

**BY-LAWS OF SAN ANTONIO PRIME TIMERS**  
**Revised November 2015**

A 501 (c) 7 Unincorporated Nonprofit Association

**ARTICLE I: NAME AND AUTHORITY:**

(a)

The legal name of said Organization SHALL be San Antonio Prime Timers and MAY be referred to hereinafter as SAPT or the Association, and is an Unincorporated Nonprofit Association Authorized and Empowered by Texas Business Code Chapter 250, and Internal Revenue Service Code Chapter 170 Section 501 Subsection C Paragraph 7.

(b)

It SHALL be an AUTONOMOUS Chapter of Prime Timers Worldwide, so long as permissible by local, state and federal law, governmental. regulatory agencies and / or a court of competent jurisdiction over such matters.

{c)

The principal mailing address SHALL be Post Office Box 6421, San Antonio Texas 78209-6421, and the principal business address SHALL be that of the current serving President. The Treasurer SHALL be in charge of collecting and distributing said mail unless cumbersome. The Board may appoint another Board Member, who need not be an officer to do same, and duly recorded by the Secretary.

**ARTICLE II: SCOPE:**

Although it shall be empowered to engage in charitable activity and / or events, it is NOT in and of itself a Public Charity as described in Chapter 170 Section vice Code, and SHALL be operated in a manner consistent with and not in conflict with the legal authority under which it was founded. It SHALL be self-supporting through membership dues and activity fees to be used for the benefit of members or at their discretion, but not to inure any officer, director or member as described herein.

### **ARTICLE III: PURPOSE**

- SAFT SHALL be a private Association with limited membership restricted to MEN over the age of legal majority as described (page 1 of 15) by law,

who are self-identified as Gay or Bi-sexual, and enjoy the company of one another in a supportive atmosphere to promote social, cultural, educational and / or charitable activities in and around San Antonio Texas.

## **ARTICLE IV: MEMBERS**

(a)

Eligibility-:

Membership may be considered for any Gay or Bi-sexual man who:  
Has not been convicted of a felony or crime of moral turpitude; 1-Has agreed to abide by and follow SAPT policies and procedures so long as they are lawful;

2-Has completed an application for membership as prescribed by the board;

3- Advanced any fee(s) that would become due upon approval;

(b)

Determination:

The board, in a method approved by the membership, in executive (closed) session, unless otherwise requested to be in open session by the applicant, may then take up a vote recorded by the secretary only as approved or denied, and the applicant notified of same.

{c)

If denied fee(s) advanced SHALL be returned.

(d)

Members accepted based upon material misrepresentation of fact(s), or falsification of information used to determine eligibility MAY be removed from the membership immediately upon discovering such misrepresentation or falsification.

(e)

Members convicted of a felony or crime of moral turpitude, while a member, SHALL immediately be removed from the rolls, notified by the board and refunded his pro-rated share of dues already advanced.

(f)

Good standing;

1-

A member is

considered to be "in good standing" when he abides by the policies and procedures governing SAPT; ;

2- He is not in default owing dues or other obligations

3- He has been a member at least 6 months and has attended at least 1 (one) events

1

4- Only members in good standing may vote in elections; (2 /15)

(g)

Rights and Responsibilities: MEMBERS IN GOOD STANDING-

- 1- Members in good standing may vote in any election;
- 2- May be a candidate for any position on the Board;
- 3- May be appointed and/or elected to ad hoc committees;
- 4- May participate in any event or activity;
- 5- May invite up to 2 (two) non-member guests to any function up to  
2 (two) times when considering application for membership;
- 6- May move and/ or vote on business at general monthly meetings;
- 7- May receive a copy of the membership roster to be used ONLY by him and not to be shared;
- 8- Any member in good standing who has a camera ready business card of ad may have 1 (one) business card or ad placed in the monthly newsletter for the time they are a member in good standing and the newsletter is published. This MUST be requested directly to the Editor and he may approve the request or ask for Board action.

