

**CONSTITUTION AND BY-LAWS
OF THE
SCENIC LOOP – HELOTES CREEK ALLIANCE**

CONSTITUTION

ARTICLE I

Name

Section 1. The name of this organization shall be “Scenic Loop – Helotes Creek Alliance”, and “SL-HCA” shall be the official abbreviation.

ARTICLE II

Objectives

The objectives of this organization are to promote, educate and inform the community of the Scenic Loop – Helotes Creek Corridor to:

Section 1. Maintain the status of the historic Scenic Loop Road from Hwy 16 (Bandera Rd) to the Babcock Rd as a rural road;

Section 2. Keep the native tree canopy intact, and protected from the spread of Oak Wilt;

Section 3. Protect the visual, physical and aesthetic qualities of the existing Corridor;

Section 4. Support protection of the region’s historical and cultural integrity; and

Section 5. Support protection and preservation of the region’s natural beauty and resources to include water, endemic, endangered species, viewshed and dark sky.

BY-LAWS

ARTICLE III

Members

Section 1. Membership is open to all persons who subscribe to the objectives of the SL-HCA. Persons under the age of 18 may not hold office, vote or serve on certain committees.

Section 2. Active members are defined as any regular member who attends at least half of the regularly scheduled meetings in one calendar year or at the discretion of the Board for extenuating circumstances.

Section 3. Termination of membership will result from:

- A. Resignation by a member through written notice to the Secretary;
- B. Non-attendance for one calendar year;
- C. Behavior of a member which reflects poorly on the organization, determined by a majority vote of the Board. Members subjected to disciplinary measures will be permitted to appeal the measure to the membership at the next regularly scheduled meeting.

ARTICLE IV

Executive Board

Section 1. The assets of the SL-HCA shall be vested in and under the control of an Executive Board which shall consist of the following: Chair, Secretary, Treasurer, all of whom shall be elected by the membership, and a minimum of three other members (each representing a committee).

Section 2. Four members of the Executive Board shall constitute a quorum for the transaction of business. A majority of votes will be binding and in the event of a tie vote, the Chair shall cast the deciding vote, however in the event of a tie and in the absence of the Chair, the Executive Board will reconvene at a later date. Voting by proxy shall not be allowed.

Section 3. Three successive absences of any Board member from Executive Board meetings without an adequate excuse may result in that member's removal from the Board at the discretion of the Executive Board in legal session.

Section 4. Any vacancy existing in the Executive Board shall be filled by appointment of the Executive Board with the approval of the membership at the next regular meeting.

Section 5. The word "Board", unless otherwise specified, when used in the Constitution and By-laws of SL-HCA shall designate the "Executive Board" of SL-HCA.

Section 6. Following the first Executive Officers election, the Chair and Treasurer will serve a term of three years and the Secretary will serve a term of two years to allow for rotation by staggered terms. The remaining board members will serve a term of two years.

Section 7. Duly elected officers shall begin their term of office on the first day of the fiscal year (October 1) following their election.

ARTICLE V
Executive Board Duties

Section 1. The Chair shall preside at all meetings of SL-HCA and of the Executive Board, and shall have the duties and powers normally appurtenant to the office of Chair.

Section 2. The Secretary shall open meetings in the absence of the Chair, shall keep a record of all meetings of SL-HCA and of the Board and of all matters for which a record shall be ordered by the organization. The Secretary shall keep a roll of members of SL-HCA with their addresses, shall have charge of all correspondence, notify all Board members of all Board meetings, shall notify all members of the regular meetings, shall notify any member of their change in status, and receive all correspondence via mail or email and disseminate as necessary.

Section 3. The Treasurer shall keep accurate and current records of all receipts and disbursements of SL-HCA money, maintain an auditable record of all financial transactions, collect and deposit said money in a bank designated by the Board in the name of SL-HCA, issue checks and payments due upon the direction and authorization of the Board. Books shall be open to inspection by the membership and the Treasurer shall report the organization's finances and all transactions to the membership at each regularly scheduled meeting. At the annual meeting the Treasurer shall render a written account of all monies received and expended during the previous fiscal year. The books shall be audited annually by an outside source.

ARTICLE VI
Funds

Section 1. All receipts will be placed into a general fund from which all appropriations will be made. The Executive Board may invest excess funds in a federally insured account.

ARTICLE VII
Committees

Section 1. The Board may at any time appoint standing committees as may be deemed necessary. Such committees shall always be subject to the final authority of the Board. Special committees may also be appointed by the Board to aid it on particular projects.

ARTICLE VIII
The Organizational Year, Annual Meeting and Elections and By-Laws

Section 1. The Organizational Year and its Fiscal Year shall begin the first day of October and end the last day of September.

Section 2. Regular meetings of SL-HCA will be held quarterly unless otherwise specified by the Board and membership.

Section 3. The Annual Meeting will be held in September. New Officers shall begin their term October 1st with all associated documents transferred to the new officers by that date.

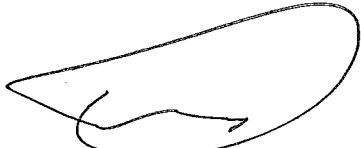
Section 4. Elections of Officers shall be conducted at the last Membership Meeting of the Fiscal Year. After the Nominating Committee has made its report to the membership, eligible voting members may make further nominations from the floor. Voting for any office shall be accomplished by paper ballot for which there is more than one nominee. The nominee receiving the highest number of votes for an office shall be elected, provided these votes constitute a majority of the total votes cast by those present and voting.

Section 5. By-Laws may be adopted, amended or deleted at any regular membership meeting by a two-thirds vote of those members present and voting.

Section 6. Amendments to the Constitution and By-Laws may be proposed by the Board or by written petition addressed to the Secretary and signed by two-thirds of the membership. Amendments made by such petition shall be promptly considered by the Board and must be submitted to the members with recommendations of the Board by the Secretary for a vote within three months of the date said petition was received by the Secretary.

ARTICLE IX Dissolution

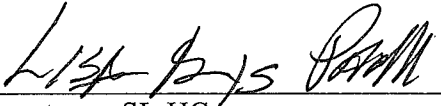
Section 1. The SL-HCA may be dissolved at any time by written consent of not less than two-thirds of the membership. In the event of dissolution of SL-HCA, whether voluntary or involuntary, or by operation of law, none of the property, proceeds, nor assets of SL-HCA shall be distributed to any members of SL-HCA, but after payment of any debts of SL-HCA, its property, assets and proceeds shall be given to a worthwhile organization(s), aligned with the SL-HCA objectives, to be chosen by the Board.



Chair – SL-HCA *Emory Bluhm*

8/16/2018

Date



Secretary – SL-HCA

8/14/18

Date