall surrender all assets according to inventory. The number of members and their election shall be established at the Annual Meeting.

As established at the Unit's Annual Meeting of December 2019:

1. The members of the Property Committee, including the Chair (or Director), are appointed annually by the Unit Executive Board and approved at the Unit's next regular meeting. The number of committee members shall be determined by the Unit Executive Board.

2. The Property Chair (or Director) shall be an ex-officio member of the Unit Executive Board and have voting rights.

Article 14. Unit Public Relations Committee

1. The Unit Public Relations Director is elected by the Unit Annual Meeting. The Unit Public Relations Committee is comprised of the Unit Public Relations Director and additional members appointed annually by the Public Relations Director and approved by the Unit Executive Board.

2. All decisions of the Public Relations Committee are subject to the approval of the next Unit meeting.

3. The Public Relations Committee shall be responsible for contact with other organizations with similar purposes and for the distribution of news of the Unit and its activities to the public.

Article 15. Unit Ways and Means Committee

1. The Unit Ways and Means Committee shall be responsible for fund-raising enterprises of the Unit and shall work in close cooperation with all social projects of the Unit. The Unit Ways and Means Committee shall submit a detailed financial report for each enterprise.

2. All decisions of the Ways and Means Committee are subject to the approval of the next Unit meeting.

3. The members of the Ways and Means Committee, including the Chair (or Director), are appointed annually by the Unit Executive Board and approved at the Unit's next regular meeting. The Ways and Means Chair (or Director) shall be an ex-officio member of the Unit Executive Board and have voting rights.

4. Lotteries may be held on behalf of the Unit provided they comply with all requirements of state gaming laws, including licensure when required.

Article 16. Income of the Unit

1. The sources of income of the Unit shall be:
   a) Registration fees and membership dues;
   b) Special assessments;
   c) Gifts, subsidies, bequests, endowments, and all other legally permitted sources of income;
   d) Other independent enterprises of the Unit.
2. Power of discretion concerning dues and assessments shall be reserved to the Annual or Special Meeting of the Unit, which shall require a two-thirds (2/3) majority of those present.
3. Private Inurement. No part of the net income or net assets of the Unit shall inure to the benefit of, or be distributable to, its directors, officers, members or other private persons. However, the Unit is authorized to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its tax-exempt purposes.

Article 17. Financial Obligations of Units and Members

I. To The American Sokol

Pursuant to the American Sokol Constitution and Bylaws.

II. To The Districts

1. Each Unit shall pay to the District an annual fee for each member, in accordance with the assessment of the District Annual Meeting. Payments shall be due and payable as specified by the District. The annual membership report of the Unit shall serve as a statement in the payment of dues. (See American Sokol Constitution and Bylaws)
2. A Unit shall not employ for any other purpose membership fees or other payments due to the American Sokol or the District.

III. To The Units

1. Each Unit may establish a new member registration fee at the Annual Meeting.
2. A youth member who transfers to adult membership shall not pay a registration fee.
3. The Unit shall have the right to exempt from payment all or part of a member's Unit dues for reasons of inability to earn a living, injury, permanent illness, advanced age and the like. Each exemption shall be recommended by a special committee of the Unit and shall be submitted to the Annual Meeting of the Unit for approval. An exemption granted shall not reduce the Unit's financial obligation to the District and the American Sokol.

Article 18. Acquisition and/or Disposition of Property

In the event a Unit proposes to acquire or dispose of any real estate, property (i.e. hall, gymnasium, summer camp, etc.) or any other substantial asset, authorization for such acquisition or disposition shall be obtained in advance by a two-thirds (2/3) majority of those voting in person or by absentee ballot in a specially called meeting of members.

Written notice stating the place, date, time and purpose of the meeting shall be mailed first class, postmarked or by electronic means for those members who have indicated a preference to

receive messages in this manner, to each member in good standing not less than fifteen (15) days prior to said meeting date, enclosing an absentee ballot for those members who do not attend said meeting.