#### **ARTICLE V: RESIGNATION OR REMOVAL**

- 1- He may resign as a member at his choosing by letter of resignation, and if a refund of pro-rated share of dues is requested and due him, it SHALL be issued within 30 (thirty) days of receipt of said letter;
- 2- When removed for just cause as stated in this document, a refund SHALL be issued immediately;
- 3- If the member was also a Board member, that seat SHALL be considered vacated;

#### **ARTICLE VI: BOARD OF DIRECTORS / BOARD OFFICERS**

(a)

The Board of Directors hereinafter referred to as the Board, SHALL be elected by the members in good standing at the LAST general meeting each calendar year (November), and take office beginning on January 1<sup>st</sup> of the year next following the election;

(b)

There SHALL be a total of up to 12 (twelve) Board members, comprised of the President, Vice-President, Treasurer, Secretary, Newsletter Editor, Membership Chairman, Activities Director, Historian, Charities Director and up to 3 (three) at large members;

(c)

The Officers of the Board SHALL be the President, Vice-President, Treasurer and Secretary;

(d)

The President SHALL preside over all meetings of the Board or general membership; SHALL be the Primary contact of Principal; Represent the Association at meetings outside the Association; Serve as an Ex-Officio member of all committees EXCEPT any nominating committee; Coordinate the work of all officers and committees to ensure adherence to the purpose and scope of the association; May appoint another Officer of the Board to act in his absence; When the President has appointed another Board Officer to act in his place the Secretary SHALL duly note same, and that Officer will be considered an Ex-Officio member for voting purposes; If the President is unable to act or otherwise perform his duties of office, the Vice-President shall act in his stead until such time as a new election can be held, or he is able to resume the performance of his duties; The Secretary SHALL duly note same, and the Vice-President SHALL be considered an Ex-Officio member for voting purposes during that period;

(e)

The Vice-President shall take direction from the President and assist him in the performance of his duties, and carry out all his duties in the absence or inability of the President to Serve.

(f)

The Treasurer SHALL receive all funds and financial documents of the Association, keep an accurate record of both receipts and expenditures, pay funds only upon approval of the Board and present a financial report monthly to the Board and the general membership. All checks must be signed by 2 (two) officers of the Board, who are not in Conflict of-Interest, and they should be signatories at the banking facility where the Associations funds are placed; Should he be unable or absent, the Board by simple majority (fifty-percent plus 1) may appoint a new Treasurer in his place until the next election or his return, and the Secretary SHALL duly record same. The financial records of the Treasurer are proprietary and property of the Association. Members in good standing may request a review of said records and granted same within a reasonable time at a place and time designated by the Treasurer, only after Board approval upon written request and duly recorded by the Secretary. Copies of records and/or reports may be dispensed in the same manner, however, a nominal fee for each page may be charged in advance for the expense of same. He SHALL submit a full financial statement to the Board and General Membership no later than the 15th day of the 2nd month following the close of the tax year. His records SHALL be maintained in accordance with generally accepted accounting practices and principles of the Internal Revenue (4 /15)

Service, and submitted annually to the Vice-President for audit or review when directed by the Board and duly noted by the Secretary, but not later than every 3 (three) years. The Board may request audit at any time after being duly recorded by the Secretary. When requested said records SHALL be delivered to the Vice-President at a place and time Agreed to by both, and set reasonably soon after the request having been made. Should such records not be obtained or attainable, the Vice-President SHALL have a Fiduciary Responsibility to notify the proper authorities for determination and investigation.

(g)

The Secretary SHALL keep all records of the Association, take and record minutes, handle correspondence and keep a copy of the minutes book, by-laws, newsletters, rules of procedure, membership roster, as well as any other necessary supplies or documents required and bring same to all meetings of the Board. He SHALL duly record for record, all Board actions EXCEPT, no minutes SHALL be taken during closed (executive) meetings of the Board, unless requested by a member / prospective member who for whom the meeting is called, and said request MUST be made in WRITING witnessed by at least 2 (two) other members in good standing, if such request be granted by the board.

(h)

The Newsletter Editor SHALL solicit items of general interest from the membership, pictures, report on the activities of the Board and that of the General Membership and publish a monthly newsletter distributed via electronic media at least once a month, no later than the 5<sup>th</sup> day of the month for which it is dated. It shall contain summarized reports

from all Officers as well as other information he and/or the Board feels pertinent or that maybe of interest to members. It SHALL include a calendar of events and activities he is aware of, so members may attend. The Board may make paper copies available to those without access to electronic media at a member's request. Said request may be made to any Board member. Non-members may not receive the newsletter for any reason unless approved by a vote of the general membership. If he is unable to perform his duties or leaves his position, the Board May appoint a member in good standing to fill the remainder of his term. If no candidate comes forward, this position may remain vacant until such time a member in good standing comes forward. In that case, the Board will notify members in good standing at least 3 (three) days prior to monthly Board meeting and the monthly general membership meeting. Members in good standing and without access to electronic media may be notified by telephone number of record with a maximum (5/15)

of 3 (three) attempts for notification. This may be assigned to any Board member. If this position is held vacant, it is not counted to consider a Quorum.

(i)

The Membership Chairman SHALL recruit new members who meet the criteria set forth in this document as perspective new members and obtain applications from those eligible men wishing to join. He may invite as many non-members to activities or functions as he has candidates for membership them having made application for same or not. He shall publish a membership roster and make distribution at the request of the Board, or when he deems necessary. Should he be unable to perform his duties or vacate his office, this position may remain vacant until such time a member in good standing moves forward to accept appointment. If this position is vacant, it SHALL not be counted to consider a Quorum. He will report monthly to the Board on behalf perspective members and submit applications for same.

(j)

The Activities Director SHALL develop activities and/or schedule and coordinate events such as the Tuesday lunch, Birthday Night and other events and activities members in good standing wish to have considered. He may obtain information from the members to determine what and when to schedule items, and notify the Newsletter Editor no later than 5 (five) days prior to month end for placement in the following months calendar to be distributed with the newsletter. If he is unable to perform his duties or vacates his position, it may remain vacant until a member in good standing moves forward to accept the position. It may remain vacant and if so, is not counted to be considered for a Quorum.

(k)

The Historian will collect and maintain a dialogue of events and the History of SAPT as well as copies of newsletters etc. to periodically make reports to the members in good standing at the regular monthly meetings or when directed by the Board. Should this position become vacant for any reason, it may remain vacant until a member in good standing moves forward to accept it. If vacant, it is NOT to be counted to determine a Quorum.

(l)

The Charities Director will be SAPT's liaison to charitable organizations seeking donations or services from the Association. Said charity must be a current 501(c) 3 with public charity status as designated by the Internal Revenue Service. He may solicit donations and / or volunteers from members in good standing. Should this position become

or remain vacant, it MAY stay vacant and WILL NOT be counted to determine a Quorum.

(m)

Voting

ALL Board members SHALL be voting members EXCEPT the President or those acting in his stead, who SHALL ONLY vote in the event of a tie, and is duly recorded by the Secretary.

(n)

Quorum

A Quorum SHALL be simple majority  $\frac{1}{2} + 1$  (one-half plus one) of the members in good standing, present for a vote, and willing to vote without abstaining or being in conflict-of-interest. The presence of the Association President is not counted to determine a Quorum. A Quorum SHALL be determined by the number of members (Board) or (members in good standing) who come to vote at eligible elections against the number willing to vote and those who do. Abstention is NOT a vote for the purpose of counting a Quorum. The presence of the Association President is not counted to determine a Quorum. Determination of a Quorum is ALWAYS duly recorded by the Secretary.

NO MEMBER SHALL VOTE ON ANY ITEM OF BUSINESS AT ANY TIME WHEN HE IS KNOWN OR THOUGHT TO BE OF CONFLICT OF INTEREST. HE MUST ABSTAIN AND IS NOT COUNTED TO DETERMINE A QUORUM. See conflict-of-interest policy in this document for more detail.

(o)

At large Board members SHALL, when requested, assist any Board member or committee to which he may be appointed or assigned, so long as it creates no conflict-of-interest and is lawful.