Except in the ordinary course of business, no substantial assets (exceeding $10,000) of a Unit, including, but not limited to, real property, personal property, cash or other financial instruments, may be transferred from the Unit to another non-American Sokol entity without prior approval of the District and National Executive Boards and two-thirds approval of the membership at a special Unit meeting. The President and Secretary of the District and National Executive Boards must be notified by certified mail. The District and National Executive Boards must respond by certified mail within thirty (30) days of receipt of the notification from the Unit.

Proceeds from any disposition of real property shall be held by the Unit as long as the Unit remains active. (See American Sokol Constitution and Bylaws)

Note: Local and state statutes for minimum requirements may exceed American Sokol requirements.

Upon the dissolution or winding up of the Unit, or in the event it shall cease to engage in carrying out the purposes and goals set forth in these Bylaws, all the business, properties, assets and income of the Unit remaining after payment, or provision of payment, of all debts and liabilities of this Unit shall be surrendered to the American Sokol Executive Board through its District. In no event shall any of the business, properties, assets or income of the Unit, in the event of dissolution thereof, be distributed to the directors, members or officers, either for the reimbursement of any sums subscribed, donated or contributed by the same, or for any purposes. Any such assets not so disposed of shall be disposed by County Court in the County in which the principal office of the Unit is then located, exclusively for such purposes of to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 19. Establishment and Acceptance of New Units

See American Sokol Constitution and Bylaws.

Article 20. Merger of Units

1. Two or more Units with membership in good standing with the American Sokol, in any given area or locality, may merge or consolidate into one Unit based upon mutual agreement, so long as they are not in violation of any existing rules or regulations governing such mergers as set forth by the District involved, the American Sokol and local conditions. At any time prior to the final vote on merger, either party may veto the merger plans, and all such plans shall cease. Negotiations may continue or re-open again based on common agreement between merging parties.
2. Written notice of any such contemplated merger shall be submitted to the American Sokol through the respective District.
    a) The District shall investigate such a proposed merger. Full disclosure of the facts surrounding the proposed merger shall be made to all Units of the District.
    b) All Units of the District shall have the opportunity to be involved in the investigative process.
    c) The results of the investigation shall be forwarded by the District to the American Sokol Executive Board who shall then review and further investigate as needed.
    d) Investigations should, if possible, be completed within one hundred twenty (120) days

from the date of notification.

e) The American Sokol Executive Board shall approve or deny the proposed merger. They shall provide recommendations for further action to the District and all Units in the District.

f) Best efforts shall be made to keep all the parties involved in this process fully informed of the proceedings.

3. Based on directives received from the American Sokol, the merger shall then proceed accordingly, so that it can be completed in the shortest feasible time, considering all of the individual needs that may prevail.

4. The merger shall be finalized at a combined membership meeting with election of new officers. Members of the merging Units will automatically become members of the consolidated Unit.

5. The disposition of property prior to any merger is covered by the American Sokol Constitution and Bylaws. In the event of a subsequent merger with another Unit, a resolution recommending such a merger must be submitted to a vote at a meeting of the members of the Unit, which may be an Annual or Special Meeting.

6. Written notice stating the place, the day, and the hour of the meeting, and further stating the purpose of the meeting shall be mailed first class to each member in good standing, postmarked or by electronic means for those members who have indicated a preference to receive messages in this manner, not less than fifteen (15) days before the date of the meeting.

7. At such meeting, the members in good standing may authorize the merger with such authorization requiring at least a two-thirds (2/3) majority of those voting in person or by absentee ballot. Under no circumstances shall the minority membership of the merging Units have the option to form their own Unit in the reasonable vicinity of the merged Unit and be accepted to the American Sokol.

8. All assets and property of each of the Units being party to such a merger or consolidation shall immediately thereafter be transferred to the name of the merged or consolidated Unit by which it shall thereafter be known.