(p)

The Officers of the Board SHALL retain all customary powers, duties and voting rights as stated in this document unless found to be in contradiction of any local, state or federal guideline

(q)

- The Board shall be empowered to call for special meetings with notice as provided in this document. The Board may also form committees to further the purpose of the Association.

(r)

Upon vacating office for any reason, ALL Board members SHALL return ANY and ALL items to the newly elected or appointed

officeholder immediately. Failure to do so will require the current President to report same to the proper authorities for investigation and determination.

## **ARTICLE VII: ELECTIONS/VOTING**

(a)

Elections of members of the Board of Directors and Officers of the Board SHALL take place at the regularly scheduled monthly meeting in the month of November each calendar year and the elected Board and Officers SHALL assume their duties on January 1<sup>st</sup> in the calendar year following said election. ALL elections results are duly recorded by the Secretary.

(b)

In the November election by members in good standing, the President SHALL be allowed to vote if held by written ballot and SHALL be counted to determine a Quorum then duly recorded by the Secretary.

(c)

Candidates:

1-Any member in good standing may seek nomination for any Board position, even when that position is currently held by another member, unless said candidate would place himself in conflict-of-interest.

(d)

Nominations for candidates can be taken at any general membership meeting beginning with the month of August. Nominations may ONLY be made by a member in good standing and the Nominee MUST be a member in good standing at the time he is nominated. Nominations must not place the Nominee or other Nominees in conflict-of-interest.

(e)

All nominees MUST accept nomination to be considered a candidate

(f)

Nominees declining nomination, or found not to be eligible at the time of nomination, SHALL not be permitted to accept nomination until the next election cycle.

(g)

The current President may NOT nominate candidates for any Board position.

(h)

The Secretary SHALL duly record ALL nominations, their acceptance or otherwise, duly record each and submit a list of candidates to the Board at the November Board Meeting.

(i)

When a candidate is unopposed, he is ELECTED to the position for which he sought office, after acclamation by the current Board and being duly recorded by the Secretary.

(j)

Should all candidates be unopposed, they are ELECTED without ballot by acclamation of the general members in good standing at the November monthly meeting, and being duly recorded by the Secretary.

(k)

Should ballots be used to conduct voting, the candidate receiving the most votes but over  $\frac{1}{2} + 1$  (one-half plus one) SHALL be the winning candidate. If no candidate receives over  $\frac{1}{2} + 1$ , the members of the Board taking office on January 1st next following the election SHALL appoint to that position any member in good standing who moves forward for appointment. Any office may remain vacant and not counted for the purpose of a Quorum EXCEPT the Officers, which MUST be filled, if no member in good standing should move forward and no special election can be held the current Officer(s) may retain office until such time eligible members can be elected or the Association MUST be dissolved in accordance with this document outlining current legal directive.

(l)

The term of office for all positions elected appointed or otherwise is to be one year commencing on the 1<sup>st</sup> day of January in the year next following the date of election or appointment, and ending on the 31<sup>st</sup> day of December in that same year. Appointments to fill vacancies or assignment, begin at acceptance and terminate on the 31<sup>st</sup> day of December in that same year.

(m)

The Board may vote on regular agenda items, or matters of importance via email and then certify said vote at the regular monthly meeting. The Secretary SHALL duly record same.

(n)

Standard operating procedures may be brought to the members at large and passed with a simple majority for passage and the Secretary shall duly record same.

(o)

The board IS empowered to carry on the business of the Association WITHOUT vote of the members to ensure compliance to Texas Business Code Chapter 250 and Internal Revenue Service Code 170 section 501 subsection c paragraph 7.

9/15

(p)

The Board, Officers, and / or members of any standing may only receive compensation for actual expense they incur to conduct the business of the Association, and only after approval of the Board before he makes purchase or payment, only after a receipt for same is given the

Treasurer with Board approval for reimbursement. All pertinent information SHALL be duly recorded by the Secretary.

#### ARTICLE VIII: REMOVAL FROM OFFICE - BOARD OR BOARD OFFICER OR MEMBER IN GOOD STANDING, NOT IN GOOD STANDING

(a)

Individuals listed above may be removed from Office, or as a Member for just cause including but not limited to;

- 1-Felonious convictions or crimes of moral turpitude;
- 2- Altercation(s) with other members or Board;
- 3-Non-compliance to rules, policies or procedures;

(b)

##### PROCEDURE FOR REMOVAL:

1- Executive (closed) meeting after at least 3 (three) days-notice to be held and at least 2/ 3 of those Board members PRESENT must vote to remove for motion to carry. He shall have the right to address the Board in a courteous and professional manner before any vote, and may request an open meeting, which will be considered, however, he may not be present during said vote and the vote itself is to be taken with only those Board members intending to vote. The Secretary shall keep no minutes during the closed session, but SHALL duly record the actual vote only to the extent of the removal motion carries or fails.

(c)

The subject if present, will be notified immediately. If the motion carried, he will be removed as a member in accordance with this document. If the motion fails, and he SHALL remain a member if he so chooses.

(d)

Any Board Officer or member who divulges how another person voted in closed session SHALL be subject to removal himself for just cause without vote of the Board or the members. The secretary shall duly record such actions.

(e)

Persons removed MAY have the right to appeal EXCEPT persons removed pertaining to Article VIII section d of this document.

## **ARTICLE IX: MEETINGS / NOTICE**

(a)

Board meetings SHALL be on the 1<sup>st</sup> Monday of every calendar month unless rescheduled for illness or Holidays. The time and place are subject to change but will be announced in the Newsletter and distributed electronically at least 3 (three) days prior to the date of the meeting.

(b)

General members meetings SHALL be held on the Sunday next following the Board meeting, the time and place subject to change and notification of same to be the as the Board meetings listed above.

(c)

Members not having access to electronic media waive the right to notice as stated in this document.

(d)

Error and/or omission SHALL NOT invalidate the covenants of this document in regard to notice.

## **ARTICLE X: AMENDMENTS TO BYLAWS**

(a)

This document may be amended at any regular or special meeting provided notice has been ALL members in good standing at least 10 days prior to the meeting at which a vote will be cast.

(b)

It SHALL be mailed regular mail through the U.S. Postal Service for members in good standing who lack access to electronic media, and will have been considered to be notified on the date of the postmark

(c)

It SHALL require 2/3rds of the members in good standing, who are present and voting yes to carry, after a Board vote in favor by 3/4ths of a Quorum as defined in this document.

(d)

After passage it SHALL become effective IMMEDIATELY unless stated otherwise within the amendment itself.

(e)

Items rejected for passage SHALL NOT be brought back to vote for a period of at least 2 (two) years.

## **ARTICLE XI: CONFLICT OF INTEREST POLICY**

(a)

Definitions;

Interested Person(s) - any Officer, Board member or **other** member on

the Board or a committee **with delegated** powers who has a financial interest either directly or indirectly.

Financial Interest - a person has a financial interest if he has, or a family member or other person residing with him, has directly or indirectly an interest through business, investment or transactions that may inure him directly or indirectly, including but not limited to, a compensation agreement or potential ownership, investment or interest in any business, individual, organization or other entity in which this Association is or may tender a contract for any goods and/or services or other compensation. This SHALL include but is not limited to indirect remuneration as well as gifts or favors no matter how insubstantial.

(b)

Duty to Disclose:

In connection with any actual, possible or perceived conflict of interest, the interested person **MUST** disclose same and be given opportunity in a timely manner to disclose all material fact(s) he may deem relevant to the committee or Board vote for making a final determination.

(c)

If there develops reasonable cause to suspect a conflict occurred without disclosure **AND** it is determined that such non-disclosure was 'intentional, whether a conflict actually existed or not, the interested person **SHALL** be removed from the Board, committee, and membership for just cause, the President, committee Chair or other leader **SHALL** have Fiduciary Responsibility to notify the proper authorities for investigation and determination.