9. No distribution of any kind of assets or property of any of the participating Units in such merger shall be made at any time prior to, during the merger, or following such merger or consolidation. All such assets and property shall thereafter become in total, the assets and property of the newly merged or consolidated Unit.

10. Upon completion of the merger proceedings, the consolidated Unit bearing the new name will immediately seek approval by the District and membership in the American Sokol.

Article 21. Temporary Loss of Unit Membership (Suspension)

See American Sokol Constitution and Bylaws.

Article 22. Inactive Units

See American Sokol Constitution and Bylaws.

Article 23. Termination of Unit Membership

See American Sokol Constitution and Bylaws.

Article 24. Sokol Membership

I. All Membership Categories

All applicants for membership must:

1. Demonstrate good character and habits;
2. Complete required forms;
3. Pay required dues and fees;
4. Be a citizen or legal resident of the United States;
5. Observe the directives and Bylaws of American Sokol, the District and Unit;
6. Guard the honor and interest of American Sokol, the District and Unit and uphold Sokol discipline.

II. Member Classifications

1. VOTING MEMBERSHIP

   Eligibility:

   a) 17 years or older; and

   b) Admitted and accepted according to Unit Bylaws or policies; and

   c) Has been a Youth or Associate Member for a period of at least six (6) months or length of time according to Unit Bylaws or policies, or is joining a Unit which is less than one (1) year old.

   Rights as determined by Unit Bylaws or policies:

   a) Attend meetings, vote, serve on committees;

   b) Hold elected office if a citizen of the United States, unless prior written approval is received from the American Sokol Executive Board;

   c) Use facilities and participate in programs of the Unit, District and American Sokol;

   d) Sponsor new members.

2. NON-VOTING / ASSOCIATE MEMBERSHIP

   Eligibility:

   a) 17 years or older; and

   b) Admitted and accepted according to Unit Bylaws or policies; and

   c) Pay individual or family fees as determined by the Unit for gym classes and/or other sponsored programs.

   Rights as determined by Unit Bylaws or policies:

   a) Attend meetings without privilege of voting or holding elected office;

   b) Use facilities and participate in programs of the Unit, District and American Sokol;

   c) Serve on committees, except those dealing with financial disbursements or property assets;

   d) Apply for Voting Membership according to Unit Bylaws or policies.

3. YOUTH MEMBERSHIP

Eligibility:

a) Any individual 17 years or younger participating in American Sokol sponsored ongoing regular activities shall be youth members;

b) Youth, that are directly related to a Unit member and not active in programs may apply for youth membership;

c) Every youth participating in ongoing regular activity must have at least one parent or guardian registered as a member;

d) Youth participating in special events (i.e., camps, bring a friend, special classes, special programs, etc.) with the goal of introducing Sokol to non-Sokol individuals or reaching out to the community, are exempt from the parental membership requirement.

4. UNIT HONORARY MEMBERSHIP

An honor bestowed by the Unit on persons having given exemplary contributions, either financial or service, to Sokol over a long period of time.

III. Membership in Multiple Units

An individual may hold membership simultaneously in more than one Unit of the American Sokol. Voting Member rights are allowed in each Unit, the corresponding District and at the American Sokol level.

IV. Members at Large

Individuals may become Members at Large who shall be assigned to Sokol T.G. Masaryk, which shall be administered by the American Sokol Membership Director. Dues shall be determined by the American Sokol Executive Board. Members at Large shall have no voting rights but shall receive the official *American Sokol* publication.

V. Professional Coaches

1. A Professional Coach is a qualified instructor who is invited by the Unit to provide instruction to members of the Unit. A Professional Coach need not be a member of the Unit.

2. Each Professional Coach may enjoy all the privileges of the Unit, except that they may not vote or hold any office within the Unit unless they are also a voting member of the Unit. However, a Professional Coach may serve as a member of any committee of the Unit.