## **ARTICLE XII: INDEMNIFICATION**

The Board, committees or Officers thereof, if having acted in good faith, shall be held harmless by **ALL** members of the Association, so long as no act of intentional or willful nature was of his own volition and deed.

Notwithstanding the above, this body has no authority to determine tort or civil actions.

## **ARTICLE XIII: DISCRIMINATION POLICY**

This Association does not discriminate against any person on the basis of race, color or religion.

## **ARTICLE XIV: GENERAL COVENANTS:**

(a)

The Association **SHALL** not participate in activities that carry on propaganda, attempt to influence legislature on any local, state or federal level, nor speak on or against or campaign for or against any candidate for public office. The Association will not participate in,

support, or intervene in the publication of, or distribution statements such propaganda for or against any candidate for public office, or legislation of or at any public agency.

(b)

The Association will not collect from nor expend funds on any non members EXCEPT that, it MAY contribute member funds to charitable organizations after a vote of members to do so, and provided said charity IS a recognized 501(c)3 entity listed in Publication 78 of the Internal Revenue Service.

(c)

The Association SHALL NOT make loans, gifts, gratuities or any remuneration of any nature to any interested person as described in this document.

(d)

Only the President and / or Vice- President SHALL be empowered to enter into any contract or other obligation for payment on behalf of the Association for goods or services directly related to the purpose of the Association and for the benefit of members, but only after Board approval for same. All actions with respect to same SHALL be duly recorded by the Secretary.

(e)

Should any section of this document become invalid for any reason whatsoever it SHALL NOT render the entire document void, but ONLY that portion, and the Board WILL be empowered to take a temporary measure to remedy in the best interest of the Association until such time that an amendment can be ratified as a permanent solution.

(f)

All records of the Association SHALL be kept for a period of 10 (ten) years unless otherwise prescribed by law, and SHALL be held by the Board Officer currently serving the Association, so long as it violates no law nor creates any conflict of interest.

(g)

Any policy, procedure or rule not discussed in this document SHALL be addressed in a manner used in Robert's Rules of Order unless otherwise prescribed by law.

## **ARTICLE XV: DISSOLUTION**

In the event of termination or dissolution of the Association for any reason whatsoever, after having retired all indebtedness and satisfied any judicially ordered payments, any remaining assets of any nature

shall be, in accordance with IRSC 501 Chapter 170, be expended to the Local or State government, or a court of competent jurisdiction in which the Association operated, to be distributed for use of the public good, or as prescribed by prevailing law at said time of termination or dissolution. The Officers, Board and / or members MAY be held harmless should assets fail to retire all indebtedness providing, they acted in good faith, received NO compensation during, after or within 6 (six) months of said termination or dissolution and is not in conflict of existing law at the time of termination and / dissolution.

10 JANUARY 2016

KNOW ALL YE MEN BY THESE PRESENTS THAT:

COMES NOW Gene Autry, President of the San Antonio Prime Timer's, duly elected by and of it's General Membership , whose Term in Office Expires 01/10/2016.

AND CERTIFIES, DECREES AND OR OTHERWISE ASSERTS, THAT,

On or about the aforementioned date above stated, A Vote by written ballot to question changing the By-Laws of San Antonio Prime Timer's, hereinafter referred to as SAPT, and having first been duly deposed of his OATH, does hereby assert his authority of decree, whereas the Secretary having been absent, the ballots having been counted and tallied by two volunteers of the General Membership at Large ,

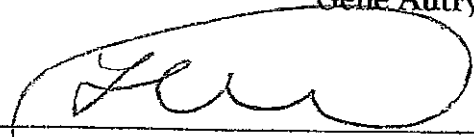
DOES NOW DECLARE, THESE BY-LAWS HAVING BEEN FIRST PRESENTED TO THE BOARD, RATIFIED THERIN FOR BALLOT, AND PASSED AS DESCRIBED HEREIN, WITH THE ORIGINAL BALLOTS BEING RETAINED BY SAID PRESIDENT.

Ballots show 98% in favor of the By-Laws as drafted, and ALL eligible members who wished to vote cast their ballot this 10<sup>th</sup> day of January in the year of our Lord 2016 A.D.

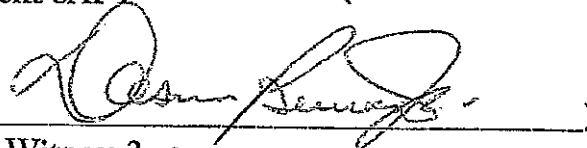
Witness my hand this day

  
Gene Autry, President SAPT

Witness 1

  
Tim Buffer  
Print names below signature

Witness 2

  
DESMER BENSON JR.

# General Meeting Agenda

## January 10, 2016

1. Welcome to Members and Guests
2. Raffle Tickets
  - 2.a. Tickets are \$1 or 10 Tickets for \$5
  - 2.b. Half of the Money Raised goes into the SAPT Charity Fund
  - 2.c. Winning Ticket Drawn at the End of the Meeting
3. By Laws Voting - Tim and Desmer
4. Care and Concern Report - Guy
5. Theatre Group Report - David White is Absent
6. Treasurers Report - Tim
7. Membership Chairman Report-Jack is Absent
8. Newsletter Editors Report - Murray
9. Vice Presidents Report - Desmer
10. Current Months Birthdays, Anniversaries -
11. Current Months Events- Game Night, Singles Night
- 12\_ Current Months Dine Out Details - Desmer
13. Upcoming Special Events - Bar B Que and Cars in Lockhart,  
Seventh Annual Chili Cookoffwith the return of Ray's road kill  
chili
14. By Laws Voting Results
15. Medal Award to Patrick
16. Raffle Drawing
17. Meeting Critique and Wrap Up

**CERTIFICATION**

I, Secretary of the Board of San Antonio Prime Timers, an Unincorporated 501(c) 7 Association, first being duly deposed of my Oath, do hereby Certify and Declare these bylaws, having been presented first to the Board, Passed by Vote described herein, then presented for vote to ALL eligible voting members present on the \_\_\_\_\_ day of \_\_\_\_\_ in the Year of Our Lord \_\_\_\_\_ A.D., was passed and effected immediately.

Witness my hand this day \_\_\_\_\_  
Taylor Maddux, Secretary of the Board

Print name below signature  
Witness 1

Print name below signature  
Witness 2

SAN ANTONIO PRIME TIMERS  
STANDARD OPERATING  
PROCEDURES  
REVISED ADOPTED 2018

PREFACE

Realizing that sometimes our Board of Directors may face challenges due to unforeseen circumstances, these Standard Operating Procedures are intended to provide guidance and to be used in conjunction with the by-laws to ensure a smoother continued operation of the club and to promote harmony amongst the Board.

It is not intended to be all encompassing and therefore may need to be revised when circumstances arise making it necessary.

If any item should ever be deemed to be unlawful or unenforceable, it shall not negate the balance of these procedures.

It is critical that we keep in mind ALL the by-laws still apply  
\*\*THIS DOCUMENT DOES NOT PARSE WORDS\*\*

SECTION A: DUTIES Of THE BOARD

I) The Board of Directors (herinafter referred to as BOD) shall at all times follow all rules, regulations and laws as dictated by any State, Local or Federal Agency to ensure the retention of our 5 1( c)7 status and maintain the reputations of both our Chapter and The Original Prime Timers Worldwide- We shall stive to lead by example, treating all as WE want to be treated.

II) The BOD shall be responsible for various tasks that may be amended by the membership from time to time to meet their needs and or as dictated by budget. It must also promote the mission of PTWW and implement policies and procedures to enhance that relationship.

III> Board members elected for specific offices, shall perform the duties for that function, but may also be assigned to or volunteer for other tasks- There shall be exception made for circumstances including but not limited to illness of himself and/or significant other- Thes exceptions shall be determined by the sitting BOD at the time they might occur and with support of the other members of the BOD.