3. Each Professional Coach is an independent contractor and must, as a condition of approval, either: 1) provide his or her own workers disability compensation insurance; or 2) sign a waiver of liability against the Unit for any loss, expense or injury arising from the conduct of Unit related business.

4. To become a Professional Coach, a candidate must submit a written personal resume to the Executive Board and receive the approval of the Unit.

5. Should a Professional Coach be utilized by the Unit, the Unit shall establish a pro liaison committee to coordinate the activities of the Professional Coaches with those of the Unit; arrange for a Professional Coach to be at a Unit Meeting when appropriate; contact each Professional Coach before the beginning of each season to verify their intent to coach; recommend new Professional Coaches; recommend termination of existing Professional

Coaches; report any rule infraction or misconduct of a Professional Coach at the Unit Meetings; make presentations to the Unit when requested by the Professional Coaches; conduct an annual Unit/Professional Coaches meeting; and obtain a completed contract with each Professional Coach annually.

VI. Guests

1. Each member may bring one or more guests to Unit programs or activities, but no individual guest may attend more than three (3) programs or activities per year as a guest. The Unit may require guests to pay drop-in fees.
2. Each member shall be responsible for the conduct of, and indebtedness incurred by, all guests admitted to the Unit's facilities at the member's request.
3. A prospective member may be admitted to three (3) Unit programs or activities per season as a guest, provided he or she is accompanied in person by a member who introduces such guest to the Membership Director, or in the absence of the Membership Director, one of the Executive Board officers of the Unit, at each such program or activity attended.

Article 25. Transfer of Membership

1. Every member shall have the right to transfer his membership to another Unit of the American Sokol. A member who shall declare his intention to transfer shall, after complete fulfillment of all financial obligations, request transfer of his membership to any Unit of the American Sokol.
2. The new Unit shall vote on the admission of the transferring member. Upon acceptance, the new Unit shall recognize the transferring member's American Sokol seniority. If the transfer shall be made within three (3) months, membership will be recorded as of the date the member was accepted into the new Unit.

Article 26. Resignation of Membership in the Unit

1. Those members who declare in person, in writing at a Membership Meeting or an Annual Meeting, or to an officer of the Unit that they are resigning from membership in the Unit shall, after complete fulfillment of all financial obligations, terminate membership in the Unit.
2. Should the resigning member re-apply for membership, the application shall be subject to the same rules as a new member.

Article 27. Suspension, Termination and Expulsion of Membership

I. Suspension and Termination

1. A Voting Member who shall be in arrears with dues and assessments without a satisfactory excuse shall be deprived of membership rights (suspension) after two (2) months. The suspension shall be announced to the member in writing. If the member shall fail to meet all financial obligations within the next month after suspension, membership shall be terminated without debate. A Voting Member whose membership has been terminated for non-payment of dues shall be eligible for readmission by vote of the Unit if all dues up to the time of termination are paid, such amount not to exceed six (6) months dues and a new registration fee.
2. An Associate Membership will be terminated at the end of the dues period. An Associate Member shall be reinstated if dues are paid within three (3) months.

3. A Youth Membership will be terminated at the end of the dues period. A Youth Member may be reinstated if dues are paid within three (3) months.

II. Expulsion

1. A member shall be expelled for any of the following reasons by a vote of two-thirds (2/3) of the members voting at a Unit meeting:
   a) For willfully making false statements before admission as a member;
   b) For dishonorable conduct or violation of a Sokol code of conduct;
   c) For libelous and malicious remarks about and willful offense against the Unit and/or the Sokol movement;
   d) For embezzlement of Sokol property or funds;
   e) For a misdemeanor or crime committed because of dishonorable motives and adjudged so by a regularly constituted court;
   f) For membership in an organization that opposes democratic principles;
   g) For absence from a Sokol group activity for which the member was trained or refusal to cooperate immediately before the event without sufficient reason or excuse.
2. A member who shall be expelled for reasons given in paragraphs (a) through (g) of this article shall be eligible for readmission to the Unit only when there is sufficient evidence of said member's reform.
3. An expelled member shall retain the right to appeal within one (1) month after receipt of notice of expulsion.
4. An expelled member is not eligible for membership in another Unit until eligible for readmission to the expelling Unit.
5. The Unit shall be required to announce the name of every expelled member and the reason for expulsion to the District Executive Board and to the American Sokol Executive Board.
6. A member who has been expelled shall be notified in writing of such expulsion and concurrently be informed of the right to appeal under the American Sokol Constitution and Bylaws within one (1) month of receiving written notice.