VI) It shall be a PRIMARY CONCERN OF ALL THE BOD MEMBERS to keep the safety and security of all it's members in mind when any action is considered-

SECTION 8:  
ELECTIONS

Jl) Generally the Vice-President is the Chair of the Elections committee, in the event he is unable to perform that duty, or there is no Vice-President through vacancy, another BOD member may be appointed by the BOD to oversee same. If the BOD vote is a tie the President may declare Dilatory Rule in accordance with Robert's Rules of Order for small societies

and chair said committee himself, however, no less than 2 (two) other members, from the general membership and/or the BOD, must comprise the committee unless a vote by the general membership overrides this requirement when there are insufficient BOD members or lack of general membership volunteers.

II) In elections where written ballots are cast, those ballots must be tabulated by at least 2 (two) general members not running for any office and verified by the BOD Secretary.

III) Where the BOD Secretary shall be absent or there is no BOD Secretary, the next highest ranking BOD officer below the President shall verify the count, only after the count has been made or there is a question on a ballot that was cast.

IV) In elections where there are more than one candidate for any one position, written ballots must be issued and a candidate must receive at least 50% plus 1 (fifty-percent plus one) of all votes cast to be elected- Should no one candidate receive enough votes to be elected, a new balloted election shall be held at the next following general meeting.

## SECTION C: MEMBERS/MEMBERSHIP

IJ Prospective members are to be directed to the Membership Chair, who may, at his own discretion (unless otherwise directed by a vote of the BOD) invite any prospect to 1-3 (one to three) events to determine if they want to apply for membership.

II) Prospective members may only be invited to events held in public venue such as the Tuesday luncheon, however, the host of any event may invite a prospect to his event when he knows the individual and at his own discretion.

III) The calendar of events and newsletter shall never be distributed to non-members, except in performance of any legal duty to do so and only after proper notification to the BOD- It might also (with BOD approval) be sent to a surviving relative of a member when a memorial is published.

IV) Prospects making application without payment will not be considered for membership by the BOD,

V) Applications received with proper payment will be called to vote at the next following BOD meeting, unless objection being made, the BOD would retire to Executive Session for discussion, The Membership Chair at his own discretion may decide to reject an applicant and not bring the application to call for a vote, but rather return payment. No explanation other than denial must be given, but again he may state certain facts to said applicant,

VI) Applicants called to a vote must receive a majority of the BOD members present and voting to be approved and would then be so notified by the chair, of conditional approval. The

condition being a 6 (six) month probationary period and their acceptance to follow all the rules, regulations and by-laws set forth by The Original Prime Timers Worldwide, Sanantonio Prime Timers and any governmental agency with authority. If at any time during this period it is determined that said applicant is

not a harmonious fit, said applicant's membership may be terminated and a pro-rata share of his dues returned•

If no objection or termination is made, said applicant AUTOMATICALLY becomes a member in good standing in accordance with the by laws and no further action is necessary by the BOD.

VII> If any member, even those in good standing shall solicit funds from any other member by any means or for any reason whatsoever without prior knowledge AND approval of the BOD, even if he believes his request in good faith, he shall be terminated from immediately and NO REFUND of any kind will be issued•This action would require a majority vote of the BOD taken in Executive Session of those BOD members present to vote in accordance with Robert's Rules of order.

SAN ANTONIO PRIME TIMERS  
STANDARD OPERATING  
PROCEDURES  
REVISED ADOPTED 2023

PREFACE

Realizing that sometimes our Board of Directors may face challenges due to unforeseen circumstances, these Standard Operating Procedures are intended to provide guidance and to be used in conjunction with the by-laws to ensure a smoother continued operation of the club and to promote harmony amongst the Board.

It is not intended to be all encompassing and therefore may need to be revised when circumstances arise making it necessary.

If any item should ever be deemed to be unlawful or unenforceable, it shall not negate the balance of these procedures.

It is critical that we keep in mind ALL the by-laws still apply  
\*\*THIS DOCUMENT DOES NOT PARSE WORDS\*\*

**ARTICLE VII: ELECTIONS/VOTING**

(e)

All nominees **MUST** accept nomination to be considered a candidate. A candidate **SHALL** only be nominated for one (1) office or board position per election.