Article 28. Unit Reconciliation Committee

1. The Reconciliation Committee is comprised of three (3) members to be elected at the Annual Meeting.
2. Personal disputes arising from organizational relations are decided by the Reconciliation Committee after meeting with concerned members and those filing complaints. A decision must be reached within one (1) month of the filings and reported to a special meeting of the membership called for that purpose.
3. Should there be dissatisfaction with the findings of the Reconciliation Committee, the findings are returned and the Reconciliation Committee expanded to a Jury Committee with an even number from two (2) to six (6) additional members from among the members of the District Executive Board. These are named by the District President.
4. The findings of the Jury Committee must be presented in a regular meeting or a special meeting of the District called for that purpose within one (1) month from the day when the Jury Committee was established.

5. This meeting shall make its decision on the basis of the findings of the Jury Committee.

6. The judgment shall be:

   a) Exoneration;

   b) Reprimand;

   c) Losing membership rights for a specific period;

   d) Expulsion.

7. The Reconciliation Committee Procedures are as follows:

   a) Members of the Reconciliation Committee must have a good knowledge of the Bylaws of the Unit and the American Sokol.

   b) The presiding Chair of the Reconciliation Committee shall be selected by the three (3) members serving on the Committee. The Chair may vote.

   c) In the event that there is a conflict of interest of any member of the Reconciliation Committee, the Executive Board shall select a replacement member.

   d) The Unit President may be present and participate in the Reconciliation Committee discussion, but has no vote.

   e) The Unit Vice-President shall represent the President in the event there is a conflict of interest in any form in the subject matter.

   f) Notification of personal disputes arising from organizational relations will be made in writing to the Unit President by the complaining member. The President will forward the complaint to the Unit's Reconciliation Committee at the next monthly meeting and notify the membership of the complaint.

   g) The Reconciliation Committee will schedule a meeting within fifteen (15) days at a time suitable to all parties of the complaint to obtain information concerning the complaint.

   h) Any Unit member may attend the meeting(s) but does not have a voice in the discussion unless requested by the Committee.

   i) The Committee will keep minutes of the meeting and obtain copies of all evidence presented. An audio or video tape will be made of the proceedings.

   j) The Committee will report the findings to the membership at a specially called meeting of the membership with a fifteen (15) day notice. The membership will be asked to vote to accept or reject the

      findings of the Reconciliation Committee. In the case of recommendation of expulsion, a two-thirds (2/3) majority of those voting will be required to uphold the findings of the Committee.

   k) If either party does not accept the findings of the Committee, that party must notify the District President in writing and request that a Jury Committee be formed.

   l) A Jury Committee will meet and will consider only the information originally presented at the Reconciliation Committee meeting(s) unless the Jury Committee determines that each party has not had an adequate opportunity to present its case.

   m) The findings of the Jury Committee will stand unless overturned by the Executive Board or Convention of the American Sokol.

   n) Further appeal from the decision can be made by Appellate Procedures. (See American Sokol Constitution and Bylaws.)

8. Prior to the annual meeting of the Unit Executive Board, the Reconciliation Committee shall elect its Chair. The Reconciliation Chair shall be an ex-officio member of the Unit Executive Board and have voting rights.

Article 29. Appellate Procedure

See American Sokol Constitution and Bylaws.

Article 30. Voting of Units on Amendments to the Constitution and Bylaws and Special Issues

See American Sokol Constitution and Bylaws.